

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF NTCIL Infrastructure Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of NTCIL Infrastructure Private Limited (the Company), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date, and also a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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, 2018, 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, and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us, we set out a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
 - I.)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of its fixed assets by which fixed assets have been verified by the management according to the program of periodical physical verification in a phased manner which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.
 - II.) The company does not have any inventory and accordingly this clause of order is not applicable to the Company.
 - III.) The company has not granted any loans, secured or unsecured to companies, firms or other party covered in the register maintained under section 189 of the Companies Act 2013.
 - IV.) According to the information, explanations and representation provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, guarantees and security, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.
 - V.) The company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under are not applicable.
 - VI.) As per the Companies (Cost Records & Audit) Amendment Rules, 2014 dated 31st December, 2014 the products of the Company do not fall under any of the Central Excise Tariff Act, 1985 heading which are covered for applicability of the above rules. Hence maintenance of Cost Records and Cost Audit is not applicable to the Company.
 - VII.)
 - a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities to the extent applicable and there are no undisputed statutory dues payable for a period of more than six months from the date they became payable as at 31st March, 2018.
 - b) According to the records and information & explanation given to us, there are no dues in respect of income tax, sales tax, wealth tax, service tax, cess and any other statutory dues with the appropriate authorities and there is no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
 - c) According to the information & explanation given to us, There was no amount required to be transferred to Investor education and protection fund in accordance with the relevant provisions of the companies Act, 1956 (1 of 1956) and rules made there under.



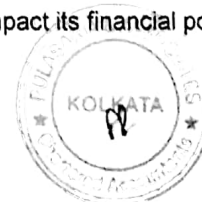
PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
Block -GE 1, Flat - 2D, Ganges
Garden, Shibpur, Howrah - 711102
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Mob: 9051147170

- VIII.) The Company does not have accumulated losses in the current financial year. Further, neither there was any cash loss in the financial year under review nor in the immediately preceding financial year.
- IX.) On the basis of information & explanations given to us, the company has not raised loans from financial institution and banks so default in repayment of dues is not applicable to the Company
- X.) Based on the audit procedure performed and on the basis information & explanations provided by the management, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of the audit.
- XI.) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the Company for loans taken by other Companies from banks or financial institutions are not prima facie, prejudicial to the interest of the company.
- XII.) In our opinion and according to the information and explanations given to us, the term loan has been applied on overall basis for the purpose for which they were obtained.
- XIII.) The Company is not required to have managerial personnel. Hence the clause is not applicable.
- XIV.) The company is not a nidhi company. Hence clause is not applicable.
- XV.) According to the information and explanations given to us, we are of the opinion that all the transactions with the related parties are in compliance with 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- XVI.) According to the information and explanations given to us, we report that the company has neither made any preferential allotment or private placement of shares nor fully or partly convertible debentures during the year under review. Hence clause is not applicable.
- XVII.) According to the information and explanations given to us, we report that the company has not entered into any non-cash transactions with directors or persons connected with them. Hence clause is not applicable.
- XVIII.) According to the information and explanations given to us, we report that company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934.

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 purpose of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of these books.
- c) The Balance Sheet, Statement of Profit & Loss and 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 written representation received from the directors as on 31st March, 2018 taken on record by the Board of directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as directors in terms of section 164(2) of the Companies Act, 2013.
- f) 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 does not have any pending litigations which would impact its financial position.



PULASARIA & ASSOCIATES
Chartered Accountants

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Mob: 9051147170

- ii. The Company did not have any long-term contracts including derivatives contracts for which there is any material foreseeable loss.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. **329292E**

P. Pulasaria

Priyam Pulasaria, FCA
Partner
Membership No. **303454**

Dated: 22nd day of May, 2018
Place: Kolkata



NTCIL Infrastructure Private Limited

Balance Sheet as at 31st March 2018

(Amount in Rs.)

| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 | As at 31st March, 2016 |
|----------|--------------------------------------|------|------------------------|------------------------|------------------------|
| A | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| (a) | Property, Plant and equipment | 2A | 75,586,237 | 83,413,225 | 81,414,214 |
| (b) | Capital work-in-progress | 2B | 10,547,946 | 10,547,946 | 20,423,946 |
| (c) | Investment property | | | | |
| (d) | Financial assets | | | | |
| (i) | Investment | | | | |
| (ii) | Loans | | | | |
| (iii) | Other financial assets | | | | |
| (e) | Non-current advance tax (net) | | | | |
| (f) | Other non-current assets | | | | |
| | Total non-current assets | | 86,084,183 | 93,961,171 | 101,838,160 |
| 2 | Current assets | | | | |
| (a) | Inventories | | | | |
| (b) | Financial Assets | | | | |
| (i) | Other investment | | | | |
| (ii) | Trade receivable | 3 | 1,877,339 | 1,108,394 | 83,499 |
| (iii) | Cash and cash equivalents | 4 | 301,772 | 947,187 | 52,400 |
| (iv) | Bank balance other than (iii) above | | | | |
| (v) | Loans | | | | |
| (vi) | Other financial assets | | | | |
| (c) | Other current assets | 5 | 12,740,167 | 9,303,851 | 57,199,790 |
| | Total current assets | | 14,919,278 | 11,359,432 | 57,335,679 |
| | Assets classified as held for sale | | | | |
| | Total current assets | | 14,919,278 | 11,359,432 | 57,335,679 |
| | Total assets | | 101,003,461 | 105,320,603 | 159,173,839 |
| B | EQUITY AND LIABILITIES | | | | |
| 1 | Equity | | | | |
| (a) | Equity share capital | 6A | 100,000 | 100,000 | 100,000 |
| (b) | Other equity | 6B | 13,310,966 | 4,656,125 | (298,298) |
| | Total equity | | 13,310,966 | 4,756,125 | (198,298) |
| 2 | Non-current liabilities | | | | |
| (a) | Financial Liabilities | | | | |
| (i) | Borrowing | 7 | 50,449,074 | 66,957,600 | 81,627,759 |
| (ii) | Other financial liabilities | | | | |
| (b) | Provisions | | | | |
| (c) | Other non-current liabilities | | | | |
| | Total non-current liabilities | | 50,449,074 | 66,957,600 | 81,627,759 |
| 3 | Current liabilities | | | | |
| (a) | Financial liabilities | | | | |
| (i) | Borrowing | 8 | 6,031,490 | 6,039,946 | 49,273,536 |
| (ii) | Trade payables | | | | |
| (iii) | Other financial liabilities | | | | |
| (b) | Provisions | 9 | 4,800,000 | 1,950,000 | 1,150,000 |
| (c) | Current tax liability (net) | | | | |
| (d) | Other current liabilities | 10 | 26,411,930 | 25,616,932 | 27,320,843 |
| | Total current liabilities | | 37,243,420 | 33,606,878 | 77,744,379 |
| | Total equity and liabilities | | 101,003,461 | 105,320,603 | 159,173,839 |

The accompanying notes 1 to 20 are an integral part of the Financial Statements

In terms of our report attached

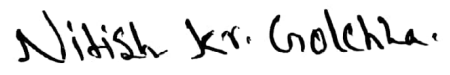
For Pulasaria & Associates & Associates
Chartered Accountants
Firm registration No. 328292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place Kolkata
Date 22/05/2018

For and on behalf of the Board


Upmanyu Pathak
Director


Nitish Kumar Golchha
Director

NTCIL Infrastructure Private Limited

Statement of Profit & Loss for the year ended 31st March 2018

(Amount in Rs.)

| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 |
|---------|---|------|------------------------|------------------------|
| I | INCOME | | | |
| | Revenue from Rental Services | 11 | 30,046,997 | 28,385,971 |
| II | Other income | 12 | 151,938 | 799,763 |
| III | Total Income (I+II) | | 30,198,935 | 29,185,734 |
| IV | EXPENSES | | | |
| | Employee benefits expense | 13 | 1,822,856 | 1,282,899 |
| | Finance costs | 14 | 8,922,321 | 13,458,092 |
| | Depreciation | 2A | 7,876,988 | 7,876,989 |
| | Other expenses | 15 | 171,929 | 230,153 |
| | Total Expenses | | 18,794,084 | 22,846,133 |
| V | Profit/(Loss) before exceptional items and taxes (III-IV) | | 11,404,841 | 6,339,601 |
| VI | Add / (Less) : Exceptional items | | - | - |
| VII | Profit/(Loss) before Tax (V-VI) | | 11,404,841 | 6,339,601 |
| VIII | Tax expenses : | | | |
| | (a) Current tax | | 2,850,000 | 1,950,000 |
| | (b) Earlier tax | | - | (564,822) |
| IX | Profit/(loss) for the period after Tax (PAT) | | 8,554,841 | 4,954,423 |
| X | Other Comprehensive Income | | | |
| | a. Item that will not be reclassified to profit or loss : | | | |
| | (i) Remeasurements of the defined benefit plans | | - | - |
| | (ii) Equity Instruments through other Comprehensive Income | | - | - |
| | b. Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| | Total other comprehensive income (a+b) | | - | - |
| XII | Total comprehensive income for the year (IX-X) | | 8,554,841 | 4,954,423 |
| XII | Earnings per share: (FV - Rs 10/- Note 2 26) | | | |
| | Basic/Diluted (of Rs. 10 each) | | 855 | 495 |

The accompanying notes 1 to 20 are an integral part of the Financial Statements

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place Kolkata
Date 22 / 05 / 2018

For and on behalf of the Board

Upamanyu Pathak
Director

Nitish Kumar Golchha
Director

NTCIL Infrastructure Private Limited

8. STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31st MARCH 2018

| A. Equity Share Capital (Amount in Rs) | | | |
|--|--|---|--|
| Particulars | Balance at the beginning of the reporting year | Changes in equity share capital during the year | Balance at the end of the reporting year |
| For the year ended 31st March, 2017 | 100,000 | - | 100,000 |
| For the year ended 31st March, 2018 | 100,000 | - | 100,000 |

| B. Other Equity (Amount in Rs.) | | | | | | |
|---|---------------------|--------------------|-----------------------------------|----------------------------|-------------------------------------|------------|
| Particulars | Reserve and Surplus | | | | Items of other comprehensive income | |
| | Capital Reserve | Securities premium | Share Options Outstanding Account | Capital Redemption reserve | Retained Earnings | Total |
| Balance at 1st April 2016 | | | | | (298,298) | (298,298) |
| Profit for the year | | | | | 4,954,423 | 4,954,423 |
| other Comprehensive income (net of tax) | | | | | | - |
| Total comprehensive income for the year | | | | | | - |
| Transfer to General Reserve | | | | | | - |
| Balance at 31st March 2017 | | | | | 4,656,125 | 4,656,125 |
| Profit for the year | | | | | 8,554,841 | 8,554,841 |
| other Comprehensive income/(loss) | | | | | | - |
| Total comprehensive income/(loss) | | | | | | - |
| Transfer to General Reserve | | | | | | - |
| Balance at 31st March 2018 | - | - | - | - | 13,210,966 | 13,210,966 |



NTCIL Infrastructure Private Limited
Cash Flow Statement for the year ended 31st March, 2018

(Amount in Rs.)

