

BOARD OF DIRECTORS

Mr. Kurien Poulouse	- Chairman
Mr. Paul Kurien Polachirakal	- Whole Time Director
Mr. Babu John	- Director
Mr. K. John Jacob	- Director
Dr. Zachariah Paul Polachirakal	- Director
Mr. Ninan C. Kuttisseril	- Independent Director
Mr. Mathew Jacob	- Independent Director
<u>Company Secretary</u>	
Ms. Karthika P.S.	- Company Secretary till 30-12-2015

REGISTERED OFFICE

M.P. 1/186,
Mulakuzha -689 505
Chengannur, Kerala, India.
Phone No.0479 -2463000, 2463079
Fax No. 0479 -2468 709
E-mail : cs.ctshl.@gmail.com, Web : centuryhospital.org

AUDITORS

M/s. Mohan & Mohan Associates,
Chartered Accountants,
A-21, Jawahar Nagar, Kawadiar,
Trivandrum - 695 041.

BANKERS

State Bank of India, Ernakulam
Union Bank of India, Chengannur
Indian Overseas Bank, Chengannur

NOTICE

Notice is hereby given that the 27th Annual General Meeting of the members of **CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LIMITED** will be held on Friday the 30th day of September 2016 (30.09.2016) at 10:30 A.M at the Registered Office of the company to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited Profit and Loss account for the year ended 31/03/2016 and the Balance Sheet of the company as at 31/03/2016 together with the Reports of Directors' and Auditors' thereon.

2. Appointment of Auditors

To consider and approve the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provisions of Section 139(1) of the Companies Act, 2013, M/s. Mohan & Mohan, Chartered Accountants, Thiruvananthapuram, be and is hereby appointed as Auditors of the company from the conclusion of this meeting till the conclusion of the Annual General Meeting to be held in the year 2017 and that their remuneration be fixed by the Board of Directors in consultation with the Auditors.

3. To appoint a Director in the place of Mr. Kottarathil John Jacob (DIN: 01844357) Director, who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Mr. Kurien Poulose (DIN: 01788548) Director, who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.

Place : Chengannur

By order of the Board,

Date : 23.08.2016

(Kurien Poulose)

Chairman

(DIN: 01788548)

NOTES:

1. **A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll on his/her behalf and the proxy need not be a member. The proxy forms duly completed, stamped and signed must be deposited at the registered office of the company not less than 48 hours before the meeting.**
2. **Proxies submitted on behalf of limited companies, societies etc must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.**
3. Members/proxies should bring the attendance slip sent herewith duly filled in and signed along with photo ID proof for attending the meeting.
4. Members desiring to have information/clarifications on the accounts or any other matters at the AGM are requested to send their questions at least 7 days before the Annual General Meeting, by quoting their folio number, to enable the company to keep the information ready
5. Corporate Members are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
6. The route map to reach the venue of the annual general meeting including prominent land mark for easy location is provided at the end of Annual Report
7. Members are also requested to bring their copies of the Annual Report to the meeting.
8. Kindly communicate the changes if any, in your permanent or local address, immediately by forwarding a hard copy, to the Company Law and Secretarial Services Department of the Company along with your e-mail ID
9. The notice of the meeting is displayed/posted on the website of the company - www.centuryhospital.org
10. The notice along with Annual Report is being sent by electronic mode to those members, whose email ids are registered with the company. For members who have not registered their email ids, physical copies are being sent by permitted mode. To support the green initiative, all members are requested to register their email ids with the Company.
11. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-voting system.
The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com>.
The remote e-voting period commences on 27th September 2016 at 9.00 a m and ends on 29th September 2016 at 5.00 p m. During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

Central Travancore Specialists Hospital Ltd.

The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date of 23rd September 2016 Any person, who acquires shares of the Company and becomes member of the company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September 2016 may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

The facility for voting through ballot paper/Polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

12. The company has appointed M/s SVJS & Associates, Company Secretaries, Kochi to act as the Scrutinizers for conducting the electronic voting process and poll in a fair and transparent manner. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than three days after the conclusion of the AGM to the Chairman of the Company or to a person authorized by him in writing, who shall countersign the same.
13. The result, along with the Scrutinizer's Report, will be placed on the Company's website, www.centuryhospital.org and on the website of NSDL immediately after the result is declared by the Chairman or any other person authorized by the Chairman.

Instructions for voting through electronic means (remote e-voting)

- I. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL (for members whose email IDs are registered with the Company)
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>.
 - (iii) Click on Shareholder –Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login,
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digit/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of "CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LIMITED"
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to svjsassociates@gmail.com with a copy marked to evoting@nsdl.co.in
 - B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Company or requesting physical copy):
 - (i) Initial password is provided as below at the bottom of the Attendance Slip for the AGM

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
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Attached separately

- (ii) Please follow all steps from Sl.No. (ii) to Sl. No. (xii) Above, to cast vote.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no: 1800 222 990.
- III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s)
- V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September 2016
- VI. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September 2016 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or the Company If you have forgotten your password, you can reset the same by using "Forgot User Details/ Password" Option available on www.evoting.nsdl.com or contact NSDL at the following toll free no: 1800-222-990
- VII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- VIII. M/s. SVJS & Associates, Company Secretaries, Kochi has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- IX. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot paper" or "Polling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- X. The Scrutinizer shall, after the conclusion of voting at the general meeting, will first count-the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
- XI. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

Other information:

- ◆ Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through "Forgot Password" option available on the site to reset the same.
- ◆ Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- ◆ It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no: 1800- 222 – 990.

BOARD REPORT

To the Members,

Your Directors are pleased to present the 27th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2016.

1. FINANCIAL RESULTS (RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014)

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

RESULTS	in Rs	
	31-03-16	31-03-15
PARTICULARS		
Sales & Other Income	11,45,86,664	12,46,55,517
Depreciation	87,30,661	88,53,030
Total expenditure	19,84,70,858	19,97,67,956
Profit/(Loss) before Tax	-9,26,14,855	-8,39,65,469
Profit/(Loss) after Tax	-9,31,09,863	-8,53,43,273

2 EXTRACTS OF ANNUAL RETURN (ANNEXURE 1) S.134(3)a

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure 1** and is attached to this Report.

3 NUMBER OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL YEAR UNDER REVIEW. S.134(3)b

The Company had 7 Board meetings, 2 Audit committee meetings and 3 meetings of nomination and remuneration committee were held during the financial year under review as detailed **Annexure 1(1)** Attached.

4 DIRECTORS RESPONSIBILITY STATEMENT S.134(3)c

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement :

- (i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) The directors had prepared the annual accounts on a going concern basis; and
- (v) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

5. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENTS. 134(3) (ca).

Auditors have not reported any fraud during the year under review.

6 DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149 S. 134(3)d

Pursuant to the provisions of Sections 149, 160, Schedule IV and other applicable provisions, the company has to appoint a minimum of 2 directors as independent directors satisfying the conditions mentioned therein.

Mr Ninan C Kuttasseril and Mr Mathew Jacob were appointed as independent directors by the members at their general meeting held on 29.12.2015 for a period of 5 years.

Independent directors have given a declaration to the Board as per provisions of S.149 (6) of the Companies Act 2013.

7 NOMINATION AND REMUNERATION COMMITTEE S. 134(3) e

Pursuant to provisions of section 178 of the Companies Act 2013, the Board has constituted a Nomination and Remuneration Committee with the following members:

1. Mr Kottarathil John Jacob
2. Mr Ninan C Kuttasseril
3. Mr Mathew Jacob

for formulating the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees. Mr. Kottarathil John Jacob will be the chairman of the committee.

8 EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS S. 134(3) f.

Caro Item No. xvii – The company has passed a resolution at the EGM held on 08.01.1997 to borrow moneys upto Rs.25 crores. However, the special resolution under Sec.180(1)(c) of the Companies Act, 2013 for borrowing up to a limit of Rs.50 crores was not approved by the members at the annual general meeting held on 29.12.2015. The moneys have been borrowed only for the day today running of the company and have been advanced only by the directors and are in the nature of temporary advances.

