

NCLIL/SEC/2021-22

06.09.2021

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Floor.25, Dalal Street
MUMBAI – 400001.
Tel No.022-22721234

**National Stock Exchange
of India Limited**
Exchange Plaza,
Bandra Kurla Complex
Bandra (E),
MUMBAI - 400051

Dear Sir,

Re ; Annual Report 2021-Reg 34 SEBI (LODR) Regulations, 2015

Pursuant to the provisions of Regulation 34 of the SEBI (LODR) Regulations, 2015, please find enclosed 40th Annual Report 2020-21 (Notice of the 40th AGM).

Copies of the Annual Report are being mailed to all the shareholders and other eligible persons by e- mail (electronic mode) only.

The same is also available on our website www.nclind.com

With regards
for **NCL INDUSTRIES LIMITED,**



T.ARUN KUMAR
Vice President & Company Secretary



Encl:41st Annual Report 2020-21(Notice of 40th AGM)

Sustained Growth 

NCL Industries Limited

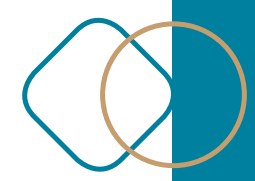
Annual Report
2020–21

40th
ANNUAL REPORT





Dream
Build
Create



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K. Ramachandra Raju
Founder
(1934 - 2008)

Our founder and inspiration

The Founder of our Group, Mr. Ramachandra Raju was a pioneer in the mini cement industry. He was among the first few to venture into what at that time was a revolutionary and untested concept of mini cement plants. The Government encouraged experimentation with this low-investment low-volume solution to the chronic shortage of cement that prevailed four decades ago. Mr. Ramachandra Raju accepted the challenge with an entrepreneurial spirit, and established Nagarjuna Cements Ltd to set up a mini cement plant.

Mr. K Ramachandra Raju was one such individual. He along with Mr. Vinodrai Goradia and Mr. G Somaraju as Co-Promoters established Nagarjuna Cements Ltd. From a single commodity unit, it evolved into a multi-product NCL Group in the building materials industry. The association amongst the Co-Promoters continues to the third generation – a unique feature in itself.

The calculated risk paid off handsomely, and the company could declare a dividend of 25% for the very first full year of its operations.

Mr. Ramachandra Raju was a quintessential entrepreneur. He wanted to introduce innovative products much ahead of their times. Bison Panels from Germany, Seccolor pre-painted steel windows from Italy, Alltek paints from Sweden and pre-fab housing were examples.

The innovative products introduced for the first time in the country overcame their teething problems, and established themselves in due course.

Today, while we proudly present our 40th Annual Report, we pay homage to this visionary, whose philosophy of Growth and Innovative Products we have inherited and internalized. They have become the credo of a corporate conglomerate in the making.



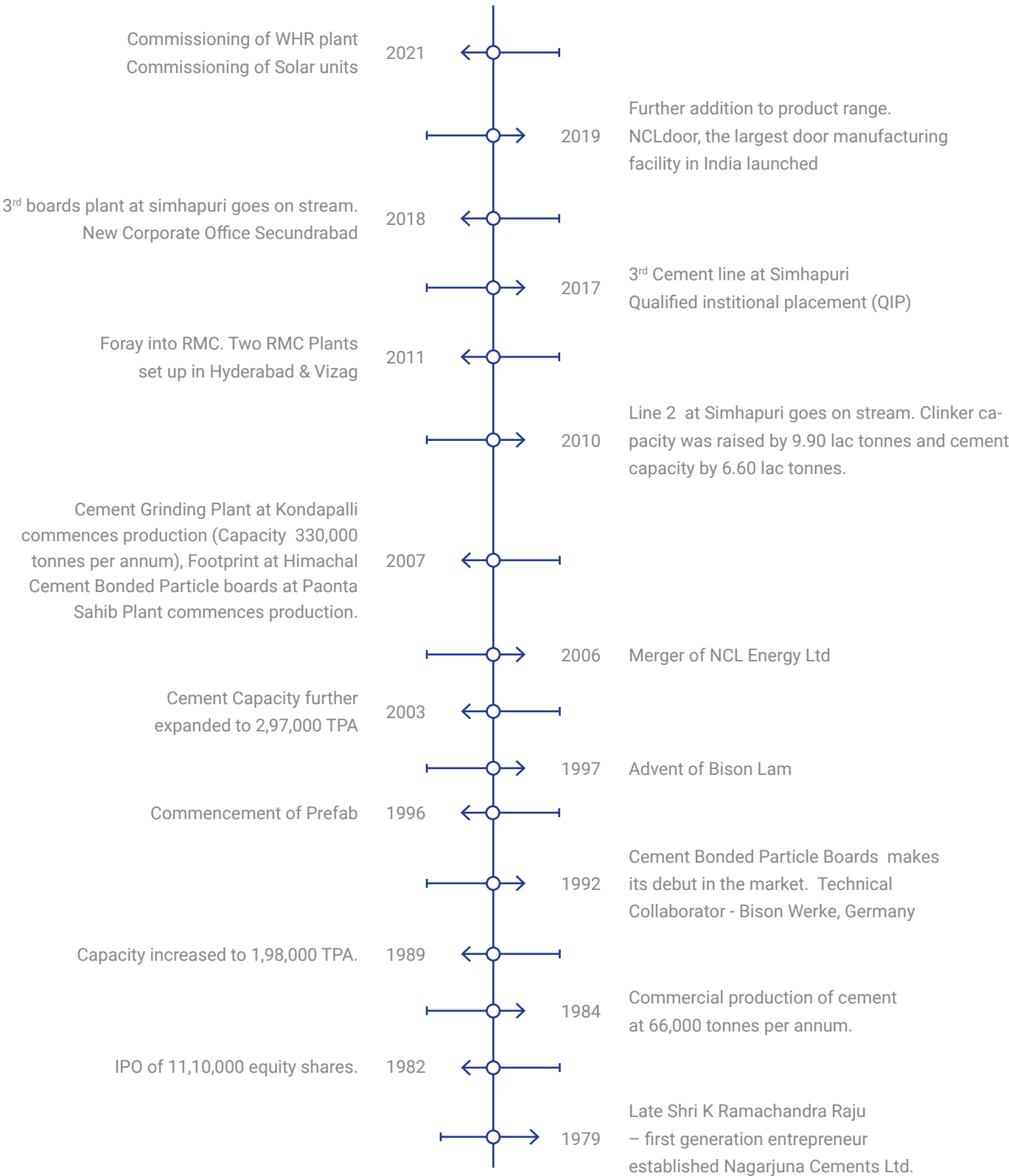
Ahead of the times. Since 1984.

The 1980s transformed India. The decade witnessed a spurt in consumer demand for products and services, a blossoming of new entrepreneurial talent to meet the demand. Individuals from families with agriculture or employment background decided to venture out their zone of comfort and explore new paths and try their hand at industry. This was a phenomenon notable in the then composite state of Andhra Pradesh, which saw the emergence of modest manufacturing units which evolved into significant Industrial Groups.

Mr. K Ramachandra Raju was one such individual. Nagarjuna Cements was one such unit which evolved into the multi-product NCL Group in construction and building materials industry.

The fledgling has learnt to fly. From a mini cement plant producing a single commodity in a single location, it spread its wings to 30 locations, and multiple products in building materials.

Timeline



Products and Plant Locations

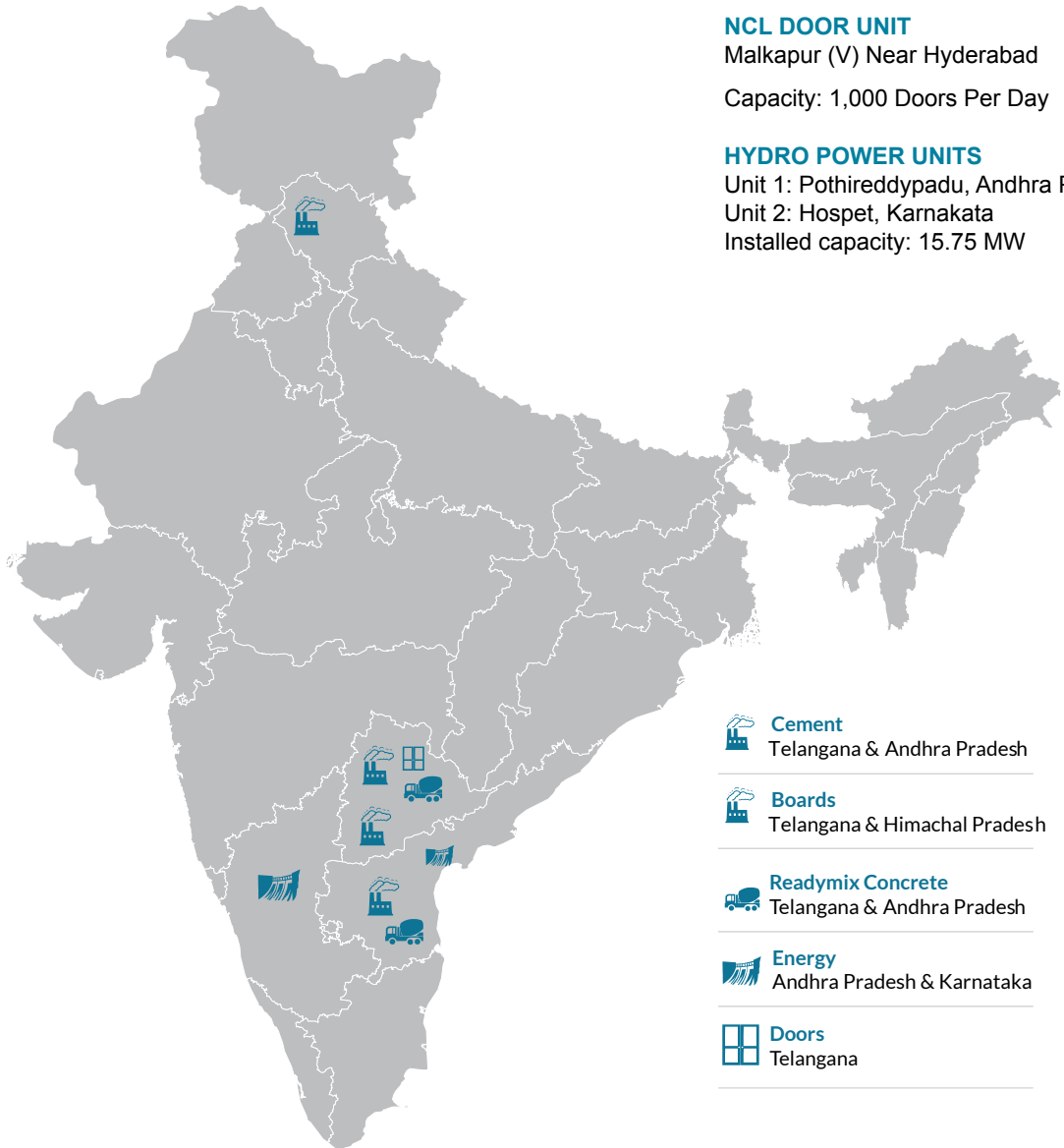
CEMENT
Ordinary Portland Cement
Portland Pozzolona Cement
Special Cement- 53-S
Unit 1: Simhapuri, Telangana
Unit 2: Kondapalli, Andhra Pradesh
Capacity : 2.70 Million Tons
Dealers: 2243
Markets: Andhra Pradesh, Telangana, Tamil Nadu, Karnataka, Pondicherry and Kerala.

READY MIX CONCRETE
3 Units: Visakhapatnam, Andhra Pradesh
6 Units: Hyderabad, Telangana
Capacity: 60Cu.Mtrs / Hour each
Markets: Hyderabad & Visakhapatnam

CEMENT BONDED PARTICLE BOARD
Plain, Laminated, Designer Boards & Planks
Unit 1 & 3 : Simhapuri, Telangana
Unit 2 : Paonta Sahib, Himachal Pradesh
Capacity: 90,000 tons
Distributors: 350+

NCL DOOR UNIT
Malkapur (V) Near Hyderabad
Capacity: 1,000 Doors Per Day

HYDRO POWER UNITS
Unit 1: Pothireddypadu, Andhra Pradesh
Unit 2: Hospet, Karnakata
Installed capacity: 15.75 MW



Kamlesh Gandhi

Chairman

The Chairman Speaks

Greetings to all the stakeholders of NCL Industries Ltd.

It has been a privilege to be the Chairman of the Board of Directors in the year in which it presents its 40th Annual Report of what has been an eventful journey of the company. The year also coincides with several remarkable milestones. New heights have been scaled in terms of turnover, cement production, profitability, and market capitalisation. Of special satisfaction is the fact that we have been able to declare a record dividend of 40% to symbolise the 40th Annual Report. We are delighted that we are able to share our success with Shareholders who have been the source of our strength and support.

Safeguarding the shareholder value has been utmost priority of our venerable Founder, Late Mr. K Ramachandra Raju. There were times when he put his personal credibility at stake to borrow money and deploy in the company at times of crisis - to ensure that the company survives and thrives, and the faith reposed in him by the investors is not misplaced. He would be a proud man today to see progress of his progeny - both corporate and biological. Mr. Ravi the current Managing Director has proved a worthy successor. It is heartening that the next generation is gearing up to assume the mantle and lead the company to even greater heights.

I also fondly recall the sterling role played by my able predecessors in steering the fortunes of the company. The Late Dr. N Kondala Rao, Mr. K Jayabharat Reddy, Mr. R Anand have all been epitomes of wisdom, pragmatism and values that shaped this company into a responsible corporate citizen.

Enhancing the quality of life in the neighbourhood has been a credo that the company always believed. CSR activities in the fields of education and healthcare reflect this philosophy. The comments of some of the beneficiaries of our efforts bear testimony to this. It is a matter of immense satisfaction that we have made a difference on this count.

The past forty years have been stimulating and energising. We look forward to many more years of the ongoing adventure.

We are delighted
that we are able to
share our success
with Shareholders
who have been the
source of our
strength and support



Kamlesh Gandhi
Chairman

K. Ravi

Managing Director

From the Desk of the Managing Director

Age of Forty years is the prime of life of an individual. It can also mark the coming of age for a Corporate. I feel that it is a fact, at least in the case of NCL.

We decided to celebrate our 40th Annual Report as a significant milestone, though it is not one of the more conventional jubilees like Silver or Golden. This is as good a time as any to recall and rejoice our successes - and reflect, introspect, and learn from our failures.

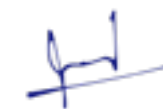
Elsewhere in this commemorative publication you will find statistics and graphic representation of our progress so far. I would therefore not delve on them. I shall instead share with you some regrets and challenges confronting us.

COVID19 was a challenge unlike any we faced in the past. We were determined to tackle it, and our employees responded magnificently to our call. Despite the pandemic, we could organise our production, transport and supplies and help some major government projects stay on track. This wouldn't have been possible without their unstinted support. Safeguarding the health and welfare of our employees was top priority for us. Yet, we lost a few of our valued colleagues or their family members to the pandemic. Even one loss like that is one too many. We pay our homage to the departed souls. We will sorely miss them.

The large order we bagged from the Government of Andhra Pradesh for the mass housing scheme is an opportunity, a challenge and also a testament to our capabilities. Keeping the houses affordable while ensuring reasonable returns is going to be a significant challenge. These twin objectives will test our talents, management skills and ingenuity. While patting ourselves on the back for the achievements thus far, we need to apply ourselves more vigorously to maintain our position in our established activity. Our plans are now focussed on modernisation of the existing cement plant, improving operational efficiencies and energy conservation.

It is indeed a nice feeling to be a part of the elite group of companies with over a thousand crores of market capitalisation. With this comes the realisation that our actions and progress will affect the lives of a larger spectrum of people - employees, customers, investors and their families. This realization denotes greater responsibility. We re-dedicate ourselves to shoulder such responsibility.

While patting ourselves on the back for the achievements thus far, we need to apply ourselves more vigorously to maintain our position..



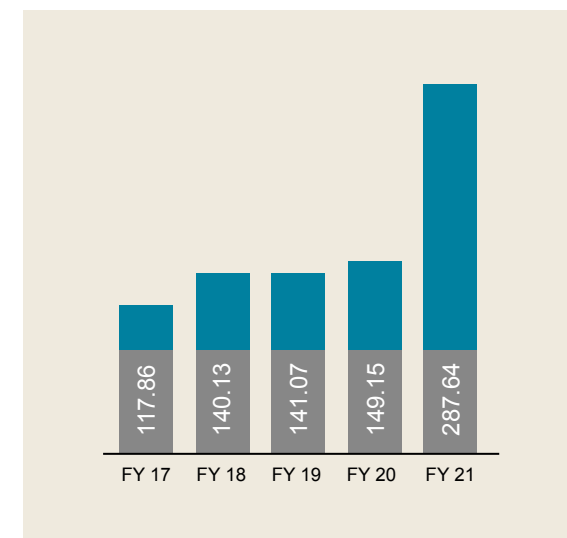
K Ravi
Managing Director

Financial Highlights

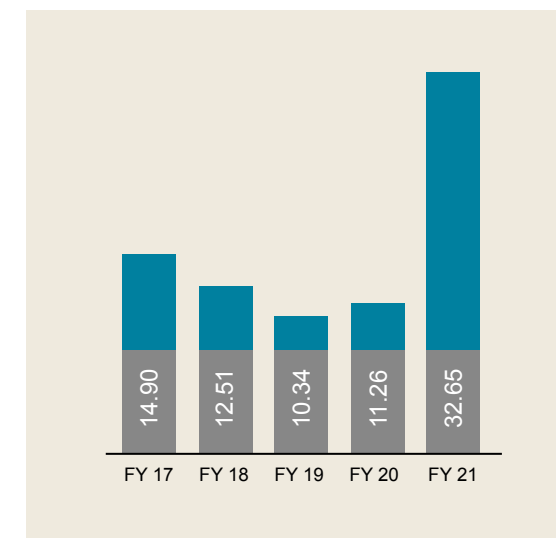
Revenue (₹ in Crores)



EBIDTA (₹ in Crores)



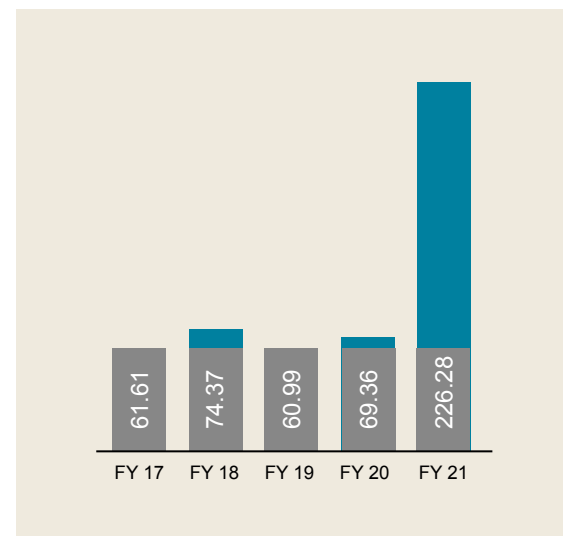
EPS (₹)



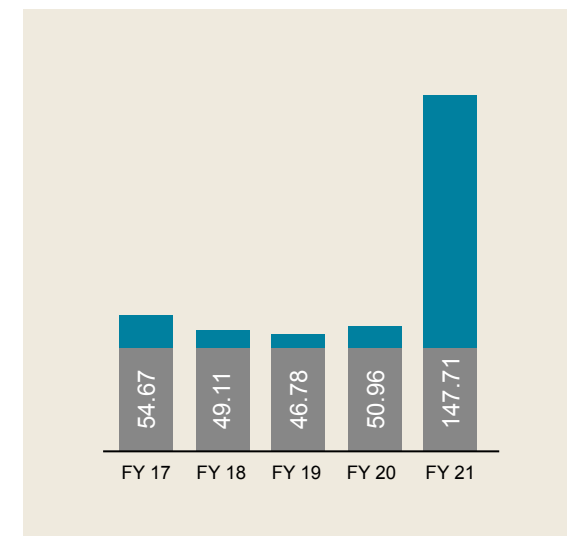
Dividend (%)



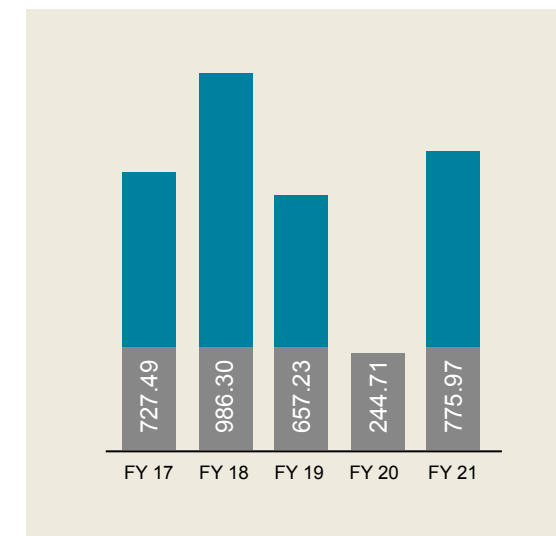
PBT (₹ in Crores)



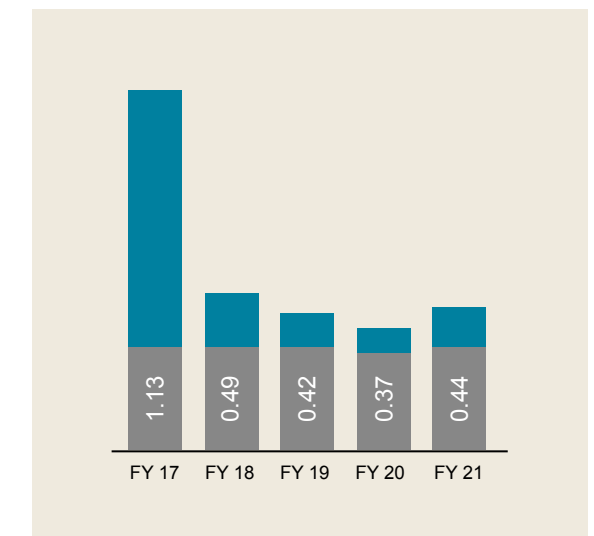
PAT (₹ in Crores)



Market CAP (₹ in Crores)



Debt to Equity



Our Business Divisions



CEMENT BONDED
PARTICLE BOARD



CEMENT



DOORS



RMC



ENERGY



Business: Cement



Popularly known as 'Monagadu Cement', Nagarjuna Cement is ideal for a variety of applications - from small housing to megastructures and irrigation projects. Over the past 37 years it has established itself as a premier brand, trusted by one and all.

Factories

Simhapuri (Suryapet District), Telangana. Kondapalli (Krishna District), Andhra Pradesh.

Key Highlights FY20-21

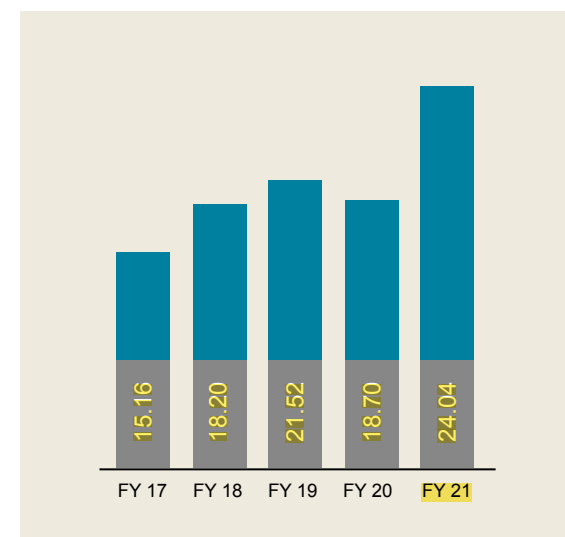
₹1,681.39 (Crores)
Cement division revenue

52%
YOY Growth

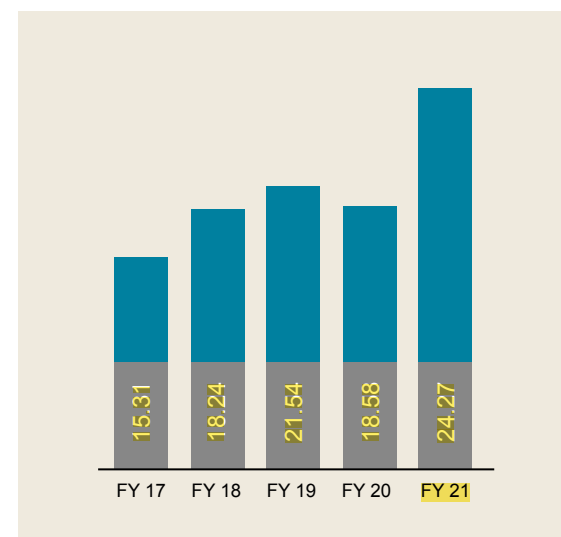
Installed Capacity

2.70
(Million Tons per Annum)

Cement Production (Lakh Mts)



Cement Sales (Lakh Mts)



Nagarjuna Cement has become a brand synonymous with quality and reliability among consumers and competitors alike across South India.

