

**ANNAMALAI ASSOCIATES
CHARTERED ACCOUNTANTS**

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NC ENERGY LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **NC ENERGY LIMITED** (“the Company”), which comprise the Balance Sheet as at 31st March, 2015, the Cash Flow Statement and the Statement of Pre-Operative Expenses 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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

Our responsibility is to express an opinion on these standalone 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 thereunder. 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 and 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 standalone financial statements.

**ANNAMALAI ASSOCIATES
CHARTERED ACCOUNTANTS**

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NC ENERGY LIMITED

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, 2015, 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, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in 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 cash flow statement and the statement of pre-operative expenses dealt with by this report are in agreement with the books of account;
- d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014;
- e) on the basis of written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015, from being appointed as a director in terms of Section 164(2) of the Act and
- f) in our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - 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; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

**For Annamalai Associates
Chartered Accountants**

**(A.L. Raghunathan)
Partner
M. No.: 208196
FRN: 000185S**

**Place: Chennai
Date: 28th May 2015**

**ANNAMALAI ASSOCIATES
CHARTERED ACCOUNTANTS**

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NC ENERGY LIMITED

The Annexure referred to in our independent auditors report to the members of the company on the standalone financial statements for the year ended 31st March, 2015, we report that:

- i. (a). The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b). As per the information and explanations given to us, all the fixed assets were physically verified during the year by the management and no discrepancies were noticed on such verification.
- ii. Since the company has not yet started its commercial operations, clause (ii) of paragraph 3 of the order is not applicable.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of fixed assets and for the sale of goods and services, the company has not yet started its commercial operations. Further, on the basis of our examination of the books and records of the Company and according to the information and explanations given to us, no major weakness has not been noticed or reported.
- v. The Company has not accepted any deposits from the public.
- vi. The maintenance of cost records has not been prescribed by the Central Government.
- vii. (a) According to the information and explanations given to us and on the basis of examination of the records of the company, the company is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, investor education and protection fund, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities in India and no undisputed statutory dues were in arrears as at 31st March, 2015 for a period of more than six months from the date they became payable.
- (b) According to the records of the company and on the basis of information and explanations given to us, there are no dues outstanding in respect of provident fund, employee's state insurance, investor education and protection fund, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues on account of any disputes.
- viii. Since the company has not yet started its commercial operations, clause (viii) of paragraph 3 of the order is not applicable.
- ix. The company has not borrowed any loans from financial institutions, banks or debenture holders; hence, clause (xi) of paragraph 3 of the order is not applicable.

**ANNAMALAI ASSOCIATES
CHARTERED ACCOUNTANTS**

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NC ENERGY LIMITED

x. In our opinion, and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or financial institutions.

xi. The company did not have any term loans outstanding during the year.

xii. On the basis of examination of books of accounts and according to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

**For Annamalai Associates
Chartered Accountants**

**(A.L. Raghunathan)
Partner
M. No.: 208196
FRN: 000185S**

**Place: Chennai
Date: 28th May 2015**

NC ENERGY LIMITED
BALANCE SHEET

(Rupees in Lakhs)			
	Note No.	As at 31.03.2015 Rs.	As at 31.03.2014 Rs.
EQUITY & LIABILITIES			
1			
<i>Shareholders' Funds</i>			
	2	3,315.00	2,615.00
		-	-
		3,315.00	2,615.00
2		-	-
3		-	-
4			
<i>Current Liabilities</i>			
	3	19.19	2.38
		19.19	2.38
TOTAL		3,334.19	2,617.38
ASSETS			
1			
<i>Non-Current Assets</i>			
<i>Fixed Assets</i>			
	4	2,236.07	1,673.42
	-	708.00	437.80
	5	342.64	344.44
		3,286.71	2,455.66
2			
<i>Current Assets</i>			
	6	47.48	161.72
		47.48	161.72
TOTAL		3,334.19	2,617.38
	1		
<i>Significant Accounting Policies</i>			