Without the infusion of funds, the functioning of the hospital will come to a standstill adversely affecting the treatment of thousands of patients who depend on the quality services provided by the hospital at affordable and reasonable costs. The closure of the hospital will also result in the lives of several patients and also the livelihood of approx. 300 employees working in the hospital. Hence, it is submitted that the amounts have been accepted by the company from the directors in public interest.

The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

9 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 : S. 134(3) g.

The Company has not given any Loans, guarantees or Investments under Sec 186 of Companies Act 2013.

10 PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SEC 188(1) COMPANIES ACT 2013: S. 134(3) h.

Form AOC 2 Attached as Annexure 2

11 STATE OF COMPANY'S AFFAIRS S.134(3) i.

Brief description of the company's working during the year/state of company's affairs

During the year under review, the company has incurred loss. Owing to severe competition from nearby hospitals, consequent reduction of income, increased labour, maintenance and other expenditure, your company could not achieve the desired results. Directors are taking all steps to improve the performance of the company including infusion of sufficient funds. The special resolution for availing of sufficient funds from available sources was opposed by certain members and could not be passed at the previous annual general meeting and this is creating impediments in running the hospital. Certain members have also filed winding up petition against the company in the High Court of Kerala, which is being heard.

12 TRANSFER TO RESERVES S. 134(3) j.

Company has incurred loss during the financial year under review.

13 DIVIDEND S. 134(3) k.

No dividend has been declared due to the loss incurred by the company.

Transfer of unclaimed dividend to investor education and protection fund

In terms of Section 125(2) of the Companies Act, 2013, no unclaimed or unpaid Dividend relating to the financial year is due for remittance to the Investor Education and Protection Fund established by the Central Government.

14 MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT S. 134(3)l.

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this report.

15 CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO S. 134(3)m.

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure 3** and is attached to this report.

16 RISK MANAGEMENT POLICY:- S. 134(3)n.

The Company has a proper risk management policy towards operations and administrative affairs of the Company. The Whole time Director will review the Policy at regular intervals of time and ensure proper Implementation of the policy formulated.

17 CORPORATE SOCIAL RESPONSIBILITY U/S 135 OF THE COMPANIES ACT 2013 S. 134(3)o.

CSR activity is not applicable to the company.

18 ANNUAL EVALUATION:- 134(3)p.

The Companies Act, 2013 stipulates the performance evaluation of the Directors including Chairman, Board and its Committees.

Considering the said provision, the Company has devised the process and the criteria for the

performance evaluation which has been recommended by the Nomination and Remuneration Committee and approved by the Board.

19 DISCLOSURE UNDER OTHER PROVISIONS OF COMPANIES ACT 2013

i) Share Capital –S. 43 Rule 4(4)

The Company has not issued any Equity Shares, Sweat Equity Shares, Employee Stock option and not called for Buy back of Shares during the current financial Year

- A) Issue of equity shares with differential rights – NIL
- B) Issue of sweat equity shares – NIL
- C) Issue of employee stock options – NIL
- D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees – NIL

ii) Share Capital and Debentures S. 54 (Rule 8(13))

Disclosure in respect of voting rights not exercised directly by the employees in respect of shares to which the scheme relates. (Section 67(3) Rule 16(4))

The Company has not issued any sweat equity shares, during the financial year under review.

20 COMPOSITION OF AUDIT COMMITTEE S.177(8)

Pursuant to sec 177(2) of the Act, an Audit Committee of Board was formed with two directors and Mr Kottarathil John Jacob as its Chairman. Members of the committee are Mr Ninan C Kuttasseril and Mr Mathew Jacob. The Chief Financial Officer is a permanent invitee.

21 REPORT ON VIGIL MECHANISM S.177(9) & (10)

The company is not required to establish vigil mechanism.

22 DISCLOSURE S. 197(14)

Disclosure about receipt of any commission by MD/WTD from the company and also receiving commission/remuneration from its holding or subsidiary: Remuneration drawn by Mr. Paul Kurien Polachirakal, Whole-Time Director during the financial year was Rs. 10,14,516/-. Other than this, neither the managing director nor the whole time director has drawn any commission from the company.

23 MANAGERIAL REMUNERATION:

Details of the employee(s) of the Company as required pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Rule 5(1) Not applicable since the company is not listed

Rule 5(2) There are no employees in the company drawing remuneration of more than Rs 60 lacs as stipulated in the Rule.

24 CORPORATE GOVERNANCE CERTIFICATE:

The Company is not a listed Company. Hence corporate governance as stipulated in Clause 49 of the Listing agreement is not applicable.

25 STATUTORY AUDITORS

It is proposed to re-appoint the existing Statutory Auditors of the company M/s. Mohan & Mohan, Chartered Accountants, Thiruvananthapuram, for the year 2016-17 and who will hold the office from the conclusion of the Annual General Meeting to be held this year till the conclusion of the annual general meeting to be held in the year 2017 on remuneration as fixed by the Board in consultation with them.

Central Travancore Specialists Hospital Ltd.

The Company has received a letter from M/s. Mohan & Mohan, Chartered Accountants, Thiruvananthapuram, to the effect that their appointment as Statutory Auditors, if made, would be in compliance under section(s) 139 and 141(3)g and applicable provisions of the Companies Act 2013 and that they are not disqualified for such appointment.

RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

26 MATTERS REQUIRED TO BE DISCLOSED IN ACCORDANCE WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014.

a Financial Performance- Rule 8(1):-

Already given

b Contracts or arrangements with related parties Rule- 8(2) :-

ANNEXURE 2

c Conservation of energy, Technology absorption, Foreign exchange earnings and Outgo- Rule 8(3)

ANNEXURE 3

d Annual evaluation Report made by the Board Rule 8(4)

NOT APPLICABLE

Rule 8(5)

(i) the financial summary or highlights;

Already given

(ii) the change in the nature of business, if any;

There is no change in the nature of the company's business during the financial year under review

(iii) the details of directors or key managerial personnel who were appointed or have resigned during the year;

1. Mr. Kottarathil John Jacob (DIN: 01844357) Director, retires at this Annual General Meeting and being eligible, offers himself for re-election.
2. Mr. Kurien Paulose (DIN: 01788548) Director, retires at this Annual General Meeting and being eligible, offers himself for re-election.
3. Mr. Paul Kurien was appointed as Wholetime Director with effect from 23.07.2015 for a period of 5 years at the annual general meeting held on 29.12.2015/
4. At the said annual general meeting, Mr Ninan C Kuttasseril and Mr Mathew Jacob were appointed as Independent Directors for a period of 5 years from the conclusion of the meeting. Mr Babu John was also appointed as a Director in the same meeting and he shall be liable to retire by rotation.
5. Disqualifications of directors- NIL

(iv) the names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year;

The company has no subsidiaries/ joint ventures/ associates

(v) the details relating to deposits, covered under Chapter V of the Act,-

(a) accepted during the year; NIL

(b) remained unpaid or unclaimed as at the end of the year; NIL

(c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved- NIL

- (i) at the beginning of the year; NIL
- (ii) maximum during the year; NOT APPLICABLE
- (iii) at the end of the year; NOT APPLICABLE

(vi) the details of deposits which are not in compliance with the requirements of Chapter V of the Act;

NIL

(vii) the details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future;

There are no significant orders by Regulators impacting the going concern status of the company and company's operations in future;

(viii) Details in respect of adequacy of internal controls with reference to the financial statements

The company has adequate internal financial controls such as defining authority to authorize financial transactions, Internal Audit and monthly review of financial statement mechanism in vogue. Further the company is not a listed company hence reporting on this clause does not arise

27. DISCLOSURES ABOUT CSR POLICY. Rule 9

CSR activity is not applicable to the company.

28. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PROVISION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during each calendar year.

- No of complaints received: NIL
- No of complaints disposed off: N.A

29. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LIMITED

Kurien Paulose
Chairman
(DIN: 01788548)

Date : 23.08.2016

Place : Chengannur

ANNEXURE -1

Form No.MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31/03/2016

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

I. REGISTRATION AND OTHER DETAILS

CIN	U85110KL1989PLC005489
Registration Date	26/09/1989
Name of the Company	Central Travancore Specialists Hospital
Category/sub category	Indian non-government company limited by shares
Address of the Registered office	MP 1/186 Mulakuzha Changannur Alappuzha Kerala 689505
Whether Company listed	NO
Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr.No.	Name and Description of main products/ Services	NIC Code of the Product/Services	% to total turnover of the company
1	Healthcare services & Pharmacy	86100	99

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

NOT APPLICABLE

IV. SHAREHOLDING PATTERN

(Equity Share Capital Break up as percentage of Total Equity)

i) Category-wise Share Holding

Central Travancore Specialists Hospital Ltd.