Available in various grades & options

Ordinary Portland Cement (Grades 53 & 43). Pozollona Portland Cement. A special cement (IRS Grade 53 S) for Indian Railways for making concrete sleepers. In 50 Kg HPDE bags meeting relevant specifications of BIS quality in Laminated/Paper Bags. In Bulk as per Customer's choice



Nagarjuna Cement is one of the chosen brands for Polavaram, the national irrigation project is expected to supply water and stabilize over 75 lakh acres. The dam is being built across the Godavari River in Andhra Pradesh. The project is a multipurpose major terminal reservoir project for the development of irrigation, hydropower, and drinking water facilities. Nagarjuna Cement is the single largest supplier of cement for this prestigious project.

Business: RMC



With its superior quality key ingredient - OPC 53 Grade Nagarjuna Cement, Nagarjuna RMC is recognized for its consistency, automated processes and impeccable quality. It has been increasingly recognized that Ready Mix Concrete by the cement manufacturer is the way to go to assure quality, prevent adulteration and ensure speed of construction. RMC also has the additional advantage of minimizing wastage of material as well as labour cost.

It has recently launched Nagarjuna RMC in key urban centres like Hyderabad and Visakhapatnam, and has plans to spread to other locations.

**Ready Mix
Segment Turnover FY20-21**

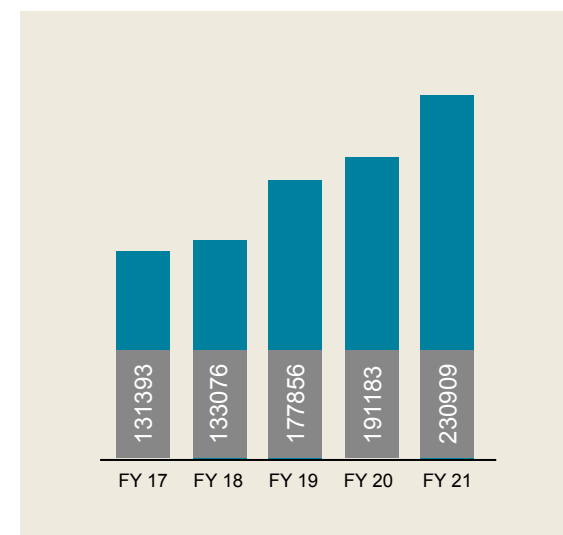
₹101.39 *(Crores)*

Nagarjuna RMC has been redefining the category with its quest for perfection and relentless zeal to bring in the best practices.

Advantage Nagarjuna RMC

The entire process is computerized and monitored by highly experienced professionals. Fully equipped laboratories to test different grades of concrete at various stages. The aggregates are thoroughly cleaned and graded strictly as per IS or BIS norms. Unique flexibility in grades of concrete, transportation and logistics. Assurance of consistent quality and quantity for the required grade builders are free from worries of ordering, procuring, transporting, storing, and processing the aggregates. Minimum material wastage, lesser manpower in the entire construction process.

Ready Mix Sales (Lakh M³)



Locations: Hyderabad - 6, Vizag - 3.

All plants are equipped with an adequate number of transit mixers with 6 cubic meters capacity to ensure seamless distribution.

Business: Cement Boards



A product, an idea that was way ahead of the times is today, a firm favorite with architects, builders, and customers.

To meet the increasing demand and cater to the North India market, the company had set up its second Boards plant with 30,000 tpa capacity in Paonta Sahib, Himachal Pradesh and recently added one more plant of 30,000 tpa near the existing plant at Mattapalli in Telangana and the present total capacity of all the three plants together stands at 90,000 tpa.

Key Product Features

- 62% cement, 28% wood particles, and 10% water
- Strength of cement • Workability of wood
- Strong & Durable • Fire Resistant.
- Weather Resistant • Termite Proof Amazing Sound Insulation • Environment friendly

Certified to IS 14276/2016 with the fire rating criteria of ISO 834-1975 & IS 3809- 1979 from 30 mins to 240 mins.

Versatile Applications

- False Ceilings • Partitions • Floorings
- Doors & Windows • Interior Cladding • Exterior Cladding • CNC Design • Roof overlay • Table Tops.
- Cabinets & Cupboards • Kitchen Platforms & Cabinets. • Acoustic Insulation • Wall Panelling

Product Range

Bison Panel Plain Board. Bison Lam. Bison Plank. Bison Designer Board.

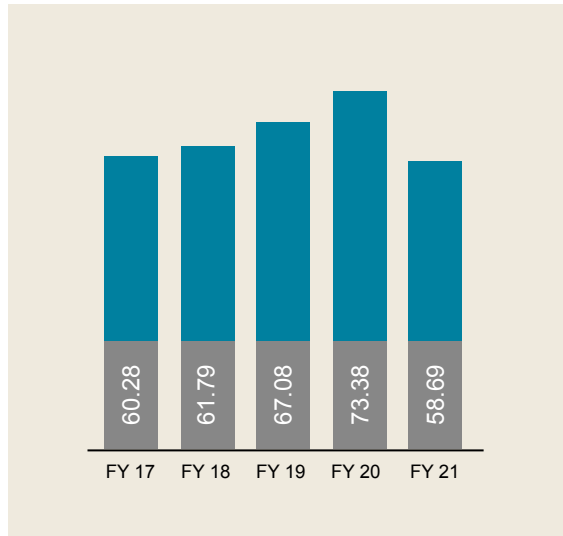
Boards division FY20-21

₹131.81 (Crores)
Revenue

5%
YOY Growth %

Installed Capacity
90,000
(MT per Annum)

Boards production (Thousand Mts)



Boards sales (Thousand Mts)



From 1992, since it forayed into a new category, Bison Panel has created, built, and nurtured the category to emerge as the leading name. Initiated three decades ago with technical collaboration from Bison Werke of Germany, Bison Panel has, over the years, proved to be the go-to product for its versatile applications, unique properties, and breakthrough global technology.

Business: Doors



Designed to meet the rising consumer demand for world-class, robust door solutions in the housing and commercial buildings materials market, NCLdoor is all set to create a niche for itself.

The range comprises Signature Series, Natura Series, Soft Touch Series and comes with a multitude of choices and a host of advantages.

Key Features

- Technology from Europe
- Professional installation and service
- Customizable
- 5 Year Warranty
- Stylish looks

Doors division FY 20-21

₹11.72 (Crores)
Revenue

There are doors and then there is NCLdoor. NCLdoor is pre-treated to withstand moisture, chemicals, termites, and other common elements that affect the overall life of a door.

Key Product Attributes

- Scratch Resistant
- Termite Proof
- Water-Resistant
- Chemical Cleaning Resistant
- Casing Wick
- Sound Insulation
- Energy Efficient
- Imported Raw Materials
- Proprietary high-density honeycomb technology
- World Class Machinery
- Completely Automated Manufacturing Facility
- Eco friendly / No wood used
- Fire Rated

6,646
Doors production



Did you know? NCLdoor is manufactured at India's largest door manufacturing facility, which is spread over 2 lakh square feet.

Business: Energy



In India, hydro power projects with a station capacity of up to 25 Megawatt each fall under the category of Small Hydro Power (SHP), and it is estimated that SHP potential in India is about 20,000 MW. Renewable energy's share (including large hydro projects) inched up to 36.3% during the second quarter of 2020 (Q2 2020) and there will be a surge in demand moving ahead.

NCL Energy was created to meet the ever-increasing demand for clean power and to this end, two mini Hydel Projects have been set up. The first project was completed at the head regulator of the Srisailem Right Main Canal, which produces 7.5 MW of power, while the second hydel project was constructed on Right Bank High-Level Canal of Tungabhadra dam and generates 8.25 MW. There are plans on the anvil to set up many projects in the near future and an aggressive expansion strategy is being rolled out.

Energy Generated FY20-21

37.06 (MU)

Installed Capacity

53.00 (MU)



Hydel Power House at Tungabhadra Dam.



Hydel Power House at Sri Sailam Dam

The hydro sector has a history of more than 120 years in India, and it is clear that in this decade renewable energy will take center stage. There are commitments from many countries to decarbonize as clean and green energy is the need of the hour. For a greener today and tomorrow.



Beyond Business

Our Focus on Social Responsibility



Establishment of NCL three decades ago has been a catalyst for social development in and around the company's area of operations. The company's entry with its first cement plant into the remote Simhapuri village transformed this backward hamlet into a sprawling town.

Education

NCL has established an elementary and a High school in English Medium at Simhapuri to address the school education needs of villagers in the near vicinity. More than 50% of the students who have benefited from this initiative are from the tribal sectors. This school is equipped with digital smart classes and have a teaching staff strength of 28.

To provide opportunities beyond school level, a Junior College has been established and started functioning 2018-19

Healthcare

This Healthcentre has become the First Stop for the medical and healthcare needs of the surrounding tribal hamlets.

More than 5 Lakhs patients have been treated, and free medicines are provided wherever possible. We have since added diagnostic centre and eye-care to the facilities. Plans are afoot to add facilities of dialysis.





Board Of Directors

1. Kamlesh Suresh Gandhi
Chairman

2. Lt. Gen. (Retd) T.A.D'Cunha
Independent Director

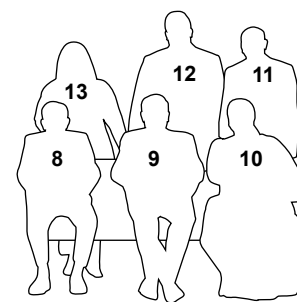
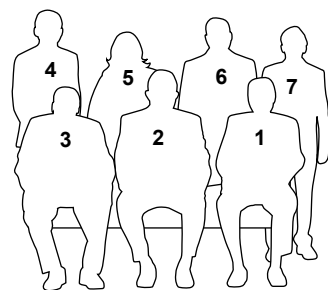
3. V.S. Raju
Independent Director

4. Ashven Datla
Non Executive Director

5. Roopa Bhupatiraju
Executive Director

6. PN Raju
Non Executive Director

7. Dr.R. Kalidas
Independent Director



8. Vinodrai V. Goradia
Non Executive Director

9. K. Ravi
Managing Director

10. P. Sudha Reddy
Independent Director

11. N.G.V.S.G Prasad
Executive Director & CFO

12. K. Gautam
Joint Managing Director

13. K. Pooja
Non Executive Director

Senior Management



1. K. Gautam
Joint Managing Director

2. Roopa Bhupatiraju
Executive Director

3. N. Pardhasaradhi
General Manager (Purchase)

4. S. Chakradhar
President (Works - Cement Division)

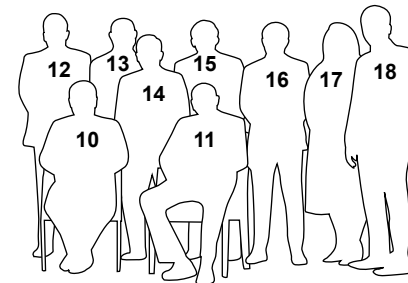
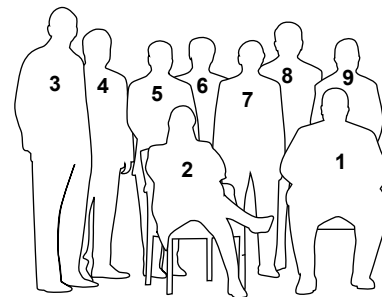
5. P. V.P.Murthy Raju
Vice President (RMC)

6. G. Sivarama Krishna
Sr.Vice President (RMC)

7. T. Arun Kumar
Vice President and Company Secretary

8. V. Syaam Prakash
Vice President (Sales & Marketing - Cement)

9. D.V.S.Raghu Varma
Vice President (Operations - Boards Division)



10. K. Ravi
Managing Director

11. N.G.V.S.G Prasad
Executive Director & CFO

12. K.V.R.R.Gopala Varma
President (Technical Services)

13. U. Harish Rao
President (Boards Division)

14. V.V. Satyanarayana
General Manager (Logistics)

15. G.S.V. Raja
Vice President (HR & GA)

16. P. Goutham Reddy
Senior Vice President (Doors Division)

17. P. Madhavi
Senior Vice President (Projects)

18. Utkal Goradia
Vice President (RMC)

Corporate Information

CIN : L33130TG1979PLC002521

BOARD OF DIRECTORS

Kamlesh Gandhi
Chairman

Dr.R.Kalidas
Independent Director

Lt.Gen. (Retd) T.A.D'Cunha
Independent Director

V.S.Raju
Independent Director

Mrs. P. Sudha Reddy
Independent Director (From 04.01.2021)

Mrs. Pooja Kalidindi
Non Executive Director

V.V.Goradia
Non Executive Director

P.N Raju
Non Executive Director

Ashven Datla
Non Executive Director

Mrs. Roopa Bhupatiraju
Executive Director

N.G,V.S.G Prasad
Executive Director & CFO

K.Gautam
Joint Managing Director

K.Ravi
Managing Director

VICE PRESIDENT & COMPANY SECRETARY

Mr. T. Arun Kumar

AUDITORS

VENUGOPAL & CHENYO

Chartered Accountants
4-1-889/16/2, Tilak Road,
Hyderabad - 500 001, Telangana

REGD. & ADMN. OFFICE

7th Floor, "NCL Pearl",
Near Rail Nilayam,
S D Road, Secunderabad-500026, India.
Ph : 91-40-30120000
e-mail : ncl@nclind.com
Website : www.nclind.com

COST AUDITORS

S R and ASSOCIATES
F 26, Raghavaratna Towers
Chirag Ali Lane , Abids
Hyderabad 500001, Telangana

SECRETARIAL AUDITORS

AJ SHARMA & ASSOCIATES

Company Secretaries
5-8-352, No. 17, Raghava
Ratna Towers, Chirag Ali Lane,
Abids, Hyderabad - 500 001.

FACTORIES

CEMENT DIVISION

Simhapuri, Mattampally Mandal
Suryapet Dist.
Telangana State
Pincode - 508204

Kadimpothavaram Village
Kondapalli,
Krishna District, A.P.
Pincode – 521228

BOARDS DIVISION

UNIT - I & III

Simhapuri, Mattampally Mandal
Suryapet Dist.
Telangana State
Pincode - 508204

UNIT - II

Bhatanwali Village,
Paonta Sahib,
Sirmour District,
Himachal Pradesh
Pincode – 173025

DOORS DIVISION

Sy. No. 222, Malkapur (V),
Choutuppal (M),
Yadadri Bhuvanagiri (Dt.)
Telangana State
Pincode - 508252

BANKERS

Axis Bank Ltd
HDFC Bank Ltd
State Bank of India
Bank of Baroda

ENERGY DIVISION

UNIT - I

Pothireddypadu, Head
Regulator, Chabolu Village,
Pothulapadu Post,
Nandikotkur TQ,
Kurnool District,
Andhra Pradesh
Pincode - 518 402

UNIT - II

RBHLC Zero Mile Point,
Tungabhadra Dam,
Tungabhadra Board,
Amaravathi Village,
Hospet, Karnakata,
Pincode – 583225

READY MIX CONCRETE DIVISION

UNIT - I

Plot No. 91/C, D Block, Autonagar,
Gajuwaka, Visakhapatnam, A.P.
Pincode – 530026

UNIT - II

Plot 11, A/2, Phase 1,
IDA, Patancheru (V),
Telangana State.
Pincode - 502 319

UNIT - III

Sy.No. 282 (P), Rampally (V),
Keesara (M), Medchal (Dt.),
Telangana State.

UNIT - IV

Sy.No. 228/1 & 281/5,
Vellanki Village, Anandapuram Mandal,
Visakhapatnam
Pincode - 531 163. AP.

UNIT - V

Sy.No.208-1, 209- 1&2,
Tallapalem Road, Ugginapalem (V),
Kasimkota (M), AP
Pincode - 531031

UNIT - VI

Sy.No.36/15
Sri Pattabhi Nagar
Gopanapalli(V)
Serilingampalli(M)
Rangareddy Dist
Pin500046

UNIT - VII

Plot No 36. Sy No 460/2, 461,
462/2, 479 to 482,
IDA, Mankhal (V),
Maheswaram (Mandal),
Ranga Reddy (District),
Telangana. 501359

UNIT - VIII

Sy.No. 492,493
Goudavalli,
near Gandimysamma,
Medchal Dist, 500043 Telangana

UNIT - IX

Sivadatta temple Road
Dandu Malkapur(V) Choutuppal(M)
Yadadri Dist 508252-Telangana



NOTICE

Notice is hereby given that the 40th Annual General Meeting of NCL Industries Limited will be held on Tuesday, the 28th September, 2021 at 10.30 A.M IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Standalone and consolidated Financial Statements of the company for the financial year ended 31st March, 2021 together with the Reports of the Directors and Auditors thereon .
2. To approve the interim dividends paid and declare final Dividend.
3. To appoint a Director in place of Mr P.N. Raju, (DIN:01765409) who, retires by rotation and is eligible for re-appointment.
4. To appoint a Director in place of Mr N G V S G Prasad, (DIN:07515455) who, retires by rotation and is eligible for re-appointment.

SPECIAL BUSINESS

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 the remuneration payable to M/s. S R. and ASSOCIATES, Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company, fixed as Rs 1,00,000 /- (Rupees One Lakh only) for the financial year ending March 31, 2022 be and is hereby ratified."

6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 Mrs. P.Sudha Reddy (DIN:02128148), who has been appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and holds office till the date of this Meeting be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five years from 04.01.2021 to 03.01.2026."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**

"RESOLVED THAT pursuant to Sections 196, 197,198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 approval of the Company be and is hereby accorded to the re-appointment of Mr. K.Ravi as Managing Director of the company for a period of five years with effect from 1st January, 2021 on the following terms and conditions as recommended by the Nomination and Remuneration Committee".

Salary: Rs.12,50,000/- per month (with an annual increment of Rs. 1,25,000/-)

Commission: 2% of the net profit of the company computed in a manner laid down under section 198.

Perquisites: In addition to salary, perquisites allowed as follows:

Housing/HRA: @ 40% of the salary

Medical Reimbursement: Expenses incurred for self and family subject to a ceiling of one month's salary in each year or 3 months' salary in a block of 3 years.

Leave Travel Concession: for self and family subject to ceiling of one month's salary in each year. 'Family' means wife, dependent children and dependent parents of Mr.K.Ravi

Company's contribution to Provident Fund and Superannuation Fund shall be as allowed under the Income Tax Act and Rules and as per Rules of the company/equivalent Special Allowance as may be opted by the appointee.

Gratuity: Equal to half month's salary for each completed year of service as per the rules of the company.

Conveyance: Free use of company's car with driver for company's business.

Telephone / Cell Phone: Free, except for personal long distance calls which shall be billed.

Encashment of Leave: On full pay and allowances not exceeding one month's leave for every twelve months of service, subject to the condition that the leave accumulated, but not availed of shall be dealt with as per the Income Tax Rules 1962.

"FURTHER RESOLVED THAT the above remuneration by way of salary and perquisites be paid to Managing Director as minimum remuneration in the event of absence or inadequacy of profits for a period of three years from the year in which such absence or inadequacy occurs."

He is not eligible for any sitting fees of the company's Board / Committee meetings."

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 196,197, 198,203, Schedule V and other applicable provisions, if any of the Companies Act, 2013, approval of the company be and is here by accorded to the appointment of Mr. K Gautam, Executive Director as Joint Managing Director for a period of five years w.e.f 1st January, 2021 at the following remuneration

Salary: Rs.6,50,000/- per month (with an annual increment of Rs.65,000/-)

Perquisites: In addition to salary, perquisites allowed as follows:

Housing/HRA: @ 40% of the salary

Medical Reimbursement: Expenses incurred for self and family subject to a ceiling of one month's salary in each year or 3 months' salary in a block of 3 years.

Leave Travel Concession: for self and family subject to ceiling of one month's salary in each year. 'Family' means wife, dependent children and dependent parents of Mr.K.Gautam

Company's contribution to Provident Fund and Superannuation Fund shall be as allowed under the Income Tax Act and Rules and as per Rules of the company.

Gratuity: Equal to half month's salary for each completed year of service as per the rules of the company.

Conveyance: Free use of company's car with driver for company's business.

Telephone / Cell Phone: Free, except for personal long distance calls which shall be billed.

Encashment of Leave: One full pay and allowances not exceeding one month's leave for every twelve months of service, subject to the condition that the leave accumulated, but not availed of shall be dealt with as per the Income Tax Rules 1962.

"FURTHER RESOLVED THAT the above remuneration by way of salary and perquisites be paid to Joint Managing Director as minimum remuneration in the event of absence or inadequacy of profits for a period of three years from the year in which such absence or inadequacy occurs."

He is not eligible for any sitting fees of the company's Board / Committee meetings."

9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**

"RESOLVED THAT pursuant to Sections 196, 197,198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 approval of the Company be and is hereby accorded to the re-appointment of Mr. N G V S G Prasad as Executive Director & CFO of the company for a period of 5 years with effect from 1st January, 2021 on the following terms and conditions as recommended by the Nomination and Remuneration committee".

Salary: Rs.4,20,000/- per month (with an annual increment of Rs.42,000/-)

Perquisites: In addition to salary, perquisites allowed as follows:

Housing/HRA: @ 40% of the salary

Medical Reimbursement: Expenses incurred for self and family subject to a ceiling of one month's salary in each year or 3 months' salary in a block of 3 years.

Leave Travel Concession: for self and family subject to ceiling of one month's salary in each year. 'Family' means wife, dependent children and dependent parents of Mr. N G V S G Prasad

Company's contribution to Provident Fund and Superannuation Fund shall be as allowed under the Income Tax Act and Rules and as per Rules of the company.

Gratuity: Equal to half month's salary for each completed year of service as per the rules of the company.

Conveyance: Free use of company's car with driver for company's business.

Telephone / Cell Phone: Free, except for personal long distance calls which shall be billed.

Encashment of Leave: One full pay and allowances not exceeding one month's leave for every twelve months of service, subject to the condition that the leave accumulated, but not availed of shall be dealt with as per the Income Tax Rules 1962.

"FURTHER RESOLVED THAT the above remuneration by way of salary and perquisites be paid to Executive Director & CFO as minimum remuneration in the event of absence or inadequacy of profits for a period of three years from the year in which such absence or inadequacy occurs."

10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 197,198 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 the payment of revised remuneration of Mrs. Roopa Bhupatiraju, Executive Director w.e.f 1st January, 2021 as follows be and is hereby approved"

Salary: Rs.4,00,000/- per month (with an annual increment of Rs.40,000/-).

Perquisites: In addition to salary, perquisites allowed as follows:

Housing/HRA: @ 40% of the salary

Medical Reimbursement: Expenses incurred for self and family subject to a ceiling of one month's salary in each year or 3 months' salary in a block of 3 years.

Leave Travel Concession: for self and family subject to ceiling of one month's salary in each year. 'Family' means husband, dependent children and dependent parents of Mrs. Roopa Bhupatiraju.

Company's contribution to Provident Fund / Special Allowance and Superannuation Fund shall be as allowed under the Income Tax Act and Rules and as per Rules of the company/ equivalent Special Allowance as may be opted by the appointee.

Gratuity: Equal to half month's salary for each completed year of service as per the rules of the company.

Conveyance: Free use of company's car with driver for company's business.

Telephone/Cell Phone: Free, except for personal long distance calls which shall be billed.

Encashment of Leave: Full pay and allowances not

exceeding one month's leave for every twelve months of service, subject to the condition that the leave accumulated, but not availed of shall be dealt with as per the Income Tax Rules 1962.

"FURTHER RESOLVED THAT the above remuneration by way of salary and perquisites be paid to Executive Director as minimum remuneration in the event of absence or inadequacy of profits for a period of three years from the year in which such absence or inadequacy occurs."

She is not eligible for any sitting fees of the company's Board / Committee meetings."

By Order of the Board.
for NCL INDUSTRIES LIMITED,

Place: Hyderabad
Date: 13th August, 2021

T.ARUN KUMAR
Vice President &
Company Secretary

NOTES:

1. In view of the recent Covid-19 pandemic, the Ministry of Corporate Affairs has, vide its circular dated May 5, 2020 (read with other previous circulars issued in this regard) permitted the companies to hold the Annual General Meeting (AGM) through VC / OAVM and thus physical attendance of Members has been dispensed with. Since AGM of the Company is being held through Video Conference (VC) / Other Audio Visual Mode (OAVM), the facility to appoint proxies by the members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice.
2. In compliance with the above MCA circulars, Notice together with Annual Report 2020-21 is being sent only through electronic mode to those members whose email addresses are registered with the company / depositories / RTA. Copies of the Notice and Annual Report 2020-21 will also be uploaded on the company's website at www.nclind.com, websites of BSE Ltd (www.bseindia.com), National Stock Exchange of India Ltd (www.nseindia.com) and on the website of CDSL (www.evotingindia.com) respectively. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the Members by writing an e-mail to the Company Secretary at cs@nclind.com. Shareholders are advised to visit the company's website www.nclind.com where the notice is uploaded.
3. A statement setting out the material facts pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of item Nos. 5 to 10 of the notice is annexed hereto.
4. Members attending AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under the provisions of the Companies Act, 2013.

5. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the date of the meeting so as to enable the Management to keep the information ready.
6. The Register of Members and Share Transfer Registers will remain closed from 21st September, 2021 to 27th September, 2021 (both days inclusive) on account of the Annual General Meeting and determination of payment of final dividend if any.
7. Members holding shares in electronic form are requested to inform the changes, if any, in their address or bank particulars etc., to the Depository Participant with whom the demat account is maintained. In case they hold the shares in Physical mode, they are requested to intimate the changes if any to the company or its Registrars and Share Transfer Agents M/s Venture Capital & Corporate Investments (P) Ltd at an early date.
8. Individual shareholders can avail the facility of nomination. Shareholders holding shares in physical form may write to the Registrar for assistance. Shareholders holding in electronic form may approach their DP with whom they maintain their account quote ledger Folio/Client ID in all the correspondence.
9. In terms of regulation 36(3) of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 brief resumes of Directors proposed to be appointed or re-appointed at the meeting are given.
10. The company appreciates and supports this green initiative and requests the members to register their e-mail address to receive the future correspondence, including Annual Reports through e-mails. In case members who are holding shares in demat form, the email IDs registered with the DP and made available to the company / RTA shall be the registered email IDs unless communication is received to the contrary.
11. Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account details. Members holding shares in electronic form are requested to furnish the PAN Card and Bank Account details to their DPs with whom they are maintaining Demat Accounts. Members holding shares in physical form are requested to submit PAN and Bank Account details to the Registrar and Share Transfer Agents.
12. As per the circular issued by the Securities and Exchange Board of India w.e.f 1st April, 2019 it has been mandated that transfer of securities would be carried out in dematerialized form only. Share holders who are holding shares in Physical mode should ensure that shares which are lodged for transfer shall be in dematerialized form only.
13. Shareholders who have not encashed their dividend warrants for the years 2015-16, 2016-17, 2017-18, 2018-19 and 2019-20 may approach the company for revalidation / issue of duplicate warrants etc; quoting the Folio No. / Client ID. Please note that as per Section 24(5) and 124(6) of the Companies Act, 2013 dividend which remains unpaid / unclaimed over a period of 7 years,

such unclaimed dividends and such shares whether held in demat form or in physical form are required to be transferred by the company to the Investor Education & Protection Fund (IEPF). Any person whose unclaimed dividends / shares so transferred to IEPF, may claim the shares for refund / apply to IEPF by submitting an online application form to IEPF along with fee specified by IEPF from time to time.

14. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.

15. Instructions about E-VOTING:

As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting (AGM) through VC/OAVM.

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.nclind.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
6. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No.17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Friday the 24th September, 2021 @ 9.00AM and ends on Monday 27th September, 2021 @ 17.00 Hours. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday the 20th September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The Company has appointed Mr.A.Ravishankar, (COP No.4318) failing him Mr.K.V Subramanyam, (COP No.4815) Practicing Company Secretaries have been appointed as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.



(iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e voting is in progress as per the information provided by company. On clicking the e voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL /NSDL/ KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542/43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(vi) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by RTA or contact Company / RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in

the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.





- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant company name i.e NCL Industries Ltd on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ncl@nclind.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC / OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL / MOBILE NUMBER. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA email id: info@vccipl.com
2. For Demat shareholders, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

General Instructions:

1. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date as on 20th September, 2021. (Record date)
2. The Scrutinizer, after scrutinizing the votes cast at the meeting through remote e-voting and during AGM will, not later than 48 hours from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results of the voting shall be declared on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.nclind.com and be communicated to the Stock exchanges where the company is listed i.e BSE and NSE and on the website of CDSL www.cdslindia.com.
3. The company has paid the listing fees for the year 2021-22 to BSE and NSE where the equity shares of the company are listed.

Address for Communication:

Company Secretary,
NCL Industries Limited,
7th Floor, NCL Pearl,
S D Road, Near Rail Nilayam,
Secunderabad - 500026,
email: cs@nclind.com

Address of Registrar and Share Transfer Agents

Venture Capital & Corporate Investments (P) Ltd,
12-10-167(MIG) Bharath Nagar,
Hyderabad - 500 018
Phones: 040-23818475 / 76&23868023
email: info@vccilindia.com

STATEMENT CONTAINING MATERIAL FACTS

(Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 5:

The Board of Directors, on recommendation of the Audit committee, appointed M/s S R and Associates, Cost Accountants as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2022 in respect of Cement and Ready Mix Concrete, at a total remuneration of Rs.1,00,000/- (Rupees One lakh only) .

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. The proposed Resolution seeks such ratification.

The Board recommends that the Resolution be passed.

None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 6:

Members are aware that at the last Annual General meeting held on 28th September, 2020 the shareholders approved the appointment of Mrs. Rashida Hatim Adenwala as an independent woman director for a period of five years w.e.f 30th June, 2020 in order to comply with the Regulation 17(1) (a) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. Mrs. Rashida Hatim Adenwala resigned from the Board w.e.f 29th October, 2020 and the Board of Directors at its meeting held on 4th January, 2021 appointed Mrs. P.Sudha Reddy (DIN:02128148) as an independent woman director for a period of five years w.e.f 4th January, 2021 on the recommendation of Nomination & Remuneration Committee. She is not disqualified from being appointed as Independent Director and confirmed that she fulfills the criteria of independence as prescribed by the Statute and Regulations and is independent of the management.

Mrs. Punuru Sudha Reddy (52 years) is a post graduate in life sciences from Hyderabad Central University and is currently Managing Director of K N Biosciences (India) Private Ltd. She is a successful first generation techno entrepreneur who promoted the above company, and has over 23 years of rich business experience in running a company specializing in biotechnology. Apart from spearheading the R & D activities of her company in the field of bio-sciences, she has rich experience in conducting training programmes on scientific farming.

Mrs. P.Sudha Reddy is at present Non Independent Director on the Board of K N Media Private Ltd, K N Farm Equipment (P) Ltd and Partner in Wellora Biosciences, LLP.



The Board recommends that the Resolution be passed.

The Company has received from Mrs. P.Sudha Reddy

- (i) Consent in writing to act as Independent Director
- (ii) Intimation to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and
- (iii) Declaration that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

She is holding Nil shares in the company.

Mrs. P.Sudha Reddy may be treated as interested in the resolution.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

ITEM NO. 7:

At its meeting held on 4th January, 2021 the Board of Directors have re-appointed Mr.K.Ravi as Managing Director of the company for a period of 5 years w.e.f 1st January, 2021. Mr.K.Ravi (67 Years) is a Promoter of the Company, and has been associated with the company from its inception and having more than 40years experience in Cement and Building materials industry. He has been leading the executive team as Managing Director from 2003. He has successfully steered the company to overcome two separate phases of financial challenges. Further, he has also been instrumental in planning and executing the successive expansion and

I. GENERAL INFORMATION:

- (1) Nature of Industry – The Company is operating in five segments - Cement, Boards, Prefab structures, Hydel Power, Ready Mix Concrete and Readymade Doors.
- (2) Date of commencement of commercial operation – 16th February, 1984 onwards.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable.
- (4) Financial Performance: (Rs. In Lakhs)

Financial Year Parameters	2016-17	2017-18	2018-19	2019-20	2020-21
Gross income	1,16,902	1,33,999	1,47,141	1,32,481	1,94,192
Net Profit as computed u/s.198	6,581	7,664	6,487	7,406	23,499
Net Profit as per P&L Account	5,467	4,911	4,678	5,096	14771
Amount of Dividend paid#	1105.27	1208.17	1208.17	1270.28	1809.31
Rate of Dividend declared	25%	25%	25%	25%	40%*

including dividend &Tax * including proposed dividend

- (5) Export performance: Rs.37.20 Lakhs Foreign Currency Earnings - CIF basis for the Financial Year 2020-21.
- (6) Foreign investments or collaborators, if any –
 - (a) The Company manufactures Bison Panel, which is basically a multi-purpose Cement Bonded Particle Board (CBPB) in Technical Collaboration with BISON WERKE of Germany.
 - (b) The Company also manufactures Readymade doors in Technical Collaboration with AGT, Turkey.

diversification programmes over the past two decades. Under his leadership, the company achieved new milestones and established new records in terms of turnover and profits during the last financial year 2020-21

Apart from being Managing Director of this company, Mr.Ravi holds directorships in Hampi Energy Ltd, Kakatiya Industries (P) Ltd, Nagarjuna Cerachem (P) Ltd, Deccan Nitrates (P) Ltd, Sorachem Industries (P) Ltd, Kakatiya chemicals (P) Ltd, NCL Guangzheng Structures Ltd Tern Distilleries (P) Ltd and Vikram Chemicals (P) Ltd. He holds 22,70,112 equity shares in the company.

Your Directors feel that the company will benefit immensely by the continued leadership of Mr. Ravi, and recommend that the resolution approving his re-appointment be passed.

Apart from Mr. Ravi himself, his daughter Mrs. Roopa Bhupatiraju, his son in law Mr. Ashven Datla, his niece Mrs. K.Pooja and his nephew Mr K Gautam, all directors of the Company, may be deemed to be interested in the proposed resolution reappointing Mr. K Ravi as Managing Director.

The Resolution also proposes that the remuneration as specified therein be paid as minimum remuneration in the absence or inadequacy of profits.

Your Directors recommend that the resolution approving his re-appointment be passed.

As required by Schedule V to the Companies Act, 2013, the following additional information is provided to facilitate payment of the Minimum Remuneration.

II. INFORMATION ABOUT THE APPOINTEE:

Mr. Ravi K

1. Background Details

Mr. K Ravi has been associated with the Company from its inception, and has been the managing director of the company since 2003. Mr. K.Ravi has been reappointed as Managing Director for a period of 5 years by the Board of directors' w.e.f 1st January, 2021 on the recommendation of Nomination and Remuneration Committee.

Other details stated in Explanatory Statement under Item No.7 as above.

The terms of his remuneration, is in accordance with the provisions of Schedule V of the Companies Act, 2013 as detailed in the resolution.

2. Past remuneration - (Rs. in Lakhs)

FY 2017-18	FY 2018-19	FY 2019-20	FY 2020-21
312.87	303.01	327.39	77.46*

*Including January to March 2021

3. **Recognition and Awards:** Mr.K.Ravi , Managing Director has been conferred the "Entrepreneur of the Year-2012 & 2021 by Hyderabad Management Association in recognition of his outstanding entrepreneurship, innovativeness and strategies as exemplified by the high levels of growth and performance of NCL Industries Ltd.

4. Job profile and his suitability -

Mr.K.Ravi is the overall in-charge of operations of the Company. Subject to the superintendence, direction and control of the Board, the day to day management and administration of the Company is vested with the Managing Director. He supervises the function of the other executive directors and top management team.

Remuneration proposed -As set out in the resolution for the Item No 7. The remuneration proposed to be paid to the Managing Director has the approval of the Nomination &Remuneration Committee.

5. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:** The proposed remuneration is comparable to the remuneration being paid to the Managing Director in other companies of similar size and operations.

6. **Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any –** Besides, the remuneration proposed, Mr.K.Ravi is holding 22,70,112 equity shares in the Company and also having fixed deposits worth Rs.167.00 Lakhs he and his spouse in the company.

III OTHER INFORMATION

- (1) Reasons of loss/inadequate Profits : Not applicable
- (2) Steps taken or proposed to be taken for improvement : Not applicable
- (3) Expected increase in productivity and profits in measurable terms: Increasing Cement and Boards Production, improving RMC & Readymade Doors division operational performance, meeting customer requirements, as warranted by the market demand.

This statement may also be regarded as a disclosure under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Apart from Mr.K.Ravi himself, Mrs Roopa Bhupatiraju (Daughter), Mr. K.Gautam, Mrs. K.Pooja and Mr.Ashven Datla (Son in Law) Directors may be treated as interested in the Resolution.

ITEM NO. 8:

Members are aware that Mr. K Gautam (Aged around 40 years) has been associated with the company as management Trainee from 1st June, 2007 and later promoted as Manager (Projects) during the year 2008. He was appointed as Executive Director for a period of 5 years w.e.f 1st August, 2009 and reappointed for a period of three years from 1st August 2014 to 31st July 2017 and re-appointed for a period of 5 years w.e.f 1st August,2017. At the Board meeting held on 4th January, 2021 he was elevated to Joint Managing Director and appointed for a period of 5 years w.e.f 1st January, 2021 on the recommendation of Nomination and remuneration Committee. His brief resume is enclosed as an annexure to notice.

In addition, Mr. K Ravi, Managing Director, Mrs. Pooja Kalidindi (Sister), Mr.Ashven Datla and Mrs. Roopa Bhupatiraju directors may also be deemed to be interested in the said Resolution.

The Resolution also proposes that the remuneration as specified therein be paid as minimum remuneration in the absence of inadequacy of profits.

He is also Non Executive Director in Tern Distilleries (P) Ltd

Your Directors recommend that the resolution approving his re-appointment be passed.

As required by Schedule V to the Companies Act, 2013, the following additional information is provided to facilitate payment of the Minimum Remuneration.



I. GENERAL INFORMATION:

- (1) Nature of Industry – The Company is operating in five segments - Cement, Boards, Prefab structures, Hydel Power, Ready Mix Concrete and Readymade doors.
- (2) Date of commencement of commercial operation - 16th February, 1984 onwards.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus - Not Applicable.
- (4) Financial Performance: (Rs. In Lakhs)

Financial Year Parameters	2016-17	2017-18	2018-19	2019-20	2020-21
Gross income	1,16,902	1,33,999	1,47,141	1,32,481	1,94,192
Net Profit as computed u/s.198	6,581	7,664	6,487	7,406	23,499
Net Profit as per P&L Account	5,467	4,911	4,678	5,096	14,771
Amount of Dividend paid#	1105.27	1208.17	1208.17	1270.28	1809.31*
Rate of Dividend declared	25%	25%	25%	25%	40%*

including dividend & Tax * including proposed dividend

- (5) Export performance: Rs.37.20 Lakhs Foreign Currency Earnings - CIF basis for the Financial Year 2020-21.
- (6) Foreign investments or collaborators, if any – (a) The Company manufactures Bison Panel, which is basically a multi-purpose Cement Bonded Particle Board (CBPB) in Technical Collaboration with BISON WERKE of Germany. (b) The Company also manufactures Readymade doors in Technical Collaboration with AGT, Turkey.

II. INFORMATION ABOUT THE APPOINTEE:

Mr. K Gautam

1. Background Details

Mr.K.Gautam (aged around 40 years) is a BBM (Hons) from ICFAI, Hyderabad and M.Sc (Entrepreneurship and Business management) from University of Luton, Bedfordshire, UK. He was reappointed as Executive Director by the Board of Directors of the Company for a period of 5 years w.e.f. 01.08.2017. In recognition of the contribution made by him and in line with the succession plan for the company, the Board has decided to elevate him as Joint Managing Director w.e.f 1st January, 2021 on the recommendation of Nomination and Remuneration Committee. The terms of his remuneration are in accordance with the provisions of Schedule V of the Companies Act, 2013 as detailed in the resolution.

2. Past remuneration - (Rs.in Lakhs)

FY 2017-18	FY 2018-19	FY 2019-20	FY 2020-21
62.72	71.68	74.80	90.58*

*including January to March, 2021

3. Recognition and Awards: NIL

4. Job profile and his suitability -

Mr.K.Gautam is at present in-Charge of operations of Cement Particle Boards Division subject to the superintendence, direction and control of the

Managing Director

5. Remuneration proposed - As set out in the resolution for the Item No 8 .The remuneration proposed to be paid to the Joint Managing Director has the approval of the Nomination & Remuneration Committee.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: The proposed remuneration is comparable to the remuneration being paid to the Managing Director in other companies of similar size and operations.

7. Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any - Besides, the remuneration proposed, Mr.K.Gautam is holding 13,24,330 equity shares in the Company. Mr.K.Gautam does not have any other pecuniary relationship with the Company. Mr. K Gautam is related to Mr. K. Ravi, Managing Director, Mrs Roopa Bhupatiraju, Mrs K.Pooja and Mr. Ashven Datla Directors.

III OTHER INFORMATION

- (1) Reasons of loss/inadequate Profits: Not applicable
- (2) Steps taken or proposed to be taken for improvement: Not applicable
- (3) Expected increase in productivity and profits in measurable terms: Increasing Cement, Doors, RMC and Boards Production, meeting customer requirements, as warranted by the market demand.

This statement may also be regarded as a disclosure under Regulation 36(3) of the SEBI (listing obligations and disclosure requirements) Regulations, 2015.

ITEM NO. 9:

Mr. N G V S G Prasad appointed as Executive Director & CFO (Chief Financial Officer) w.e.f 30th May, 2016 for a period of five years and reappointed at the Board meeting held on 4th January, 2021 for a period of five years w.e.f 1st January, 2021 on the recommendation of Nomination and remuneration Committee

Mr. N G V S G Prasad, (55 years) is a Graduate in Commerce from Nagarjuna University and is a fellow member of the Institute of Chartered Accountants of India. He is having over 25 years of experience in Finance & Accounts in NCL Group. Prior to joining in NCL group, he was employed in public sector undertakings such as LIC, APSRTC.

He holds 150 Equity shares in the company.

He is also Non Executive Director in NCL Guangzheng Structures Limited and Tern Distilleries (P) Ltd

Resolution 9 seeks the approval of the shareholders for the re-appointment and remuneration of Mr. N G V S G Prasad as Executive Director & CFO

Your Directors feel that his appointment will be beneficial to the company, and recommend that the resolutions be passed.

The Resolution No 9 also proposes that the remuneration as specified therein be paid as minimum remuneration in the absence or inadequacy of profits.

As required by Schedule V to the Companies Act, 2013, the following additional information is provided to facilitate payment of the Minimum Remuneration.

I. GENERAL INFORMATION:

- (1) Nature of Industry - The Company is operating in five segments -Cement, Boards, Prefab structures, Hydel Power , Ready Mix Concrete and Readymade Doors.
- (2) Date of commencement of commercial operation – 16th February, 1984 onwards.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable.
- (4) Financial Performance: (Rs. In Lakhs)

Financial Year Parameters	2016-17	2017-18	2018-19	2019-20	2020-21
Gross income	1,16,902	1,33,999	1,47,141	1,32,481	1,94,192
Net Profit as computed u/s.198	6,581	7,664	6,487	7,406	23,499
Net Profit as per P&L Account	5,467	4,911	4,678	5,096	14,771
Amount of Dividend paid#	1105.27	1208.17	1208.17	1270.28	1809.31*
Rate of Dividend declared	25%	25%	25%	25%	40%*

including dividend & Tax * including proposed dividend

- (5) Export performance: Rs.37.20 Lakhs Foreign Currency Earnings - CIF basis for the Financial Year 2020-21.
- (6) Foreign investments or collaborators, if any – (a) The Company manufactures Bison Panel, which is basically a multi-purpose Cement Bonded Particle Board (CBPB) in Technical Collaboration with BISON WERKE of Germany. (b) The Company also manufactures Readymade Doors in Technical Collaboration with AGT, Turkey.

II. INFORMATION ABOUT THE APPOINTEE:

NGVSG Prasad

1. Background Details -

Mr. N G V S G Prasad, (55 years) is a Graduate in Commerce from Nagarjuna University and is a fellow member of the Institute of Chartered Accountants of India. He is having over 25 years of experience in Finance & Accounts in NCL Group. Prior to joining in NCL group, he was employed in public sector undertakings such as LIC, APSRTC.

2. Past remuneration - (Rs.in Lakhs)

FY 2017-18	FY 2018-19	FY 2019-20	FY 2020-21
37.83	42.87	47.04	53.82*

*including January to March, 2021

3. Recognition and Awards: Nil

4. Job profile and his suitability -

Mr. N G V S G Prasad is the in- charge of operations of the Finance & Accounts, RMC & Energy Divisions, Corporate planning subject to the superintendence, direction and control of the Managing Director.

5. Remuneration proposed -As set out in the resolution for the Item No 9. The remuneration proposed to be paid to Mr. Prasad has the approval of the Nomination & Remuneration Committee.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: The proposed remuneration is comparable to the remuneration being paid to the Executive Director & CFO in other companies of similar size and operations.

7. Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any - Besides, the remuneration proposed, Mr. N G V S G Prasad is holding 150 equity shares in the Company and also having fixed deposits worth Rs.67.50 Lakhs in the name of his mother and children in the company.



III OTHER INFORMATION

- (1) Reasons of loss/inadequate Profits: Not applicable
- (2) Steps taken or proposed to be taken for improvement: Not applicable
- (3) Expected increase in productivity and profits in measurable terms

This statement may also be regarded as a disclosure under Regulation 36(3) of the SEBI (listing obligations and disclosure requirements) Regulations, 2015.

ITEM NO. 10:

The Board of directors at its meeting held on 27th September, 2019 appointed Mrs. Roopa Bhupatiraju as Executive Director as recommended by the Nomination and Remuneration Committee w.e.f 1st October, 2019 in line with the succession plan for the company to enable a smooth transition from the second generation to the third generation leaders at the top management level. She has already been a Non Executive Director of the company with effect from 30th May 2014, and is familiar with the business and operations of the company.

Mrs. Roopa Bhupatiraju born on 22nd September, 1978 is the daughter of Mr. Ravi Kalidindi, one of the promoter directors and current Managing Director. She did her MBA (specialization in Marketing and Entrepreneurship) with distinction in the year 2001 from Sivasivani Institute of Management and later MS in Marketing Communications with distinction from Illinois Institute of Technology in USA.

She joined NCL Industries Ltd in February 2006 as Marketing Manager in Boards division and was later elevated to

Executive Assistant to Managing Director from 12th March, 2007 to 30th November, 2008. She moved to the United States in the year 2009 and had honed her entrepreneurial skills by setting up her own business in California (USA) in the name of Devi LLC which was incorporated in USA.

Mrs. Roopa Bhupatiraju is a Non Executive Director in Sorachem Industries (P) Ltd, Nagarjuna Cerachem (P) Ltd and Kakatiya Chemicals (P) Ltd.

She holds 24,86,538 Equity shares in the company.

The Resolution also proposes that the remuneration as specified therein be paid as minimum remuneration in the absence of inadequacy of profits.

Your Directors recommend that the resolution approving her revised remuneration be passed.

As required by Schedule V to the Companies Act, 2013, the following additional information is provided to facilitate payment of the Minimum Remuneration.

I. GENERAL INFORMATION:

- (1) Nature of Industry – The Company is operating in five segments - Cement, Boards, Prefab structures, Hydel Power, Ready Mix Concrete and Readymade Doors.
- (2) Date of commencement of commercial operation - 16th February, 1984 onwards.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus - Not Applicable.
- (4) Financial Performance: (Rs. In Lakhs)

Financial Year Parameters	2016-17	2017-18	2018-19	2019-20	2020-21
Gross income	1,16,902	1,33,999	1,47,141	1,32,481	1,94,192
Net Profit as computed u/s.198	6,581	7,664	6,487	7,406	23,499
Net Profit as per P&L Account	5,467	4,911	4,678	5,096	14,771
Amount of Dividend paid#	1105.27	1208.17	1208.17	1270.28	1809.31*
Rate of Dividend declared	25%	25%	25%	25%	40%*

including dividend & Tax * including proposed dividend

- (5) Export performance: Rs.37.20 Lakhs. Foreign Currency Earnings - CIF basis for the Financial Year 2020-21.
- (6) Foreign investments or collaborators, if any - (a) The Company manufactures Bison Panel, which is basically a multi-purpose Cement Bonded Particle Board (CBPB) in Technical Collaboration with BISON WERKE of Germany. (b) The Company also manufactures Readymade doors in Technical Collaboration with AGT, Turkey.

II. INFORMATION ABOUT THE APPOINTEE:

Mrs. Roopa Bhupatiraju

1. Background Details

Mrs. Roopa Bhupatiraju born on 22nd September,

1978 is the daughter of Mr. Ravi Kalidindi, one of the promoter directors and current Managing Director. She did her MBA (specialization in Marketing and Entrepreneurship) with distinction in the year 2001 from Sivasivani Institute of Management and later MS in Marketing Communications with distinction from Illinois Institute of Technology in USA.

Other details stated in Explanatory Statement under Item No.10 as above.

The terms of her remuneration, is in accordance with the provisions of Schedule V of the Companies Act, 2013 as detailed in the resolution.

2. Past remuneration: (Rs.in Lakhs)

Financial Year	2019-20	2020-21
	21.04*	54.67**

* Part of the year

**including January to March, 2021

3. Recognition and Awards: NIL

4. Job profile and his suitability:

Mrs. Roopa Bhupatiraju is in-Charge of Cement Marketing and Doors Division operations subject to the superintendence, direction and control of the Managing Director

5. Remuneration proposed: As set out in the resolution for the Item No 10. The remuneration proposed to be paid to the Executive Director has the approval of the Nomination & Remuneration Committee.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: The proposed remuneration is comparable to the remuneration being paid to the Executive Director in other companies of similar size and operations.

7. Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any: Besides, the remuneration proposed, Mrs. Roopa Bhupatiraju is holding 24,86,538 equity shares in the Company and also having fixed deposits amounting to Rs.27.90 Lakhs in her name and in the name her children. Mrs. Roopa Bhupatiraju is the daughter of Mr. K. Ravi, Managing Director and related to Mr. K. Gautam, Joint Managing Director and Mr. Ashven Datla and Mrs. Pooja Kalidindi, Directors.