| Sl.No | Particulars | For the year ended 31st March, 2018 | | For the year ended 31st March, 2017 | |
|-------|---|--|---------------------|--|---------------------|
| A | Cash flow from operating activities : | | | | |
| | Net profit before tax as per Statement of Profit & Loss | | 11,404,841 | | 6,339,601 |
| | Adjustments for : | | | | |
| | Depreciation | 7,876,988 | | 7,876,989 | |
| | Interest paid | 8,922,321 | | 13,456,092 | |
| | Provision for income tax(Net) | | | 800,000 | |
| | Interest received | (126,436) | 16,672,873 | (799,763) | 21,333,318 |
| | Operating profit before working capital changes | | 28,077,714 | | 27,672,919 |
| | (Increase) / Decrease in trade and other receivables | (4,205,259) | | 46,871,034 | |
| | Increase / (Decrease) in trade and other payables | (794,998) | (5,000,257) | (1,703,911) | 45,167,123 |
| | Cash generated from operations | | 23,077,457 | | 72,840,042 |
| | Less: Direct taxes (paid) / refunds including interest (net) | 1,035,860 | 1,035,860 | (1,385,178) | (1,385,178) |
| | Net cash generated/(used) from operating activities | | 24,113,317 | | 71,454,864 |
| B | Cash flow from investing activities : | | | | |
| | Sale / (Purchase) of fixed Assets | | | | |
| | Interest received | 126,436 | | 799,763 | |
| | Net cash from investing activities | | 126,436 | | 799,763 |
| C | Cash flow from financing activities : | | | | |
| | Proceeds from issuance of share capital | | | | |
| | Proceeds / (repayment) of Long term borrowings | (16,508,526) | | (14,670,158) | |
| | Proceeds / (repayment) of short term borrowings | 545,679 | | (43,233,590) | |
| | Interest paid | (8,922,321) | (8,922,321) | (13,456,092) | |
| | Net cash generated/(used) in financing activities | | (24,885,168) | | (71,359,840) |
| | Net increase/(decrease) in cash and cash equivalents (A+B+C) | | (645,415) | | 894,787 |
| | Cash and cash equivalents -Opening balance | | 947,187 | | 52,400 |
| | Cash and cash equivalents -Closing balance | | 301,772 | | 947,187 |
| | CASH AND CASH EQUIVALENTS COMPRISE: | | | | |
| | Balances with bank | | 297,158 | | 927,785 |
| | Cash on hand | | 4,614 | | 19,402 |
| | | | 301,772 | | 947,187 |

This is the Cash Flow Statement referred to in our report of even date

For Pulasaria & Associates

Chartered Accountants & ASSOCIATES

Firm registration No. 329292E

Priyam Pulasaria, FCA
(Partnership)

Membership No. 303454

Place : Kolkata

Date : 22 / 05 / 2018


Upmanyu Pathak
Director

For and on behalf of the Board



Nitish Kumar Golchha
Director

NTCIL INFRASTRUCTURE PRIVATE LIMITED

NOTE 1 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared under historical cost convention on accrual basis as a going concern and in accordance with the Generally Accepted Accounting Principles (GAAP), the Companies Act, 2013 and in compliance with Companies (Accounting Standard) Rules, 2006, (as amended) as notified u/s 129 of Companies Act, 2013 except those with significant uncertainty. Accounting policies not stated explicitly otherwise are consistent with Generally Accepted Accounting Principles.

As required by Schedule III, the Company has classified assets and liabilities into current and non-current based on the operating cycle. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle has been considered as 12 months.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the balance sheet date and amounts of income and expenses during the year. Examples of such estimates include income taxes and future obligation under employee retirement benefit plans. Actual results could differ from those estimated. The effects of adjustment arising from revisions made to the estimates are included in the statement of profit and loss of the year in which such revisions are made.

C. REVENUE RECOGNITION

Rental income (exclusive of Service Tax) from assets given on operating lease is recognised using straight line method. Contingent rent is recognised as income to reflect systematic allocation of earnings over the lease period. This policy is not applicable for variable rental income based on turnover of the tenant.

D. FIXED ASSETS

Tangible assets, including those given on operating lease, are stated at cost of acquisition inclusive of freight incurred, duties and taxes (net of CENVAT/VAT) and incidental expenses less accumulated depreciation.

E. DEPRECIATION AND AMORTISATION

Depreciation is provided on depreciable value (cost minus residual value) using straight line method in the manner that the assets is depreciated over the useful life stated in "Schedule - II" of Companies Act, 2013.

F. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the same exceeds its recoverable amount. Impairment is charged to statement of profit and loss in the year in which an asset is identified as impaired. The impairment losses recognised in prior accounting period are reversed if there has been a change in the estimate of the recoverable amount.

G. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments without significant risk and with original maturities of three months or less as per the AS - 3 "CASH FLOW STATEMENT".

H. TAXATION



- a) **Current Tax:** Current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit available under section 115JB of the Income Tax Act, 1961 are accounted in the year in which the benefits are claimed.
- b) **Deferred Tax:** Deferred tax is recognised subject to consideration of prudence on the basis of timing differences being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods using the tax rates and laws that have been enacted or substantially enacted as at the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent there is reasonable certainty that the asset will be realised in future.

I. **PROVISIONS/CONTINGENCIES**

- i. The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.
- ii. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

J. **CONTINGENT LIABILITY**

Liabilities which are contingent in nature are not provided for in the accounts and the same are separately disclosed by way of notes to account.

K. **EARNINGS PER SHARE**

Earnings per Share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

L. **PRIOR PERIOD ADJUSTMENTS**

Adjustment of identifiable items of income and expenditure pertaining to prior period are accounted for as prior period adjustments.



Notes to Financial Statements (Contd..)
Note 2: Fixed Assets

Note 2: Fixed Assets

| Particulars | Gross Block | | | | | Net Book Value | | | | |
|-----------------------------------|--------------------------------------|--------------|--------------------------------|------------------------|--------------|--------------------------------|-----------------------|------------------------|-----------------------|--|
| | As at 1st april, 2016 | Additions | Withdrawals and adjustments | As at 31st March, 2017 | Additions | On withdrawals and adjustments | Upto 31st March, 2018 | As at 31st March, 2017 | As at 1st april, 2016 | |
| | | | | | | | | | | |
| 2A. Property, Plant and Equipment | | | | | | | | | | |
| Land | 12,573,241 | 9,876,000 | | 22,449,241 | | | | 22,449,241 | 12,573,241 | |
| Other Building | 78,146,872 | | | 78,146,872 | | | | 78,146,872 | 68,840,973 | |
| Total | 90,720,113 | 9,876,000 | - | 100,596,113 | - | - | - | 83,413,225 | 81,414,214 | |
| 2B. Capital work-in-progress | | | | | | | | | | |
| WIP-OLD PL | 20,423,946 | | 9,876,000 | 10,547,946 | | | | 10,547,946 | 20,423,946 | |
| WIP Royal Enfield | | | | | | | | | - | |
| Total | 20,423,946 | - | 9,876,000 | 10,547,946 | - | - | - | 10,547,946 | 20,423,946 | |
| Depreciation and Amortization | | | | | | | | | | |
| Particulars | Upto 1st April, 2016 | For the Year | On withdrawals and adjustments | Upto 31st March, 2017 | For the Year | On withdrawals and adjustments | Upto 31st March, 2018 | As at 31st March, 2017 | As at 1st april, 2016 | |
| | | | | | | | | | | |
| | 2A. Property, Plant and Equipment-B2 | | | | | | | | | |
| Land | - | | | | | | | 22,449,241 | 12,573,241 | |
| Other Building | 9,305,899 | 7,876,989 | | 17,182,888 | 7,876,988 | | 25,059,876 | 60,963,984 | 68,840,973 | |
| Total | 9,305,899 | 7,876,989 | - | 17,182,888 | 7,876,988 | - | 25,059,876 | 83,413,225 | 81,414,214 | |
| 2B. Capital work-in-progress | | | | | | | | | | |
| WIP-OLD PL | | | | | | | | 10,547,946 | 20,423,946 | |
| WIP Royal Enfield | | | | | | | | | - | |
| Total | - | - | - | - | - | - | - | 10,547,946 | 20,423,946 | |



NTCIL Infrastructure Private Limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 | 31st March 2016 |
|---|------------------------------------|------------------------------------|------------------------------------|
| (Amount in Rs.) | | | |
| Notes to Financial Statements contd.. | | | |
| 3. Trade Receivables (Current) | | | |
| Secured, considered good | 1,877,339 | 1,108,394 | 83,499 |
| Total | 1,877,339 | 1,108,394 | 83,499 |
| 4. Cash and Cash equivalents | | | |
| Cash and cash equivalents: | | | |
| - Balances with bank | 297,158 | 927,785 | 13,191 |
| - Cash on hand (As certified by the management) | 4,614 | 19,402 | 39,209 |
| Total | 301,772 | 947,187 | 52,400 |
| 5. Other Current Assets | | | |
| (Unsecured, considered good) | | | |
| Other Investment (Kotak Mutual Fund) | 523,817 | | |
| TDS Receivable | 5,671,765 | | |
| Other advances | 6,544,585 | 9,303,851 | 57,199,780 |
| Total | 12,740,167 | 9,303,851 | 57,199,780 |
| 6A. Share capital | | | |
| a. Authorised share capital : | | | |
| 10 000 equity shares of Rs. 10/- each | 100,000 | 100,000 | 100,000 |
| Total | 100,000 | 100,000 | 100,000 |
| b. Issued, subscribed and paid-up share capital : | | | |
| 10,000 equity shares each fully paid-up | 100,000 | 100,000 | 100,000 |
| Total | 100,000 | 100,000 | 100,000 |
| c. Par value per share | | | |
| Class of share | 10/- | 10/- | 10/- |
| Equity shares (in Rs.) | 10/- | 10/- | 10/- |
| d. Reconciliation of number of equity shares outstanding as at the beginning and as at the end of the year : | | | |
| Equity Shares | | | |
| Number of shares outstanding as at the beginning of the year | 10,000 | 10,000 | 10,000 |
| Add: Number of shares issued during the year | - | - | - |
| Less: Number of shares bought back during the year | - | - | - |
| Number of shares outstanding as at the end of the year | 10,000 | 10,000 | 10,000 |
| e. Shares of the company held by holding company | | | |
| 9,900 equity shares are directly held by ntc industries limited, the holding company. balance 100 shares are held by holding company jointly with others. | | | |
| f. The rights, preferences and restrictions attaching to shares and restrictions on distribution of dividend and repayment of | | | |
| The Company has only class of equity shares having par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share. Dividend proposed (if any) by the Board of Directors, is subject to the approval of shareholders, except in case of interim dividend. In the event of Liquidation, the shareholders of Ordinary Shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding | | | |
| g. Shareholders holding more than 5% shares : | % Holding Shares held (No.) | % Holding Shares held (No.) | % Holding Shares held (No.) |
| | 100% | 100% | 100% |
| NTC Industries Limited | 9900 shares | 9900 shares | 9900 shares |
| 7. Borrowings | | | |
| From Banks (Secured) | | | |
| Term Loan from Kotak Mahindra Bank | 50,449,074 | 66,957,600 | 81,627,759 |
| Nature of Security | | | |
| Secured by way assignments of Lease Rentals and corporate and personal guarantee of holding company and promoters respectively | | | |
| Payment Details: | | | |
| [The Loans are Repayable in 60 Monthly Installments of Rs. 26.83 lacs (including interest) starting from 05.10.2016 and last falling due on 05.09.2021. | | | |
| Remarks | | | |
| The applicable rate of interest is MCLR plus 2.75% | | | |
| Total | 50,449,074 | 66,957,600 | 81,627,759 |
| 8. Borrowings | | | |
| From other parties (Unsecured) | | | |
| | 6,031,490 | 6,039,946 | 49,273,536 |
| Total | 6,031,490 | 6,039,946 | 49,273,536 |
| 9. Provisions | | | |
| Income tax | 4,800,000 | 1,950,000 | 1,150,000 |
| Total | 4,800,000 | 1,950,000 | 1,150,000 |
| 10. Other current liabilities | | | |
| Current maturities of long term debt | 16,262,287 | 14,611,776 | 13,148,396 |
| Interest accrued but not due on Long Term Borrowings | 113,457 | 122,373 | 172,591 |
| Statutory liabilities | 469,059 | 8,745 | 216,240 |
| Security Deposit Received-Godown | 9,288,912 | 10,874,038 | 13,783,616 |
| Other payables | 278,215 | 25,616,932 | 27,320,843 |
| Total | 26,411,930 | 25,616,932 | 27,320,843 |