Category of	No. of Shares held at the				No. of Shares held at the				%
	Dem	Physical	Total	% of Total	Dem	Physical	Total	% of Total	
A. Promoters									
(1) Indian	0	0	0	0	0	0	0	0	Nil
a) Individual/ HUF	0	12841306	12841306	47.56	0	12831806	12831806	47.56	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govts	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other....	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
Sub-total	0	0	0	0	0	0	0	0	0
(A) (1):-	0	12841306	12841306	47.56	0	12831806	12831806	47.56	0
	0	0	0	0	0	0	0	0	0
2 Foreign	0	0	0	0	0	0	0	0	0
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub Total(A) (2):-	0	0	0	0	0	0	0	0	0
Totalshareholding of Promoter (A) = (A)(1) + (A)(2)	0	0	0	0	0	0	0	0	0
B. Public Shareholding	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
1. Institutions	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) CentralGovt	0	0	0	0	0	0	0	0	0
d) StateGovt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Co.s	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0

Central Travancore Specialists Hospital Ltd.

i) Others	0	0	0	0	0	0	0	0	0
(specify)	0	0	0	0	0	0	0	0	0
Sub Total (B)(1):-	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
2. Non- Institutions	0	0	0	0	0	0	0	0	0
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	1237000	1237000	4.58	0	1237000	1237000	4.58	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	10071094	10071094	37.30	0	10071094	10071094	37.30	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	2850600	2850600	10.56	0	2860100	2860100	10.56	0
c) Others	0	0	0	0	0	0	0	0	0
(specify) Sub-total	0	0	0	0	0	0	0	0	0
(B)(2):-	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B) = (B)(1) + (B)(2)	0	14158694	14158694	52.44	0	14168194	14168194	52.44	0
	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total A + B + C		27000000	27000000	100		27000000	27000000	100	Nil

ii. Shareholding of Promoter Directors

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total	
1.	Paul Kurien	3735400	13.83	NIL	3742400	13.85	NIL	NIL
2.	Kurien Poulose	3036406	11.25	NIL	3036406	11.25	NIL	NIL
3.	Zachariah Paul	3304500	12.24	NIL	3307000	12.25	NIL	NIL
4.	Lucy Poulose	2710000	10.04	NIL	2710000	10.04	NIL	NIL

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

Sl. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Paul Kurien	3735400	13.83	3742400	13.85
Zachariah Paul	3304500	12.24	3307000	12.25

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	NIL	NIL	NIL	NIL	NIL

(v) Shareholding of Directors and Key Managerial Personnel:

No.	Name of Director / KMP		Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Paul Kurien	01838597	3735400	13.83	3742400	13.85
2	Kurien Poulose	01788548	3036406	11.25	3036406	11.25
3	Zachariah Paul	01798338	3304500	12.24	3307000	12.25

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
Principal Amount	64,85,244	22,16,90,369		22,81,75,613
ii) Interest due but not paid	4,37,672	8,23,17,008		8,27,54,680
iii) Interest accrued but not paid due				
Total (i+ ii+ iii)	69,22,916	30,40,07,377		31,09,30,293
Change in Indebtedness during the financial year				
Addition		903,25,054		903,25,054
Reduction	35,46,013			35,46,013
Net Change	35,46,013	903,25,054		8,67,79,041
Indebtedness at the end of the financial year				
i) Principal Amount	32,51,609	28,66,99,667		28,99,51,276
ii) Interest due but not paid				
iii) Interest accrued but not due	1,25,294	10,76,32,764		10,77,58,058
Total (i+ ii+ iii)	33,76,903	39,43,32,431		39,77,09,334

VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration		Total Amount
1.	Gross salary Rs(a)Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Paul Kurien	10,14,516
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission - as % of profit- others, specify...	NIL	NIL
5.	Others, please specify	NIL	NIL
	Total(A) Ceiling as per the Act	NIL	10,14,516

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
	Independent Directors Fee for attending board committee meetings ·Commission ·Others, please specify	NIL	NIL
	Total (1)	NIL	NIL
	Other Non-Executive Directors ·Fee for attending board committee meetings ·Commission ·Others, please specify	NIL	NIL
	Total(2)	NIL	NIL
	Total(B)=(1+2)	NIL	NIL
	Total Managerial A+ B Remuneration	NIL	10,14,516
	Overall Ceiling as per the Act		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD : NIL

The chief financial officer Mr. Kurien Koshy and company secretary Ms. Karthika P.S., of the company have drawn an amount of Rs. 1860000/- and 384000/- as remuneration during the period under review. Mrs. Soumya Paul, relative of Mr. Poul Kurien Polachirackal, whole time director of the company has drawn an amount of Rs. 1,19,850 as remuneration.

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:-***

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority	Appeals if any
A.COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B.DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

For Central Travancore Specialists Hospital Limited

PAUL KURIAN POLACHIRAKAL
WHOLE TIME DIRECTOR
DIN: 01838597

ANNEXURE 1 (1)

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL YEAR 2015-16

Date	Name of Directors Present	Din
16.06.2015	Mr. Kurien Poulose Mr. Paul Kurien Polachirakal Mr. John Jacob Mr. Zachariah Paul	01788548 01838597 01844357 01798338
31.07.2015	Mr. Paul Kurien Polachirakal Mr. Kurien Poulose Mr. Babu John Mr. Zachariah Paul	01838597 01788548 01987675 01798338
26.08.2015	Mr. Paul Kurien Polachirakal Mr. Zachariah Paul Mr. Kurien Poulose	01838597 01788548 01798338
26.09.2015	Mr. Paul Kurien Polachirakal Mr. Kurien Poulose Mr. John Jacob Mr. Zachariah Paul	01838597 01788548 01844357 01798338
10.11.2015	Mr. Kurien Poulose Mr. Paul Kurien Polachirakal Mr. Zachariah Paul	01788548 01838597 01798338
29.12.2015	Mr. Kurien Poulose Mr. Paul Kurien Polachirakal Mr. Zachariah Paul Mr. John Jacob Mr. Ninan C. Kuttisseril Mr. Mathew Jacob	01788548 01838597 01798338 01844357 02499908 07347170
14.01.2016	Mr. Kurien Poulose Mr. Paul Kurien Polachirakal Mr. Ninan C. Kuttisseril Mr. Mathew Jacob	01788548 01838597 02499908 07347170

AUDIT COMMITTEE MEETINGS

Date	Name of Directors Present	Din
16.06.2015	Mr. Paul Kurien Polachirakal Mr. John Jacob Mr. Zachariah Paul	01838597 01844357 01798338
26.08.2015	Mr. Paul Kurien Polachirakal Mr. Zachariah Paul	01838597 01788548

NOMINATION & REMUNERATION COMMITTEE MEETINGS

Date	Name of Directors Present	Din
16.06.2015	Mr. Paul Kurien Polachirakal Mr. John Jacob Mr. Zachariah Paul	01838597 01844357 01798338
31.07.2015	Mr. Paul Kurien Polachirakal Mr. Zachariah Paul	01838597 01788548
10.11.2015	Mr. Paul Kurien Polachirakal Mr. Zachariah Paul	01838597 01798338

For Central Travancore Specialists Hospital Limited

PAUL KURIAN POLACHIRAKAL
WHOLE TIME DIRECTOR
DIN: 01838597

ANNEXURE -2

FORM AOC – 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis

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

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

(a)	Name(s) of the related party and nature of relationship	NIL
(b)	Nature of contracts/arrangements/transactions	
	(i) Purchase of goods	NIL
	(ii) Sale of goods	NIL
(c)	Duration of the contracts / arrangements / transactions	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
(e)	Date(s) of approval by the Board, if any	NIL
(f)	Amount paid as advances, if any	NIL

Form shall be signed by the persons who have signed the Board's report.