III OTHER INFORMATION

- (1) Reasons of loss/inadequate Profits: Not applicable
- (2) Steps taken or proposed to be taken for improvement: Not applicable
- (3) Expected increase in productivity and profits in measurable terms: Increasing cement and Boards Production, improving RMC division operational performance, meeting customer requirements, as warranted by the market demand.

This statement may also be regarded as a disclosure under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Apart from Mrs. Roopa Bhupatiraju herself, Mr. K Ravi Managing Director may be treated as interested in the Resolution.



40th Report of the Board of Directors

Your directors have pleasure in presenting their Report for the financial year ended 31st March 31, 2021.

Financial Results

The Audited Financial Statements (both Standalone and Consolidated) for the year ended March 31, 2021, and the report of the Auditors thereon are being circulated with this report. The salient features of the financial results are as follows:

	(Rs. in lakhs)	
	2020-21	2019-20
Total Revenue	1,94,191.80	1,32,480.76
Profit Before Tax	22,304.26	6,935.59
Provision for Tax (including deferred tax)	7,856.97	1,839.88
Profit for the Year After Tax	14,447.29	5,095.71
Transfer to General Reserve	5,000.00	3,500.00
Dividend per Equity Share (Face value of Rs.10/ each)	4.00	2.50
Earnings per Equity Share (EPS)	32.65	11.26

Performance Review & State of Company's Affairs

Your Directors are pleased to report a record performance during the year under review, which witnessed a 46.6% growth in total revenue, 183% in profits after tax.

A major part of the growth was accounted for by the Cement Division, which registered a gross Turnover of Rs.1681.39 Crores which was higher by 52% in comparison with the previous year. Higher capacity utilization and better price realization, coupled with operational efficiencies contributed to this improved performance.

The Boards Division improved its Turnover by around 5% at Rs.131.81 Crores during the year under review (Previous Year Rs.125.92 Crores).

The generation of hydel power during the year was slightly improved by 0.71% at 37.06 million units compared to 36.80 million units in the previous year.

The Ready Mix Concrete division improved its Turnover by 21% at 101.39 Crores compared to Rs.83.84 Crores in the previous year.

The Readymade Doors division registered a Turnover of Rs, 11.72 Crores compared to Rs.1.51 Crores in the previous year an increase of 675% during the year under review.

Acquisitions / Joint Ventures

During the year under review, your company acquired 100%

of the share capital of Tern Distilleries Private Limited (TDPL) from United Spirits Ltd., (USL) Bangalore. The acquisition was mainly to utilize the land of TDPL near Visakhapatnam for establishment of a new grinding unit. The existing distillery unit of TDPL has been closed for over two years, and action has been initiated to dispose of the existing plant and machinery.

As already reported last year, the Joint Venture agreement with Quingdao Xinguangzheng Steel Structure Co Ltd., China has been terminated. NCL Guangzheng Structures Ltd, the Joint Venture Company formed pursuant to the above agreement exists as a 100% subsidiary of this company without any operations. Your Board is contemplating applying for striking off the company from the Registrar of Companies.

COVID-19 and its impact

The lockdown announced by the Union Government and various state governments due to COVID 19 affected the overall economy during the year under review. However, with some meticulous planning and co-ordination with the State Governments enabled the company to minimize its impact. Without compromising on steps to safeguard the health of the personnel, your company has been able to keep the operations going and organize transportation and supply of cement to major government projects. The Company was well prepared to meet the increased demand upon easing of the lockdown restrictions. The initiatives taken by the company to control costs, prioritize capex, improve the productivity and increase in capacity utilization of cement and RMC units resulted in healthy cash flows and profits.

While your company has been able to tide over the challenges posed by the first and second wave of COVID 19, it is difficult to assess the possible intensity of the expected 3rd wave of the pandemic and its impact on the company's performance.

MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING FINANCIAL POSITION OF THE COMPANY

Order for Supply of pre-painted steel windows and door frames to APSHC

Your Directors are pleased to report that your company in consortium with NCL Buildtek Ltd has bagged an order worth Rs.1863 Crores for supply of Pre-painted (GI) Steel Window Frame with Glazed Shutters and GI Powder Coated Door Frames to the Andhra Pradesh State Housing Corporation Ltd (APSHC) as part of its implementation of the “Navaratnalu-Pedalandariki Illu Scheme” of the Government of Andhra Pradesh. Your company has a 50% share in the consortium. The order has a tough time-line of 12 months for execution. Successful completion of the order has the potential to significantly contribute to the profitability during the current financial year.

Financial

During the year under review, the Company received the sanction of a term loan of Rs.90.00 Crores from HDFC Bank to set up ongoing Cement grinding Unit near Visakhapatnam. Axis Bank and HDFC Bank have sanctioned additional working capital facilities amounting to Rs.25.00 Crores and Rs.19.60 Crores respectively under ECGLS Scheme. The

existing working capital facilities from Axis Bank and HDFC Bank were partially taken over by Bank of Baroda

Operations and new projects

Waste Heat Recovery Power Project

The 8.00 MW Waste Heat Recovery Captive Power project set up at a total cost of around Rs.100 Crores at Mattapalli in Suryapet has become operational from March, 2021. The generation of power from this project will reduce the cost of power which will be reflected from the current financial year 2021-22

Cement Division

The expansion of Line 1 upgradation works at Mattapalli (V) in Suryapet district in Telangana State is under progress.

Boards Division

A facility for manufacture of Sandwich Panel Board has been set up at Mattapalli and trail runs are in progress. The expansion of lamination line unit at Malkapur near Hyderabad and Sandwich Panel Board unit at Paontasahib in Himachal Pradesh are under implementation.

Ready Mix Concrete Units (RMC)

During the current year, your company has commenced establishment of two more RMC units at Visakhapatnam and Hyderabad and erection of machinery is in advanced stage of completion.

Dividend

To coincide with the 40th year of its existence and keeping in view the improved performance, your Directors are pleased to propose a final dividend of 40% for the financial year 2021-22. This includes the two interim dividends aggregating to 30% already paid to the shareholders.

This has been the best ever dividend declared in a single year in the history of the company.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (3) (c) of the Companies Act, 2013, and on the basis of the information furnished to them by the concerned accounting professionals, your Directors confirm that:

- All applicable accounting standards have been followed in the preparation of annual accounts and that there are no material departures.
- The Directors selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2021 and of the profit of the Company for the year ended on that date.
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

IV. The Directors prepared the Annual Accounts on a going concern basis.

V. Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

VI. Appropriate systems were devised to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONS (KMP)

Independent Directors

During the year under review, your Company had five independent directors. Persons from diverse fields of expertise and experience have been invited to join the Board as Independent Directors to ensure that the company gets the optimum benefit of wisdom and expertise.

Mr.V.S.Raju, (Corporate Laws), Mr.Kamlesh Gandhi (Investment Banking), Dr.R.Kalidas (Technology) and Lt.General (Retd) T.A.Dcunha (Materials Management & Logistics) and Mrs. Sudha Reddy (woman entrepreneur) constitute the current team of Independent Directors.

Mrs. Rashida Hatim Adenwala resigned from the Board w.e.f 29th October, 2020. Mrs. P.Sudha Reddy has been inducted as additional Director with effect from 4th January 2021 as recommended by the Nomination and Remuneration Committee. Proposal to appoint her as Independent Director is being placed before the ensuing Annual General Meeting for approval of the shareholders.

Your company follows a policy of total transparency and proactive information flow to the Independent Directors, in order to avail the optimum benefit of their experience and expertise.

The Independent Directors also actively participate in the Board and Committee proceedings, and offer constructive suggestions, which are implemented by the company after deliberations in the full Board. Apart from this, the Independent Directors hold separate meetings and evaluate the performance of the Board and individual directors - Executive and Non Executive. The feedback on the evaluation of varied attributes is furnished to the company on a confidential basis.

The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted declarations that each of them meets the criteria of independence as provided and in Section 149(6) of the Act and there has been no change in their status as independent director during the year.

Executive Directors

There were four Executive Directors namely Mr. K Ravi, Managing Director, Mr.K.Gautam, Joint Managing Director , Mrs,Roopa Bhupatiraju, Executive Director and Mr. N G V S G Prasad, ED & CFO.

Mr.K.Ravi, Managing Director and Mr. N G V S G Prasad, ED & CFO have been re-appointed for a period of five years



w.e.f 1st January, 2021 as recommended by the Nomination and Remuneration Committee. Mr.K.Gautam, Executive Director was elevated as Joint Managing Director and appointed for a period of five years w.e.f 1st January, 2021 on the recommendation of Nomination and Remuneration Committee.

In acknowledgement of the leadership provided by the managing executive directors, the Board has decided to appoint them for a fresh tenure and / or revise their compensation package.

Proposals for their appointment / re-appointment and revised remuneration are being placed before the ensuing Annual General Meeting for approval of the shareholders.

Apart from what has been detailed in the foregoing paragraphs, there was no change in the key managerial personnel of the Company during the year under. Mr.T. Arun Kumar is the Company Secretary & Compliance Officer and Nodal Officer under IEPF Rules.

Non Executive Directors

Mr. Vindodrai V Goradia, Mr. P N Raju, Mr. Ashven Datla, and Mrs. Pooja Kalidindi are the non executive directors in the Board constitution as on the date of this Report.

Retirement by Rotation

Mr.P N Raju and Mr.N G V S G Prasad retire by rotation at the ensuing Annual General Meeting, and are eligible for re-appointment.

Particulars of Directors whose appointment / re-appointment sought are given in **Annexure A-1** to this Report as part of the Report on Corporate Governance under SEBI (LODR) Regulations, 2015.

BOARD MEETINGS

During the year under review, Seven Board meetings were held on 12th June, 2020, 30th June, 2020, 14th August, 2020, 28th September, 2020, 9th November, 2020, 4th January, 2021, and 8th February, 2021. The maximum time gap between any two consecutive meetings was within the period prescribed under the Companies Act, 2013.

Committees of the Board

The Board has constituted various committees as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The details of such Committees are given in **Annexure – ‘A’** as a part of the report on Corporate Governance.

Plans for Orderly Succession for appointments to Board etc,

Your Board of Directors is fully satisfied that plans are in place for orderly succession for appointments to the Board and to senior management positions.

CORPORATE GOVERNANCE

A separate report of compliance with the provisions relating to Corporate Governance as required SEBI (LODR) Regulations, 2015 is enclosed as **Annexure ‘A’** and forms part of this Report.

BUSINESS RESPONSIBILITY REPORT

A per the notification dated 26th December, 2019 issued under Regulation 34(1) of SEBI LODR) Regulation, 2019 (amendment), SEBI had mandated inclusion of Business Responsibility Report (BRR) as part of the Annual Report for top 1000 listed entities based on market capitalization as on March, 31st of every financial year. Business Responsibility Report is enclosed as **Annexure ‘B’** which forms a part of this Directors' Report.

Risk Management

The company has a system of constantly identifying and monitoring the risks that the company may be exposed to. A Risk Management Committee headed by Independent Director as Chairman, one Independent Director and two other Non Executive Directors are in place. As and when required, the Committee reviews various risks and steps taken to manage the risks. The Board is of the opinion that there are no elements of risks that may threaten the existence of the Company. However, the new wave of Covid-19 pandemic, the possible re-imposition of lockdowns to contain the virus by state governments, and diminishing policy support threaten to undermine growth. Kindly refer Point No.37 of notes to financial statements on financial risks.

Particulars of Loans, Guarantees, or Investments under section 186 of the Companies Act, 2013

The company has not granted any loans, given any guarantees during the year which would be covered under section 186 of the Companies Act, 2013.

As already reported, your company acquired 100% equity stake in Tern Distilleries Private Limited (TDPL), from United Spirits Ltd, (USL) during the year under review for a total consideration of Rs. 30 Crores.

Related Party Transactions

All Related Party Transactions entered during the financial year 2020-21 were in ordinary course of business and at arm's length basis. Your Company did not enter into Material Related Party Transactions during the year under review. Transactions entered into with the related parties are pursuant to the omnibus approval granted are reviewed and approved by the Audit Committee and the Board of Directors on quarterly basis. Pursuant to Section 134 (3) (h) of the companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the details of the Related Party Transactions are contained in **Annexure A-2** to this Report.

Management Discussion and Analysis Report

The Management Discussion & Analysis Report is annexed as **Annexure ‘C’** to this Report.

Consolidated Financial Statement

The Consolidated Financial Statement has been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Companies Act, 2013.

Litigations

During the year under review, no significant or material orders were passed by any regulatory/statutory authorities or courts / tribunals against the company impairing its going concern status and operations in future.

Penalties

The company paid an amount of Rs.10,000/-(plus taxes) under protest with regard to the penalty imposed by NSE under Regulation 44(3) of SEBI (LODR) Regulations, 2015 on the perceived delay in filing voting results within 48 hours of conclusion of postal ballot. The Company has contested the same stating that the timeline prescribed in Regulation 44(3) is not applicable to postal ballot.

Corporate Social Responsibility (CSR) Activities

The company has a CSR Committee as prescribed by the Statute with Dr.R.Kalidas, Independent Director as Chairman. The Committee also includes one Executive and one Independent Director. The CSR Committee meeting was held on 23rd March, 2021 and reviewed the CSR Policy and CSR activities.

Under the provisions of Section 135 of the Companies Act, 2013 an amount of Rs.136.34 Lakhs was required to be spent on CSR activities for the financial year 2020-21. Your directors are glad to report that the CSR expenditure incurred during the year towards education and health care exceeded the mandatory requirement. The total CSR expenditure

S.No.	Name of the Director / Relative of Director	Amount (Rs.in Lakhs)	Inter-se Relationship 1
1	Mr. Kamlesh Suresh Gandhi	35.00	Chairman
2	Mr. Vinodrai.V.Goradia	20.00	Director
3	Mrs. Roopa Bhupatiraju	4.50	Daughter of Mr. K.Ravi-MD
4	Mr. K.Ravi	115.00	Managing Director
5	Mrs. K.Sailaja	52.00	Wife of Mr. K.Ravi-MD
6	Mrs. Charulatha V.Goradia	10.00	Wife of Mr. V.V.Goradia
7	Master B.Arjun	16.40	Son of Mrs. Roopa Bhupatiraju- ED
8	Baby Anika Bhupatiraju	7.00	Daughter of Mrs. Roopa Bhupatiraju- ED
9	Mr. R.Kiran	30.00	Son of Mr.R.Kalidas-Director
10	Mr. R.Arun	18.00	Son of Mr.R.Kalidas-Director
11	Mrs. N.Sita Mahalakshmi	7.50	Mother of Mr. N G V S G Prasad-ED & CFO
12	Ms. N.Suchitra Katyayani	30.00	Daughter of Mr. N G V S G Prasad- ED & CFO
13	Ms. N.Chaitra Sarada	30.00	Daughter of Mr. N G V S G Prasad- ED & CFO
14	Lt.Gen (Retd) T A DCunha	45.00	Nil

was Rs.161.53 Lakhs. The details of the CSR activities during the year under review are listed in **Annexure D** to this Report.

Subsidiaries and Joint Ventures

Your Company has no Associates or Joint Ventures as on the date of the Report except as above. The Company has two wholly owned subsidiaries, namely NCL Guangzheng Structures Limited and Tern Distilleries Private Limited, both of which are currently non operational, as already reported.

As reported elsewhere in this Report, your company has entered into a consortium partnership agreement with NCL Buildtek Ltd. for supply of pre-painted steel windows and doorframes to Andhra Pradesh State Housing Corporation Ltd. (APSHC).Your company has a 50% share in the said joint venture.

Investor Education & Protection Fund

The Company has transferred an amount of Rs.19.81 Lakhs relating to Dividends on the shares transferred to the Investor Education & Protection Fund for the financial year 2019-20 and 2020-21.

Fixed Deposits

The details relating to Fixed Deposits are as follows:

As on 31st March 2021, Rs.6,842.50 Lakhs of Public Deposits were outstanding. The Company has repaid all the matured deposits that have been claimed, and there have been no defaults in payment of interest or repayment of principal. The details of deposits received from the directors / relatives of directors during the year under review in terms of MCA Notification No.GSR 695 (E) dated 15th September, 2015 are as under:



Particulars of Employees

The details of employees who have been in receipt of remuneration envisaged by Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) vide MCA Notification dated 30th June, 2016 are annexed as **Annexure - E** to this Report.

Auditors

M/s Venugopal & Chenoy, who have been re-appointed as Statutory Auditors at the last Annual General Meeting held in 2019 have accepted the appointment for a period of three years. They have confirmed that they are not disqualified from continuing as auditors of the company.

The Notes on the financial statements referred to in the Independent Auditor's Report are self explanatory. The Auditor's report does not contain any qualification, reservation or adverse remark.

Cost Audit

M/s S.R. and ASSOCIATES, Cost Accountants have been reappointed to conduct the cost audit pertaining to Cement as well as RMC of the company for the year 2020-21. They have been reappointed by the Board of Directors as Cost Auditors of the Company for the Financial Year 2021-22. The remuneration of the cost auditors is required to be ratified by the members in terms of the relevant Rules. Accordingly, the matter is being placed before the Members for ratification at the ensuing Annual General Meeting.

The Cost Audit Report for the financial year ended March, 31st, 2020 was duly filed with Ministry of Corporate Affairs on 08/09/2020.

Secretarial Audit

M/s. A J Sharma & Associates, Company Secretaries, have been appointed to conduct the Secretarial Audit of the Company. The Secretarial Audit Report pursuant to the provisions of Section 204 of the Companies Act, 2013 is attached as **Annexure - F** to this Report. The observations of the Report do not call for any explanation as envisaged by Section 204(3) of the said Act.

Awards / Certifications

Great Place to Work, 2021

Your Company is proud to state that "Great Place to Work" Organization renewed its certification as a "Great Place to Work" during the year from November, 2020 to October, 2021. This reflects the confidence reposed by employees about the work atmosphere and the recognition accorded to them as partners in progress.

Indian Cement Review

Indian Cement review Magazine awarded fastest growing cement company in India 2021 to the company

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has constituted an Internal Complaints Committee on Prevention of Sexual Harassment at workplace for women in the line with the requirements of the 'The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013 and the Rules made there under and had complied with provisions made under the said Act.

During the year under review, there were no references or complaints pursuant to the aforesaid Act.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Particulars required under Section 134 (3) (M) of the Companies act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are furnished under **Annexure - G** which forms part of this Report. Your Company continues to be conscious of the need for conservation of energy, and wherever feasible, effective steps for energy conservation are taken.

There were no significant investments or developments in this regard during the year under review. The technology procured for the various operating Divisions has been fully absorbed. There was no significant expenditure in Research & Development warranting a special mention in this Report.

Extract of Annual Return

Pursuant to the provisions of Section 92 of the Companies Act, 2013 and Rules framed there under, the extract of the Annual Return in form MGT-9 is annexed herewith as **Annexure - H** and forms part of this Report.

Acknowledgements

Your directors wish to place on record their appreciation of the support and co-operation extended by Axis Bank, HDFC Bank, SBI, Bank of India, Bank of Baroda and Central and State Government Departments, Dealers, Stockists, Consumers and Depositors.

Your directors also wish to place on record their appreciation of the enthusiastic support received from the shareholders.

Your directors have pleasure in acknowledging the excellent co-operation received from the team of dedicated executives and employees who have contributed handsomely to the operations of the company.

For and on behalf of the Board

Kamlesh Gandhi
Chairman
Din: 00004969

Place: Hyderabad

Date: 13th August, 2021

Annexure - A REPORT ON CORPORATE GOVERNANCE

(In compliance with Regulation 27&72 SEBI (LODR) Regulations, 2015)

- 1) Company's philosophy on Corporate Governance
- 2) Right from its inception, the philosophy of the company has been one of transparent and fair governance practices. The company has always believed that the interests of all the stakeholders need to be safeguarded during the periods of prosperity and adversity, and its governance practices have been guided by this philosophy.
- 3) **Board of Directors:**
 - a) Composition and category of Directors. During the year under review, your Board of Directors had 13 Directors, 4 being Executive Directors and 9 Non Executive Directors. Five of Non Executive Directors were Independent Directors. The Chairman of the Board has always been an Independent Director and the Company was in compliance of the provisions relating to the number of independent directors prescribed under the Companies Act and the SEBI (LODR) Regulations, 2015.
 - b) Number of Board Meetings held during the year along with dates of the meetings:
Seven Board Meetings were held during the year 2020-21. The dates on which the said meetings were held are as under: (1) 12th June, 2020 (2) 30th June, 2020 (3) 14th August, 2020 (4) 28th September, 2020 (5) 9th November, 2020 (6) 4th January, 2021 (7) 8th February, 2021.
 - c) Attendance of Directors at Board Meetings, AGM and committees where he/she is a Director / Member.

Name of the Director	Categories of Director-ship*	No of Board Meeting attended	Attendance at last AGM	Director-ship in other companies***	No. of memberships of other Committees **as	
					Chairman	Member
Kamlesh Gandhi	I & NED	6	Yes	4	3	2
Dr.R.Kalidas	I & NED	6	Yes	-		1
Lt.Gen (Retd)T.A. DCunha	I & NED	7	Yes	-		
V.S.Raju	I & NED	7	Yes	3	2	2
Mrs. Rashida H Adenwala (up to 28/10/2020)	I & NED	3	Yes	1		
Mrs.P. Sudha Reddy (From 04/01/2021)	I & NED/WD	1	NA	-		
V.V. Goradia	NED	6	Yes	-		
Mrs. Pooja Kalidindi	NED/WD	6	Yes	1		
Ashven Datla	NED	6	Yes	6		
P.N.Raju	NED	6	Yes	1		
Mrs. Roopa Bhupatiraju	ED/WD	7	Yes	-		
N G V S G Prasad	ED & CFO	7	Yes	1		
K.Gautam	JMD	7	Yes	-		
K. Ravi	MD	7	Yes	2		

**As per the explanation to Regulation 26 of SEBI (LODR) Regulations, 2015, only Audit committee and Stakeholder's relationship committee have been considered for the purpose

* I & NED - Independent and Non Executive Director

NED - Non Executive Director

ED - Executive Director

WD - Woman Director

JMD - Joint Managing Director

***excluding directorships in private Ltd. companies

The inter-se relationship between directors, as envisaged by Schedule V (C)(e) of the SEBI (LODR) Regulations, 2015) are as follows:

Name of Director	Inter-se relationship
Mr. K Ravi	Managing Director
Mrs. Pooja Kalidindi	Brother's Daughter of Mr. K Ravi
Mr. K Gautam	Brother's Son of Mr. K Ravi
Mrs. Roopa Bhupatiraju	Daughter of Mr. K Ravi
Mr. Ashven Datla	Son in law of Mr. K Ravi

Details of Listed entities in which the directors hold position as director other than NCL Industries Ltd and category of Directorship as on 31st March 2021 is as under:

Name of the Director	Name of the company	Category of Directorship
Kamlesh Gandhi	Bhagyanagar India Limited	Non Executive Independent Director
	Sunderam Clayton Ltd	Non Executive Independent Director
	Kirloskar Electric Company Limited	Non Executive Independent Director
V S Raju	Andhra Sugars Ltd	Non Executive Independent Director
	JOCIL Ltd	Non Executive Independent Director

d) Criteria for performance evaluation of Independent Directors.

The Nomination & Remuneration Committee has laid down the evaluation criteria for performance evaluation of Independent Directors and other Executive and Non Executive Directors of the company. The performance of each Independent Director has been evaluated by the other members of the Board.

One separate meeting of the independent Directors was held on 8th February, 2021 during the year under review. Independent directors evaluated the performance of other Executive and Non Executive Directors and conveyed their views to other directors on the Board.

e) Familiarization programme for Independent Directors

For new inductees to the Board, the company follows a familiarization process consisting of plant visits, interaction with the executive directors, other members of the Board and senior management personnel. The company also sponsors independent directors to workshops and seminars on their rights and responsibilities, whenever there is a need and an opportunity.

4) Audit Committee:

The Board has an Audit Committee constituted in compliance with Regulation 18 of the SEBI (LODR) Regulations, 2015. The role of the Audit Committee includes the following:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor, cost auditor and the fixation of audit fees.
- Reviewing, with the management, the quarterly and annual financial statements before submission to the board for approval.
- Reviewing the adequacy of internal audit function and the adequacy of the internal control systems.
- Framing and reviewing policy on related Party transactions and recommend the same to Board. The Committee is empowered with the powers as prescribed under Regulation 18(3) of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

During the year under review, four meetings of the audit committee were held on the following dates 30th June, 2020, 14th August, 2020, 9th November, 2020 and 8th February, 2021.

The constitution of the committee and attendance of each member at the audit committee meetings held during the year under review is given below.

Name	Designation	Category	Committee meetings attended
Kamlesh Gandhi	Chairman	Independent	4
Dr.R.Kalidas	Member	Independent	3
Ashven Datla	Member	Non Executive	4
V.S.Raju	Member	Independent	4

The constitution of the Audit Committee is in compliance of the provisions under SEBI (LODR) Regulations, 2015.

The Managing Director, Joint Managing Director, Executive Director and the Executive Director & CFO are permanent invitees to this Committee. The terms of reference of the Audit Committee are in accordance with the provisions of the SEBI (LODR) Regulations, 2015.