NTCIL Infrastructure Private Limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 |
|--|-------------------|-------------------|
| (Amount in Rs) | | |
| Notes to Financial Statements contd.... | | |
| 11. Revenue from operations | | |
| - Rental Income | 29,986,997 | 28,304,971 |
| - Maintenance Charges Received | 60,000 | 81,000 |
| Total | 30,046,997 | 28,385,971 |
| 12. Other income | | |
| Interest received | 126,436 | 799,763 |
| Other Income | 25,502 | |
| Total | 151,938 | 799,763 |
| 13. Employee benefits expense | | |
| Salaries , wages, bonus, allowances, etc | 1,807,256 | 1,282,794 |
| Contribution to provident and other fund | 600 | 105 |
| Medical Exp | 15,000 | |
| Total | 1,822,856 | 1,282,899 |
| 14. Finance costs | | |
| Interest paid | 8,922,321 | 13,456,092 |
| Finance Charges | | - |
| Total | 8,922,321 | 13,456,092 |
| 15. Other Expense | | |
| Audit Fees | 3,500 | 3,500 |
| Bank Charges | 3,217 | 19,459 |
| Interest & Penalty Ch | 2,789 | 6,650 |
| Telephone Expenses | 2,494 | 12,839 |
| Filing Fees | 1,669 | 2,532 |
| Professional Fees | 672 | - |
| Advertisement | - | - |
| Insurance Premium | 21,873 | 28,360 |
| Printing & Stationery | 35 | 35 |
| Licence & Registration Fees | 10,010 | 10,010 |
| Travelling Expenses | - | - |
| Municipal Tax | 117,925 | 125,458 |
| Commission & Brokerage | 855 | 2,513 |
| Swatch Bharat Cess | (396) | 175 |
| Rounding Off | 7,286 | 18,622 |
| Repair and maintenance | | |
| Total | 171,929 | 230,153 |



16. In the opinion of the Board the current assets, loans and advances are not less than the stated value if realised in ordinary course of business. The provisions for all known liabilities are adequate. There are no contingent liabilities except stated, as informed by the management.

17. Earnings Per Share In accordance with AS-20:-

| Earnings per share is computed as under:- | 2017-18 | 2016-17 |
|--|----------------|----------------|
| Profit after tax available for equity shareholders (A) (Rs.) | 85,54,841.00/- | 4,954,423.00/- |
| Weighted average number of equity shares outstanding (B) | 10,000 | 10,000 |
| Face value per equity share (Nos.) | 10/- | 10/- |
| Earnings per share - Basic & Diluted (A/B) (Rs.) | 855.48/- | 495.44/- |

18. Related party disclosures:-

In terms of Accounting Standard-18 on "Related Party Disclosures", related party disclosures are as under:

(A) Enterprises where control exists:

| Sl. No. | Category | Name |
|---------|-----------------------------|--|
| 1 | Holding Company | ntc industries limited |
| 2 | Fellow Subsidiary Companies | NTCIL Real Estate Private Limited NTCIL Siliguri Estate Private Limited NTCIL Realty Private Limited |

(B) Disclosure of transactions with related parties and outstanding balances:-

| Particulars | Holding Company | Fellow Subsidiary Companies |
|-----------------------------|-----------------|-----------------------------|
| Issue of Shares | -- (--) | -- (--) |
| Acquisition of Fixed Assets | -- (--) | -- (--) |

Note: -

(i) Previous year figures have been given in brackets.

(ii) Related party relationships are identified by the company on the basis of available information.

19. Contingent liabilities:

(Rs in Lacs)

| Particulars | As at 31.03.18 | As at 31.03.17 |
|---|----------------|----------------|
| a) Corporate Guarantee in favour of EMC Limited | 20,000.00 | 20,000.00 |

20. The figures of previous year have been reclassified and regrouped wherever considered necessary.

The accompanying notes 1 to 21 are an integral part of the Financial Statements

For and on behalf of the Board

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. 329292E

Priyam Pulasaria, FCA
(Partner)
Membership No. 303454

Upmanyu Pathak
Director

Nitish K. Golchha

Nitish Kumar Golchha
Director

Place: Kolkata
Date: The 22nd day of May, 2018

Regd. Off:- 149, B.T. Road, Kamarhati, Kolkata - 700058

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF NTCIL Real Estate Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of NTCIL Real Estate Private Limited (the Company), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date, and also a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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.

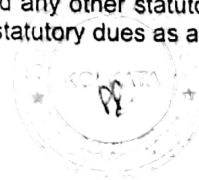


Opinion

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, 2018, 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, and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us, we set out a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
 - I.)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of its fixed assets by which fixed assets have been verified by the management according to the program of periodical physical verification in a phased manner which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.
 - II.) The company does not have any inventory and accordingly this clause of order is not applicable to the Company.
 - III.) The company has not granted any loans, secured or unsecured to companies, firms or other party covered in the register maintained under section 189 of the Companies Act 2013.
 - IV.) According to the information, explanations and representation provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, guarantees and security, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.
 - V.) The company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under are not applicable.
 - VI.) As per the Companies (Cost Records & Audit) Amendment Rules, 2014 dated 31st December, 2014 the products of the Company do not fall under any of the Central Excise Tariff Act, 1985 heading which are covered for applicability of the above rules. Hence maintenance of Cost Records and Cost Audit is not applicable to the Company.
 - VII.)
 - a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities to the extent applicable and there are no undisputed statutory dues payable for a period of more than six months from the date they became payable as at 31st March, 2018.
 - b) According to the records and information & explanation given to us, there are no dues in respect of income tax, sales tax, wealth tax, service tax, cess and any other statutory dues with the appropriate authorities and there is no arrears of outstanding statutory dues as at the last day



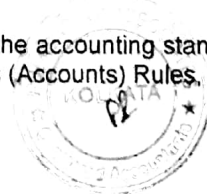
PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
Block -GE 1, Flat - 2D, Ganges
Garden, Shibpur, Howrah - 711102
Email: priyampulasaria@gmail.com
Mob: 9051147170

of the financial year concerned for a period of more than six months from the date they became payable.

c) According to the information & explanation given to us, There was no amount required to be transferred to Investor education and protection fund in accordance with the relevant provisions of the companies Act, 1956 (1 of 1956) and rules made there under.

- VIII.) The Company does not have accumulated losses in the current financial year. Further, neither there was any cash loss in the financial year under review nor in the immediately preceding financial year.
- IX.) On the basis of information & explanations given to us, the company has not raised loans from financial institution and banks so default in repayment of dues is not applicable to the Company.
- X.) Based on the audit procedure performed and on the basis information & explanations provided by the management, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of the audit.
- XI.) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the Company for loans taken by other Companies from banks or financial institutions are not prima facie, prejudicial to the interest of the company.
- XII.) In our opinion and according to the information and explanations given to us, the term loan has been applied on overall basis for the purpose for which they were obtained.
- XIII.) The Company is not required to have managerial personnel. Hence the clause is not applicable.
- XIV.) The company is not a nidhi company. Hence clause is not applicable.
- XV.) According to the information and explanations given to us, we are of the opinion that all the transactions with the related parties are in compliance with 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- XVI.) According to the information and explanations given to us, we report that the company has neither made any preferential allotment or private placement of shares nor fully or partly convertible debentures during the year under review. Hence clause is not applicable.
- XVII.) According to the information and explanations given to us, we report that the company has not entered into any non-cash transactions with directors or persons connected with them. Hence clause is not applicable.
- XVIII.) According to the information and explanations given to us, we report that company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934.
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 purpose of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of these books.
- c) The Balance Sheet, Statement of Profit & Loss and 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.

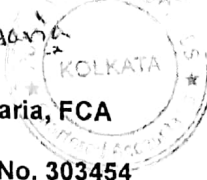


PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
Block -GE 1, Flat - 2D, Ganges
Garden, Shibpur, Howrah - 711102
Email: priyampulasaria@gmail.com
Mob: 9051147170

- e) On the basis of written representation received from the directors as on 31st March, 2018 taken on record by the Board of directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as directors in terms of section 164(2) of the Companies Act, 2013.
- f) 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:
- The Company does not have any pending litigations which would impact its financial position.
 - The Company did not have any long-term contracts including derivatives contracts for which there is any material foreseeable loss.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. 329292E

p.pulasaria

Priyam Pulasaria, FCA
(Partner)
Membership No. 303454

Dated: 22nd day of May, 2018
Place: Kolkata

NTCIL Real Estate Private Limited

Balance Sheet as at 31st March 2018

| Sl. No. | Particulars | Note | (Amount in Rs.) | | |
|----------|--------------------------------------|------|------------------------|------------------------|------------------------|
| | | | As at 31st March, 2018 | As at 31st March, 2017 | As at 31st March, 2016 |
| A | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| (a) | Property, Plant and equipment | 2A | 201,327,022 | 206,190,756 | 194,699,561 |
| (b) | Capital work-in-progress | 2B | - | - | 9,338,025 |
| (c) | Investment property | | | | |
| (d) | Financial assets | | | | |
| (i) | Investment | | | | |
| (ii) | Loans | | | | |
| (iii) | Other financial assets | | | | |
| (e) | Non-current advance tax (net) | | | | |
| (f) | Other non-current assets | | | | |
| | Total non-current assets | | 201,327,022 | 206,190,756 | 204,237,586 |
| 2 | Current assets | | | | |
| (a) | Inventories | | | | |
| (b) | Financial Assets | | | | |
| (i) | Other investment | 3 | 6,804,931 | 2,543,016 | 4,703,346 |
| (ii) | Trade receivable | 4 | 3,557,632 | 3,146,446 | 1,685,056 |
| (iii) | Cash and cash equivalents | | | | |
| (iv) | Bank balance other than (iii) above | | | | |
| (v) | Loans | | | | |
| (vi) | Other financial assets | | | | |
| (c) | Other current assets | 5 | 19,793,197 | 6,118,911 | 7,624,420 |
| | | | 30,155,760 | 11,808,375 | 14,012,822 |
| | Assets classified as held for sale | | | | |
| | Total current assets | | 30,155,760 | 11,808,375 | 14,012,822 |
| | Total assets | | 231,483,882 | 217,999,131 | 218,250,408 |
| B | EQUITY AND LIABILITIES | | | | |
| 1 | Equity | | | | |
| (a) | Equity share capital | 6A | 100,000 | 100,000 | 100,000 |
| (b) | Other equity | 6B | 91,533,570 | 64,521,720 | 33,658,901 |
| | Total equity | | 91,633,570 | 64,621,720 | 33,658,901 |
| 2 | Non-current liabilities | | | | |
| (a) | Financial Liabilities | | | | |
| (i) | Borrowing | 7 | 71,723,695 | 93,760,426 | - |
| (ii) | Other financial liabilities | | | | |
| (b) | Provisions | | | | |
| (c) | Other non-current liabilities | | | | |
| | Total non-current liabilities | | 163,357,286 | 158,382,146 | 33,658,901 |
| 3 | Current liabilities | | | | |
| (a) | Financial liabilities | | | | |
| (i) | Borrowing | 8 | - | 1,540,775 | 103,595,659 |
| (ii) | Trade payables | 9 | 1,208,162 | 2,049,729 | 1,070,809 |
| (iii) | Other financial liabilities | 10 | 13,199,310 | 8,400,000 | 9,440,250 |
| (b) | Provisions | | | | |
| (c) | Current tax liability (net) | 11 | 53,718,945 | 47,626,481 | 70,484,789 |
| (d) | Other current liabilities | | 68,126,417 | 59,616,985 | 184,591,507 |
| | Total current liabilities | | 231,483,682 | 217,999,131 | 218,250,408 |
| | Total equity and liabilities | | | | |