ANNEXURE -3

(A) Conservation of energy-

(i)	the steps taken or impact on conservation of energy;	Employees, customers are educated to save electricity by switching off the same at idle times.
(ii)	the steps taken by the company for utilizing alternate sources of energy;	Steps are being taken to keep energy consumption at optimum levels.
(iii)	the capital investment on energy conservation equipments;	NIL
(B)	Technology absorption-	
(i)	the efforts made towards technology absorption;	The company does not use any foreign technology.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution;	
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A
	(a) the details of technology imported;	N.A
	(b) the year of import;	N.A
	(c) whether the technology been fully absorbed;	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A
	(iv) the expenditure incurred on Research and Development.	N.A
(C)	Foreign exchange earnings and Outgo-	N.A
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	

INDEPENDENT AUDITOR'S REPORT

To the members of Central Travancore Specialists Hospital Ltd.

Report on the Financial Statements

We have audited the accompanying financial statements of Central Travancore Specialists Hospital Ltd. ("The Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) On the basis of the information and explanation of the Company provided to us, the internal financial control, framework the report of the internal auditors and in our opinion, the Company has adequate internal financial controls systems in place and the operating effectiveness of such controls.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **MOHAN & MOHAN ASSOCIATES**

Chartered Accountants

R.SURESH MOHAN (Partner)

Mem No. 13398.

Firm No.02092 S

Place : Thiruvananthapuram,

Date : 23-08-2016

ANNEXURE TO AUDITORS' REPORT

Referred to in Paragraph 1 of **Report on Other Legal and Regulatory Requirements** of our Report of even date

(i)

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- b. As explained to us, the fixed assets are not physically verified by the management, which in our opinion is not reasonable, having regard to the size of the Company and nature of its assets.
- c. According to the information and explanation given to us, the title deeds of immovable properties of the Company are held in the name of the Company.
- ii. The inventories have been physically verified during the year by the management and in our opinion, the frequency of verification is reasonable. As explained to us, no material discrepancies were noticed on physical verification of inventories as compared to the book records.
- iii. The Company has not granted any loans, secured or unsecured, to Companies, firms, Limited Liability Partnerships or other parities covered in the Register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year. Therefore, the provisions of clause 3 (v) of the Companies (Auditor's Report) Order, 2016, are not applicable to the Company.
- vi. The company is not having any inventory other than medicines and consumables and hence the maintenance of cost records has been specified under subsection (1) of Section 148 of the Act is not applicable.
- vii.
 - a. The Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales tax, service tax, customs duty, excise duty, value added tax, cess and any other material statutory dues applicable to the Company. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were in arrears, as at 31.03.2016 for a period of more than six months from the date they became payable.
 - b. According to the information and explanations given to us, there are no dues of income-tax, sales tax, service tax, customs duty, excise duty and value added tax which have not been deposited on account of any dispute:
- viii. As the Company have borrowings from Kerala State Industrial development Corporation for an amount of Rs.32.51Lakhs (previous year Rs.64.85Lakhs) Interest outstanding on the said loan is Rs. 1.25 Lakhs (Previous years. Rs. 4.38 Lakhs). The company has not issued any debentures as at the balance sheet date, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

Central Travancore Specialists Hospital Ltd.

- ix. The Company has accumulated losses as at the end of the financial year and it has incurred any cash losses in the financial year ended on that date and in the immediately preceding financial years. An year wise details of the losses incurred by the company is as follows;

Particulars	2015-2016	2014-2015	2013-2014	2012-2013
Accumulated Loss	54,66,30,417	45,35,20,554	36,83,46,948	29,95,22,835
Operating Profit/(Loss)	5,75,72,846	5,45,75,371	4,02,50,431	1,65,22,532
Total Profit/(Loss)	9,31,09,863	8,53,43,273	6,88,24,113	4,31,15,829
Authorized Share Capital	27,00,00,000	27,00,00,000	27,00,00,000	27,00,00,000

- viii. To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud on or by the Company by its officers or employees during the year was noticed or reported, nor have we been informed of such case by the management.
- ix. In our opinion, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- x. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Companies (Auditor's Report) Order, 2016, are not applicable to the Company.
- xi. In our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements as required by the applicable accounting standards.
- xii. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and therefore, the provisions of clause 3 (xiv) of the Companies (Auditor's Report) Order, 2016, are not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company has not entered into any non – cash transactions with directors or persons connected with the Directors.
- xiv. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act,
- xv. In our opinion company has violated the provisions of the Companies Act 2013 by borrowing money above the limit of Rs. 25 Crores pursuant to the special resolution passed in the Extra-Ordinary General meeting held on 8th of January 1997 in accordance with Section 180 (1) (c) of the Companies Act 2013 (then section 293(1) (d) of Companies Act 1956). The amount borrowed by the company from the directors as on 31st March 2016 is Rs. 28,51,99,667/- (Previous year Rs. 22,01,90,369/-)**

For **MOHAN & MOHAN ASSOCIATES**

Chartered Accountants

R.SURESH MOHAN (Partner)

Mem No. 13398.

Firm No.02092 S

Place : Thiruvananthapuram,

Date : 23-08-2016

EXHIBIT "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LTD.

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

We have audited the internal financial controls over financial reporting of Central Travancore Specialists Hospital Ltd. ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **MOHAN & MOHAN ASSOCIATES**

Chartered Accountants

R.SURESH MOHAN (Partner)

Mem No. 13398.

Firm No.02092 S

Place : Thiruvananthapuram,

Date : 23-08-2016

BALANCE SHEET AS AT 31st MARCH 2016

Particulars	Note No.	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share capital	3	28,61,15,000	28,61,15,000
(b) Reserves and surplus	4	-54,66,30,417	-45,35,20,554
		-26,05,15,417	-16,74,05,554
Share application money pending allotment			
Non-current liabilities			
(a) Long-term borrowings	5	28,99,51,276	22,81,75,613
(b) Deferred tax liabilities (net)		-	-
(c) Other long-term liabilities	6	10,77,58,058	8,27,54,680
(d) Long-term provisions	7	1,39,00,366	1,21,07,887
		41,16,09,700	32,30,38,180
Current liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	8	89,47,386	89,23,473
(c) Other current liabilities	9	2,12,91,057	2,19,65,373
(d) Short-term provisions		-	-
		3,02,38,443	3,08,88,846
TOTAL		18,13,32,726	18,65,21,471
ASSETS			
Non-current assets			
(a) Fixed assets			
Tangible assets	10	15,36,56,354	15,97,97,368
		15,36,56,354	15,97,97,368
(b) Non-current investments		-	-
(c) Deferred Tax assets (net)		-	-
(d) Long-term loans and advances		-	-
(e) Other non-current assets	11	42,050	42,050
		15,36,98,404	15,98,39,418
Current assets			
(a) Current investments	12	11,50,613	10,52,896
(b) Inventories	13	86,96,725	82,71,584
(c) Trade receivables	14	96,05,056	1,09,78,362
(d) Cash and cash equivalents	15	11,04,529	15,12,200
(e) Short-term loans and advances	16	31,99,508	29,48,551
(f) Other current assets	17	38,77,891	19,18,460
		2,76,34,322	2,66,82,053
TOTAL		18,13,32,726	18,65,21,471
See accompanying notes forming part of the financial statements			

In terms of our report attached.