There were no occasions where the Board did not accept any recommendation of the Audit Committee.

5) Nomination & Remuneration Committee:

The Company has a Nomination and Remuneration Committee. The constitution of the committee and attendance of each member at the committee meetings held during the year under review is given below.

Name	Designation	Category	Committee meetings attended
Lt.Gen. (Retd) T.A.DCunha	Chairman	Independent	3
Mr.V.S.Raju	Member	Independent	4
Ashven Datla	Member	Non Executive	3

This Committee considers and recommends the remuneration payable to Executive Directors. During the year under review, four meetings of the Committee were convened on 30th June, 2020, 14th August, 2020, 21st December, 2020 and 4th January, 2021

Remuneration Policy

The remuneration policy of the Company is to make the compensation payable to the executive directors comparable to industry standards and commensurate with the performance of the concerned director, while adhering to the ceilings prescribed under the Statute.

The Nomination and Remuneration Committee has adopted a Nomination and Remuneration Policy which, inter alia, deals with the manner of selection of Board of Directors, Key Managerial Personnel and other employees and their remuneration.

The remuneration / compensation / commission etc. to Directors and KMPs are determined by the Nomination and Remuneration Committee and recommended to the Board for approval. Such remuneration / compensation / commission etc. are subject to the prior / post approval of the shareholders of the Company wherever required.

Remuneration paid to Executive Directors

During the period under review, the remuneration paid / payable to the executive directors including the Managing Director is as follows:

Name of the Director	Salary	Allowances/ Benefits*	Commission	Total
K. Ravi, MD	136.50	70.98	469.98	677.46
K.Gautam, JMD	64.70	25.88	-	90.58
Mrs.Roopa Bhupatiraju-ED	39.64	15.03	-	54.67
N.G.V.S.G. Prasad ED & CFO	38.69	15.13	-	53.82

* Allowances / Benefits include HRA, Contribution to PF, Gratuity and Superannuation etc



Remuneration paid to Non Executive Directors

The Non Executive Directors were paid sitting fees for attending the meetings of the Board or the Committees thereof at the rate of Rs.20,000/- for Board Meeting and any committee thereof per meeting. Sitting fees increased at the rate of Rs.25,000/- for any Board or Committee thereof per meeting w.e.f 4th January,2021.

In addition, they are entitled to commission at the rate of not exceeding 1% of the net profits of the Company. During the year under review, commission @ 0.25% of the net profits of the Company paid.

The remuneration paid to the Non Executive Directors during the year under review was as follows. (Commission will be paid after approval of accounts at AGM)

Name of Director	No. of Board/ Committee meetings attended	Sitting Fees paid (Rs)	Commission paid (Rs)
Mr. Kamlesh Gandhi	11	2,40,000	7,18,032
Dr.R.Kalidas	11	2,45,000	7,18,032
Lt.Gen (Retd). T.A.DCunha	13	2,90,000	8,48,583
Mrs. Rashida Hatim Adenwala	3	60,000	1,95,827
Mrs. P.SudhaReddy	2	50,000	1,30,552
Mr. V.V. Goradia	6	1,30,000	3,91,654
Mr. Ashven Datla	13	2,70,000	8,48,583
Mrs. Pooja Kalidindi	7	1,50,000	4,56,930
Mr. P.N.Raju	7	1,55,000	4,56,930
Mr.V.S.Raju	17	3,70,000	11,09,686
Total	90	19,60,000	58,74,809

Shareholdings of Non Executive Directors as on 31st March, 2021:

Non Executive Directors	No. of Shares
Dr. R.Kalidas	Nil
Lt.Gen(Retd).T.A.Dcunha	1,000
Mr. V.V. Goradia	5,86,202
Mr. Ashven Datla	16,90,955
Mr. Kamlesh Gandhi	100
Mrs. Pooja Kalidindi	14,19,703
Mr. P.N.Raju	11,90,010
Mr. V.S.Raju	Nil
Mrs. P,Sudha Reddy	Nil

Stakeholders Relationship Committee:

The Company has a “Stakeholders Relationship Committee” which consisted of Mr. V.S.Raju as its Chairman and Mrs. Pooja Kalidindi & Mr. P.N.Raju as its members. The Committee oversees the compliance with the guidelines on Corporate Governance to monitor redressal of complaints received from the shareholders.

During the period under review, the Committee met once on 23rd March, 2021. The attendance details of the members are given hereunder.

Name	Designation	Category	Committee meeting attended
Mr. V.S.Raju	Chairman	Independent	1
Mrs. Pooja Kalidindi	Member	NED	1
Mr. P.N.Raju	Member	NED	1

Compliance Officer

Mr. T. Arun Kumar, Company Secretary of the company is also designated as the Compliance Officer and Nodal Officer under IEPF Rules.

6 (i) Details of Investors letters / complaints received during the year ended 31st March 2021.

Sl No	Nature of letter / complaints	Received	Disposed of	Pending
1	Non-receipt of Dividend warrant(s)	1	1	Nil
2	Non - Receipt of Share certificates after transfer / duplicate.	Nil	Nil	Nil
3	Non – Receipt of Annual Report	Nil	Nil	Nil
4	Miscellaneous – others	Nil	Nil	Nil

(ii) Number of Complaints pending with the Company:

All the complaints / letters received during the financial year were replied / resolved to the satisfaction of the shareholders.

7. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Board has a CSR Committee comprising Dr.R.Kalidas (Independent Director) as Chairman, Mr. K.Gautam, Joint Managing Director, and Lt.Gen (Retd) T A DCunha (Independent Director) as members.

This Committee discharges the functions as envisaged by the Act. It recommends to the Board allocation of funds under CSR activities and considers additional voluntary allocations if any for CSR activities of the company.

During the period under review, the Committee met once on 23rd March, 2021. The attendance details of the members are given hereunder.

Name	Designation	Category	Committee meeting attended
Dr.R.Kalidas	Chairman	Independent	1
Mr. K. Gautam	Member	JMD	1
Lt.Gen (Retd) T A DCunha	Member	Independent	1

8) General Body Meetings

a) Details of the last 3 Annual General Meetings (AGM) are given hereunder:

Year	Date & time of AGM	Place
2019-2020	28.09.2020 at 11.00 AM	NCL Pearl, SD Road, Secunderabad through Video Conference
2018-2019	27.09.2019 at 10.30 AM	KLN Prasad Auditorium, FAPCCI Hall, Lakdika pool, Hyderabad
2017-2018	25.09.2018 at 10.30 AM	KLN Prasad Auditorium, FAPCCI Hall, Lakdika pool, Hyderabad



b) Details of Special Resolutions passed in last three AGMs:

Year	Gist of the Resolutions
2019-2020	1. Re-appointment of Dr.Kalidas as an Independent Director for five years 2. Re-appointment of LT Gen (Retd) T A Dcunha as an Independent Director for five years 3. Approval of appointment and remuneration of Mrs. Roopa Bhupatiraju as Executive Director for five years 4. Consent Board of Directors for borrowing up to a ceiling of Rs.750 Crores over and above the amount of Share Capital and free reserves of the company
2018-2019	1. Re-Appointment of Mr. Kamlesh Gandhi as an Independent Director for five years 2. Appointment of Mr. Bhupatiraju Subba Raju as Executive Director for five years
2017-2018	Nil

c) Resolutions passed through Postal Ballot:

1. No Postal Ballot was conducted during the year under review
2. The Company sought the approval of shareholders by way of Special Resolution through postal ballot dated 25th March, 2019 seeking:
 - a) Continuation of Mr. Vinodrai V Goradia as Director beyond after April 1, 2019 though he has already attained the age of 75 years
 - b) Continuation of Mr. V S.Raju as an Independent Director beyond after April 1st, 2019 though he has already attained the age of 75 years

The above resolutions were passed with requisite majority.

9) Disclosures

- a) The related party transactions made by the Company with its Promoters, Directors, Management or Relatives are disclosed in the Notes to the Account. There have been no related party transactions that may have conflict with the interests of the Company at large.
- b) The Company has a formal whistle blower policy, which was adopted by the Board. The details of the policy are displayed in the company's website in the link <https://www.nclind.com/whistle-blower-policy>.
- c) The Company has a formal Dividend Distribution policy, which was adopted by the Board. The details of the policy are displayed in the company's website in the link [https://www.nclind.com/ Dividend Distribution Policy](https://www.nclind.com/Dividend%20Distribution%20Policy).
- d) The Company has complied with the mandatory requirements stipulated under SEBI (LODR) Regulations, 2015 and / or the erstwhile listing agreement entered into with the stock exchanges.
- e) Management Discussion and analysis Report and Business Responsibility Report on the business of the Company forms part of this Annual Report.
- f) The CEO / CFO certification on the financial statements for the financial year 2020-21 is provided elsewhere in this Annual Report.
- g) Any of the associated /group entities of the Company have not paid any fees to the Statutory Auditors of the Company nor availed any services from the Statutory Auditors. The details of fees paid to Statutory Auditors are furnished in the Note No.30 of the financial statements.
- h) The Company has complied with all the requirements of the Corporate Governance Report relating to the financial year 2020-21.
- i) ANNUAL RETURN; www.nclind.com>investors>Annual Return
- j) The Board hereby confirm that in the opinion of the Board, the Independent Directors fulfill the conditions as specified in SEBI (LODR) Regulations, 2015 and are independent of the management.

K) Means of communication:

- I The quarterly and half yearly financial results are published in the national and local dailies such as Economic Times, Eenadu, Saakshi and Namaste Telangana.
- II Quarterly / Half yearly financial results of the Company are forwarded to the Stock Exchanges and published in Economic Times, Saakshi and Eenaadu. Half yearly report is not sent to each household of shareholders as the results are published in the news papers.

III The results and other official news releases are also posted in the Company's website – www.nclind.com and BSE & NSE websites.

10) Shareholders information:

i) AGM : Date : Time : Venue :	40th Annual General Meeting 28 th September, 2021 10.30 A.M Through Video Conferencing / Other Audio-Visual Means
ii) Financial Year	April 1 to March 31 next.
iii) Date of Book Closure	21/09/2021 to 27/09/2021, (both days inclusive)
iv) Final Dividend payment date	Within 30 days from the date of AGM (i.e. 28 th September, 2021)
v) Listing on Stock Exchanges and status of Listing fees	BSE&NSE Listing Fees paid Up to date.
vi) A) Script Code B) Demat ISIN No in NSDL & CDSL for Equity Shares C) Corporate Id. No.	BSE- 502168, NSE – NCLIND INE 732C01016 L33130TG1979PLC002521

vii) Stock Market Data - SHARE PRICE –BSE &NSE 01/04/2020 to 31/03/2021

Month	BSE Limited		National Stock Exchange of India Limited	
	High Price	Low Price	High Price	Low Price
Apr-20	88.00	53.50	84.80	53.70
May-20	73.50	61.85	71.50	62.25
Jun-20	79.00	63.50	78.30	63.35
Jul-20	85.50	68.40	85.55	68.50
Aug-20	106.20	78.25	106.30	78.00
Sep-20	122.00	94.65	121.90	95.60
Oct-20	142.45	104.20	142.75	104.00
Nov-20	150.60	120.00	150.35	106.70
Dec-20	157.00	114.30	157.00	114.50
Jan-21	159.35	144.40	159.40	144.40
Feb-21	178.85	148.30	178.00	148.00
Mar-21	184.45	151.60	184.00	152.40

viii) Address of Registrar and Share Transfer Agents

Venture Capital & Corporate Investments (P) Ltd
12-10-167 (MIG), Bharath Nagar
HYDERABAD - 500 018
Phones: 040-23818475/76 & 23868023
Fax : 040-23868024
e-mail id: info@vccipl.com

ix) Share transfer system:

Except transmission / transposition, loss of share certificates and name deletion of Shares which are in physical mode, transfer of shares is permitted only through Demat Modes, and effected by the Depositories. The transmission / transposition, loss of share certificates and name deletion of Shares are duly effected within a period of 30 days from the date of their lodgment with the Registrars and Share Transfer Agents and the duly transferred share certificates will be dispatched provided the transfer documents are in order. The Board of Directors has delegated powers to approve the transmissions / issue of duplicate share certificates to Mr. T.Arun Kumar, Company Secretary & Compliance Officer.

x) Distribution of Shareholding as on 31.03.2021

Distribution of Shareholding as on 31/03/2021				
No of Equity Shares held	No of Shareholders	Percentage %	No of Shares	Percentage %
Upto - 500	38,642	88.70	44,55,960	9.85
501 - 1000	2,324	5.33	18,45,774	4.08
1001 - 2000	1,198	2.75	18,39,188	4.07
2001 - 3000	420	0.96	10,79,202	2.39
3001 - 4000	213	0.49	7,60,912	1.68
4001 - 5000	152	0.35	7,14,420	1.58
5001 - 10000	286	0.66	21,17,678	4.68
10001 and above	329	0.76	3,24,19,656	71.67
Total	43,564	100.00	4,52,32,790	100.00

xi) Shareholding Pattern as on 31.03.2021

Shareholding Pattern as on 31/03/2021		
Category of Shareholders	No.of Shares	Percentage %
I) Indian Promoters & Promoter Group		
a) Individual	1,87,96,336	41.55
b) Bodies Corporates	11,34,971	2.51
II) Public Shareholding		
a) Mutual Funds / UTI	11,09,031	2.45
b) Financial Institutions/Banks	15,994	0.04
c) Central Government/State Government(s)	7,000	0.02
d) Alternate Investment Funds	0	0
e) Foreign Portfolio Investors – Corporate (FPI)	86,024	0.19
III) Non-Institutions		
i) Individual shareholders holding nominal share capital up to Rs.1 Lakh	1,18,30,459	26.15
ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh	89,95,881	19.89
IV) Any Other		
a) Bodies Corporates	13,64,934	3.02
b) Clearing Member	2,75,971	0.61
c) Trust	3,750	0.01
d) NRI'S	8,19,650	1.81
e) IEPF Authority	7,92,789	1.75
TOTAL	4,52,32,790	100.00

xii) Dematerialization of Shares

The shares of the Company are compulsorily traded in DEMAT form by all categories of investors. The Company has arrangements with National Securities Depositories Ltd (NSDL) and Central Depository Services India Ltd (CDSL) to establish electronic connectivity of shares for script-less trading. As stipulated by SEBI, a practicing Company Secretary carries Secretarial Audit to reconcile the total admitted capital with National Securities Depository Ltd (NSDL) and Central Depository Services Ltd (CDSL) and total issued and listed capital. As on 31st March 2021, 97.36% of shares of the Company were held in Dematerialized form with the following depositories.

	Depository	No. of shares	% on Paid up Capital
1	NSDL	3,30,37,711	73.04 %
2	CDSL	1,10,02,299	24.32 %
	Total	4,40,40,010	97.36 %

xiii) Outstanding GDRs, ADRs or Warrants or Convertible Instruments:

During the year under review, there were no outstanding GDRs or ADRs. As on the date of this Report, the Company has no outstanding convertible instruments.

xiv) Plants Location:

CEMENT	UNIT – I Simhapuri, Mattampally Mandal Suryapet Dist-508204, Telangana.		UNIT – II Kadimpothavaram Village, Kondapalli Krishna District - 521228, Andhra Pradesh.	
BOARDS	UNIT – I & III Simhapuri, Mattampally Mandal, Suryapet Dist - 508204, Telangana.		UNIT – II Bhothanwali Village Paonta Sahib, Sirmour District - 173025, Himachal Pradesh.	
ENERGY	UNIT - I Pothireddypadu, Head Regulator Chabolu (V), Pothulapadu Post Nandikokur TQ - 518402. Kurnool (Dt.) Andhra Pradesh.		UNIT – II RBHLC Zero Mile Point, Tungabhadra Dam, Tungabhadra Board, Amaravathi Village Hospet - 583225, Karnataka.	
DOORS	Sy. No. 222, Malkapur(V), Choutuppal Mandal, Yadadri Bhuvanagiri (Dt), 508252. Telangana.			
READYMIX CONCRETE	UNIT - I Plot No.11, A/2-IDA Patancheru Hyderabad - 502319 Telangana	UNIT - II Survey No.83 Plot No.91/C D-Block-IDA Auto Nagar Visakhapatnam- 530026 A P	UNIT - III Survey No.282 (P) Rampally (V) Keesara Mandal Medchal Dist - 501301 Telangana	UNIT - IV Sy. No.228/1 & 228/5, Vellanki (V) Anandapuram Mandal Visakhapatnam 531163 AP
UNIT - V Sy.No.208-1,209 -1&2, Tallapalem Road, Ugginapalem (V), Kasimkota (M) 531031 AP	UNIT - VI Plot No 36. Sy No 460/2, 461, 462/2, 479 to 482,IDA, Mankhal (V), Maheswaram (Mandal), Ranga Reddy (District), Telangana. 501359	UNIT - VII Sy.No.36/15 Sri Pattabhi Nagar Gopanapalli (V), Serilingampalli (M) R.R. Dist - 500107 Telangana	UNIT - VIII Sy.No. 492,493 Goudavalli, near Gandimysamma, Medchal Dist, 500043 Telangana	UNIT - IX Sivadatta temple Road,Dandu Malkapur (V) Choutuppal (M) Yadadri dist 508252-Telangana



xv) Address for Investor Correspondence

The Company Secretary
NCL Industries Limited
7th Floor, "NCL Pearl"
Near Rail Nilayam,
S D Road, Secunderabad 500026
Mail ID: cs@nclind.com/
ncl@nclind.com

xvi) CEO / CFO Certification

The CEO and CFO of the Company have issued a certificate to the Board on the matters specified under Regulation 17(8) of the SEBI (LODR) Regulations, 2015.

xvii) Procedure for dealing with unclaimed shares in terms of Regulation 39(4) SEBI (LODR) Regulations, 2015.

There are no unclaimed shares as envisaged by Regulation 39(4) SEBI (LODR) Regulations, 2015.

xviii) Credit Rating

CRISIL Ltd reaffirmed the ratings to long term and short-term financial facilities availed by the Company from Banks and deposits from public. The details of credit ratings are as under:

Rating Action	Rating
Long Term Rating	CRISIL A- / Stable
Short Term Rating	CRISIL A2+
Fixed Deposits	FA / Stable

xix) Core Skills / Expertise / Competencies

In accordance with Clause C(h)(i) and (ii) of Schedule V read with Regulations 34(3) of SEBI(LODR) Regulations, 2015, the Board of Directors have identified the following Core Skills / Expertise / Competencies, required for Board Members in the context of Company's business and sectors, to function effectively.

- Strategy Management
- Business Management, Sales, Marketing
- Banking and Financial Management
- Project Management, Research & Technical Operations
- Risk Management including Foreign Exchange Management
- Industrial Relationship Management, including Environment,
- Legal Knowledge
- Tax Planning and Management
- General Administration
- Materials Management, & Logistics Planning

The skills / expertise / competencies available with the Directors of the Company are as under.

Sl	Name	Field of Specialization / Expertise / Competence	Details of other Directorship in Listed entities
1	Mr. Kamlesh Gandhi Independent Director	Investment Banking Corporate Governance	Bhagyanagar (I) Ltd, Sundaram Clayton Ltd and Kirloskar Electric Company Limited
2	Dr.R.Kalidas, Independent Director	Research & Technical Operations	Nil
3	Lt.Gen (Retd) T A DCunha Independent Director	Materials Management & Logistics Planning	Nil
4	Mr. V.S.Raju Independent Director	Legal & Corporate Law	Andhra Sugars Ltd Jocil Ltd
5	Mrs. P.Sudha Reddy Independent Director	Business Management, R&D and Administration	Nil
6	Mrs. Pooja Kalidindi Non Executive Director (Promoter Group)	Business Management and Commercial	Nil
7	Mr. Vinodrai Goradia Non Executive Director (Promoter)	Commercial	Nil
8	Mr. Ashven Datla Non Executive Director (Promoter Group)	Industrial Management	Nil
9	Mr. P N Raju Non Executive Director (Promoter Group)	Manufacturing & Construction	Nil
10	Mr. K Gautam Joint Managing Director (Promoter Group)	Marketing and Industrial Management	Nil
11	Mr. N G V S G Prasad Executive Director & CFO Professional	Finance, Accounting and Taxation	Nil
12	Mrs. Roopa Bhupatiraju Executive Director (Promoter Group)	Business Management	Nil
13	Mr. K Ravi, Managing Director (Promoter)	Industrial Management	Nil

The above Report was adopted by the Board of Directors at their meeting held on 13th August, 2021.



DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

The company adopted Code of Conduct for Directors and Senior Management Personnel of the company at the meeting of the Board of Directors held on 30th May, 2015 and Pursuant to Regulation 26(3) and 46(2) (d) of SEBI (LODR) Regulations, 2015 posted the same on the company website. All the Board members and senior management personnel have affirmed compliance with the Code of Conduct.

K. RAVI
Managing Director

Place: Hyderabad
Dated: 13th August, 2021

CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of NCL INDUSTRIES LIMITED

We have examined the compliance of conditions of Corporate Governance by NCL Industries Limited, for the year ended on 31.03.2021, as stipulated in SEBI (LODR) Regulations, 2015 of the said Company with stock exchanges. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (LODR) Regulations, 2015 as amended from time to time.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievances were pending for a period of one month against the Company as per the records maintained by the company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Venugopal & Chenoy
Chartered Accountants

P.V.Srihari
Partner
Membership No.21961

Place: Hyderabad
Dated: 13th August, 2021

Annexure A- 1

Particulars of Directors whose appointment/re-appointment is being sought

Name of the Director	Mrs. P.Sudha Reddy	P N Raju	NGVSG Prasad	K.Gautam	K.Ravi
Date of Birth	30/06/1969	10/06/1951	01/01/1966	02/11/1981	27/09/1954
Qualifications	Post Graduate in life sciences from Central University	BE (Marine Engg)	B.Com , FCA	BBM (Hons) from ICFAI, Hyderabad and M.Sc (Entrepreneurship and Business management) from University of Luton, Bedfordshire, UK	Diploma in Electrical Engineering with specialization in Power Stations network and systems.
Directorship in other companies	KN Bio Sciences India (P) Ltd, International Food and Agri Certifications (P) Ltd, K N Farm Equipment (P) Ltd and K N Media (P) Ltd, Wellora Bio Sciences, LLP	Sri Laksxmi Narasimha Homes (P) Ltd.	NCL Guangzheng Structures Ltd, Tern Distilleries (P) Ltd,	Tern Distilleries (P) Ltd,	NCL Buildtek Ltd, NCL Guangzheng Structures Ltd,Hampi Energy Ltd ,Nagarjuna Cerachem (P) Ltd. Kakatiya Chemicals (P) Ltd,Sorachem Industries (P) Ltd,Deccan Nitrates(P) Ltd,Kakatiya Industries (P) Ltd,Vikram Chemicals (P) Ltd. Tern Distilleries (P) Ltd.
Membership of Audit/ Stakeholders Relationship Committees of other public Ltd companies	Nil	Nil	Nil	Nil	Nil
No. of shares held in NCL Industries Ltd (as on 13 th August, 2021)	Nil	11,90,010	150	13,24,330	22,70,112
Inter-se relationship with other Directors of the company	NIL	Nil	Nil	Brother of Mrs. Pooja Kalidindi and related to Mr. Ashven Datla, Mrs. Roopa Bhupatiraju and Mr. K.Ravi	Father of Mrs. Roopa Bhupatiraju, father in Law of Mr. Ashven Datla and related to Mr. K.Gautam and Mrs. K.Pooja
Awards/ Medals etc.	Guild of Women achievers award in 2002 & Mokshagundam Visveswarayya award from All India Manufacturers Organization in 2004.	Nil	Nil	Nil	1) Business Leader of the Year 2021 by World leadership Congress. 2) Entrepreneur of the Year 2012 & 2021



Annexure A- 2

DETAILS OF RELATED PARTY TRANSACTIONS

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

Parties and Nature of Relationship:

Name	Nature of Relationship
NCL Buildtek Ltd	Director(s) holding more than 2% equity share capital in the other company or its holding company
NCL Homes Ltd	
NCL Veka Ltd	
Kakatiya Industries (P) Ltd	
Khandaleru Power Co Ltd	
Vikram Chemicals (P) Ltd	
Nagarjuna Cerachem (P) Ltd	

1) Details of material contracts or arrangement or transactions at arm's length basis:			
A. Nature of Contract: Appointment of Key Managerial Personnel			
Mr K Ravi- Managing Director	From 01/04/2016 to 31/03/2021 and 01.01.2021 to 31.12.2025	Total Remuneration of Rs 677.46 Lakhs for FY2020-21(Including salary, other perks, benefits plus 2% Commission of Net profits U/s 198 of the Companies Act,2013)	Board Approval 29.01.2016 & 04.01.2021 and Shareholders' Approval 20.09.2016
Mr K. Gautam Joint Managing Director	01/08/2017 to 31/07/2022 and 01.01.2021 to 31.12.2025	Total Remuneration of Rs.90.58 lakhs for F.Y.2020-21 (Including salary and other perks and benefits).	Board Approval 27/05/2017, 04.01.2021and Shareholders' Approval Dt.22/09/2017
Mr. NGVSG Prasad Executive Director & CFO	From 30/05/2016 To 30/05/2021 and 01.01.2021 to 31.12.2025	Total Remuneration of Rs.53.82 Lakhs for F.Y.2020-21 (Including salary and other perks and benefits)	Board Approval 30/05/2016, 04.01.2021 Shareholders' Approval 20/09/2016
Mrs. Roopa Bhupathiraju Executive Director	From 04/07/2019 to 03/07/2024	Total Remuneration of Rs.54.67 Lakhs for F.Y.2020-21 (Including salary and other perks and benefits)	Board Approval 27/09/2019, 04.01.2021
B. Nature of Contract: Sale of Finished Goods			
NCL Buildtek Ltd	No fixed duration. As per the requirement. Director(s) holding more than 2% equity share capital in the other company.	Rs.1710.13 lakhs	Omnibus Audit Committee approval dated 30.06.2020
NCL Homes Ltd		Rs. 18.79 Lakhs	
NCL Veka Ltd		Rs. 8.50 Lakhs	

C. Nature of Contract: Purchase of Goods/Services			
NCL Buildtek Ltd	No fixed duration. As per the requirement.	Rs.111.81 Lakhs for the year. Terms as applicable to other parties	Omnibus Audit Committee approval dated 30.06.2020
Kakatiya Industries (P) Ltd	Director(s) holding more than 2% equity share capital in the other company.	Rs.116.61Lakhs	
NCL Veka Ltd		Nil	
D. Nature of Contract: Rent Paid			
Sri.K.Ravi	5 years w.e.f 15.12.2016	Lease Rent on 3.00 Acres of land situated at S.No.281&282 in Rampally (V) Keesara Mandal. Total amount paid in FY 2020-21 Rs. 0.83 Lakhs.	11.11.2016
Mrs. Roopa Bhupathiraju		Rs.9.10 Lakhs	
E. Reimbursement of Expenses			
NCL Buildtek Ltd	No fixed duration. As per the requirement	Rs.41.10	



ANNEXURE B

BUSINESS RESPONSIBILITY REPORT

[See Regulation 34(2)(f)]

The philosophy of the Company is to conduct its business in a manner befitting a corporate citizen. Adherence to the unexceptionable principles enunciated should be a way of life rather than enforceable by statutory provisions or filling up the formats for Business Responsibility Reporting.