The accompanying notes 1 to 20 are an integral part of the Financial Statements


In terms of our report attached

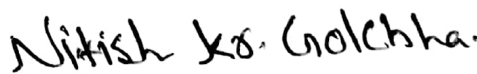
For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place: Kolkata
Date: 22/05/2018

For and on behalf of the Board

or

Upmanyu Pathak
Director


Nitish Kumar Golchha
Director

NTCIL Real Estate Private Limited

Statement of Profit & Loss for the year ended 31st March 2018

| Sr. No. | Particulars | Note | (Amount in Rs.) | |
|---------|---|------|---------------------------|---------------------------|
| | | | As at 31st March, 2018 | As at 31st March, 2017 |
| | INCOME | | | |
| I | Revenue from Rental Services | 12 | 65,300,922 | 67,585,228 |
| II | Other income | 13 | 639,552 | 227,206 |
| III | Total Income (I+II) | | 65,940,474 | 67,812,434 |
| | EXPENSES | | | |
| IV | Employee benefits expense | 14 | 4,078,142 | 2,856,466 |
| | Finance costs | 15 | 9,957,360 | 16,425,723 |
| | Depreciation | 2A | 6,054,905 | 5,629,944 |
| | Other expenses | 16 | 11,688,217 | 4,545,308 |
| | Total Expenses | | 31,778,624 | 29,457,442 |
| V | Profit/(Loss) before exceptional items and taxes (III-IV) | | 34,161,850 | 38,354,992 |
| VI | Add / (Less) Exceptional items | | - | - |
| VII | Profit/(Loss) before Tax (V-VI) | | 34,161,850 | 38,354,992 |
| VIII | Tax expenses : | | | |
| | (a) Current tax | | 7,150,000 | 8,400,000 |
| | (b) Earlier tax | | - | (1,007,827) |
| IX | Profit/ (loss) for the period after Tax (PAT) | | 27,011,850 | 30,962,819 |
| X | Other Comprehensive Income | | | |
| | a. Item that will not be reclassified to profit or loss : | | | |
| | (i) Remeasurements of the defined benefit plans | | - | - |
| | (ii) Equity Instruments through other Comprehensive Income | | - | - |
| | b. Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| | Total other comprehensive income (a+b) | | - | - |
| XII | Total comprehensive income for the year (IX-X) | | 27,011,850 | 30,962,819 |
| XII | Earnings per share: (FV - Rs 10/- Note 2.26) | | | |
| | Basic/Diluted (of Rs. 10 each) | | 2,701.19 | 3,096.28 |

The accompanying notes 1 to 20 are an integral part of the Financial Statements

For Pulasaria & Associates,
Chartered Accountants
Firm registration No. 329292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place Kolkata
Date 22/05/2018

For and on behalf of the Board

Upmanyu Pathak
Director

Nitish Kumar Golchha
Director

NTCIL Real Estate Private Limited

6B. STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31st MARCH 2018

A. Equity Share Capital (Amount in Rs)

| Particulars | Balance at the beginning of the reporting year | Changes in equity share capital during the year | Balance at the end of the reporting year |
|-------------------------------------|--|---|--|
| For the year ended 31st March, 2017 | 100,000 | - | 100,000 |
| For the year ended 31st March, 2018 | 100,000 | - | 100,000 |

B. Other Equity (Amount in Rs.)

| Particulars | Reserve and Surplus | | | | Items of other comprehensive income | | Total |
|---|---------------------|--------------------|-----------------------------------|----------------------------|-------------------------------------|--|------------|
| | Capital Reserve | Securities premium | Share Options Outstanding Account | Capital Redemption reserve | Retained Earnings | Transfer from Other comprehensive income | |
| Balance at 1st April 2016 | | | | | 33,558,901 | | 33,558,901 |
| Profit for the year | | | | | 30,962,819 | | 30,962,819 |
| other Comprehensive income(net of tax) | | | | | | | - |
| Total comprehensive income for the year | | | | | | | - |
| Transfer to General Reserve | | | | | | | - |
| Balance at 31st March 2017 | | | | | 64,521,720 | | 64,521,720 |
| Profit for the year | | | | | 27,011,850 | | 27,011,850 |
| other Comprehensive income/(loss) | | | | | | | - |
| Total comprehensive income/(loss) | | | | | | | - |
| Transfer to General Reserve | | | | | | | - |
| Balance at 31st March 2018 | - | - | - | - | 91,533,570 | - | 91,533,570 |



NTCIL Real Estate Private Limited
Cash Flow Statement for the year ended 31st March, 2018

(Amount in Rs.)

| Sl.No | Particulars | For the year ended 31st March, 2018 | | For the year ended 31st March, 2017 | |
|-------|---|--|---------------------|--|---------------------|
| A. | Cash flow from operating activities : | | | | |
| | Net profit before tax as per Statement of Profit & Loss | | 34,161,850 | | 38,354,992 |
| | Adjustments for : | | | | |
| | Depreciation | 6,054,905 | | 5,629,944 | |
| | Interest paid | 9,957,360 | | 15,870,474 | |
| | Provision for income tax(Net) | | | (1,040,250) | |
| | Interest received | (538,890) | 15,473,375 | (212,321) | 20,247,847 |
| | Operating profit before working capital changes - | | 49,635,225 | | 58,602,840 |
| | (Increase) / Decrease in trade and other receivables | (7,151,155) | | 3,665,839 | |
| | Increase / (Decrease) in trade and other payables | (5,250,899) | (12,402,054) | (21,879,388) | (18,213,549) |
| | Cash generated from operations | | 37,233,171 | | 40,389,291 |
| | Less: Direct taxes (paid) / refunds including interest (net) | (2,633,940) | (2,633,940) | (7,392,173) | (7,392,173) |
| | Net cash generated/(used) from operating activities | | 34,599,231 | | 32,997,118 |
| B. | Cash flow from investing activities : | | | | |
| | Sale / (Purchase) of fixed Assets | (1,192,071) | | (7,583,114) | |
| | Interest received | 538,890 | | 212,321 | |
| | Net cash from investing activities | | (653,181) | | (7,370,793) |
| C. | Cash flow from financing activities : | | | | |
| | Proceeds from issuance of share capital | | | 93,760,426 | |
| | Proceeds / (repayment) of Long term borrowings | (22,036,731) | | (102,054,884) | |
| | Proceeds / (repayment) of short term borrowings | (1,540,775) | | (15,870,474) | |
| | Interest paid | (9,957,360) | (8,922,321) | | |
| | Net cash generated/(used) in financing activities | | (33,534,866) | | (24,164,933) |
| | Net increase/(decrease) in cash and cash equivalents (A+B+C) | | 411,184 | | 1,461,392 |
| | Cash and cash equivalents -Opening balance | | 3,146,448 | | 1,685,056 |
| | Cash and cash equivalents -Closing balance | | 3,557,632 | | 3,146,448 |
| | CASH AND CASH EQUIVALENTS COMPRISE: | | | | |
| | Balances with bank | | 3,529,070 | | 3,114,412 |
| | Cash on hand | | 28,562 | | 32,036 |
| | | | 3,557,632 | | 3,146,448 |

This is the Cash Flow Statement referred to in our report of even date

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329292E

Pulasaria
Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place : Kolkata.
Date : 22 / 05 / 2018

Upmanyu Pathak
Upmanyu Pathak
Director

For and on behalf of the Board

Nitish K. Golchha

Nitish Kumar Golchha
Director

NTCIL REAL ESTATE PRIVATE LIMITED

NOTE 1 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared under historical cost convention on accrual basis as a going concern and in accordance with the Generally Accepted Accounting Principles (GAAP), the Companies Act, 2013 and in compliance with Companies (Accounting Standard) Rules, 2006, (as amended) as notified u/s 129 of Companies Act, 2013 except those with significant uncertainty. Accounting policies not stated explicitly otherwise are consistent with Generally Accepted Accounting Principles.

As required by Schedule III, the Company has classified assets and liabilities into current and non-current based on the operating cycle. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle has been considered as 12 months.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the balance sheet date and amounts of income and expenses during the year. Examples of such estimates include income taxes and future obligation under employee retirement benefit plans. Actual results could differ from those estimated. The effects of adjustment arising from revisions made to the estimates are included in the statement of profit and loss of the year in which such revisions are made.

C. REVENUE RECOGNITION

Rental income (exclusive of Service Tax) from assets given on operating lease is recognised using straight line method. Contingent rent is recognised as income to reflect systematic allocation of earnings over the lease period. This policy is not applicable for variable rental income based on turnover of the tenant.

D. FIXED ASSETS

Tangible assets, including those given on operating lease, are stated at cost of acquisition inclusive of freight incurred, duties and taxes (net of CENVAT/VAT) and incidental expenses less accumulated depreciation.

E. DEPRECIATION AND AMORTISATION

Depreciation is provided on depreciable value (cost minus residual value) using straight line method in the manner that the assets is depreciated over the useful life stated in "Schedule - II" of Companies Act, 2013.

F. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the same exceeds its recoverable amount. Impairment is charged to statement of profit and loss in the year in which an asset is identified as impaired. The impairment losses recognised in prior accounting period are reversed if there has been a change in the estimate of the recoverable amount.

G. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments without significant risk and with original maturities of three months or less as per the AS - 3 "CASH FLOW STATEMENT".



H. **TAXATION**

- a) **Current Tax:** Current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit available under section 115JB of the Income Tax Act, 1961 are accounted in the year in which the benefits are claimed.
- b) **Deferred Tax:** Deferred tax is recognised subject to consideration of prudence on the basis of timing differences being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods using the tax rates and laws that have been enacted or substantially enacted as at the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent there is reasonable certainty that the asset will be realised in future.

I. **PROVISIONS/CONTINGENCIES**

- i. The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.
- ii. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

J. **CONTINGENT LIABILITY**

Liabilities which are contingent in nature are not provided for in the accounts and the same are separately disclosed by way of notes to account.

K. **EARNINGS PER SHARE**

Earnings per Share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

L. **PRIOR PERIOD ADJUSTMENTS**

Adjustment of identifiable items of income and expenditure pertaining to prior period are accounted for as prior period adjustments.