For Mohan & Mohan Associates

Chartered Accountants

Sd/-
Partner

Sd/-
Chairman

Sd/-
Whole Time Director

For and on behalf of the Board of Directors

Sd/-
C.F.O

Membership No. : 013398

Firm Reg. No.: 002092S

Annual Report 2016 - 2017

Place : Chengannur

Date : 23-08-2016

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

Particulars	Note No.	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
CONTINUING OPERATIONS			
Revenue from operations (gross)	18	11,39,01,458	12,39,77,428
Revenue from operations (net)		11,39,01,458	12,39,77,428
Expenses			
(a) Cost of materials consumed	20	4,22,02,125	4,71,65,946
(b) Purchases of stock-in-trade	20	4,26,27,266	4,71,57,070
(c) Changes in stock-in-trade	20	-4,25,141	8,876
(d) Employee benefits expense	21	10,88,45,135	11,26,68,316
(e) Other expenses	23	2,11,12,250	1,93,96,626
(f) Prior period expenses			
TOTAL		17,21,59,510	17,92,30,888
Earnings before exceptional items, extraordinary items, interest, tax, depreciation and amortisation			
		-5,82,58,052	-5,52,53,460
Finance costs	22	2,63,11,348	2,05,37,068
Depreciation and amortisation expense	10	87,30,661	88,53,030
Other income	19	6,85,206	6,78,089
Profit / (Loss) before exceptional and extraordinary items and tax			
		-9,26,14,855	-8,39,65,469
Exceptional items	24	4,95,008	13,77,804
Profit / (Loss) before extraordinary items and tax			
		-9,31,09,863	-8,53,43,273
Extraordinary items		-	-
Profit / (Loss) before tax			
		-9,31,09,863	-8,53,43,273
Tax expense			
		-	-
Profit / (Loss) from continuing operations			
		-9,31,09,863	-8,53,43,273
Profit / (Loss) for the year			
		-9,31,09,863	-8,53,43,273
Earnings per share (of ' 10/- each):			
(a) Basic			
(i) Continuing operations	27	-3.45	-3.16
(ii) Total operations	27	-3.45	-3.16
(b) Diluted			
(i) Continuing operations	27	-3.45	-3.16
(ii) Total operations	27	-3.45	-3.16
See accompanying notes forming part of the financial statements			

In terms of our report attached.

For Mohan & Mohan Associates

Chartered Accountants

Sd/
Partner

Sd/
Chairman

Sd/
Whole Time Director

For and on behalf of the Board of Directors

Sd/
C.F.O

Membership No. : 013398

Firm Reg. No.: 002092S

Place : Chengannur

Date : 23-08-2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2016

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
A. Cash flow from operating activities		
Net Profit / (Loss) before tax	9,31,09,863	8,53,43,273
<i>Adjustments for:</i>		
Depreciation and amortisation	87,30,661	88,53,030
(Profit) / loss on sale / write off of assets -		
Finance costs	2,63,11,348	2,05,37,068
Interest income	1,67,679	4,66,473
Net (gain) / loss on sale of investments	-	-
Rental income from operating leases	-	-
Liabilities / provisions no longer required written back	-	-
Provision for doubtful trade and other receivables, loans and advances	-	-
Provision for contingencies	-	-
Other non-cash charges - Preliminary Expenses	-	-
	3,48,74,330	2,89,23,625
Operating profit / (loss) before working capital changes	5,82,35,533	5,64,19,648
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	4,25,141	8,876
Trade receivables	13,73,306	40,44,353
Short-term loans and advances	2,50,957	8,22,478
Long-term loans and advances -		
Current Investemnts	97,717	94,522
Other current assets	19,59,431	30,68,754
<i>Adjustments for increase / (decrease) in operating liabilities :</i>		
Trade payables	23,913	3,45,843
Other current liabilities	6,74,316	18,58,900
Short-term operating provisions -		
Other long-term liabilities	2,50,03,378	1,92,80,932
Long-term provisions	17,92,479	11,58,245
	2,47,85,514	2,98,02,173
	3,34,50,019	2,66,17,475
Cash flow from extraordinary items	-	-
Cash generated from operations	3,34,50,019	2,66,17,475
Net income tax (paid) / refunds	-	-
Net cash flow from / (used in) operating activities (A)	3,34,50,019	2,66,17,475
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	27,13,937	73,83,354
Proceeds from sale of fixed assets	1,24,291	-
Interest received	1,67,679	4,66,473
Rental income from operating leases -		
Other non-current assets -		
Cash generated from Investments	24,21,967	69,16,881
Net income tax (paid) / refunds	-	-
Net cash flow from / (used in) investing activities (B)	24,21,967	69,16,881

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	in ' lakhs	in ' lakhs
C. Cash flow from financing activities		
Proceeds from issue of equity shares	-	-
Repayment of long-term borrowings	32,33,635	-
Dividend paid on Equity shares	-	-
Payment of Dividend Tax	-	-
Long-term borrowings	6,50,09,298	5,29,44,914
Finance cost	2,63,11,348	2,05,37,068
	3,54,64,315	3,24,07,846
Net income tax (paid) / refunds	-	-
Net cash flow from / (used in) financing activities (C)	3,54,64,315	3,24,07,846
Net increase / (decrease) in Cash & cash equivalents (A + B + C)	4,07,671	11,26,510
Cash and cash equivalents at the beginning of the year	15,12,200	26,38,710
Cash and cash equivalents at the end of the year	11,04,529	15,12,200

In terms of our report attached.

For Mohan & Mohan Associates

Chartered Accountants

Sd/-
Partner

Sd/-
Chairman

Sd/-
Whole Time Director

Sd/-
C.F.O

Membership No. : 013398

Firm Reg. No.: 002092S

For and on behalf of the Board of Directors

Place : Chengannur

Date : 23-08-2016

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

1: Summary of Significant accounting policies

CORPORATE INFORMATION

"Central Travancore Specialists Hospital Ltd, (the company) is a specialty hospital located in Chengannur, Alappuzha district. The company currently has 25 clinical departments in medicine and surgery & 7 operation theatres and over 160 patient beds. The Accumulated loss of the company is more than the authorized share capital of the company during the current financial year.

2.1 Basis of accounting and preparation of Financial Statements

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation with and recommendations of the National Financial Reporting Authority, the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006, as amended (the 'Rules'), continue to be applicable, accordingly, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under the Rules and other relevant provisions of the Companies Act, 2013.

2.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and liabilities. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying financial statements. Any revisions to accounting estimates are recognised prospectively in current and future periods.

2.3 Current – Non Current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.4 Inventories

The inventories of all medicines, Medicare items traded and dealt with by the Company are valued at cost. In the absence of any further estimated costs of completion and estimated costs necessary to make the sale, the Net Realisable Value is not applicable. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location applying the FIFO method.

Stock of provisions, stores (including lab materials and other consumables), stationeries and housekeeping items are stated at cost. The net realisable value is not applicable in the absence of any further modification/alteration before being consumed in-house only. Cost of these

inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location applying FIFO method.

Surgical instruments, linen, crockery and cutlery are valued at cost wherever applicable applying FIFO method. The net realisable value is not applicable in the absence of any further modification/alteration before being consumed in-house. Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location.

2.5 Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are term deposits with various banks.

2.6 Cash flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing, and financing activities of the company are segregated based on available information.

2.7 Fixed Assets & Depreciation

- i. Tangible assets are stated at cost of acquisition or construction less accumulated depreciation. All significant costs relating to the acquisition and installation of Tangible assets are capitalised. Subsequent expenditures related to an item of Fixed Asset are added to its book value only if they increase the future benefits from the existing assets beyond its previously assessed standard of performance. Depreciation based on the estimated useful life of each asset as determined by the management and are in line with the useful lives specified by Schedule II to the Companies Act, 2013.
- ii. Intangible assets are recorded at the consideration paid for acquisition. Intangible assets are amortized over their respective useful lives ranging between three years to seven years.
- iii. Loss arising from the retirement of, and gains and losses arising from disposal of fixed assets which are carried at cost are recognised in the Statement of Profit and Loss.
- iv. Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are classified under other current assets in financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss.

2.8 Revenue Recognition

'Income from Healthcare Services is recognized on completed service contract method. The hospital collections of the Company are net of discounts. Revenue also includes the value of services rendered pending final billing in respect of in-patients undergoing treatment as on 31st March 2015.

Pharmacy Sales are recognized when the risk and reward of ownership is passed to the customer and are stated net of returns, discounts and exclusive of VAT wherever applicable.

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

Income from Nursing School and Century Institute of Health Sciences are recognized on accrual basis.

Other income is recognized on Cash basis.

2.9 Employee Benefits

'Short-term employee benefits (benefits which are payable within twelve months after the end of the period in which the employees render service) are measured at cost. Long-term employee benefits (benefits which are payable after the end of twelve months from the end of the period in which employees render service), and post-employment benefits (benefits which are payable after completion of employment), are measured on a discounted basis by the Projected Unit Credit Method, on the basis of annual third party actuarial valuations.