NOTE: *No Profit and Loss Account has been prepared, since, the Company has not commenced its commercial operations during the year.*

As per our Report of Even Date

For Annamalai Associates
Chartered Accountants

(A.L. Raghunathan)
Partner
M. No.: 208196
FRN: 000185S

Place : Chennai
Date: 28th May 2015

For and on behalf of the Board

R. V. Ramani
Chairman

P. Vijaya Bhaskar Reddy
Director & CFO

P. Divya
Managing Director

S. K. Sivakumar
Company Secretary

NC ENERGY LIMITED

CASH FLOW STATEMENT

Particulars	YEAR ENDED 31.03.2015		YEAR ENDED 31.03.2014	
		Rs.		Rs.
A CASH FLOW FROM OPERATING ACTIVITIES:				
Net Profit Before Tax		-		-
Adjustments for:				
Depreciation	-		-	
Interest Income	-		-	
(Profit)/Loss on sale of assets	-		-	
Interest Paid	-	-	-	-
Operating Profit before Working Capital Changes		-		-
Adjustment for:				
Long Term Loans & Advances	1.80		7.92	
Other Current Assets	-		206.94	
Other Current Liabilities	16.81	18.61	1.82	216.68
Cash generated from Operations		18.61		216.68
Taxes Paid / Provision for Tax		-		-
Cash flow before Prior-period Items		18.61		216.68
Prior Period Items		-		-
Net Cash from Operating Activities	TOTAL A	18.61		216.68
B CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed assets		(562.65)		(543.09)
(Increase)/Decrease in Capital Work-In-Progress		(270.20)		(22.71)
Net Cash from / (used in) in Investing Activities	TOTAL B	(832.85)		(565.80)
C CASH FLOW FROM FINANCING ACTIVITIES				
Issue of Share Capital		700.00		500.00
Net Cash from / (used in) Financing Activities	TOTAL C	700.00		500.00
Net increase in Cash and Cash equivalents	A+B+C	(114.24)		150.88
Cash and Cash equivalents (Opening Balance)		161.72		10.84
Cash and Cash Equivalents (Closing Balance)		47.48		161.72
Reconciliation of Cash and Cash equivalents with the Balance Sheet :				
Cash and cash equivalents as per balance sheet		47.48		161.72
Less: Bank balances not considered as Cash and cash equivalents (as defined in AS 3 Cash Flow Statements)		-		-
Cash and cash equivalents at the end of the year		47.48		161.72

As per our Report of Even Date

For Annamalai Associates
Chartered Accountants

(A.L. Raghunathan)
Partner
M. No.: 208196
FRN: 000185S

Place : Chennai
Date: 28th May 2015

For and on behalf of the Board

R. V. Ramani
Chairman

P. Vijaya Bhaskar Reddy
Director & CFO

P. Divya
Managing Director

S. K. Sivakumar
Company Secretary

1. SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PREPARATION

The Financial Statements of the Company have been prepared in accordance with the accounting principles generally accepted in India. The Company has prepared these Financial Statements to comply in all material respects with the Accounting Standards issued by the Institute of Chartered Accountants of India and relevant provisions of the Companies Act, 2013. The Financial Statements have been prepared on an accrual basis and under the historical cost convention.

The Accounting Policies adopted in the Financial Statements are consistent with those of previous year.

USE OF ESTIMATES

The Preparation of financial statements in conformity with generally accepted accounting principles in India requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring material adjustments to the carrying amounts of assets or liabilities in future periods.

FIXED ASSETS AND DEPRECIATION

Fixed Assets are recorded at cost less accumulated depreciation. The company capitalizes all costs relating to acquisition and installation of fixed assets. Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date are disclosed as "Capital Advances" under Long Term Loans and Advances.

Depreciation has not been provided, since, the company has not started its commercial operations during the year.