SEBI Circular No. CIR/CFD/CMD/10/2015 dated November 4, 2015 which refers to the National Voluntary Guidelines (NVG) issued by the Ministry of Corporate Affairs. However, the NVG has been revised and replaced by the MCA by the Guidelines on Responsible Business Conduct (NGRBC). This Report conforms to the Business Responsibility Reporting (BRR) requirement of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the NGRBC. The NGRBC are designed to be used by all businesses, irrespective of their ownership, size, sector, structure or location.

The format contained in National Guidelines on Responsible Business Conduct issued by the MCA and the SEBI Circular dated 4th November 2015 being suggested and not mandatory. The company has devised its format for preparing this Report, taking the essential features of both the formats, and eliminating information which is already contained in other parts of the Directors' Report,

The company believes that this fulfils the requirement of Regulation 34(2) (f) of the SEBI (LODR) Regulations 2015 and the NGBRC. The Company will adopt any format that may be prescribed by the Statute or Regulation (as distinct from suggested or recommended) that may be pointed to it.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Name of the Company:	NCL Industries Limited
2	Year of Registration	1979
3	Corporate Identity Number (CIN) of the Company	L33130TG1979PLC002521
4	Corporate address, telephone, email and website	NCL Industries Ltd 7 th Floor, NCL Pearl, S D Road, Secunderabad-500026 Telephone: 040-30120000 Email: ncl@nclind.com Website: www.nclind.com
5	Sector(s) that the Company is engaged in (industrial activity code-wise)	Cement: Code 23942 Cement Bonded Particle Boards: Code: 23956 Ready Mix Concrete: Code 23952 Hydro Electricity: Code 35101 Readymade Doors: Code 43301
6	Goods manufactured/services provided (top three by revenue):	Cement Cement Bonded Particle Boards, Ready Mix Concrete
7	Brands (top five by respective share of market) owned and percentage of revenue contributed:	Nagarjuna (Cement), Bison Panel (Cement Bonded Particle Board) Nagarjuna RMC (Ready Mix Concrete) NCL Door (Readymade Doors)
8	Location of plants (in case of manufacturing businesses) a. National (Districts and states – top five by employee strength): b. International (Country – top three by employee strength):	a. Suryapet Dist.(Telangana), Krishna & Visakhapatnam(Andhra Pradesh), Batanwali Village, Paonta sahib (Himachal Pradesh) (Full details given in Page No. 65 under the Head "Plant Locations") b. Not Applicable

9	Location of major offices (in case of service businesses)	Not Applicable
10	Number of permanent employees:	922
11	Contractual employees (seasonal, non-seasonal, Temporary):	949
12	Temporary employees	Included in above
13	Percentage of women: a. On the Governance Structure: b. In top management, i.e. business and function heads;	6.67
14	Names of subsidiary / associate companies	NCL Guangzheng Structures Ltd Tern Distilleries(P)Ltd
15	Details of Trust/Society/Section 8 company to further its CSR agenda a. Names; b. Organization form (Trust, Society, Company) and year of establishment; c. Main objects/purpose; d. Amounts and sources of funds received in the reporting year	Not Applicable
16	Contact details of Nodal Officer for this report)	Not designated as yet. Will do so if required by any Regulation

SECTION B: MANAGEMENT POLICIES AND DISCLOSURES

The principles enunciated in the NGRBC are given in Column 2 below. Adherence or otherwise to the principles are indicated in Column 3. The policies of the Company framed which uphold the principles are in Column 4.

No.	Narration of the Principle	Y/N	Policy which upholds the principle
P1	Businesses should conduct and govern themselves with integrity, and in a manner ethical, transparent and accountable.	Y	Code of Ethics Code of Fair Disclosures Whistle Blower Policy Related Party Transaction Policy
P2	Businesses should provide goods and services in a manner that is sustainable and safe	Y	There is no explicitly spelt out policy. But adherence to quality and safety standards is part of DNA of the company
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains.	Y	HR Policy (in house) and practices which promotes and encourages skill development on a continuous basis. Welfare measures like providing free / subsidised education and healthcare at plant site. Remuneration Policy which aims to make the compensation package comparable to the best in the industry,
P4	Businesses should respect the interests of, and be responsive to all its stakeholders	Y	Whistleblower Policy Related Party Transaction Policy, Dividend Distribution Policy, Code of Ethics, Stakeholder Relationship Committee overseas prompt attention and action on Investor Grievances.
P5	Businesses should respect and promote human rights.	Y	The personnel policies (in-house) and the practices actively uphold and encourage valuing human rights and treating all human beings with dignity and respect.
P6	Businesses should respect and make efforts to protect and restore the environment	Y	The company strictly adheres to all the norms and prescriptions of the environment laws. It also engages in its quest for better and more efficient emission controls.



P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	Y	The Company has not taken any major initiative in influencing public and regulatory policy.
P8	Businesses should promote inclusive growth and equitable development.	Y	The CSR efforts, guided by the CSR Policy are aimed at contributing to inclusive growth of the community in which the company operates.
P9	Businesses should engage with and provide value to their customers in a responsible manner.	Y	The company recognises that responsible behaviour with customers is vital for survival and growth of the company. This is a standard practice

SECTION C: FINANCIAL DETAILS

The details required in the SEBI format for BRR are already available in the Financial Statements and the Report on CSR Activities.

SECTION D: OTHER DETAILS

1	Does the Company have any Subsidiary Company/ Companies?	Two Subsidiary Companies-1.NCL Guangzheng Structures Ltd. Yet to commence operations.2. Tern Distilleries (P) Ltd (TDPL) which is acquired from a wholly owned subsidiary of United Spirits Ltd, (USL) Bangalore and became 100% Subsidiary of NCL.
2	Do the Subsidiary Company/ Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	Not yet, since operations are yet to commence.
3	Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	The Company has not made any enquiry or efforts in this respect.

SECTION E: BR INFORMATION

1	Details of Director/ Directors responsible for BR	The Company has not specifically made any single Director responsible, since it believes that all the Executive and Non Executive Directors are responsible for the BR
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2. Principle-wise (as per NVGs) BR Policy / policies

The National Guidelines on Responsible Business Conduct (NGRBC), which replaced the National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released 9 principles by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility (BR). The brief particulars of BR are as under:

Principle 1: Businesses should conduct and govern themselves with ethics, Transparency and Accountability

Principle 2: Businesses should provide Products and services that are safe and contribute to sustainability throughout their life cycle

Principle 3: Businesses should promote the well-being of all employees

Principle 4: Businesses should respect the interests of and be responsive towards all Stakeholders.

Principle 5: Businesses should respect and promote Human Rights

Principle 6: Businesses should respect, protect and make efforts to restore the Environment

Principle 7: Businesses, when engaged in influencing Public and regulatory policy should do so in a responsible manner

Principle 8: Businesses should support Growth and equitable development

Principle 9: Businesses should engage with and provide value to their Value to customers and consumers

The nine principles enunciated in the NGRBC have been included in this Report

(a) Details of compliance (Reply in Y/N)

No.	Questions	P1 P7	P2 P8	P3 P9	P4	P5	P6
1	Do you have a policy / policy for BR	The company has the following policies in place in which we believe conform to the principles listed in Section A 1.Code of Business Conduct and Ethics 2. Whistle Blower 3. Related Party Transactions 4. Corporate Social Responsibility 5. Dividend Distribution 6. Code of fair disclosures on UPSI information 7. Insider Trading Code					
2	Has the policy being formulated in consultation with the relevant stakeholders?	Wherever possible and found desirable, this has been done.					
3	Does the policy conform to any national / international standards?	This aspect has not been examined by the company. Most policies have been framed on the basis of what the Board and senior management thought fit to adopt.					
4	Has the policy been approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	The policies listed in Item 1to5 have been approved by the Board. The other policies and procedures are formulated in house by the management depending on the needs of the organization.					
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	No. The Audit Committee generally oversees the policies. The CSR Committee overseas the CSR activities.					
6	Indicate the link for the policy to be viewed online?	www.nclind.com, under the head "INVESTORS"					
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	The details have been displayed in the Company's website. Wherever the company felt desirable that a particular set of stakeholders should be informed, it has been communicated to them.					
8	Does the company have in-house structure to implement the policy/ policies.	No formal structure.					
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	No formal mechanism exists. However, no grievance received is left unattended.					
10	Has the company carried out independent evaluation of the working of this policy by an internal or external agency?	No					

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.	No such formal frequency is designed. However, the Board or Committee reviews the policies whenever warranted or prescribed by the Statute.
(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	No

SECTION F: PRINCIPLE-WISE PERFORMANCE

The Company had neither the occasion nor necessity to evaluate the principle-wise performance since the principles are general in nature, and form a part of the DNA of the Company. Whenever any violation of these principles is brought to the notice of the company, the matter is investigated and corrective action taken.



ANNEXURE - C

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company's performance during the year ended 31st March, 2021 and the Management's view on future outlook are detailed below:

A. INDUSTRY STRUCTURE AND DEVELOPMENT

Your Company has five operating Divisions with Cement being the major revenue contributor. The Industry Structure and Developments in respect of each of the Divisions are briefly discussed below:

Cement

India the second largest cement producer recorded a capacity of nearly 545 million tons (MT) in FY 2020. Out of this, 98% lies with the private sector. Cement is indispensable for building and construction work and cement industry is considered one of the vital constituents of the country's economy. Being a major input along with steel in the construction of houses, roads and other buildings and other infrastructure projects, the fortunes of the cement industry are closely linked with the progress of infrastructure industry. Demand for housing is driven by income growth while infrastructure development largely depends on both state and central government expenditure.

The outlook of the cement industry has been encouraging, given the importance accorded by successive governments to infrastructure and housing.

The Union and State Governments alike have embarked upon major projects in housing, irrigation, roads and highways, ports and railway. These are major demand drivers for cement. Industrial and housing projects in the private sector through individual and institutional initiatives also supplement the demand. Even though the cement industry like many sectors faced the impact of the Covid 19 pandemic, it is expected that the demand will pick up in the medium and long run.

Ready Mix Concrete (RMC)

RMC is a natural adjunct to the cement industry. Over the past decade, more and more cement manufacturers have been opting for setting up their in-house RMC units as an outlet for their main product of cement, and also to retain and propagate their brand image. RMC is also eco-friendly as it reduces the noise and air pollution because mixing is done in closed chamber as compared to site mix concrete. The relatively low shelf life of RMC – 3 to 5 hours- imposes severe restrictions on the distance between the end user and plant site. In spite of this handicap, RMC industry is likely to witness a steady growth in the next few years.

Boards

Your Company is the only manufacturer of Cement Bonded Particle Boards (CBPB) in the country, marketed under the brand name Bison Panel. Bison Panels are normally used for construction of prefab structures and have been extensively used in the infrastructure and housing sectors. In recent time several new and innovative applications are being found for the Bison Boards, like false ceilings, kitchen platforms, fixed furniture, etc. enhancing the demand potential.

Your company is manufacturing these panels at three different locations having a total installed capacity of 90,000 Mt per annum are performing satisfactorily.

Hydel Energy (Small Hydro)

In India, hydro projects up to 25 MW station capacities have been categorized as Small Hydro Power (SHP) projects. The estimated potential for power generation in the country from such plants is about 20,000 MW. Projects in this segment, in which your company is operating, are normally economically viable. However, the viability is dependent upon the release of water in the reservoirs by the Government. With an installed capacity of 15.75 MW your company is a marginal player in this field.

B OPPORTUNITIES AND THREATS

The continued focus of the Central and State Governments on infrastructure projects offer an ongoing opportunity to cement manufacturers. As already mentioned, the thrust given by the Governments for infrastructure development is a demand driver, and a major opportunity. Recently Housing and Urban Affairs Ministry launched digital platforms of real estate bodies CREDAI and NAREDCO to market residential properties for affordable rental housing scheme for migrants which is a boon to housing industry.

As indicated in the foregoing paragraphs, the second wave of COVID 19 pandemic adversely impacted the domestic cement sales in the 1st quarter of FY 2020-21 is temporary. Like any other business, the cement industry too faced the brunt of the pandemic. However, since there are no accurate studies on how long the ongoing pandemic will last and its term impact on the life styles and economy on the long run, the uncertainty poses a threat.

The company's products being building materials, the Boards Division is also likely to share the opportunities and threats

as detailed above. The emergence of alternative and new products to the boards division and the resultant competition continues to be a challenge requiring constant attention. The company introduced sandwich panel boards as an add on product to bison panel to improve its sales.

Your Company is a relatively small player in the Hydel Energy and RMC segments. As of now these divisions do not constitute a significant part of the company's overall activity.

C SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS AS COMPARED TO THE PREVIOUS YEAR

During the year under review no significant changes in key financial ratios as compared to the previous year. Close monitoring on debtors reduced the debtors' turnover ratio during the year under review. Key Ratios are as under:

S.No	Ratios	2020-21	2019-20	% of Change
1	Inventory Turnover Ratio	14.92	9.81	52.08*
2	Interest coverage Ratio	14.05	4.64	203
3	Current Ratio	1.16	1.00	16
4	Debt Equity Ratio	0.44	0.43	2.33
5	Return on investment (%)	23.79	12.11	96
6	Debtors Turnover Ratio	12.03	9.13	31.76*
7	Net Profit Margin (%)	7.64	3.85	98
8	Operating Profit Margin (%)	12.79	7.68	66.54

* Higher demand and turnover resulted in more efficient ratios in inventories and debtors.

D. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE.

The performance of the various segments during the period under review is as follows:

Segments	%age contribution to total turnover	Quantity of production	Gross Turnover (Rs. Lakhs)	Segment Profit before Interest & Tax (Rs. Lakhs)
Cement	86.94	24,04,035 Mt	1,68,139.14	24,097.28
Boards	6.81	58,690 Mt	13,181.29	973.34
Energy	0.40	37.06 MU	769.44	405.16
Ready Mix Concrete	5.24	2,30,909 (Cu.Mtrs)	10,138.75	551.49
Readymade Doors	0.61	6,646 (Nos)	1,172.23	(1,201.88)

E. OUTLOOK

As already stated earlier, the outlook for the cement and building materials industry looks promising medium term despite the uncertainty caused by second wave of COVID 19 in the short term.

F. RISKS AND CONCERNS.

Your Company does not perceive any serious risks and concerns apart from the normal business risks connected with the industries in which it operates. The recent outbreak of Covid-19 has made a severe challenge and has altered the outlook for the country. Real estate sector in India, which was struggling to re-emerge from the turbulence of structural changes, is now set to witness major fallout. It is a major concern to building material industry.

G. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY.

The Company has proper and adequate systems for internal controls in place. The Company has appointed independent Internal Auditors to conduct the internal audit across all plant locations whose reports are regularly monitored by the management. Statutory Auditors of the company independently examine the adequacy of the internal control procedures commensurate with the size of the company. Both these Auditors attend the audit committee meetings and express their opinion on issues of concern. The Management continuously reviews the internal control systems and procedures to ensure orderly and efficient conduct of business. Emphasis on internal controls prevails across functions and processes covering the entire gamut of activities including finance, supply chain, sales, distribution, marketing etc.

H. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.

This aspect has been covered in the analysis of the Segment-wise performance in the previous paragraphs.

I. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.

The senior management team has been strengthened with the recruitment of additional personnel to provide leadership below the executive director level. Systematic training in site operational control and management are imparted regularly to ensure efficient execution. The Company has cordial relations with employees and staff. As on 31st March 2021, the company has 922 employees working in its factories and various offices.

J. CAUTIONARY STATEMENT

Some of the statements made in this Report are forward looking, based on the perceptions and views of the management. The projections or expectations are subject to market uncertainties and vicissitudes. Shareholders and investors are advised to form their own opinion, and management assumes no responsibilities for the variances if any in the actual scenario emerging.

ANNEXURE - D

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

[Pursuant to section 135 of the Companies Act, 2013 and Rule 10 (ii) of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief Outline of Company's CSR Policy:

NCL Industries Limited (NCL) is conscious that it is an integral part of the society at large, and it has a responsibility to contribute to the general welfare of the society to which it belongs. Right from its inception, NCL has been actively engaged in efforts to improve the quality of life in the contiguous localities. The Policy covers current as well as proposed CSR activities to be undertaken by the company and is in alignment with Schedule VII of the Act. The CSR activities undertaken / propose to be undertaken in various sectors are for Medical and healthcare, Education, Village Infrastructure development, cleanliness and hygiene

2. Composition of CSR Committee

The CSR Committee comprises the following members:

Name of the Director	Status	Designation	No. of meetings of CSR Committee held during the year	No. of meetings of CSR Committee attended during the year
Dr.R.Kalidas	Independent Director	Chairman	1	1
Lt.Gen (Retd) T A DCunha	Independent Director	Member	1	1
Mr. K.Gautam	Joint Managing Director	Member	1	1

3. Details of Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company at the link <https://www.nclind.com/csr policy>

4. This company is not required to provide the details of Impact assessment of CSR projects.

5. The amount available for set off in pursuance of sub-Rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 for the succeeding years is as follows:

Financial Year	Mandatory CSR Expenditure Rs (in Lakhs)	Actual CSR Expenditure Rs.(in Lakhs)	Excess Available for set off Rs.(in Lakhs)
2018-19	140.49	196.80	56.31
2019-20	139.13	215.50	76.37
2020-21	136.34	161.53	25.19
Total available for set off in FY 2021-22			157.87

There was no need to avail any set off of the previous years during the year under review

6. Average net profits of the company for last three financial years

Financial Year	Net Profits (Rs.in Lakhs) (Under Section 198 of the Companies Act,2013)
2017-18	7436.91
2018-19	6022.23
2019-20	6991.20
Average	6816.78

7. a) Two percent of average net profit of the Company as per Section 135(5) – Rs.136.34 Lakhs

b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years- Nil since there were no income generating projects

c) Amount required to be set off for the financial year, if any – Nil. There was no need to avail this.

d) Total CSR obligation for the financial year (7a+7b-7c). – Rs.136.34 Lakhs



8. (a) CSR amount spent or unspent for the financial year 2020-21:

Total Amount Spent for the Financial Year (In Rs) Rs. 161.53 lakhs	Amount Unspent (In Rs) Nil	
	Total Amount transferred to Unspent CSR Account as per section 135(6). Nil	Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) Nil.

(b) Details of CSR amount spent against ongoing projects for the financial year 2020-21: Not Applicable

(c) Details of CSR amount spent against other than ongoing projects for the financial year 2020-21:

S.No	Name of the Project	Items from the List of activities in Sch VII to the Act	Local Area (Yes / No)	Location of the Project	Amt Spent for the Project (Rs.In lakhs)	Mode of Implementation - Direct (Yes / No)	Mode of Implementation - Through Implementing Agency	
1	Normal revenue and operating expenses for NCL High School & NCL Junior College	Promotion of Education including special education	Yes	Mattapalli(V), Suryapet district, Telangana State	133.58	Yes	Name NA	CSR Regn No NA
2	Revenue & Operating Expenses for Sri. K Ramachandra Raju Health Center	Medical and Health care	Yes	Mattapalli(V), Suryapet district, Telangana State	21.80	Yes	NA	NA
3	Village Development Construction of Toilets, erection of street lights etc.	Rural Development Projects	Yes	Mattapalli(V), Suryapet district, Telangana State	6.15	Yes	NA	NA

(d) Amount spent in Administrative Overheads: - Nil

(e) Amount spent on Impact Assessment, if applicable: - Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): - Rs.161.53 Lakhs

(g) Excess amount for set off, if any – Rs.25.19 Lakhs

S.No	Particular	Amount (Rs.in Lakhs)
i)	Two percent of average net profit of the company as per section 135(5)	136.34
ii)	Total amount spent for the Financial Year 2020-21	161.53
iii)	Excess amount spent for the financial year [(ii)-(i)]	25.19
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	25.19

9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year - Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)

Not Applicable

K.Ravi Managing Director Din:00720811	Dr.R.Kalidas Chairman-CSR Committee Din:02204518	Date :13/08/2021 Place: Hyderabad
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ANNEXURE - E

Particulars of employees who have been in receipt of the remuneration envisaged by Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel)

Name:	Mr. K. Ravi
Age	67 years
Qualification	Diploma in Electrical Engineering with specialization in Power Stations network and systems.
Designation:	Managing Director
Date of commencement of employment	Since 11 th January 2003
No. of year of experience	over 43 years
Remuneration	Rs. 677.46 lakhs Per Annum *
Last employment held	Managing Director of NCL Energy Ltd.
Nature of employment	As per the terms approved by the shareholders
Percentage of equity shares held in the company (as on 13/08/2021)	5.02%

Notes:

*Remuneration as shown above includes salary and other allowances in terms of his appointment.

For and on behalf of the Board

Kamalesh Gandhi
Chairman

Date: 13th August, 2021

Registered Office:
7th Floor, 'NCL Pearl'
Near Rail Nilayam,
S D Road, Secunderabad -500026.



ANNEXURE - F

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED March 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor,
Opp Hyderabad Bhavan, East Marredpally
Secunderabad-500026

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NCL Industries Limited (hereinafter called the company) bearing CIN L33130TG1979PLC002521. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2021 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable during the audit period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz :

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amended from time to time
- (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') to the extent applicable during the Audit Period.
- (e) The Securities Exchange Board of India (share based Employee benefits) Regulations 2014. **(Not applicable during the audit period).**
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable during the audit period).**
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not applicable to the Company during the audit period
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable to the Company during the audit period**

vi) Other applicable laws including the following

- 1. Factories Act, 1948
- 2. Industrial Disputes Act 1947
- 3. Payment of wages Act 1936
- 4. The Minimum wages Act 1948
- 5. Employees state insurance Act 1948
- 6. Employees Provident Funds and Miscellaneous Provisions Act 1952
- 7. Payment of Bonus Act 1965
- 8. Payment of gratuity Act 1972
- 9. Contract Labour (Regulation & Abolition) Act, 1970
- 10. Maternity Benefit Act 1961
- 11. Equal Remuneration Act.
- 12. Environment Protection Act 1986
- 13. Explosives Act 1884
- 14. Indian Boilers Act 1923
- 15. Mines Act 1952 & Mines and Minerals (Development & Regulations) Act, 1957
- 16. Legal Metrology Act 2009
- 17. Income Tax Act 1961, GST Act
- 18. Cement Quality Control Order 2003
- 19. Electricity Act 2003
- 20. Air (Prevention & control of pollution) Act 1981 and water (Prevention & control of Pollution) Act 1974

I report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory audit and by other designated professionals.

I have also examined compliance with the applicable clauses of the following

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange and Bombay Stock Exchange,

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- 1. The Company paid the penalty imposed by NSE under Regulation 44(3) of SEBI (LODR) Regulations, 2015 under protest regarding delay in filing voting results within 48 hours of conclusion of postal ballot.
- 2. There was delay in filing of MGT-7 and AOC-4(XBRL) forms with the Registrar of Companies and the delay was informed due to lockdowns imposed on account of COVID-19

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. The Changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act

Adequate notice is given to all directors to schedule the Board

Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the Board and Board committees I noticed that all the decisions were carried through unanimously.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no other specific events /actions in pursuance of the above referred laws, rules, regulations, guidelines etc. having major bearing on the Company's affairs.