Defined Contribution Plan

The Company makes contribution towards Provident Fund and Employees State Insurance as a defined contribution retirement benefit fund for qualifying employees. The Provident Fund Plan is operated by the Regional Provident Fund Commissioner. Under the scheme, the Company is required to contribute a specified percentage of payroll cost, as per the statute, to the retirement benefit schemes to fund the benefits. Employees State Insurance dues are remitted to Employees State Insurance Corporation.

Gratuity liability is determined on the basis of valuation done by the HR department of the Company.

Leave encashment benefits are charged to Profit and Loss Account on the basis of actual estimation as at the year end.

Gratuity expense for the current year is Rs. 21,80,211/- (Previous year Rs. 19,30,268/-), the huge variance is due to the times fold increase in the number of permanent employees eligible for gratuity in the previous year.

2.10 Segment Reporting

The Company is a hospital located in Chengannur Kerala it has only one identified business segment.

2.11 Earnings per Share

In determining the earnings per share, the Company considers the net profit after tax before extraordinary item and after extraordinary items and includes post - tax effect of any extraordinary items. The number of shares used in computing the basic earnings per share is the weighted average number of shares outstanding during the period. For computing diluted earnings per share, potential equity shares are added to the above weighted average number of shares.

2.12 Income Tax

i. Income Tax

In the absence of taxable income, no provision has been made for Income Tax under normal rates as well as under Minimum Alternate Tax under Section 115 JB of the Income Tax Act 1961.

ii. Deferred Tax

The Company had significant amount of carry forward losses and unabsorbed depreciation under Income Tax Act 1961. Accordingly the Company had worked out deferred tax liabilities/assets in accordance with Accounting Standard 22, "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, without reckoning the carry forward losses. However, in the absence of convincing evidence that sufficient future taxable income will be available against which such deferred tax can be realized, no provision is made in the accounts.

2.13 Impairment of Asset

The Company tests for impairments at the close of the accounting period if and only if there are indications that suggest a possible reduction in the recoverable value of an asset. If the recoverable value of an Asset, i.e. the net realizable value or the economic value in use of a cash generating unit, is lower than the carrying amount of the asset the difference is provided for as impairment. However, if subsequently the position reverses and the recoverable amount becomes higher than the then carrying value the provision to the extent of the then difference is reversed, but not higher than the amount provided for.

2.14 Provisions and Contingencies

A provision is recognised when there is a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, and in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. A disclosure for a contingent liability is made where there is a possible obligation arising out of past event, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation arising out of past event where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

2.15 Profit & Loss Account

The accumulated loss of the company has gone more than the authorized & subscribed share capital. The company has been running at a loss since beginning of operations. In the last four financial years the company is running at cash loss and presently the survival of the company depends on external finance. The details of the loss suffered by the company for the last four financial years are as follows

Particulars	2015-2016	2014-2015	2013-2014	2012-2013
Accumulated Loss	54,66,30,417	45,35,20,554	36,83,46,948	29,95,22,835
Operating Profit/(Loss)	5,75,72,846	5,45,75,371	4,02,50,431	1,65,22,532
Total Profit/(Loss)	9,31,09,863	8,53,43,273	6,88,24,113	4,31,15,829
Authorized Share Capital	27,00,00,000	27,00,00,000	27,00,00,000	27,00,00,000

2.16 Long Term Borrowings

As per the special resolution passed in the Extra-Ordinary General meeting held on 8th of January 1997 in accordance with section 293 (1) (d) of Companies Act 1956(now Section 180 (1) (c) of the Companies Act 2013) the board of Directors are authorized to borrow from time to time such sums of money, even though the money so borrowed together with the money already borrowed exceeds the aggregate of the paid up capital and free reserves of the company provided, the total borrowing apart from the temporary loans taken from the company bankers shall not exceed RS.25 Crores at any one time.

During the financial year the borrowing from the directors of the company has crossed the above limit and in the 26th Annual general meeting held on 29th December 2015 the resolution for enhancing the limit was not passed. Hence there is a technical violation of the provisions of the Companies Act 2013, which will be rectified in the subsequent Annual General Meeting. The amount borrowed by the company from the directors as on 31st March 2016 is Rs. 28,51,99,667/- (Previous year Rs. 22,01,90,369/-)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 3 Share capital

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	No. of shares	₹	No. of shares	₹
(a) Authorised				
Equity shares of Rs.10/- each with Cumulative redeemable preference shares of Rs.10/- each	2,70,00,000	27,00,00,000	2,70,00,000	27,00,00,000
	30,00,000	3,00,00,000	30,00,000	3,00,00,000
(b) Issued, Subscribed and fully paid up Capital				
Equity shares of Rs.10/- each with voting rights	2,70,00,000	27,00,00,000	2,70,00,000	27,00,00,000
Category A				
11.5% Cumulative redeemable preference shares of Rs.10/- each (6,50,000 preference shares redeemable after 9 years from 01.11.1999 and 2,12,000 Preference shares redeemable after 9 years from 18.07.2000)	8,62,000	86,20,000	8,62,000	86,20,000
Category B				
10% Cumulative redeemable preference shares of Rs.10/- each (50% Redeemable after 9 years from 30.05 2003 and balance 50% of shares redeemable after 9 years from the date of allotment)	7,49,500	74,95,000	7,49,500	74,95,000
TOTAL	28,61,15,000		28,61,15,000	

Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2016		As at 31 March, 2015	
	No. of shares held	% holding in that class of shares	No. of shares held	% holding in that class of shares
Equity shares with voting rights				
Mr. Kurien Poulose	30,36,406	11.25%	30,36,406	11.24%
Mr. Paul Kurien Polachirackal	37,42,400	13.85%	37,35,400	13.83%
Dr. Zacharia Paul Polachirackal	33,07,000	12.25%	33,04,500	12.23%
Mrs. Lucy Poulose	27,10,000	10.04%	27,10,000	10.04%
Category A				
11.5% Cumulative redeemable preference shares of Rs.10/- each Kerala State Industrial Development Corporation	86,20,000	100%	86,20,000	100%
Category B				
10% Cumulative redeemable preference shares of Rs.10/- each				
Mrs. Suja Jacob	100000	13.34%	100000	13.34%
Mr. Arthungal Yoyakey George	100000	13.34%	100000	13.34%
Mr. Jacob John Kottarathil	50000	6.67%	50000	6.67%
Mr. Thomas M T	50000	6.67%	50000	6.67%
Mr. Varkey Chacko Kuttianickal	50000	6.67%	50000	6.67%
Mr. Paul Kurien Polachirackal	100000	13.34%	100000	13.34%
Mr. Kurien Poulose	50000	6.67%	50000	6.67%
Mr. K T George	50000	6.67%	50000	6.67%

Note 4 Reserves and surplus

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	-45,36,90,221	-36,83,46,948
Add: Profit / (Loss) for the year	-9,31,09,863	-8,53,43,273
	-54,68,00,084	-45,36,90,221
Capital Reserve	1,69,667	1,69,667
TOTAL	-54,66,30,417	-45,35,20,554

Note 5 Long-term borrowings

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Term loans		
Secured from other parties		
Kerala State Industrial Development Corporation	32,51,609	64,85,244
Unsecured Venad Investment Company	15,00,000	15,00,000
	47,51,609	79,85,244
Loans and advances from related parties		
Unsecured Loan from Directors	28,51,99,667	22,01,90,369
	28,51,99,667	22,01,90,369
TOTAL	28,99,51,276	22,81,75,613

Loan from KSIDC is secured by way of pari passu first charge on the movable assets (except book debts) of the company. In the absence of a defined repayment schedule the original nature of the loan as a long term borrowing is maintained.

Note 6 Other long-term liabilities

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Interest accrued on K S I D C Loan	1,25,294	4,37,672
Interest accrued on Loans from Directors	10,74,79,911	8,21,95,508
Interest accrued on Loan from Venad Investment Company	1,52,853	1,21,500
TOTAL	10,77,58,058	8,27,54,680

Note 7 Long-term provisions

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Provision for employee benefits:		
Provision for gratuity	1,29,05,805	1,11,62,248
Provision for Leave encashment	9,94,561	9,45,639
TOTAL	1,39,00,366	1,21,07,887

Note 8 Trade payables

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Trade payables:		
Acceptances	89,47,386	89,23,473
TOTAL	89,47,386	89,23,473

Note 9 Other Current Liabilities

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Creditors for Expenses	1,45,21,999	1,20,69,008
Other Liabilities	25,29,879	13,88,869
VAT Payable	20,511	-2,77,496
TDS Payable	4,65,144	7,64,378
Professional Tax Payable	2,47,230	0
Provident fund payable	26,93,607	66,28,735
ESI Payable	8,12,687	13,91,879
TOTAL	2,12,91,057	2,19,65,373

All known liabilities have been provided for in the accounts except liabilities of a contingent nature, which have been disclosed at the estimated value as stated below.