NTCIL Real Estate Private Limited

Notes to Financial Statements (Contd.)

| Particulars | 31st March 2018 | 31st March 2017 | 31st March 2016 |
|---|------------------------------------|------------------------------------|------------------------------------|
| (Amount in Rs.) | | | |
| 3. Trade Receivables (Current) | | | |
| Secured, considered good | 68,04,931 | 25,43,016 | 47,03,346 |
| Total | 68,04,931 | 25,43,016 | 47,03,346 |
| 4. Cash and Cash equivalents | | | |
| Cash and cash equivalents | | | |
| Balances with bank | 35,29,070 | 31,14,412 | 16,56,912 |
| Cash on hand (As certified by the management) | 28,562 | 32,036 | 28,144 |
| Total | 35,67,632 | 31,46,448 | 16,85,056 |
| 5. Other Current Assets | | | |
| Unsecured, considered good | | | |
| Loans & Advances | 47,03,500 | | |
| Other Investment (Kotak Mutual Fund) | 40,01,322 | | |
| TDS Receivable | 1,06,12,453 | | 78,24,420 |
| Other advances | 1,75,922 | 61,18,911 | 76,24,420 |
| Total | 1,97,93,197 | 61,18,911 | 76,24,420 |
| 6A. Share capital | | | |
| a. Authorised share capital | | | |
| 10,000 equity shares of Rs. 10/- each | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| b. Issued, subscribed and paid-up share capital | | | |
| 10,000 equity shares each fully paid-up | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| c. Par value per share | | | |
| Class of share | 10/- | 10/- | 10/- |
| Equity shares (in Rs.) | 10/- | 10/- | 10/- |
| d. Reconciliation of number of equity shares outstanding as at the beginning and as at the end of the year: | | | |
| Equity Shares | | | |
| Number of shares outstanding as at the beginning of the year | 10,000 | 10,000 | 10,000 |
| Add: Number of shares issued during the year | - | - | - |
| Less: Number of shares bought back during the year | - | - | - |
| Number of shares outstanding as at the end of the year | 10,000 | 10,000 | 10,000 |
| e. Shares of the company held by holding company | | | |
| 9,900 equity shares are directly held by ntc industries limited, the holding company balance 100 shares are held by holding company jointly with others | | | |
| f. The rights, preferences and restrictions attaching to shares and restrictions on distribution of dividend and repayment of | | | |
| The Company has only class of equity shares having par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share. Dividend proposed (if any) by the Board of Directors, is subject to the approval of shareholders, except in case of interim dividend. In the event of Liquidation, the shareholders of Ordinary Shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding | | | |
| g. Shareholders holding more than 5% shares: | % Holding Shares held (No.) | % Holding Shares held (No.) | % Holding Shares held (No.) |
| NTC Industries Limited | 100% | 100% | 100% |
| | 9900 shares | 9900 shares | 9900 shares |
| 7. Borrowings | | | |
| From Banks (Secured) | | | |
| Term Loan from Kotak Mahindra Bank | 7,17,23,605 | 9,37,60,426 | - |
| Nature of Security | | | |
| Secured by way assignments of Lease Rentals and corporate and personal guarantee of holding company and promoters respectively | | | |
| Payment Details: | | | |
| [The Loans are Repayable in 60 Monthly Installments of Rs. 26.83 lacs (including interest) starting from 05.10.2016 and last falling due on 05.10.2021] | | | |
| Remarks | | | |
| The applicable rate of interest is MCLR plus 2.75% | 7,17,23,605 | 9,37,60,426 | - |
| Total | 7,17,23,605 | 9,37,60,426 | - |
| 8. Borrowings | | | |
| From other parties (Unsecured) | | | |
| | | 15,40,775 | 10,35,95,659 |
| Total | | 15,40,775 | 10,35,95,659 |
| 9. Trade Payable | | | |
| Sundry Creditors | 12,08,162 | 20,49,729 | 10,70,809 |
| Total | 12,08,162 | 20,49,729 | 10,70,809 |
| 10. Provisions | | | |
| Income tax | 1,31,99,310 | 84,00,000 | 94,40,250 |
| Total | 1,31,99,310 | 84,00,000 | 94,40,250 |
| 11. Other current liabilities | | | |
| Current maturities of long term debt | 2,11,77,704 | 2,11,78,604 | - |
| Interest accrued but not due on Long Term Borrowings | 6,38,112 | 8,84,162 | - |
| Statutory liabilities | 2,00,611 | 1,24,107 | 4,53,804 |
| Advance against Land | 2,04,104 | 4,54,104 | 11,30,634 |
| Advance from Licensee | 2,95,91,089 | 2,45,83,522 | 2,38,79,230 |
| Security Deposit Received-Godown | 1,24,495 | - | - |
| Security Deposit Received Flat | 17,82,830 | 4,01,982 | 4,52,21,121 |
| Other payables | 5,37,18,945 | 4,76,26,481 | 7,04,84,789 |
| Total | 5,37,18,945 | 4,76,26,481 | 7,04,84,789 |



NTCIL Real Estate Private Limited

Notes to Financial Statements (Contd...)

| Particulars | 31st March 2018 | 31st March 2017 |
|--|--------------------|--------------------|
| (Amount in Rs.) | | |
| 12. Revenue from operations | | |
| - Rental Income | 6,35,39,548 | 6,57,92,261 |
| - Maintenance Charges Received | 17,81,374 | 17,92,967 |
| Total | 6,53,00,922 | 6,75,85,228 |
| 13. Other income | | |
| Interest received | 5,38,890 | 2,12,321 |
| Other income | 1,00,662 | 14,885 |
| Total | 6,39,552 | 2,27,206 |
| 14. Employee benefits expense | | |
| Salaries, wages, bonus, allowances, etc | 39,33,000 | 26,93,737 |
| Contribution to provident and other fund | 1,24,650 | 96,178 |
| Staff welfare expenses | 20,492 | 66,551 |
| Total | 40,78,142 | 28,56,466 |
| 15. Finance costs | | |
| Interest paid | 99,57,360 | 1,58,70,474 |
| Finance Charges | | 5,55,249 |
| Total | 99,57,360 | 1,64,25,723 |
| 16. Other Expense | | |
| Audit Fees | 3,500 | 3,500 |
| Bank Charges | 7,325 | 6,929 |
| Commission & Brokerage | 3,62,578 | 1,93,290 |
| Filing Fees | 1,569 | 2,576 |
| Penalty and Interest | 8,631 | 3,19,820 |
| Telephone Charges | 13,919 | 21,636 |
| Security Charges | 14,06,410 | 16,87,915 |
| Licence & Registration Fees | 10,010 | 10,010 |
| Municipal Tax | (1,94,752) | 3,97,256 |
| Professional Fees / Legal Fees | 41,33,032 | 13,00,000 |
| Interest A/c | 2,83,250 | - |
| Loading | - | 1,440 |
| S.B. Cess Exp | 2,281 | 16,506 |
| Printing & Stationery | 803 | 2,708 |
| Travelling & conveyance | 52,337 | 83,253 |
| Round off | 25 | (62) |
| Insurance Premium | 9,863 | 85,910 |
| Repair and maintenance | 55,87,336 | 4,12,621 |
| Total | 1,16,88,217 | 45,45,308 |



17. In the opinion of the Board the current assets, loans and advances are not less than the stated value if realised in ordinary course of business. The provisions for all known liabilities are adequate. There are no contingent liabilities except stated, as informed by the management.

18. Earnings Per Share in accordance with AS-20:-

| Earnings per share is computed as under:- | | 2017-18 | 2016-17 |
|--|-------------|------------------|------------------|
| Profit after tax available for equity shareholders (A) (Rs.) | | 2,70,11,850.00/- | 3,09,62,819.00/- |
| Weighted average number of equity shares outstanding (B) | | 10,000 | 10,000 |
| Face value per equity share (Nos.) | | 10/- | 10/- |
| Earnings per share - Basic & Diluted (A/B) | (A/B) (Rs.) | 2701.19/- | 3096.28/- |

19. Related party disclosures:-

In terms of Accounting Standard-18 on "Related Party Disclosures", related party disclosures are as under:

(A) Enterprises where control exists:

| Sl. No. | Category | Name |
|---------|-----------------------------|---------------------------------------|
| 1 | Holding Company | ntc industries limited |
| 2 | Fellow Subsidiary Companies | NTCIL Reai Estate Private Limited |
| | | NTCIL Siliguri Estate Private Limited |
| | | NTCIL Realty Private Limited |

(B) Disclosure of transactions with related parties and outstanding balances:-

| Particulars | Holding Company | Fellow Subsidiary Companies |
|-----------------------------|-----------------|-----------------------------|
| Issue of Shares | -- | -- |
| Acquisition of Fixed Assets | -- | -- |

- Note: - (i) Previous year figures have been given in brackets.
(ii) Related party relationships are identified by the company on the basis of available information.

20 Contingent liabilities:

(Rs in Lacs)

| Particulars | As at 31.03.18 | As at 31.03.17 |
|---|----------------|----------------|
| a) Corporate Guarantee in favour of EMC Limited | 20,000.00 | 20,000.00 |

21. The figures of previous year have been reclassified and regrouped wherever considered necessary.

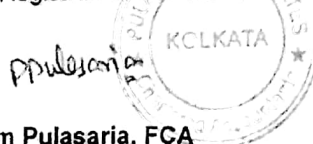
Signatories to Note No. 1 & 2 forms part of the financial statement

For and on behalf of the Board

For Pulasaria & Associates

Chartered Accountants

Firm Registration No. 329292E



Priyam Pulasaria, FCA
(Partner)
Membership No. 303454

Upmanu Pathak
Director

Nitish K. Golchha

Nitish Kumar Golchha
Director

Place: Kolkata
Date: The 22nd day of May, 2018

Regd. Off:- 149, B.T. Road, Kamarhati, Kolkata - 700058

PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
Block –GE 1, Flat – 2D, Ganges
Garden, Shibpur, Howrah – 711102
Email: priyampulasaria@gmail.com
Mob: 9051147170

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF NTCIL Realty Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of NTCIL Realty Private Limited (the Company), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date, and also a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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, 2018, 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, and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us, we set out a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
 - I.)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of its fixed assets by which fixed assets have been verified by the management according to the program of periodical physical verification in a phased manner which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.
 - II.) The company does not have any inventory and accordingly this clause of order is not applicable to the Company.
 - III.) The company has not granted any loans, secured or unsecured to companies, firms or other party covered in the register maintained under section 189 of the Companies Act 2013.
 - IV.) According to the information, explanations and representation provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, guarantees and security, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.
 - V.) The company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under are not applicable.
 - VI.) As per the Companies (Cost Records & Audit) Amendment Rules, 2014 dated 31st December, 2014 the products of the Company do not fall under any of the Central Excise Tariff Act, 1985 heading which are covered for applicability of the above rules. Hence maintenance of Cost Records and Cost Audit is not applicable to the Company.
 - VII.)
 - a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities to the extent applicable and there are no undisputed statutory dues payable for a period of more than six months from the date they became payable as at 31st March, 2018.
 - b) According to the records and information & explanation given to us, there are no dues in respect of income tax, sales tax, wealth tax, service tax, cess and any other statutory dues with the appropriate authorities and there is no arrears of outstanding statutory dues as at the last day



PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
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Mob: 9051147170

of the financial year concerned for a period of more than six months from the date they became payable.

c) According to the information & explanation given to us, There was no amount required to be transferred to Investor education and protection fund in accordance with the relevant provisions of the companies Act, 1956 (1 of 1956) and rules made there under.

- VIII.) The Company does not have accumulated losses in the current financial year. Further, neither there was any cash loss in the financial year under review nor in the immediately preceding financial year.
- IX.) On the basis of information & explanations given to us, the company has not raised loans from financial institution and banks so default in repayment of dues is not applicable to the Company.
- X.) Based on the audit procedure performed and on the basis information & explanations provided by the management, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of the audit.
- XI.) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the Company for loans taken by other Companies from banks or financial institutions are not prima facie, prejudicial to the interest of the company.
- XII.) In our opinion and according to the information and explanations given to us, the term loan has been applied on overall basis for the purpose for which they were obtained.
- XIII.) As examined by us, the company has paid remuneration to managerial personnel during the period in accordance with the requisite approval mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- XIV.) The company is not a nidhi company. Hence clause is not applicable.
- XV.) According to the information and explanations given to us, we are of the opinion that all the transactions with the related parties are in compliance with 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- XVI.) According to the information and explanations given to us, we report that the company has neither made any preferential allotment or private placement of shares nor fully or partly convertible debentures during the year under review. Hence clause is not applicable.
- XVII.) According to the information and explanations given to us, we report that the company has not entered into any non-cash transactions with directors or persons connected with them. Hence clause is not applicable.
- XVIII.) According to the information and explanations given to us, we report that company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934.
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 purpose of our audit
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of these books.