This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report

**For A.J.Sharma & Associates
Company Secretaries**

A.J.Sharma
FCS-2120, CP-2176
UDIN: F002120C000705790

Place: Hyderabad
Date: 29th July 2021



ANNEXURE - A

To,

The Members,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor,
Opp Hyderabad Bhavan, East Marredpally
Secunderabad-500026

My report of even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Account of the Company
4. Wherever required I have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules and regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

**For A.J.Sharma & Associates
Company Secretaries**

A.J.Sharma
FCS-2120, CP-2176
UDIN: F002120C000705790

Place: Hyderabad

Date: 29th July 2021

Certificate

To,

The Members,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor, Opp Hyderabad Bhavan, East Marredpally
Secunderabad-500026

Certificate under Schedule V (C) (10)(i) of SEBI (Listing Obligations and Disclosure Requirements), 2015

We A.J.Sharma & Associates, Practicing Company Secretaries, have examined the records, books and papers of NCL Industries Limited (CIN: L33130TG1979PLC002521) having its registered office at 10-3-162, NCL Pearl, 7th Floor, Opp Hyderabad Bhavan, East Marredpally, Secunderabad-500026, Telangana State, India (the Company) as required to be maintained under the Companies Act, 2013, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable rules and regulations made there under for the Financial year ended 31st March 2021.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations and representation furnished to us by the company, its officers and agents, we certify that none of the following Directors of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority as on 31st March 2021.

S.No	Name of the Director	Designation	DIN	Date of appointment in the Company
1.	Kamlesh Suresh Gandhi	Independent Director	00004969	14/06/2008
2.	Kalidas Raghavapudi	Independent Director	02204518	14/08/2020
3.	Vuppapathi Raju Sitarama	Independent Director	00101405	11/11/2016
4.	Trevor Aloysius D'Cunha	Independent Director	07207066	14/08/2020
5.	Vinodrai Vachhraj Goradia	Director	00040369	28/09/1990
6.	Pooja Kalidindi	Director	03496114	01/02/2020
7.	Narasimha Raju Penmetsa	Director	01765409	12/04/2006
8.	Ashven Datla	Director	01837573	01/06/2011
9.	Mrs Roopa Bhupatiraju	Whole Time Director	01197491	30/05/2014
10.	Kalidindi Ravi	Managing Director	00720811	11/01/2008
11.	Gautam Kalidindi	Executive Director	02706060	27/07/2009
12.	Gurunadha Prasad Gnana Venkata Satya Nimmagadda	Executive Director & CFO	07515455	30/05/2016
13.	Sudha Reddy Punuru	Woman Director (Independent)	02128148	04/01/2021

The eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company

**For A.J.Sharma & Associates
Company Secretaries**

A.J.Sharma
FCS-2120, CP-2176
UDIN: F002120C000705867

Place: Hyderabad

Date: 29th July 2021



ANNEXURE - G

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

(Information pursuant to Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014)

A. Conservation of Energy:

The following are the steps taken on conservation of energy and its impact:

- Improvement of raw mix design and continuous operation of pyro-process led to higher outputs which resulted in reduction of specific energy consumption.
- Reduction in specific power consumption of cement mills (ball mills) by optimizing the operations.
- Improvement of Raw Mill output by using high efficiency fan and optimizing the VRM operations reduced the specific power consumption.
- Installation of high efficiency process fans to reduce the energy consumption.
- Installation of Variable Frequency Drives (VFDs) for process fans to reduce the electrical energy consumption.
- Replacement of normal lights with LED lights to conserve electrical energy.
- Implementation of Waste heat recovery power project
- Installation of Solar Power systems wherever feasible

B. Technology Absorption:

The Company is continuously endeavoring to upgrade its technology from time to time in all aspects through in-house R&D with a primary aim of improving the quality and reduction of cost of production. The Company has successfully achieved results in reducing the cost of production, improved technical efficiencies and productivity.

C. Foreign Exchange Earnings and Outgo:

Rs. In Lakhs			
Sl. No.	Particulars	For the year 2020-21	For the year 2019-20
1	Earnings	37.20	53.60
2	Outgo	976.89	1584.43

ANNEXURE - H

Form No. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2021

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

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L33130TG1979PLC002521
ii)	Registration date	10 th September, 1979
iii)	Name of the Company	NCL Industries Limited
iv)	Category/Sub category of the Company	Company limited by Shares/Indian
	Non-Government Company	
v)	Address of the Registered office and contact details	10-03-162, NCL Pearl, 7 th Floor, Near Rail Nilayam, Opp.Hyderabad Bhawan, S.D.Road, Secunderabad – 500 026. Telangana State, India. Tel No : (040) 30120000 Email : cs@nclind.com Website : www.nclind.com
vi)	Whether listed Company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Venture Capital & Corporate Investment (P) Ltd 12-10-167 (MIG), Bharat Nagar, Hyderabad – 500 018. Tel No : (040) 23818475 / 76 & 23868023 Fax No : (040) 2386 8024 email id: info@vccipl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 percent or more of the total turnover of the Company are as stated below :

Sl. No.	Name and Description of main products/services	NIC Code of the product / service	Percentage to total turnover of the Company
1	OPC/PPC/53 S Cement	2523	86.94
2	Plain and laminated Cement Bonded Particle Boards	44	6.81



III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NCL Guangzheng Structures Ltd	U45400TG2019PLC136286	Subsidiary	100	
2	Tern Distilleries Pvt.Ltd	U15532TG1999PTC031318	Subsidiary	100	

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year (As on 31-03-2021)				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters & Promoter Group									
(1) Indian									
a) Individual/ HUF	17702097	0	17702097	39.13	18796336	0	18796336	41.55	2.42
b) Central Govt/ State Govt(s)	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	1415109	0	1415109	3.13	1134971	0	1134971	2.51	(0.62)
d) Financial Institutions/Banks	0	0	0	0	0	0	0	0	0
e) Any Others (PAC)	0	0	0	0	0	0	0	0	0
f) Trust	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	19117206	0	19117206	42.26	19931307	0	19931307	44.06	1.8
(2) Foreign									
a) Individuals - (Non-Resident In- dividuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
b) Other –Individ- uals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / Finan- cial Institutions	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter A)=(A) (1)+(A)(2)	19117206	0	19117206	42.26	19931307	0	19931307	44.06	1.8

(B) Public Shareholding									
1 Institutions									
a) Mutual Funds / UTI	3242109	2750	3244859	7.17	1106281	2750	1109031	2.45	(4.72)
b) Financial Institutions/ Banks	71058	8450	79508	0.18	7544	8450	15994	0.04	(0.14)
c) Central Gov-ernment /State Government(s)	0	7000	7000	0.02	0	7000	7000	0.02	0
b) Venture Capital Funds	0	0	0	0	0	0	0	0	0
c) Alternate Investment Funds	1710991	0	1710991	3.78	0	0	0	0	(3.78)
d) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
e) Foreign Portfolio Investors – Individual (FPI)	0	0	0	0	0	0	0	0	0
f) Foreign Portfolio Investors – Corporate (FPI)	1031331	0	1031331	2.28	86024	0	86024	0.19	(2.09)
g) Insurance Companies/ Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0	0
Any Other									
Foreign Institution-al Investors	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor-Corporate	0	0	0	0	0	0	0	0	0
Foreign Bodies Corp	0	0	0	0	0	0	0	0	0
Foreign Nation	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	6055489	18200	6073689	13.43	1199849	18200	1218049	2.70	(10.73)





B(2) Non-Institutions									
i) Individual shareholders holding nominal share capital upto Rs.1 Lakh	8593191	1149913	9743104	21.54	10694498	1135961	11830459	26.15	4.61
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	6882154	31909	6914063	15.29	8963972	31909	8995881	19.89	4.60
Any Other									
a) Bodies Corporates	1992897	6445	1999342	4.42	1358519	6415	1364934	3.02	(1.40)
b) Clearing Member	137032	0	137032	0.30	275971	0	275971	0.61	0.31
c) Trust	5864	0	5864	0.01	3750	0	3750	0.01	0
d) NRI'S	447756	295	448051	0.99	819355	295	819650	1.81	0.82
e) IEPF Authority	794439	0	794439	1.75	792789	0	792789	1.75	0
Sub-Total(B)(2)	18853333	1188562	20041895	44.31	22908854	1174580	24083434	53.24	8.93
Total Public Shareholding B = (B)(1)+(B)(2)	24908822	1206762	26115584	57.74	24108703	1192780	25301483	55.94	(1.80)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	44026028	1206762	45232790	100.00	44040010	1192780	45232790	100.00	0

Annexure(s) to the Director's Report

ii) Shareholding of Promoters:

Sl. No.	Shareholding at the beginning of the year				Shareholding at the end of the year 31.03.2021			
	Shareholders Name	No of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	% change in shareholding during the year
1	KALIDINDI MADHU HUF	1660	0.00	0	1660	0.00	0	0.00
2	NIRHMAL V GORADIA GEETA GORADIA	89463	0.20	0	89463	0.20	0	0.00
3	GEETA GORADIA NIRHMAL V GORADIA	136315	0.30	0	139015	0.31	0	0.01
4	MEENA SHAH	12430	0.03	0	12474	0.03	0	0.00
5	ASHWIN GORADIA BHARTI GORADIA	85394	0.19	0	86859	0.19	0	0.00
6	VINODRAI V GORADIA CHARULATA V GORADIA	575702	1.27	0	586202	1.30	0	0.03
7	MEERA BIMAL GORADIA BIMAL V GORADIA	119549	0.26	0	122735	0.27	0	0.01
8	BIMAL V GORADIA MEERA B GORADIA	303080	0.67	0	323210	0.71	0	0.04
9	G JYOTHI	166992	0.37	0	166992	0.37	0	0.00
10	KANUMILLI MALATHI	8493	0.02	0	8493	0.02	0	0.00
11	ASHVEN DATLA	1070705	2.37	6.58	1690955	3.74	4.17	1.37
12	KALIDINDI RAVI	2430178	5.37	0	2589482	5.72	0	0.35
13	MADHU KALIDINDI	635887	1.41	0	635887	1.41	0	0.00
14	BHARTI GORADIA ASHWIN GORADIA	48441	0.11	0	53191	0.12	0	0.01
15	PENUMATSA SATYANARAYANA RAJU	61634	0.14	0	82338	0.18	0	0.04
16	VALLI P	2575	0.01	0	2575	0.01	0	0.00
17	PENMETCHA RAMALINGA RAJU	34900	0.08	0	35275	0.08	0	0.00
18	K ANURADHA	874223	1.93	0	888473	1.96	0	0.03
19	N JANAKI	45155	0.10	0	45155	0.10	0	0.00
20	GORADIA CHARULATA GORADIA VINODRAI VACHHARAJ	334238	0.74	0	344738	0.76	0	0.02





21	UTKAL B GORADIA BIMAL V GORADIA	70569	0.16	0	91016	0.20	0	0.04
22	PENMETSA NARASIMHA RAJU	1173619	2.59	39.2	1190010	2.63	72.27	0.04
23	PENMETSA VARA LAKSHMI	350355	0.77	17.13	350355	0.77	93.05	0.00
24	G V V R P VARMA	72445	0.16	0	0	0.00	0	-0.16
25	VENKATA SATYA PADMAVATHI GOTTUMUKKALA SUVARNA ALLURU SUREKHA GOTTUMUKKALA	0	0.00	0	72445	0.16	0	0.16
26	MADHAVI PENUMASTA	83283	0.18	0	92352	0.20	0	0.02
27	KANUMILLI SUDHEER	77710	0.17	0	79115	0.17	0	0.00
28	GAUTAM KALIDINDI	1280824	2.83	0	1287330	2.85	0	0.02
29	KALIDINDI SHILPA	2760833	6.10	0	2760833	6.10	0	0.00
30	SRIDHAR BHUPATIRAJU	204642	0.45	0	204642	0.45	0	0.00
31	HARINI GOKUL	30011	0.07	0	10011	0.02	0	-0.05
32	S GOKUL	80663	0.18	0	81638	0.18	0	0.00
33	POOJA KALIDINDI	1363450	3.01	0	1419703	3.14	0	0.13
34	G.T.SANDEEP	233122	0.52	0	233122	0.52	0	0.00
35	VEGESANA SAILAJA	10650	0.02	0	10765	0.02	0	0.00
36	K MALLIKA	36263	0.08	0	36263	0.08	0	0.00
37	ROOPA BHUPATIRAJU	2237695	4.95	0	2268038	5.01	0	0.06
38	DIVYA PENUMACHA	313521	0.69	0	409021	0.90	0	0.21
39	DITI ASHWIN GORADIA	30000	0.07	0	30000	0.07	0	0.00
40	NISHI ASHWIN GORADIA	30000	0.07	0	30000	0.07	0	0.00
41	BHUPATIRAJU SUBBA RAJU	132011	0.29	0	141088	0.31	0	0.02
42	SAI SREEDHAR KANUMILLI	8192	0.02	0	8192	0.02	0	0.00
43	PADMA GOTTUMUKKALA	85225	0.19	0	85225	0.19	0	0.00
44	BLUE VALLEY DEVELOPERS (P) LTD	205658	0.45	0	205658	0.45	0	0.00
45	NCL HOMES LTD	195951	0.43	0	215813	0.48	0	0.05
46	NCL HOLDINGS (A&S) LIMITED	1000000	2.21	0	700000	1.55	0	-0.66
47	VIKRAM CHEMICALS PVT LTD	13500	0.03	0	13500	0.03	0	0.00

Change in Promoter's Shareholding :

Shareholding at the beginning of the year			Date wise increase / Decrease in Pro- moters Shareholding during the year			Cumulative Shareholding during the year	
Shareholder's name	No. of shares	% of total shares of the company	Date	Reason for increase / de- crease (e.g. allotment / transfer / bonus / sweat equity etc.)	No. of shares	Total No. of shares held	% of total shares of the Compa- ny
KALIDINDI RAVI	2430178	5.37	03-04-2020	Purchase	14036	2444214	5.40
			28-08-2020	Purchase	2000	2446214	5.41
			01-09-2020	Purchase	7700	2453914	5.43
			03-09-2020	Purchase	14800	2468714	5.46
			10-09-2020	Purchase	19815	2488529	5.50
			11-09-2020	Purchase	15000	2503529	5.53
			11-09-2020	Purchase	24540	2528069	5.59
			22-09-2020	Purchase	5000	2533069	5.60
			23-09-2020	Purchase	4300	2537369	5.61
			24-09-2020	Purchase	5000	2542369	5.62
			25-09-2020	Purchase	1000	2543369	5.62
			30-09-2020	Purchase	3000	2546369	5.63
			05-10-2020	Purchase	4600	2550969	5.64
			09-10-2020	Purchase	3576	2554545	5.65
			17-11-2020	Purchase	27476	2582021	5.71
			27-11-2020	Purchase	1391	2583412	5.71
			24-02-2021	Purchase	3000	2586412	5.72
			04-03-2021	Sale - Inter-se transfer	(1000)	2585412	5.72
			15-03-2021	Sale - Inter-se transfer	(1000)	2584412	5.71
			30-03-2021	Purchase	5070	2589482	5.72
ROOPA BHUPATIRAJU	2237695	4.95	05-10-2020	Purchase	5000	2242695	4.96
			25-11-2020	Purchase	15343	2258038	4.99
			26-11-2020	Purchase	10000	2268038	5.01
POOJA KALIDINDI	1363450	3.01	01-09-2020	Purchase	4800	1368250	3.02
			03-09-2020	Purchase	7500	1375750	3.04
			24-09-2020	Purchase	2100	1377850	3.05
			05-10-2020	Purchase	12398	1390248	3.07
			18-11-2020	Purchase	14953	1405201	3.11
			19-11-2020	Purchase	12047	1417248	3.13
			26-11-2020	Purchase	2455	1419703	3.14
GAUTAM KALIDINDI	1280824	2.83	03-04-2020	Purchase	6506	1287330	2.85
PENMETSA NARASIMHA RAJU	1173619	2.59	23-11-2020	Purchase	16391	1190010	2.63





ASHVEN DATLA	1070705	2.37	03-04-2020	Purchase	8201	1078906	2.39
			09-04-2020	Purchase	1799	1080705	2.39
			24-08-2020	Purchase	32000	1112705	2.46
			25-08-2020	Purchase	130	1112835	2.46
			28-08-2020	Purchase	20400	1133235	2.51
			31-08-2020	Purchase	114989	1248224	2.76
			01-09-2020	Purchase	98000	1346224	2.98
			03-09-2020	Purchase	92236	1438460	3.18
			04-09-2020	Purchase	4764	1443224	3.19
			08-09-2020	Purchase	2500	1445724	3.20
			17-11-2020	Purchase	20000	1465724	3.24
			02-12-2020	Purchase	25245	1490969	3.30
			23-12-2020	Purchase	21000	1511969	3.34
			24-12-2020	Purchase	76000	1587969	3.51
			28-12-2020	Purchase	18000	1605969	3.55
			16-02-2021	Purchase	17700	1623669	3.59
			18-02-2021	Purchase	18486	1642155	3.63
			03-03-2021	Purchase	17300	1659455	3.67
			30-03-2021	Purchase	19000	1678455	3.71
			31-03-2021	Purchase	12500	1690955	3.74
NCL HOLDINGS (A&S) LIMITED	1000000	2.21	12-11-2020	Sale - Inter-se transfer	(50437)	949563	2.10
			13-11-2020	Sale - Inter-se transfer	(17368)	932195	2.06
			17-11-2020	Sale - Inter-se transfer	(51233)	880962	1.95
			19-11-2020	Sale - Inter-se transfer	(16391)	864571	1.91
			23-11-2020	Sale - Inter-se transfer	(16468)	848103	1.87
			24-11-2020	Sale - Inter-se transfer	(15059)	833044	1.84
			25-11-2020	Sale - Inter-se transfer	(2391)	830653	1.84
			26-11-2020	Sale - Inter-se transfer	(1405)	829248	1.83
			27-11-2020	Sale - Inter-se transfer	(29248)	800000	1.77
			22-12-2020	Sale - Inter-se transfer	(76000)	724000	1.60
			24-12-2020	Sale - Inter-se transfer	(24000)	700000	1.55
ANURADHA KALIDINDI	874223	1.93	10-09-2020	Purchase	2000	876223	1.94
			22-09-2020	Purchase	1750	877973	1.94
			24-09-2020	Purchase	5000	882973	1.95
			05-10-2020	Purchase	5500	888473	1.96

VINODRAI V GORADIA	575702	1.27	09-09-2020	Purchase	1702	577404	1.28
			10-09-2020	Purchase	2300	579704	1.28
			11-09-2020	Purchase	998	580702	1.28
			18-11-2020	Purchase	500	581202	1.28
			19-11-2020	Purchase	4500	585702	1.29
			27-11-2020	Purchase	500	586202	1.30
GORADIA CHARULATA VINODRAI	334238	0.74	09-09-2020	Purchase	1000	335238	0.74
			10-09-2020	Purchase	3000	338238	0.75
			11-09-2020	Purchase	1000	339238	0.75
			18-11-2020	Purchase	500	339738	0.75
			19-11-2020	Purchase	4500	344238	0.76
			27-11-2020	Purchase	500	344738	0.76
DIVYA PENUMACHA	313521	0.69	31-08-2020	Purchase	25000	338521	0.75
			01-09-2020	Purchase	2500	341021	0.75
			03-09-2020	Purchase	8500	349521	0.77
			10-09-2020	Purchase	13000	362521	0.80
			11-09-2020	Purchase	10000	372521	0.82
			23-09-2020	Purchase	9500	382021	0.84
			19-11-2020	Purchase	27000	409021	0.90
BIMAL V GORADIA	303080	0.67	03-09-2020	Purchase	5000	308080	0.68
			10-09-2020	Purchase	5130	313210	0.69
			23-09-2020	Purchase	5000	318210	0.70
			25-09-2020	Purchase	1500	319710	0.71
			28-09-2020	Purchase	3500	323210	0.71
NCL HOMES LIMITED	195951	0.43	23-12-2020	Purchase	946	196897	0.44
			24-12-2020	Purchase	18916	215813	0.48
GEETA GORADIA	136315	0.30	25-11-2020	Purchase	1000	137315	0.30
			26-11-2020	Purchase	1700	139015	0.31
SUBBA RAJU BHUPATIRAJU	132011	0.29	03-09-2020	Purchase	2000	134011	0.30
			10-09-2020	Purchase	4000	138011	0.31
			23-09-2020	Purchase	1000	139011	0.31
			01-10-2020	Purchase	500	139511	0.31
			17-11-2020	Purchase	1501	141012	0.31
			26-11-2020	Purchase	76	141088	0.31
MEERA BIMAL GORADIA	119549	0.26	10-11-2020	Purchase	3186	122735	0.27
ASHWIN GORADIA	85394	0.19	18-11-2020	Purchase	1415	86809	0.19
			31-03-2021	Purchase	50	86859	0.19
MADHAVI PENUMASTA	83283	0.18	05-10-2020	Purchase	7000	90283	0.20
			17-11-2020	Purchase	970	91253	0.20
			25-11-2020	Purchase	49	91302	0.20
			04-03-2021	Purchase	1000	92302	0.20
			31-03-2021	Purchase	50	92352	0.20



KANUMILLI SUDHEER	77710	0.17	01-12-2020	Purchase	1405	79115	0.17
UTKAL B GORADIA	70569	0.16	11-09-2020	Purchase	2000	72569	0.16
			23-09-2020	Purchase	7369	79938	0.18
			28-09-2020	Purchase	8000	87938	0.19
			10-11-2020	Purchase	3028	90966	0.20
			30-03-2021	Purchase	50	91016	0.20
SATYANARAYANA RAJU PENMETCHA	61634	0.14	03-09-2020	Purchase	5000	66634	0.15
			07-09-2020	Purchase	4800	71434	0.16
			10-09-2020	Purchase	5000	76434	0.17
			23-09-2020	Purchase	5000	81434	0.18
			26-11-2020	Purchase	904	82338	0.18
BHARTI GORADIA	48441	0.11	04-09-2020	Purchase	750	49191	0.11
			10-09-2020	Purchase	2000	51191	0.11
			11-09-2020	Purchase	2000	53191	0.12
RAMALINGA RAJU PENMATCHA	34900	0.08	17-11-2020	Purchase	375	35275	0.08
MEENA SHAH	12430	0.03	12-03-2021	Purchase	20	12450	0.03
			10-02-2021	Purchase	104	12554	0.03
			16-02-2021	Sale	(60)	12494	0.03
			08-03-2021	Sale	(20)	12474	0.03
VEGESANA SAILAJA	10650	0.02	10-11-2020	Purchase	115	10765	0.02

iv) Shareholding Pattern of top ten Shareholders (other than Promoters, Directors and Holder of GDRs & ADRs) :

Shareholding at the beginning of the year			Increase / Decrease in Shareholding during the year				Cumulative Shareholding during the year	
Shareholder(s)	No of Shares	% of total Shares of the Company	Date	Purchase	Sale	% of total Shares of the Company	No. of Shares (Total)	% of total Shares of the Company
				(P)	(S)			
1) HDFC TRUSTEE CO LTD A/C HDFC HOUSING OPPORTUNITIES FUND-1140D NOVEMBER 2017 (1)	2700000	5.97	30-10-2020	0	77400	0.17	2622600	5.80
			06-11-2020	0	194000	0.43	2428600	5.37
			13-11-2020	0	117724	0.26	2310876	5.11
			20-11-2020	0	34200	0.08	2276676	5.03
			27-11-2020	0	251800	0.56	2024876	4.48
			04-12-2020	0	224000	0.50	1800876	3.98
			11-12-2020	0	491600	1.09	1309276	2.89
			18-12-2020	0	98000	0.22	1211276	2.68
			26-03-2021	0	118000	0.26	1093276	2.42
			31-03-2021	0	6995	0.02	1086281	2.40
2) DOLLY KHANNA *	0	0	18-09-2020	27265	0	0.06	27265	0.06
			19-09-2020	13310	0	0.03	40575	0.09
			25-09-2020	2690	0	0.01	43265	0.10
			30-09-2020	5	0	0.00	43270	0.10
			16-10-2020	31115	0	0.07	74385	0.16
			23-10-2020	29980	0	0.07	104365	0.23
			30-10-2020	43380	0	0.10	147745	0.33
			06-11-2020	5000	0	0.01	152745	0.34
			13-11-2020	92650	0	0.20	245395	0.54
			20-11-2020	43570	0	0.10	288965	0.64
			27-11-2020	13900	0	0.03	302865	0.67
			04-12-2020	21000	0	0.05	323865	0.72
			11-12-2020	159715	0	0.35	483580	1.07
			15-01-2021	7000	0	0.02	490580	1.08
			22-01-2021	25000	0	0.06	515580	1.14
			29-01-2021	3000	0	0.01	518580	1.15
			05-02-2021	11575	0	0.03	530155	1.17
			12-02-2021	40000	0	0.09	570155	1.26
			19-02-2021	10000	0	0.02	580155	1.28
			26-2-2021	76151	0	0.17	656306	1.45
			05-03-2021	37500	0	0.08	693806	1.53
			12-03-2021	22000	0	0.05	715806	1.58
			19-03-2021	26000	0	0.06	741806	1.64
			26-03-2021	26000	0	0.06	767806	1.70
3) SUMANTHA KUMAR REDDY B	283801	0.63	18-12-2020	172500	0	0.38	456301	1.01
			22-01-2021	0	10000	0.02	446301	0.99
4) CHANDRAVADAN DESAI	531768	1.18	13-11-2020	0	32166	0.07	499602	1.10
			26-02-2021	0	58000	0.13	441602	0.98