Contingent Liabilities : NIL (Previous Year : NIL).

No provision has been made for Income Tax in the absence of any taxable income under Income Tax Act, 1961 Current year Nil (Previous year : Nil)

Estimated amount of contracts remaining to be executed on capital account not provided for: Current year Nil (Previous year : Nil)

Note 10 Tangible Assets

Sl No.	Description	Rate (%)	GROSS BLOCK				DEPRECIATION				NET BLOCK		
			As at April 1, 2015	Additions	Deletions/ Adjustments	As at March 31, 2016	Up to March 31, 2016	Provided During the Year	Deletion Adjustments	Up to March 31, 2016	As at March 31, 2016	As at March 31, 2015	
1	Land		94,79,799	-	94,79,799			-			-	94,79,799	94,79,799
2	Building		12,14,96,430	-		12,14,96,430	2,89,75,117	19,80,392		3,09,55,509	-	9,05,40,921	9,25,21,313
3	Computers		1,10,72,081	84,081	-	1,11,56,162	1,04,21,775	1,19,044			-	6,15,343	6,50,306
4	Furniture & Fixtures		83,67,287		-	83,67,287	70,98,631	5,29,649		76,28,280	-	7,39,007	12,68,656
5	Imaging Equipments		1,19,96,626		-	1,19,96,626	1,13,96,795				-	5,99,831	5,99,831
6	Medical Equipments & Surgical Instruments		5,52,15,805	9,65,045	-	5,61,80,850	2,50,11,815	26,45,658		2,76,57,473	-	2,85,23,377	3,02,03,990
7	Motor Vehicle		24,92,309	8,42,364	9,62,132	23,72,541	19,55,039	2,75,768	8,37,842	13,92,965		9,79,576	5,37,270
8	Office Equipments		8,94,094	7,14,362	-	16,08,456	2,71,517	50,658		3,22,175	-	12,86,280	6,22,577
9	Plant & Machinery		6,58,08,486	1,08,086	-	6,59,16,572	4,18,94,861	31,29,491		4,50,24,352	-	2,08,92,220	2,39,13,625
	TOTAL		28,68,22,918	27,13,937	9,62,132	28,85,74,722	12,70,25,550	87,30,661	8,37,842	13,49,18,368	8,37,842	15,36,56,354	15,97,97,368
	Previous Year		27,95,07,164	73,83,354	67,600	28,68,22,918	11,82,40,120	88,53,030	67,600	12,70,25,550	67,600	15,97,97,368	16,10,97,377

Central Travancore Specialists Hospital Ltd.**Note 11 Other non-current assets**

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Capital Work in progress	42,050	42,050
TOTAL	42,050	42,050

Note 12 Current Investment

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Fixed Deposit with Indian Overseas Bank	11,50,613	10,52,896
TOTAL	11,50,613	10,52,896

Note 13 Inventory

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Pharmacy & Consumables	84,34,364	79,31,279
Diesel Oil	2,04,176	92,888
Printing & Stationary Items	58,185	2,47,417
Total	86,96,725	82,71,584

Note 14 Trade Receivables

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Patient bills receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured, considered good		
Unsecured, considered good	92,95,678	62,31,294
Doubtful		
Other Trade receivables		
Secured, considered good		
Unsecured, considered good	3,09,378	47,47,068
Doubtful		
TOTAL	96,05,056	1,09,78,362

Note 15 Cash and Cash Equivalents

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Cash in hand	1,67,066	3,38,985
Cash with Banks		
HDFC Current Account	-	-
Indian Overseas Bank A/c No. 1516 Chengannur	1,66,847	3,22,847
Indian Overseas Bank A/c No. 1520 Chengannur	1,45,802	1,30,213
Indian Overseas Bank Current Account Chengannur	9,981	2,33,195
Indian Overseas Bank Current Account Trivandrum	3,246	3,246
State Bank of India Chengannur	2,60,254	2,69,675
Union Bank of India Chengannur	1,98,659	1,65,642
Bank of Baroda, Chengannur	1,10,212	45,170
Canara Bank - Chengannur	0	
Federal Bank - Mulakuzha	42,462	3,227
TOTAL	11,04,529	15,12,200

Note 16 Short-term loans and advances

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Security deposits		
Unsecured, considered good	14,93,511	13,14,435
Loans and advances to employees		
Unsecured, considered good	2,88,400	2,39,961
Prepaid expenses - Unsecured, considered good	5,80,573	4,45,186
Others		
Unsecured, considered good		
(i) Advance paid for expenses	4,94,652	1,98,531
(ii) Other receivables	3,42,372	7,50,438
TOTAL	31,99,508	29,48,551

Note 17 Other current assets

Particulars	As at 31 March, 2016 ₹	As at 31 March, 2015 ₹
Others		
Tax deducted at source	38,77,891	19,18,460
TOTAL	38,77,891	19,18,460

Note 18 Revenue from operations

Particulars	For the year ended 31 March, 2016 ₹	For the year ended 31 March, 2015 ₹
Hospital Collection	11,43,08,494	12,38,55,961
Nursing school and CIHS collections	7,38,670	17,73,702
Other Operating Revenues	4,97,980	5,69,758
Less: Discounts and remissions	16,43,686	22,21,993
TOTAL	11,39,01,458	12,39,77,428

Note 19 Other Income

Particulars	For the year ended 31 March, 2016 ₹	For the year ended 31 March, 2015 ₹
Hospital Collection		
Out patient collections	2,23,57,855	2,17,40,984
In Patient Collections	4,86,08,075	5,20,15,112
Pharmacy Collections	3,23,10,971	3,72,38,666
Registration and Consultation	1,02,46,127	1,08,28,226
Other Collections	7,85,466	20,32,973
Total - Hospital Collection	11,43,08,494	12,38,55,961
Nursing school and CIHS collections		
Institutional Fees	3,56,500	12,15,400
Share from Sikkim Manipal	3,82,170	5,58,302
TOTAL	7,38,670	17,73,702

Central Travancore Specialists Hospital Ltd.**Note 20 Cost of Materials consumed**

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Opening stock	82,71,584	82,80,460
Add: Purchases	4,34,92,127	4,77,88,689
Less : Returns	8,64,861	6,31,619
Less: Closing stock	86,96,725	82,71,584
Cost of material consumed	4,22,02,125	4,71,65,946
Material consumed comprises:		
Pharmacy & Consumables	3,95,12,660	4,41,60,146
Diesel Oil	20,90,609	23,36,507
Printing & Stationary Items	5,98,956	6,69,293
TOTAL	4,22,02,125	4,71,65,946

Note 21 Employee benefits expense

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Salaries and wages	5,33,67,259	5,25,52,437
Professional Charges paid to Doctors	4,74,24,579	4,71,01,267
Gratuity	21,80,211	19,30,268
Festival Allowance	2,250	3,000
Provident Fund	15,91,046	53,99,966
Employee State Insurance	5,95,253	20,99,448
Director's remuneration*	10,14,516	6,00,000
Bonus	12,92,250	10,00,212
Stiphend Account	8,63,777	9,62,422
Leave encashment	2,00,587	8,15,739
Staff welfare expenses	3,13,407	2,03,557
Total	10,88,45,135	11,26,68,316

* The Chairman and Managing director has not drawn any salary during the previous financial year.