CAPITAL WORK IN PROGRESS

Expenditure incurred on the existing power project under development is treated as pre-operative expenses pending allocation to the assets, and are included under "Capital Work in Progress". These expenses are apportioned to fixed assets on commencement of commercial production. Capital Work in Progress is stated at the amount expended up to the date of balance sheet.

NC ENERGY LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

(Rupees in Lakhs)
As at As at
31.03.2015 31.03.2014

2. Share Capital		
Authorised :		
5,00,00,000 Equity Shares of Rs.10/- each (Previous Year 5,00,00,000 Equity Shares of Rs.10/- each)	5,000.00	5,000.00
Issued, Subscribed and Paidup :		
3,31,50,000 Equity Shares of Rs.10/- each (Previous Year 2,61,50,000 Equity Shares of Rs.10/- each)	3,315.00	2,615.00
TOTAL	3,315.00	2,615.00

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

Particulars	As at 31.03.2015		As at 31.03.2014	
	No. of Shares in Lakhs	Rupees in Lakhs	No. of Shares in Lakhs	Rupees in Lakhs
(a). At the beginning of the period (Rs.10/- each)	261.50	2,615.00	211.50	2,115.00
(b). Add: Fresh issue during the year.	70.00	700.00	50.00	500.00
(c). At the closing of the period (Rs.10/- each)	331.50	3,315.00	261.50	2,615.00

Details of Equity Shareholders holding more than 5%:

Name of the Shareholder	As at 31.03.2015		As at 31.03.2014	
	No. of Shares in Lakhs	% of Holding	No. of Shares in Lakhs	% of Holding
M/s. Nelcast Limited	315.10	95.05%	255.10	97.55%

3. Other Current Liabilities

Audit Fees Payable	0.51	0.28
TDS Payable	7.11	0.60
Director's Remuneration & Salaries Payable	11.00	-
Outstanding Exp.	0.57	1.50
TOTAL	19.19	2.38

4. Fixed Assets

Land	2,232.15	1,669.71
Computers & Accessories	0.46	0.46
Furniture & Fixtures	2.93	2.93
Office Equipments	0.53	0.32
TOTAL	2,236.07	1,673.42

NC ENERGY LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

	(Rupees in Lakhs)	
	As at	As at
	31.03.2015	31.03.2014
5. Long Term Loans & Advances		
Capital Advances	342.64	344.44
TOTAL	342.64	344.44
6. Cash & Cash Equivalents		
In Current Accounts	46.76	161.70
Cash in Hand	0.72	0.02
TOTAL	47.48	161.72
7. Foreign Exchange Earnings and Out-go		
Foreign Exchange Outgo	-	-
Foreign Exchange Earnings	-	-
TOTAL	-	-

NC ENERGY LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

8. CONTINGENT LIABILITIES: NIL

9. No provision has been made on account of Bonus and gratuity and present liabilities for future payment of gratuity to employees, as there are no employees, who are eligible for Bonus or Gratuity.

10. AUDIT FEES EXPENSES INCLUDE: **2014-15** **2013-14**
 Fee for Statutory Audit Rs.56,180/- Rs.39,326/-

11. PRELIMINARY EXPENSES:
 Since, the Company has not yet commenced its commercial operations, preliminary expenses have not been written off during the year.

12. RELATED PARTY DISCLOSURE:

List of Related Parties (only transacted parties):

Holding Company: Nelcast Limited
 Key Management Personnel: Ms. P. Divya, Managing Director *

Rupees in Lakhs		
Nature of Transactions	2014-15	2013-14
Managerial Remuneration	73.61	-
<u>Investment in Shares:</u>		
Amount of Investment during the year	600.00	500.00
Closing Balance as on 31st March	3,151.00	2,551.00

* Ms. P. Divya appointed as Managing Director with effect from 16.05.2014.

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

As per our Report of Even Date

For Annamalai Associates
Chartered Accountants

(A.L. Raghunathan)
Partner
M. No.: 208196
FRN: 000185S

Place : Chennai
Date: 28th May 2015

For and on behalf of the Board

R. V. Ramani
Chairman

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