PULASARIA & ASSOCIATES
Chartered Accountants

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Mob: 9051147170

- c) The Balance Sheet, Statement of Profit & Loss and 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 written representation received from the directors as on 31st March, 2018 taken on record by the Board of directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as directors in terms of section 164(2) of the Companies Act, 2013.
- f) 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 does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there is any material foreseeable loss.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. 329292E


Priyam Pulasaria, FCA
(Partner)
Membership No. 303454

Dated: 22nd day of May 2018
Place: Kolkata

NTCIL Realty Private limited

Balance Sheet as at 31st March 2018

(Amount in Rs.)

| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 | As at 31st March, 2016 |
|----------|--|------|------------------------|------------------------|------------------------|
| A | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| | (a) Property, Plant and equipment | | | | |
| | (b) Capital work-in-progress | | | | |
| | (c) Investment property | | | | |
| | (d) Financial assets | | | | |
| | (i) Investment | | | | |
| | (ii) Loans | | | | |
| | (iii) Other financial assets | | | | |
| | (e) Non-current advance tax (net) | | | | |
| | (f) Other non-current assets | | | | |
| | Total non-current assets | | | | |
| 2 | Current assets | | | | |
| | (a) Inventories | | | | |
| | (b) Financial Assets | | | | |
| | (i) Other investment | | | | |
| | (ii) Trade receivable | | | | |
| | (iii) Cash and cash equivalents | | | | |
| | (iv) Bank balance other than (iii) above | | | | |
| | (v) Loans | | | | |
| | (vi) Other financial assets | | | | |
| | (c) Other current assets | | | | |
| | Total current assets | | | | |
| | Total assets | | | | |
| B | EQUITY AND LIABILITIES | | | | |
| 1 | Equity | | | | |
| | (a) Equity share capital | | | | |
| | (b) Other equity | | | | |
| | Total equity | | | | |
| 2 | Non-current liabilities | | | | |
| | (a) Financial Liabilities | | | | |
| | (i) Borrowing | | | | |
| | (ii) Other financial liabilities | | | | |
| | (b) Provisions | | | | |
| | (c) Other non-current liabilities | | | | |
| | Total non-current liabilities | | | | |
| 3 | Current liabilities | | | | |
| | (a) Financial liabilities | | | | |
| | (i) Borrowing | | | | |
| | (ii) Trade payables | | | | |
| | (iii) Other financial liabilities | | | | |
| | (b) Provisions | | | | |
| | (c) Current tax liability (net) | | | | |
| | (d) Other current liabilities | | | | |
| | Total current liabilities | | | | |
| | Total equity and liabilities | | | | |

The accompanying notes 1 to 9 are an integral part of the Financial Statements

In terms of our report attached

For Pularia & Associates
Chartered Accountants
Firm registration No. 329292E

Priyam Pularia, FCA
(Partnership)
Membership No. 303454

Place Kolkata
Date 22/05/2018

For and on behalf of the Board

Upendra Pathak
Director

Nitish Kr. Golchha.
Nitish Kumar Golchha
Director

NTCIL Realty Private limited

Statement of Profit & Loss for the year ended 31st March 2018

| Statement of Profit & Loss for the year ended 31st March 2018 | | | | (Amount in Rs.) |
|--|---|------|------------------------|------------------------|
| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 |
| | INCOME | | | |
| I | Revenue from Rental Services | | - | - |
| II | Other income | | - | - |
| III | Total Income (I+II) | | - | - |
| | EXPENSES | | | |
| IV | Other expenses | 5 | 5,878 | 5,403 |
| | Total Expenses | | 5,878 | 5,403 |
| V | Profit/(Loss) before exceptional items and taxes (III-IV) | | (5,878) | (5,403) |
| VI | Add / (Less) Exceptional items | | - | - |
| VII | Profit/(Loss) before Tax (V-VI) | | (5,878) | (5,403) |
| VIII | Tax expenses : | | | |
| | (a) Current tax | | - | - |
| | (b) Earlier tax | | - | - |
| IX | Profit/ (loss) for the period after Tax (PAT) | | (5,878) | (5,403) |
| X | Other Comprehensive Income | | | |
| | a. Item that will not be reclassified to profit or loss : | | | |
| | (i) Remeasurements of the defined benefit plans | | - | - |
| | (ii) Equity Instruments through other Comprehensive Income | | - | - |
| | b. Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| | Total other comprehensive income (a+b) | | - | - |
| XII | Total comprehensive income for the year (IX-X) | | (5,878) | (5,403) |
| XII | Earnings per share: (FV - Rs 10/- Note 2.26) | | | |
| | Basic/Diluted (of Rs. 10 each) | | (0.59) | (0.54) |
| The accompanying notes 1 to 9 are an integral part of the Financial Statements | | | | |

The accompanying notes 1 to 9 are an integral part of the Financial Statements

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 30292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place Kolkata
Date 22/05/2018

For and on behalf of the Board

Umapati Pathak
Director

Nitish Kr. Golchha
Director

NTCIL Realty Private Limited

3B. STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31st MARCH 2018

| A. Equity Share Capital (Amount in Rs.) | | | |
|---|--|---|--|
| Particulars | Balance at the beginning of the reporting year | Changes in equity share capital during the year | Balance at the end of the reporting year |
| For the year ended 31st March, 2017 | 1,00,000 | - | 1,00,000 |
| For the year ended 31st March, 2018 | 1,00,000 | - | 1,00,000 |

| B. Other Equity (Amount in Rs.) | | | | | | |
|---|---------------------|--------------------|-----------------------------------|----------------------------|-------------------------------------|----------|
| Particulars | Reserve and Surplus | | | | Items of other comprehensive income | |
| | Capital Reserve | Securities premium | Share Options Outstanding Account | Capital Redemption reserve | Retained Earnings | Total |
| Balance at 1st April 2016 | | | | | (30,291) | (30,291) |
| Profit for the year | | | | | (5,403) | (5,403) |
| other Comprehensive income (net of tax) | | | | | | |
| Total comprehensive income for the year | | | | | | |
| Transfer to General Reserve | | | | | (35,694) | (35,694) |
| Balance at 31st March 2017 | | | | | (5,878) | (5,878) |
| Profit for the year | | | | | | |
| other Comprehensive income/(loss) | | | | | | |
| Total comprehensive income/(loss) | | | | | | |
| Transfer to General Reserve | | | | | (41,572) | (41,572) |
| Balance at 31st March 2018 | | | | | | |



NTCIL Realty Private limited
Cash Flow Statement for the year ended 31st March, 2018

| Sl.No | Particulars | (Amount in Rs.) | |
|-------|---|--|--|
| | | For the year ended 31st March, 2018 | For the year ended 31st March, 2017 |
| A. | Cash flow from operating activities : | | |
| | Net profit before tax as per Statement of Profit & Loss | (5,878) | (5,403) |
| | Adjustments for: | | |
| | Depreciation | - | - |
| | Interest paid | - | - |
| | Provision for income tax(Net) | - | - |
| | Interest received | - | - |
| | Operating profit before working capital changes | (5,878) | (5,403) |
| | (Increase) / Decrease in trade and other receivables | - | - |
| | Increase / (Decrease) in trade and other payables | 2,172 | - |
| | Cash generated from operations | (3,706) | (5,403) |
| | Less: Direct taxes (paid) / refunds including interest (net) | - | - |
| | Net cash generated/(used) from operating activities | (3,706) | (5,403) |
| B. | Cash flow from investing activities : | | |
| | Sale / (Purchase) of fixed Assets | - | - |
| | Interest received | - | - |
| | Net cash from investing activities | - | - |
| C. | Cash flow from financing activities : | | |
| | Proceeds from issuance of share capital | - | - |
| | Proceeds / (repayment) of Long term borrowings | - | - |
| | Proceeds / (repayment) of short term borrowings | - | - |
| | Interest paid | - | - |
| | Net cash generated/(used) in financing activities | - | - |
| | Net increase/(decrease) in cash and cash equivalents (A+B+C) | (3,706) | (5,403) |
| | Cash and cash equivalents -Opening balance | 70,306 | 75,710 |
| | Cash and cash equivalents -Closing balance | 66,600 | 70,307 |
| | CASH AND CASH EQUIVALENTS COMPRISE: | | |
| | Balances with bank | 66,600 | 70,307 |
| | Cash on hand | - | - |
| | | 66,600 | 70,307 |

This is the Cash Flow Statement referred to in our report of even date

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329292E

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place : Kolkata.
Date : 22 / 05 / 2018

For and on behalf of the Board

Nitish Kr Golchha

Nitish Kumar Golchha
Director

Upamayu Pathak
Director

NTCIL REALTY PRIVATE LIMITED

NOTE 1 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared under historical cost convention on accrual basis as a going concern and in accordance with the Generally Accepted Accounting Principles (GAAP), the Companies Act, 2013 and in compliance with Companies (Accounting Standard) Rules, 2006, (as amended) as notified u/s 129 of Companies Act, 2013 except those with significant uncertainty. Accounting policies not stated explicitly otherwise are consistent with Generally Accepted Accounting Principles.

As required by Schedule III, the Company has classified assets and liabilities into current and non-current based on the operating cycle. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle has been considered as 12 months.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the balance sheet date and amounts of income and expenses during the year. Examples of such estimates include income taxes and future obligation under employee retirement benefit plans. Actual results could differ from those estimated. The effects of adjustment arising from revisions made to the estimates are included in the statement of profit and loss of the year in which such revisions are made.

C. REVENUE RECOGNITION

Items of revenue and expenditure are accounted for on accrual basis.

D. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments without significant risk and with original maturities of three months or less as per the AS - 3 "CASH FLOW STATEMENT".

E. TAXATION

- a) **Current Tax:** Current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit available under section 115JB of the Income Tax Act, 1961 are accounted in the year in which the benefits are claimed.
- b) **Deferred Tax:** Deferred tax is recognised subject to consideration of prudence on the basis of timing differences being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods using the tax rates and laws that have been enacted or substantially enacted as at the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent there is reasonable certainty that the asset will be realised in future.

F. PROVISIONS/CONTINGENCIES

- i. The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



- ii. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

G. **CONTINGENT LIABILITY**

Liabilities which are contingent in nature are not provided for in the accounts and the same are separately disclosed by way of notes to account.

H. **EARNINGS PER SHARE**

Earnings per Share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

I. **PRIOR PERIOD ADJUSTMENTS**

Adjustment of identifiable items of income and expenditure pertaining to prior period are accounted for as prior period adjustments.