Note 22 Finance costs

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
(a) Interest expense on:		
Interest on Term Loans KSIDC	6,69,723	9,87,852
Interest on Other loans from Directors & Share	2,56,41,625	1,95,49,216
TOTAL	2,63,11,348	2,05,37,068

Note 23 Other expenses

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Advertisement	11,68,125	7,72,827
Annual General Meeting Expenses	3,52,206 0	
Affiliation fees & community posting	10,000	10,600
Bank Charges	1,29,523	1,05,917
Books & Periodicals	13,410	50,212
Building Tax	1,86,888	1,76,562
Business Promotion Expenses	49,560	2,62,196
C.T.Reporting Charges	90,550	1,73,750
Camp Expense	2,34,700	3,33,399
Calibration Expenses	65,500	1,40,000
Communication Expenses	6,36,687	7,09,916
Consultancy fees	1,15,000	63,400
Electricity	89,44,223	84,57,314
External Lab Charge	6,30,910	6,90,394
Fine & Penalty	6,900	1,365
Guest Faculty	2,00,475	0
House Keeping Expenses	11,895	2,06,654
House Rent	6,82,500	6,19,500
Insurance Charges	4,43,738	5,53,896
Legal Expenses	43,000	1,45,000
License & Fees	1,81,645	32,382
Medical Superintendent Office Exps	3,50,071	70,000
O T Expenses	2,40,372	94,151
Other Office Expenses	50,000	65,209
Pollution Control Expenses	41,667	3,45,217
Printing & Stationary	1,74,710	36,827
Public Relation Expense	42,464	44,020
Rates & Taxes	6,445	7,566
Repairs & Maintenance (Buildings)	6,18,859	6,58,467
Repairs & Maintenance (Others)	10,65,141	4,00,848
Repairs & Maintenance (Plant & Machinery)	8,14,084	17,28,755
Special Function	63,775	0
Sundry Expenses	4,33,338	4,90,524
System study& Gap analysis (NABH)	2,760	3,500
Travelling & Conveyance Expenses	7,40,301	6,82,822
Vat Expense	3,44,260	0
Vat Registration Fee	2,000	20,100
Vat Return Filing Fees	48,000	48,000
Waste Disposal	2,14,110	2,03,841
Water	15,11,858	9,00,295
TOTAL	2,09,61,650	1,93,05,426

Note 23 Other expenses Contd...

Particulars	For the year ended 31 March, 2016 ₹	For the year ended 31 March, 2015 ₹
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	75,900	62,700
For taxation matters	34,500	28,500
For company law matters	28,750	
For management services		
For other services	11,450	
Reimbursement of expenses		
TOTAL	1,50,600	91,200

Note 24 Exceptional Items

Particulars	For the year ended 31 March, 2016 ₹	For the year ended 31 March, 2015 ₹
Bad Debts written off during the current year		
Bad debts : Others	4,95,008	13,77,804
TOTAL	4,95,008	13,77,804

Note 25 Disclosures under Accounting Standards

Particulars
Employee benefit plans
<u>Defined contribution plans</u>
The Company makes Provident Fund and other funds contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs. 15,91,046/- (Year ended 31 March, 2015 Rs.53,99,966/-) as contributions in the Statement of Profit and Loss. The contributions payable to the plan by the Company are at rates specified in the rules of the schemes.

Note 26 Disclosures under Accounting Standards

Particulars
Segment Reporting:
The Management considers only one business segment, i.e. Health Management , hence the Accounting Standard 17 on Segment reporting issued by the Institute of Chartered Accountants is not applicable.

Note 27 Disclosures under Accounting Standards

Particulars	
Related party transactions - Details of related parties:	
Description of relationship	Names of related parties
Key Management Personnel (KMP)	Mr. Kurien Poullose Mr. Paul Kurien Polachirackal Mr. K.Kurian Koshy Dr. Rekha Thambi Miss. Karthika PS
Relatives of KMP	Mrs. Soumya Paul

Note : Related parties have been identified by the Management.

Note 27 Disclosures under Accounting Standards Contd.

**Details of related party transactions during the year ended 31 March, 2016
and balances outstanding as at 31 March, 2016 :**

	Particulars	KMP	Relatives of KMP	Total
Rendering of services				
Mr. Paul Kurien Polachirackal	Salary	11,34,516		11,34,516
Mrs. Soumya Paul	Salary		1,19,850	1,19,850
Dr. Rekha Thambi	Salary	9,00,000		9,00,000
Mr. K.Kurien Koshy	Salary	18,60,000		18,60,000
Miss. Karthika PS	Salary	3,84,000		3,84,000
Finance				
Mr. Kurien Poullose	Interest on Loan advanced	1,32,48,254		1,32,48,254
Mr. Paul Kurien Polachirackal	Interest on Loan advanced	1,22,34,036		1,22,34,036
Guarantees and collaterals				
Mr. Kurien Poullose	Personal gurantee on Loan from KSIDC			
<u>Balances outstanding at the end of the year</u>				
Loans and advances				
Mr. Kurien Poullose Loan	Advanced	15,07,87,315		15,07,87,315
	Chairman's Fund for helping poor destitute	13,76,000		13,76,000
Mr. Paul Kurien Polachirackal	Loan Advanced	13,44,12,352		13,44,12,352

Note 28 Disclosures under Accounting Standards

Particulars	For the year ended 31 March, 2016	For the year ended 31 March, 2015
	₹	₹
Earnings per share		
Basic		
Total operations		
Net profit / (loss) for the year	-9,31,09,863	-8,53,43,273
Net profit / (loss) for the year attributable to the equity shareholders	-9,31,09,863	-8,53,43,273
Weighted average number of equity shares for Basic EPS	2,70,00,000	2,70,00,000
Par value per share	10	10
Earnings per share Basic and Diluted	-3.45	-3.16

Note 29 Previous year's figures

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

In terms of our report attached.
For Mohan & Mohan Associates
Chartered Accountants

Sd/-
Partner

Sd/-
Chairman

Sd/-
Whole Time Director

Sd/-
C.F.O

Membership No. : 013398
Firm Reg. No.: 002092S

Place : Chengannur
Date : 23-08-2016

For and on behalf of the Board of Directors



CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LIMITED

Regd. Office: MP1/186, P.O. Mulakuzha, Chengannur, Alappuzha- 689505

Tel. 0479-2463079, 2463000

Email: cs.ctshl@gmail.com, Website: centuryhospital.org

CIN-U85110KL1989PLC005489

PROXY FORM

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

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No. :

I/We, being the member(s) of Shares of **Central Travancore Specialists Hospital Limited**, hereby appoint

1. Name : E-mail ID :

Address :

Signature : or failing him.

2. Name : E-mail ID :

Address :

Signature : or failing him.

3. Name : E-mail ID :

Address :

Signature : or failing him.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the for 27th Annual General Meeting to be held on 30th September, 2016 at 10.30 pm at the registered address of the Company and at any adjournment thereof in respect of such resolutions as are indicated below :

1. To receive, consider and adopt the audited Profit and Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date, the report of Directors and Auditors thereon.
2. Re-appointment of M/s. Mohan & Mohan, Chartered Accountants, Thiruvananthapuram as Statutory auditors
3. To re appoint a Director in place of Mr. Kottarathil John Jacob (DIN-01844357), Director, who retires by rotation and being eligible, offers himself for re-appointment.
4. To re appoint a Director in place of Mr. Kurien Paulose (DIN: 01788548), Director, who retires by rotation and being eligible, offers himself for re-appointment.

Signed this day of....., 2016

Affix
Revenue
Stamp

Signature of Shareholder(s) Signature of Proxyholder(s).....

Note: The Proxy Form must be returned so as to reach the Registered Office of the company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.



CENTRAL TRAVANCORE SPECIALISTS HOSPITAL LIMITED

Regd. Office: MP1/186, P.O. Mulakuzha, Chengannur, Alappuzha- 689505

Tel. 0479-2463079, 2463000

Email: cs.ctshl@gmail.com, Website: centuryhospital.org

CIN-U85110KL1989PLC005489

ATTENDANCE SLIP

27th ANNUAL GENERAL MEETING

Name and Address of the Shareholder :

Registered Folio No :

No. of shares held :

I hereby record my presence at the 27th Annual General Meeting of the company to be held on 30th September 2016 at 10.30 p.m. at, IInd Floor, Main Block of Century Hospital, Mulakuzha, Chengannur, Kerala - 689 505.

Name of the Member/Proxy

Name of the Member/Proxy

NOTES:

1. Members/proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.
2. Members / proxies are also requested to bring a valid photo identity proof such as the PAN card, passport, aadhar card or driving license to attend the meeting.