NTCIL Realty Private Limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 | 31st March 2016 |
|---|--|--|--|
| Notes to Financial Statements contd.... | | | |
| 2. Cash and Cash equivalents | | | |
| (Amount in Rs.) | | | |
| Cash and cash equivalents: | | | |
| - Balances with bank | 66,600 | 70,307 | 75,709 |
| - Cash on hand (As certified by the management) | - | - | - |
| Total | 66,600 | 70,307 | 75,709 |
| 3A. Share capital | | | |
| a. Authorised share capital : | | | |
| 10,000 equity shares of Rs. 10/- each | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| b. Issued, subscribed and paid-up share capital : | | | |
| 10,000 equity shares each fully paid-up | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| c. Par value per share | | | |
| Class of share | | | |
| Equity shares (in Rs) | 10/- | 10/- | 10/- |
| d. Reconciliation of number of equity shares outstanding as at the beginning and as at the end of the year : | | | |
| Equity Shares | | | |
| Number of shares outstanding as at the beginning of the year | 10,000 | 10,000 | 10,000 |
| Add Number of shares issued during the year | - | - | - |
| Less Number of shares bought back during the year | - | - | - |
| Number of shares outstanding as at the end of the year | 10,000 | 10,000 | 10,000 |
| e. Shares of the company held by holding company | | | |
| 9,900 equity shares are directly held by ntc industries limited, the holding company. balance 100 shares are held by holding company jointly with others. | | | |
| f. The rights, preferences and restrictions attaching to shares and restrictions on distribution of dividend and repayment of | | | |
| The Company has only class of equity shares having par value of Rs.10/- per share. Each shareholder is eligible for one vote per share. Dividend proposed (if any) by the Board of Directors, is subject to the approval of shareholders, except in case of interim dividend. In the event of Liquidation, the shareholders of Ordinary Shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding. | | | |
| g. Shareholders holding more than 5% shares : | % Holding Shares held (No.) | % Holding Shares held (No.) | % Holding Shares held (No.) |
| | 100% | 100% | 100% |
| NTC Industries Limited | 9900 shares | 9900 shares | 9900 shares |
| 4. Other current liabilities | | | |
| Sundry Creditors | 672 | - | - |
| O/s Professional Fess | 1,500 | - | - |
| Other payables | 6,000 | 6,001 | 6,000 |
| Total | 8,172 | 6,001 | 6,000 |



NTCIL Realty Private Limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 |
|---|-----------------|-----------------|
| Notes to Financial Statements contd.... | | (Amount in Rs.) |
| 5. Other Expense | | |
| Audit Fees | 3,000 | 3,000 |
| Bank Charges | 706 | 3 |
| Filing Fees | 1,500 | 2,400 |
| Professional Fees | 672 | - |
| Total | 5,878 | 5,403 |



6. In the opinion of the Board the current assets, loans and advances are not less than the stated value if realised in ordinary course of business. The provisions for all known liabilities are adequate. There are no contingent liabilities except stated, as informed by the management.

7. **Earnings Per Share in accordance with AS-20:-**

| Earnings per share is computed as under:- | | 2017-18 | 2016-17 |
|--|-------------|-----------|-----------|
| Profit after tax available for equity shareholders | (A) (Rs.) | (5,878/-) | (5,403/-) |
| Weighted average number of equity shares outstanding | (B) | 10,000 | 10,000 |
| Face value per equity share | (Nos.) | 10/- | 10/- |
| Earnings per share - Basic & Diluted (A/B) | (A/B) (Rs.) | (0.59) | (0.54) |

8. **Related party disclosures:-**

In terms of Accounting Standard-18 on "Related Party Disclosures", related party disclosures are as under:

(A) **Enterprises where control exists:**

| Sl. No. | Category | Name |
|---------|-----------------------------|--------------------------------------|
| 1 | Holding Company | ntc industries limited |
| 2 | Fellow Subsidiary Companies | NTCIL Real Estate Private Limited |
| | | NTCIL Infrastructure Private Limited |
| | | NTCIL Realty Private Limited |

(B) **Disclosure of transactions with related parties and outstanding balances:-** (Rs.)

| Particulars | Holding Company | Fellow Subsidiary Companies |
|-----------------|-----------------|-----------------------------|
| Issue of Shares | (---) | (---) |

Note: - (i) Previous year figures have been given in brackets.
(II) Related party relationships are identified by the company on the basis of available information.

9. The figures of previous year have been reclassified and regrouped wherever considered necessary.

The accompanying notes 1 to 9 are an integral part of the Financial Statements

For and on behalf of the Board

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. 329292E

Priyam Pulasaria, FCA
(Partner)
Membership No. 303454

Upmanyu Pathak
Director

Nitish Kr. Golchha
Nitish Kumar Golchha
Director

Place: Kolkata
Date: The 22nd day of May, 2018

Regd. Off:- 149, B.T. Road, Kamarhati, Kolkata - 700058

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NTCIL Siliguri Estate Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of NTCIL Siliguri Estate Private Limited (the Company), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit & Loss, the Cash Flow Statement for the year ended on that date, and also a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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, 2018, 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, and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us, we set out a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
 - I.)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of its fixed assets by which fixed assets have been verified by the management according to the program of periodical physical verification in a phased manner which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.
 - II.) The company does not have any inventory and accordingly this clause of order is not applicable to the Company.
 - III.) The company has not granted any loans, secured or unsecured to companies, firms or other party covered in the register maintained under section 189 of the Companies Act 2013.
 - IV.) According to the information, explanations and representation provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, guarantees and security, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.
 - V.) The company has not accepted deposits and the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under are not applicable.
 - VI.) As per the Companies (Cost Records & Audit) Amendment Rules, 2014 dated 31st December, 2014 the products of the Company do not fall under any of the Central Excise Tariff Act, 1985 heading which are covered for applicability of the above rules. Hence maintenance of Cost Records and Cost Audit is not applicable to the Company.
 - VII.)
 - a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities to the extent applicable and there are no undisputed statutory dues payable for a period of more than six months from the date they became payable as at 31st March, 2018.
 - b) According to the records and information & explanation given to us, there are no dues in respect of income tax, sales tax, wealth tax, service tax, cess and any other statutory dues with the appropriate authorities and there is no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.



PULASARIA & ASSOCIATES
Chartered Accountants

106, Kiran Chandra Singha Road,
Block -GE 1, Flat - 2D, Ganges
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Email: priyampulasaria@gmail.com
Mob: 9051147170

- c) According to the information & explanation given to us, There was no amount required to be transferred to Investor education and protection fund in accordance with the relevant provisions of the companies Act, 1956 (1 of 1956) and rules made there under.
- VIII.) The Company does not have accumulated losses in the current financial year. Further, neither there was any cash loss in the financial year under review nor in the immediately preceding financial year.
- IX.) On the basis of information & explanations given to us, the company has not raised loans from financial institution and banks so default in repayment of dues is not applicable to the Company.
- X.) Based on the audit procedure performed and on the basis information & explanations provided by the management, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of the audit.
- XI.) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the Company for loans taken by other Companies from banks or financial institutions are not prima facie, prejudicial to the interest of the company.
- XII.) In our opinion and according to the information and explanations given to us, the term loan has been applied on overall basis for the purpose for which they were obtained.
- XIII.) The Company is not required to have managerial personnel. Hence the clause is not applicable.
- XIV.) The company is not a nidhi company. Hence clause is not applicable.
- XV.) According to the information and explanations given to us, we are of the opinion that all the transactions with the related parties are in compliance with 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- XVI.) According to the information and explanations given to us, we report that the company has neither made any preferential allotment or private placement of shares nor fully or partly convertible debentures during the year under review. Hence clause is not applicable.
- XVII.) According to the information and explanations given to us, we report that the company has not entered into any non-cash transactions with directors or persons connected with them. Hence clause is not applicable.
- XVIII.) According to the information and explanations given to us, we report that company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934.
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 purpose of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of these books.
 - c) The Balance Sheet, Statement of Profit & Loss and 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 written representation received from the directors as on 31st March, 2018 taken on record by the Board of directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as directors in terms of section 164(2) of the Companies Act, 2013.



PULASARIA & ASSOCIATES
Chartered Accountants

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Garden, Shibpur, Howrah – 711102
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Mob: 9051147170

- f) 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:
- The Company does not have any pending litigations which would impact its financial position.
 - The Company did not have any long-term contracts including derivatives contracts for which there is any material foreseeable loss.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. **329292E**



Priyam Pulasaria, FCA
(Partner)
Membership No. **303454**

Dated: 22nd day of May 2018
Place: Kolkata

NTCIL Siliguri Estate Private limited

Balance Sheet as at 31st March 2018

(Amount in Rs.)

| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 | As at 31st March, 2016 |
|----------|--------------------------------------|------|------------------------|------------------------|------------------------|
| A | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| (a) | Property, Plant and equipment | | | | |
| (b) | Capital work-in-progress | | | | |
| (c) | Investment property | | | | |
| (d) | Financial assets | | | | |
| (i) | Investment | | | | |
| (ii) | Loans | | | | |
| (iii) | Other financial assets | | | | |
| (e) | Non-current advance tax (net) | | | | |
| (f) | Other non-current assets | | | | |
| | Total non-current assets | | | | |
| 2 | Current assets | | | | |
| (a) | Inventories | | | | |
| (b) | Financial Assets | | | | |
| (i) | Other investment | | | | |
| (ii) | Trade receivable | | | | |
| (iii) | Cash and cash equivalents | | | | |
| (iv) | Bank balance other than (iii) above | | | | |
| (v) | Loans | | | | |
| (vi) | Other financial assets | | | | |
| (c) | Other current assets | | | | |
| | Total current assets | | | | |
| | Total assets | | | | |
| B | EQUITY AND LIABILITIES | | | | |
| 1 | Equity | | | | |
| (a) | Equity share capital | | | | |
| (b) | Other equity | | | | |
| | Total equity | | | | |
| 2 | Non-current liabilities | | | | |
| (a) | Financial Liabilities | | | | |
| (i) | Borrowing | | | | |
| (ii) | Other financial liabilities | | | | |
| (b) | Provisions | | | | |
| (c) | Other non-current liabilities | | | | |
| | Total non-current liabilities | | | | |
| 3 | Current liabilities | | | | |
| (a) | Financial liabilities | | | | |
| (i) | Borrowing | | | | |
| (ii) | Trade payables | | | | |
| (iii) | Other financial liabilities | | | | |
| (b) | Provisions | | | | |
| (c) | Current tax liability (net) | | | | |
| (d) | Other current liabilities | | | | |
| | Total current liabilities | | | | |
| | Total equity and liabilities | | | | |

The accompanying notes 1 to 9 are an integral part of the Financial Statements

In terms of our report attached

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329252E

P. Pulasaria

Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place: Kolkata
Date: 22/05/2018

For and on behalf of the Board

Upmanyu Pathak
Director

Nitish kr. Golchha

Nitish Kumar Golchha
Director

NTCIL Siliguri Estate Private limited

Statement of Profit & Loss for the year ended 31st March 2018

(Amount in Rs.)

| Sr. No. | Particulars | Note | As at 31st March, 2018 | As at 31st March, 2017 |
|---------|---|------|------------------------|------------------------|
| I | INCOME | | | |
| I | Revenue from Rental Services | | - | - |
| II | Other income | | - | - |
| III | Total Income (I+II) | | - | - |
| IV | EXPENSES | | | |
| | Other expenses | 5 | 5,878 | 5,403 |
| | Total Expenses | | 5,878 | 5,403 |
| V | Profit/(Loss) before exceptional items and taxes (III-IV) | | (5,878) | (5,403) |
| VI | Add / (Less) Exceptional items | | - | - |
| VII | Profit/(Loss) before Tax (V-VI) | | (5,878) | (5,403) |
| VIII | Tax expenses : | | | |
| | (a) Current tax | | - | - |
| | (b) Earlier tax | | - | - |
| IX | Profit/ (loss) for the period after Tax (PAT) | | (5,878) | (5,403) |
| X | Other Comprehensive Income | | | |
| | a. Item that will not be reclassified to profit or loss : | | | |
| | (i) Remeasurements of the defined benefit plans | | - | - |
| | (ii) Equity Instruments through other Comprehensive Income | | - | - |
| | b. Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| | Total other comprehensive income (a+b) | | - | - |
| XII | Total comprehensive income for the year (IX-X) | | (5,878) | (5,403) |
| XII | Earnings per share: (FV - Rs 10/- Note 2.26) | | | |
| | Basic/Diluted (of Rs. 10 each) | | (0.59) | (0.54) |

The accompanying notes 1 to 9 are an integral part of the Financial Statements

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 325292E

P. Pulasaria
KOLKATA
Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place: Kolkata
Date: 22/05/2018

For and on behalf of the Board

Upmanyu Pathak
Director

Nitish Kumar Golchha
Nitish Kumar Golchha
Director

NTCIL Siliguri Estate Private Limited

3B. STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31st MARCH 2018

| A. Equity Share Capital (Amount in Rs) | | | |
|--|--|---|--|
| Particulars | Balance at the beginning of the reporting year | Changes in equity share capital during the year | Balance at the end of the reporting year |
| For the year ended 31st March, 2017 | 1,00,000 | - | 1,00,000 |
| For the year ended 31st March, 2018 | 1,00,000 | - | 1,00,000 |

| B. Other Equity (Amount in Rs.) | | | | | | |
|---|-----------------------|--------------------|-----------------------------------|-------------------------------------|-------------------|----------|
| Particulars | Reserve and Surpluses | | | Items of other comprehensive income | | Total |
| | Capital Reserve | Securities premium | Share Options Outstanding Account | Capital Redemption reserve | Retained Earnings | |
| Balance at 1st April 2016 | | | | | (30,234) | (30,234) |
| Profit for the year | | | | | (5,403) | (5,403) |
| other Comprehensive income(net of tax) | | | | | | - |
| Total comprehensive income for the year | | | | | | - |
| Transfer to General Reserve | | | | | | - |
| Balance at 31st March 2017 | | | | | (35,637) | (35,637) |
| Profit for the year | | | | | (5,878) | (5,878) |
| other Comprehensive income/(loss) | | | | | | - |
| Total comprehensive income/(loss) | | | | | | - |
| Transfer to General Reserve | | | | | | - |
| Balance at 31st March 2018 | - | - | - | - | (41,515) | (41,515) |



NTCIL Siliguri Estate Private limited
Cash Flow Statement for the year ended 31st March, 2018

(Amount in Rs.)

| Sl.No | Particulars | For the year ended 31st March, 2018 | | For the year ended 31st March, 2017 | |
|-------|--|--|---------------|--|---------------|
| A. | Cash flow from operating activities : | | | | |
| | Net profit before tax as per Statement of Profit & Loss | | (5,878) | | (5,403) |
| | Adjustments for : | | | | |
| | Depreciation | - | - | - | - |
| | Interest paid | - | - | - | - |
| | Provision for income tax(Net) | - | - | - | - |
| | Interest received | - | (5,878) | - | (5,403) |
| | Operating profit before working capital changes | | | | |
| | (Increase) / Decrease in trade and other receivables | 2,172 | 2,172 | - | - |
| | Increase / (Decrease) in trade and other payables | | (3,706) | | (5,403) |
| | Cash generated from operations | - | - | - | - |
| | Less: Direct taxes (paid) / refunds including interest (net) | | (3,706) | | (5,403) |
| | Net cash generated/(used) from operating activities | | | | |
| B. | Cash flow from investing activities : | | | | |
| | Sale / (Purchase) of fixed Assets | - | - | - | - |
| | Interest received | - | - | - | - |
| | Net cash from investing activities | | | | |
| C. | Cash flow from financing activities : | | | | |
| | Proceeds from issuance of share capital | - | - | - | - |
| | Proceeds / (repayment) of Long term borrowings | - | - | - | - |
| | Proceeds / (repayment) of short term borrowings | - | - | - | - |
| | Interest paid | - | - | - | - |
| | Net cash generated/(used) in financing activities | | | | |
| | Net increase/(decrease) in cash and cash equivalents (A+B+C) | | (3,706) | | (5,403) |
| | Cash and cash equivalents -Opening balance | | 70,306 | | 75,710 |
| | Cash and cash equivalents -Closing balance | | 66,600 | | 70,307 |
| | CASH AND CASH EQUIVALENTS COMPRISE: | | | | |
| | Balances with bank | | 66,600 | | 70,307 |
| | Cash on hand | | - | | - |
| | | | 66,600 | | 70,307 |

This is the Cash Flow Statement referred to in our report of even date

For Pulasaria & Associates
Chartered Accountants
Firm registration No. 329292E

P. Pulasaria
Priyam Pulasaria, FCA
(Partnership)
Membership No. 303454

Place : Kolkata
Date : 22 / 05 / 2018

Upmanu Pathak
Upmanu Pathak
Director

For and on behalf of the Board

Nitish Kumar Golchha

Nitish Kumar Golchha
Director

NTCIL SILIGURI ESTATE PRIVATE LIMITED

NOTE 1 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared under historical cost convention on accrual basis as a going concern and in accordance with the Generally Accepted Accounting Principles (GAAP), the Companies Act, 2013 and in compliance with Companies (Accounting Standard) Rules, 2006, (as amended) as notified u/s 129 of Companies Act, 2013 except those with significant uncertainty. Accounting policies not stated explicitly otherwise are consistent with Generally Accepted Accounting Principles.

As required by Schedule III, the Company has classified assets and liabilities into current and non-current based on the operating cycle. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The operating cycle has been considered as 12 months.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the balances of assets and liabilities and disclosures relating to contingent liabilities as at the balance sheet date and amounts of income and expenses during the year. Examples of such estimates include income taxes and future obligation under employee retirement benefit plans. Actual results could differ from those estimated. The effects of adjustment arising from revisions made to the estimates are included in the statement of profit and loss of the year in which such revisions are made.

C. REVENUE RECOGNITION

Items of revenue and expenditure are accounted for on accrual basis.

D. CASH AND CASH EQUIVALENTS

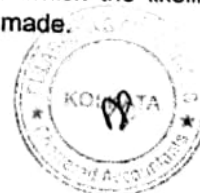
Cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments without significant risk and with original maturities of three months or less as per the AS - 3 "CASH FLOW STATEMENT".

E. TAXATION

- a) **Current Tax:** Current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit available under section 115JB of the Income Tax Act, 1961 are accounted in the year in which the benefits are claimed.
- b) **Deferred Tax:** Deferred tax is recognised subject to consideration of prudence on the basis of timing differences being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods using the tax rates and laws that have been enacted or substantially enacted as at the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent there is reasonable certainty that the asset will be realised in future.

F. PROVISIONS/CONTINGENCIES

- i. The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



- ii. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

G. CONTINGENT LIABILITY

Liabilities which are contingent in nature are not provided for in the accounts and the same are separately disclosed by way of notes to account.

H. EARNINGS PER SHARE

Earnings per Share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

I. PRIOR PERIOD ADJUSTMENTS

Adjustment of identifiable items of income and expenditure pertaining to prior period are accounted for as prior period adjustments.



NTCIL Siliguri Estate Private limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 | 31st March 2016 |
|---|--|--|--|
| (Amount in Rs.) | | | |
| 2. Cash and Cash equivalents | | | |
| Cash and cash equivalents : | | | |
| - Balances with bank | 66,657 | 70,363 | 75,766 |
| - Cash on hand (As certified by the management) | - | - | - |
| Total | 66,657 | 70,363 | 75,766 |
| 3A. Share capital | | | |
| a. Authorised share capital : | | | |
| 10,000 equity shares of Rs. 10/- each | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| b. Issued, subscribed and paid-up share capital : | | | |
| 10,000 equity shares each fully paid-up | 1,00,000 | 1,00,000 | 1,00,000 |
| Total | 1,00,000 | 1,00,000 | 1,00,000 |
| c. Par value per share | | | |
| Class of share | | | |
| Equity shares (in Rs.) | 10/- | 10/- | 10/- |
| d. Reconciliation of number of equity shares outstanding as at the beginning and as at the end of the year : | | | |
| Equity Shares | | | |
| Number of shares outstanding as at the beginning of the year | 10,000 | 10,000 | 10,000 |
| Add : Number of shares issued during the year | - | - | - |
| Less : Number of shares bought back during the year | - | - | - |
| Number of shares outstanding as at the end of the year | 10,000 | 10,000 | 10,000 |
| e. Shares of the company held by holding company | | | |
| 9,900 equity shares are directly held by ntc industries limited, the holding company. balance 100 shares are held by holding company jointly with others. | | | |
| f. The rights, preferences and restrictions attaching to shares and restrictions on distribution of dividend and repayment of | | | |
| The Company has only class of equity shares having par value of Rs.10/- per share. Each shareholder is eligible for one vote per share. Dividend proposed (if any) by the Board of Directors, is subject to the approval of shareholders, except in case of interim dividend. In the event of Liquidation, the shareholders of Ordinary Shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding. | | | |
| g. Shareholders holding more than 5% shares : | % Holding Shares held (No.) | % Holding Shares held (No.) | % Holding Shares held (No.) |
| | 100% | 100% | 100% |
| NTC Industries Limited | 9900 shares | 9900 shares | 9900 shares |
| 4. Other current liabilities | | | |
| Sundry Creditors | 672 | - | - |
| O/s Professional Fess | 1,500 | - | - |
| Other payables | 6,000 | 6,000 | 6,000 |
| Total | 8,172 | 6,000 | 6,000 |



NTCIL Siliguri Estate Private limited

Notes to Financial Statements (Contd..)

| Particulars | 31st March 2018 | 31st March 2017 |
|---|-----------------|-----------------|
| (Amount in Rs) | | |
| Notes to Financial Statements contd.... | | |
| 5. Other Expense | 3,000 | 3,000 |
| Audit Fees | 706 | 3 |
| Bank Charges | 1,500 | 2,400 |
| Filing Fees | 672 | - |
| Professional Fees | 5,878 | 5,403 |
| Total | | |



6. In the opinion of the Board the current assets, loans and advances are not less than the stated value if realised in ordinary course of business. The provisions for all known liabilities are adequate. There are no contingent liabilities except stated, as informed by the management.

7. **Earnings Per Share in accordance with AS-20:-**

| Earnings per share is computed as under:- | | 2017-18 | 2016-17 |
|--|-------------|-----------|-----------|
| Profit after tax available for equity shareholders | (A) (Rs.) | (5,878/-) | (5,403/-) |
| Weighted average number of equity shares outstanding | (B) | 10,000 | 10,000 |
| Face value per equity share | (Nos.) | 10/- | 10/- |
| Earnings per share - Basic & Diluted (A/B) | (A/B) (Rs.) | (0.59) | (0.54) |

8. **Related party disclosures:-**

In terms of Accounting Standard-18 on "Related Party Disclosures", related party disclosures are as under:

(A) **Enterprises where control exists:**

| Sl. No. | Category | Name |
|---------|-----------------------------|--|
| 1 | Holding Company | ntc industries limited |
| 2 | Fellow Subsidiary Companies | NTCIL Real Estate Private Limited NTCIL Infrastructure Private Limited NTCIL Siliguri Estate Private Limited |

(B) **Disclosure of transactions with related parties and outstanding balances:-** (Rs.)

| Particulars | Holding Company | Fellow Subsidiary Companies |
|-----------------|-----------------|-----------------------------|
| Issue of Shares | -- (---) | -- (---) |

Note: - (i) Previous year figures have been given in brackets.
(ii) Related party relationships are identified by the company on the basis of available information.

9. The figures of previous year have been reclassified and regrouped wherever considered necessary.
The accompanying notes 1 to 9 are an integral part of the Financial Statements

For and on behalf of the Board

For Pulasaria & Associates
Chartered Accountants
Firm Registration No. 329292E

Priyam Pulasaria
(Partner)
Membership No. 303454

Upmanu Pathak
Director

Nitish K. Golchha.

Nitish Kumar Golchha
Director

Place: Kolkata
Date: The 22nd day of May, 2018

Regd. Off:- 149, B.T. Road, Kamarhati, Kolkata - 700058