5) BYNA MURALI *	96000	0.21	24-04-2020	4000	0	0.01	100000	0.22
			15-05-2020	10000	0	0.02	110000	0.24
			22-05-2020	3000	0	0.01	113000	0.25
			05-06-2020	27000	0	0.06	140000	0.31
			12-06-2020	10000	0	0.02	150000	0.33
			21-08-2020	30000	0	0.07	180000	0.40
			28-08-2020	20000	0	0.04	200000	0.44
			04-09-2020	94902	0	0.21	294902	0.65
			11-09-2020	124580	0	0.28	419482	0.93
			18-09-2020	33518	0	0.07	453000	1.00
			11-12-2020	7000	0	0.02	460000	1.02
			26-02-2021	14000	0	0.03	474000	1.05
			05-03-2021	0	10000	0.02	464000	1.03
			12-03-2021	0	50970	0.11	413030	0.91
			26-03-2021	9970	0	0.02	423000	0.94
			31-03-2021	2000	0	0.00	425000	0.94
6) SANGEETHA S	409390	0.91	12-03-2021	0	4192	0.01	405198	0.90
7) MR PRANAY DESAI	275039	0.61	28-08-2020	13824	0	0.03	288863	0.64
8) K JAGDEESH REDDY HUF *	240000	0.53	16-10-2020	17661	0	0.04	257661	0.57
			13-11-2020	10000	0	0.02	267661	0.59
			20-11-2020	0	10000	0.02	257661	0.57
9) P PRABHAKAR REDDY *	0	0.00	28-08-2020	10000	0	0.02	10000	0.02
			11-09-2020	10000	0	0.02	20000	0.04
			18-09-2020	30000	0	0.07	50000	0.11
			25-09-2020	15000	0	0.03	65000	0.14
			09-10-2020	10000	0	0.02	75000	0.17
			23-10-2020	5000	0	0.01	80000	0.18
			01-01-2021	10000	0	0.02	90000	0.20
			08-01-2021	5000	0	0.01	95000	0.21
			15-01-2021	30000	0	0.07	125000	0.28
			22-01-2021	10000	0	0.02	135000	0.30
			29-01-2021	10000	0	0.02	145000	0.32
			05-02-2021	65000	0	0.14	210000	0.46
			12-02-2021	5000	0	0.01	215000	0.48
			26-02-2021	10000	0	0.02	225000	0.50

10) RAKESH BHASIN *	158001	0.35	03-04-2020	0	16999	0.04	141002	0.31
			10-04-2020	0	14878	0.03	126124	0.28
			24-04-2020	0	5000	0.01	121124	0.27
			01-05-2020	0	2150	0.00	118974	0.26
			08-05-2020	0	11799	0.03	107175	0.24
			15-05-2020	0	33685	0.07	73490	0.16
			22-05-2020	0	32259	0.07	41231	0.09
			29-05-2020	0	17200	0.04	24031	0.05
			05-06-2020	0	4060	0.01	19971	0.04
			12-06-2020	0	15600	0.03	4371	0.01
			19-06-2020	0	4371	0.01	0	0.00
			03-07-2020	3737	0	0.01	3737	0.01
			24-07-2020	0	3737	0.01	0.00	0.00
			21-08-2020	93500	0	0.21	93500	0.21
			22-01-2021	31994	0	0.07	125494	0.28
			29-01-2021	9017	0	0.02	134511	0.30
11) SUNDARAM ALTERNATIVE OPPORTUNITIES FUND - NANO CAP SERIES I	1282055	2.83	29-05-2020	0	649603	1.44	632452	1.40
			05-06-2020	0	632452	1.40	0	0.00
SUNDARAM ALTERNATIVE OPPORTUNITIES FUND - NANO CAP SERIES II	397936	0.88	03-04-2020	0	46835	0.10	351101	0.78
			22-05-2020	0	17840	0.04	333261	0.74
			29-05-2020	0	250000	0.55	83261	0.18
			05-06-2020	0	83261	0.18	0	0.00
12) HSBC SMALL CAP EQUITY FUND	500000	1.11	24-07-2020	0	100000	0.22	400000	0.88
			31-07-2020	0	100000	0.22	300000	0.66
			07-08-2020	0	300000	0.66	0	0.00
HSBC INDIAN EQUITY MOTHER FUND	503512	1.11	14-08-2020	0	87000	0.19	416512	0.92
			21-08-2020	0	416512	0.92	0	0.00
13) THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF HSBC INDIA INFRASTRUCTURE EQUITY MOTHER FUND	527819	1.17	14-08-2020	0	91200	0.20	436619	0.97
			21-08-2020	0	436619	0.97	0	0.00

*Not In top ten shareholders as on 01.04.2020, however ceased to be in top ten as on 31.03.2021

v) Shareholding of Directors and Key Managerial Personnel:

Shareholding of Directors:

Sl. No.	Name of Director	Shareholding beginning of the year		Shareholding as at 31 st March, 2021	
		Number of shares	% of total shares of the Company	Number of Shares	% of total shares of the Company
1	Mr. Kamlesh Gandhi	0	0.00	100	0.00
2	Mr. K. Ravi	24,30,178	5.37	25,89,482	5.72
3	Mr. Vinodrai V. Goradia	5,75,702	1.27	5,86,202	1.30
4	Mr. P.N.Raju	11,73,619	2.59	11,90,010	2.63
5	Dr.Kalidas Raghavapudi	0	0	0	0.00
6	Lt.Gen (Retd) T.A.DCunha	1,000	0.00	1,000	0.00
7	Mr. V.Sitarama Raju	1,040	0.00	0	0.00
8	Mr. Ashven Datla	10,70,705	2.37	16,90,955	3.74
9	Mrs. K.Pooja	13,63,450	3.01	14,19,703	3.14
10	Mrs.Rashida Hatim Adenwala (from 30/06/2020 to 29/10/2020)	0.00	0	0.00	
11	Mrs.P.Sudha Reddy (w.e.f. 04/01/2021)	0	0.00	0	0.00
12	Mrs.Roopa Bhupatiraju	22,37,695	4.95	22,68,038	5.01
13	Mr. K.Gautam	12,80,824	2.83	12,87,330	2.85
14	Mr. N G V S G Prasad	100	0.00	100	0.00

Notes:

1. Details of changes in the shareholding during the year are as under :

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. Kamlesh Gandhi	As at 1 st April, 2020	0	0.00
	Purchase	100	0.00
	As at 31 st March, 2021	100	0.00

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. K.Ravi	As at 1 st April, 2020	24,30,178	5.37
	Purchase	1,61,304	0.35
	Sale: Inter-se transfer	(2,000)	0.00
	As at 31 st March, 2021	25,89,482	5.72

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. Vinodrai V.Goradia	As at 1 st April, 2020	5,75,702	1.27
	Purchase	10,500	0.03
	As at 31 st March, 2021	5,86,202	1.30

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. P. Narasimha Raju	As at 1 st April, 2020	11,73,619	2.59
	Purchase	16,391	0.04
	As at 31 st March, 2021	11,90,010	2.63

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. Ashven Datla	As at 1 st April, 2020	10,70,705	2.37
	Purchase	6,20,250	1.37
	As at 31 st March, 2021	16,90,955	3.74

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mrs. Pooja Kalidindi	As at 1 st April, 2020	13,63,450	3.01
	Purchase	56,253	0.13
	As at 31 st March, 2021	14,19,703	3.14

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. V.Sitarama Raju	As at 1 st April, 2020	1,040	0.00
	Sale	(1,040)	0.00
	As at 31 st March, 2021	0	0.00

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mrs. Kalidindi Roopa	As at 1 st April, 2020	22,37,695	4.95
	Purchase	30,343	0.06
	As at 31 st March, 2021	22,68,038	5.01

Name of the Director	Particulars	Number of shares	% to total shares of the Company
Mr. Gautam Kalidindi	As at 1 st April, 2020	12,80,824	2.83
	Purchase	6,506	0.02
	As at 31 st March, 2021	12,87,330	2.85

- 1 There are no purchase and sale of shares by other Directors during the year.
- 2 The above details are based on the legal ownership and not on beneficial ownership.
- 3 The shareholding above reflects the ownership post the person being appointed a Director or KMP.

Shareholding of Key Managerial Personnel :

SI No	Name of Key Managerial Person	Shareholding as at 1 st April, 2020		Shareholding as at 31 st March, 2021	
		Number of Shares	% to total shares of the Company	Number of shares	% to total shares of the Company
1	Mr. K. Ravi Managing Director	24,30,178	5.37	25,89,482	5.72
2	Mr. K.Gautam Joint Managing Director (w.e.f. 01/01/2021)	12,80,824	2.83	12,87,330	2.85
3	Mrs.Roopa Bhupatiraju Executive Director	22,37,695	4.95	22,68,038	5.01
4	Mr.N.G.V.S.G Prasad Executive Director & CFO	100	0.00	100	0.00
5	Mr. T. Arun Kumar Company Secretary & Compliance Officer	4,700	0.01	4,700	0.01

Notes :

1. Details of changes in the shareholding of Mr. K.Ravi, Mr. K.Gautam, Mrs.Roopa Bhupatiraju are as per Note 1 to Clause (v) above.

V. INDEBTEDNESS

Indebtedness of the company including interest outstanding / accrued but not due for payment (Rupees in Lakhs)				
	Secured Loans Excluding deposits	Un Secured Loans	Deposits	Total Indebtedness
Indebtedness as at 1 st April,2020				
i) Principal Amount	26,144.40	-	5,820.83	31,965.23
ii) Interest Due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	662.46	662.46
Total (i+ii+iii)	26,144.40	-	6,483.29	32,627.69
Change in Indebtedness during the financial year				
Addition	7,886.86	-	1,021.67	8,908.53
(Reduction)	(12,248.41)	-	237.02	(12,011.39)
Net Change	(4,361.55)	-	1,258.69	(3,102.86)
Indebtedness as at 1 st April,2021				
i) Principal Amount	21,782.85	-	6,842.50	28,625.35
ii) Interest Due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	899.48	899.48
Total (i+ii+iii)	21,782.85	-	7,741.98	29,524.83

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole Time Directors and/or Manager :

Sl. No.	Particulars of Remuneration		Managing Director /Executive Directors
1.	Gross Salary		
	(a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	3,90,16,460
	(b)	Value of perquisites under Section 17(2) of the Income-tax Act, 1961	
	(c)	Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	
2.	Stock Option		Nil
3.	Sweat Equity		Nil
4.	Commission		
	-	as percentage of profit	4,69,98,473
	-	others	
5.	Others		16,38,000
	Total (A)		8,76,52,933
	Ceiling as per the Act (as Section 197&198 of the Companies Act,2013)		23,49,92,371

B. Remuneration to other Directors:

(Amount in Rupees)

Sl. No.	Name of Director	Particulars of Remuneration			Total
		Fees for attending board/ committee meetings	Commission	Others	Amount
I)	Independent Directors				
1	Mr. Kamlesh Gandhi	2,40,000	7,18,032	-	9,58,032
2	Dr. Kalidas Raghavapudi	2,45,000	7,18,032	-	9,63,032
3	Lt.Gen(Retd).T.A.DCunha	2,90,000	8,48,583	-	11,38,583
4	V.Sitarama Raju	3,70,000	11,09,686	-	14,79,686
5	Mrs.Rashida Hatim Adenwala (from 30/06/2020 to 29/10/2020)	60,000	1,95,827		2,55,827
6	Mrs.P.Sudha Reddy (w.e.f. 04/01/2021)	50,000	1,30,552		1,80,552
	Total (1)	12,55,000	37,20,712	-	49,75,712
II)	Other Non Executive Directors				
1	Mr. Vinodrai V.Goradia	1,30,000	3,91,654	-	5,21,654
2	Mr. P.N. Raju	1,55,000	4,56,930	-	6,11,930
3	Mr. Ashven Datla	2,70,000	8,48,583	-	11,18,583
4	Mrs.K.Pooja	1,50,000	4,56,930	-	6,06,930
	Total (2)	7,05,000	21,54,097	-	28,59,097
	Total (B)=(1+2)	19,60,000	58,74,809	-	78,34,809
	Ceiling as per the Act				2,34,99,237
	Total Managerial Remuneration				9,54,87,742
	Overall Ceiling as per the Act				25,84,91,608

C. Remuneration to Key Managerial Personnel other than Managing Director / Manager / Whole Time Director :

Sl. No.	Particulars of Remuneration		Company Secretary T.Arun Kumar	Total Amount
1.	Gross Salary			
	(a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	14,00,172	14,00,172
	(b)	Value of perquisites under Section 17(2) of the Income-tax Act, 1961		
	(c)	Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961		
2.	Stock Option			
3.	Sweat Equity			
4.	Commission			
	-	as percentage of profit		
	-	others		
5.	Others			
	Total (A)		14,00,172	14,00,172

VII. PENALTIES /PUNISHMENTS/COMPOUNDING OFFENCES

During the financial year there is no instance of any penalty/punishment/compounding offence under the Companies Act, 2013 against any Director, Key Managerial person and other officers in default

ANNEXURE – H 1

REMUNERATION DETAILS PURSUANT TO SECTION 197(2) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company during the financial year 2020-21.

Sr. No.	Name of the Director	Ratio of remuneration of each Director to the median remuneration of the employees of the Company
1	Mr. Kamlesh Gandhi	3.35
2	Dr.Kalidas Raghavapudi	3.36
3	Lt.Gen. (Retd) T.A.D'Cunha	3.98
4	Mr. V.Sitarama Raju	5.17
5	Mrs.Rashida Hatim Adenwala (from 30/06/2020 to 29/10/2020)	NA
6	Mrs.P.Sudha Reddy (w.e.f. 04/01/2021)	NA
7	Mr. Vinodrai V. Goradia	1.82
8	Mr. Ashven Datla	3.91
9	Mr.P.N.Raju	2.14
10	Mrs.Pooja Kalidindi	2.12
11	Mrs.Roopu Bhupatiraju	19.09
12	Mr. K.Gautam	31.64
13	Mr. N G V S G Prasad	18.80
14	Mr. K. Ravi	236.63

ANNEXURE – H 2

(ii) The percentage increase in remuneration of directors/KMP if any during the Financial Year 2020-21

Sr. No	Name of the Director/KMP	Designation	% Increase / (Decrease) in the Remuneration
1	Mr. Kamlesh Gandhi	Director	44.37%
2	Dr.Kalidas Raghavapudi	Director	105%
3	Lt.Gen. (Retd) T.A.D'Cunha	Director	70.62%
4	Mr. V.Sitarama Raju	Director	69.46%
5	Mrs.Rashida Hatim Adenwala (from 30/06/2020 to 29/10/2020)	Director	NA
6	Mrs.P.Sudha Reddy (w.e.f. 04/01/2021)	Director	NA
7	Mr. Vinodrai V. Goradia	Director	341%
8	Mr. Ashven Datla	Director	149.65%
9	Mr. P.N.Raju	Director	14.63%
10	Mrs.Pooja Kalidindi	Director	Not comparable
11	Mrs.Roopa Bhupatiraju	Executive Director & KMP	Not comparable
12	Mr. K.Gautam	Joint Managing Director & KMP (w.e.f. 01/01/2021)	21.10%
13	Mr. N G V S G Prasad	Executive Director & CFO & KMP	14.41%
14	Mr. K. Ravi	Managing Director and KMP	107%
15	Mr.T.Arun Kumar	Company Secretary / KMP	4.70%

- Median is computed on the basis of permanent employees on the rolls of the company.
No of permanent employees on the rolls of the company as on 31/03/2021 is 922
- The remuneration of Directors is as per the remuneration policy of the company.

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of NCL INDUSTRIES LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of NCL INDUSTRIES LIMITED ("the Company"), which comprises the balance sheet as at 31st March 2021, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

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 March 31, 2021, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's

Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to Note No. 46 of the standalone Financial Statements regarding impact of COVID-19 pandemic. The situation continues to be uncertain and the Company is evaluating the situation on an ongoing basis with respect to the challenges faced.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	Auditor's response
Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 "Revenue from Contracts with Customers" (new revenue accounting standard) Principal Audit Procedures We assessed the Company's process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: The application of the new revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. Additionally, new revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date	Principal Audit Procedures: We assessed the Company's process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: The application of the new revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. Additionally, Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. We reviewed the collation of information and the logic of the report generated from the budgeting system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.



Other information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including

any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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 Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

- e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- h) 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 pending litigations of the company that might impact the financial position of the company are disclosed in the standalone financial statements – Refer note no. 33 to the financial statements;
 - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. The Company transferred an amount of Rs. 19.86 lakhs, being the unpaid dividend to the Investor Education and Protection Fund on 12-10-2020 and 26-11-2020. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company during the year ended March 31, 2021.

**FOR VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS
FRN: 004671S**

**Place : Hyderabad
Date : 25.06.2021**

**(P. V. SRI HARI)
Partner
Membership No.021961
UDIN: 21021961AAAAFQ3055**



Annexure - A to the Auditors' Report

The Annexure A referred to in our Independent Auditor's Report to the members of the Company on the Standalone financial statements for the year ended 31 March 2021, we report that:

- i. In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified during the year. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. In respect of Inventories:
 - (a) The inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.
 - (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) The Company has maintained proper records of the said stocks. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Consequently, clauses 3 (iii) (a) and 3 (iii) (b) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities.
- v. In our opinion and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of
- vi. the Act and the rules framed there under in respect of deposits accepted. We are informed that no order was passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or Tribunal
- vii. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of the activities carried on by the Company, wherever applicable and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.
- viii. In respect of statutory dues:
 - a) According to the information and explanations given to us and on the basis of examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, Goods and service tax, duty of customs, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts are payable in respect of income tax, Goods and services tax, duty of customs, cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, the dues of Sales tax, Service tax, Duty of Customs and Duty of Excise which have not been deposited on March 31, 2021 on account of any dispute, are as follows:

Name of the statute	Name of the dues	Amount disputed (In Rs.)	Period	Forum where dispute is pending
Sales Tax and VAT Laws	Sales Tax and VAT	4.26	1996-1997	Sales Tax Appellate Tribunal
Sales Tax and VAT Laws	Sales Tax and VAT	16.88	1999-2000	Sales Tax Appellate Tribunal
Sales Tax and VAT Laws	Sales Tax and VAT	37.26	2013-2014	Sales Tax Appellate Tribunal
Central Excise Act, 1944	Central Excise	80.85	2009-2010	CESTAT
Central Excise Act, 1944	Central Excise	2.00	2016-17	CESTAT
Central Excise Act, 1944	Central Excise	1.00	2015-16	CESTAT
Finance Act, 1994	Service Tax	63.85	2015-16	Commissioner of Appeals
Central Excise Act, 1944	Central Excise	977.68	2013-2014	CESTAT
Finance Act, 1994	Service Tax	14.81	2013-2014	CESTAT
Finance Act, 1994	Service Tax	22.46	2013-2014	CESTAT
Finance Act, 1994	Service Tax	24.92	2014-2015	CESTAT
Local Areas Act, 2001	Entry Tax	0.58	2011-2012	Sales Tax Appellate Tribunal
Local Areas Act, 2001	Entry Tax	2.22	2012-13	Sales Tax Appellate Tribunal
Local Areas Act, 2001	Entry Tax	1.68	2013-14	Sales Tax Appellate Tribunal
Local Areas Act, 2001	Entry Tax	78.99	2014-15	Sales Tax Appellate Tribunal
Local Areas Act, 2001	Entry Tax	192.60	2015-16	Sales Tax Appellate Tribunal
Sales Tax and VAT Laws	Sales Tax and VAT	77.01	2010-2011	Sales Tax Appellate Tribunal
Local Areas Act, 2001	Entry Tax	333.29	2016-2017	Sales Tax Appellate Tribunal
Customs Act, 1962	Customs Duty	42.19	2013-2014	Appellate Commissioner of Customs & Central Excise (Appeals)
Finance Act, 1994	Service Tax	18.09	2015-2016	CESTAT
Customs Act, 1962	Customs Duty	87.79	2013-14	CESTAT
Finance Act, 1994	Service Tax	221.69	2010-2013	CESTAT
Finance Act, 1994	Service Tax	1242.83	2006-07 to 2017-18	CESTAT

- ix. According to the information and explanations given to us and on the basis of examination of the records, the company has not defaulted in the repayment of loans along with interest to the Banks.
- x. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- xi. According to the information and explanations given to us, no material fraud by the company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xiii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company,



transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;

xv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made private placement of Equity Shares during the Year.

xvi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or directors of its subsidiary Companies or persons connected with them. Accordingly, provisions of section 192 are not applicable.

xvii. The Company is not required to be registered under section 45-IA of Reserve Bank of India Act, 1934.

**FOR VENUGOPAL & CHENYOY
CHARTERED ACCOUNTANTS
FRN: 004671S**

**Place : Hyderabad
Date : 25.06.2021**

**(P. V. SRI HARI)
Partner
Membership No.021961
UDIN: 21021961AAAAFQ3055**

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of M/s. NCL INDUSTRIES LIMITED ("the Company") as of 31 March 2021 in conjunction with our audit of Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR VENUGOPAL & CHENYOY
CHARTERED ACCOUNTANTS
FRN: 004671S**

**Place : Hyderabad
Date : 25.06.2021**

**(P. V. SRI HARI)
Partner
Membership No.021961
UDIN: 21021961AAAAFQ3055**



Standalone Balance Sheet as at 31st March 2021

(Rs. In Lakhs)

Particulars	Note No	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	78,944.46	69,528.74
(b) Capital work-in-progress		6,053.76	8,991.12
(c) Investment Property			
(d) Other intangible assets			
(e) Financial Assets			
(i) Investments		3,001.00	1.00
(ii) Trade Receivables	3	5,671.85	117.48
(iii) Loans			
(iv) Other Financial Assets	4	1,734.00	1,971.71
(f) Deferred tax Assets (net)			
(g) Other non-current Assets	5	364.62	245.23
Current Assets			
(a) Inventories	6	10,512.46	10,968.10
(b) Financial Assets			
(i) Investments		-	
(ii) Trade Receivables	7	10,402.68	14,337.79
(iii) Cash & Cash Equivalents	8	5,916.30	79.85
(iv) Bank Balances other than (iii) above	9	1,165.51	1,792.91
(vi) Other Financial Assets	10	424.90	597.29
(c) Current Tax Assets			
(d) Other Current Assets	11	5,666.05	6,685.58
Total		129,857.59	115,316.80
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	4,523.28	4,523.28
(b) Other Equity	13	61,950.43	48,320.91
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	23,657.61	16,536.43
(ii) Trade Payables			
(iii) Other Financial Liabilities			
(b) Provisions	15	327.33	676.35
(c) Deferred Tax Liabilities (Net)	16	8,192.66	7,267.09
(d) Other non-current liabilities	17	565.22	1,396.67
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	2,966.43	12,151.87
(ii) Trade payables	19		
a) Total outstanding dues of micro and small enterprises		25.61	23.97
b) Total outstanding dues of Creditors other than micro and small enterprises		7,282.85	6,586.53
(iii) Other Financial Liabilities	20	11,849.93	11,217.15
(b) Provisions	21	202.97	198.82
(c) Current Tax Liabilities (Net)	22	2,358.23	2,112.78
(d) Other current liabilities	23	5,955.02	4,304.95
Total Equity and Liabilities		1,29,857.59	1,15,316.80

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

K. Ravi
Managing Director
DIN: 00720811

Kamlesh Gandhi
Chairman
DIN: 00004969

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFQ3055

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

T. Arun Kumar
Vice President &
Company Secretary

Standalone Statement of Profit and Loss

for the Year ended March 31, 2021

(Rs. In Lakhs)

Particulars	Note No	As at March 31, 2021	As at March 31, 2020
Income			
i) Revenue From Operations			
Gross Revenue from Operations	24	193,400.86	132,223.90
Less: Inter Segment Transfers & Taxes on Sales		55,032.77	38,437.40
Revenue From Operations (Net)		138,368.09	93,786.50
ii) Other Income	25	658.67	256.86
Total Income		139,026.76	94,043.37
Expenses			
i) Cost of materials consumed	26	20,474.73	14,785.23
ii) Purchases of stock-in-trade	27	-	0.37
iii) Changes in inventories of finished goods, work-in-progress and stock-in-trade	28	1,656.48	(2,544.67)
iv) Employee benefits expense	29	5,960.41	4,714.42
v) Manufacturing Expenses	30	40,176.85	34,605.23
vi) Administration Expenses		2,279.95	2,068.08
vii) Selling and Distribution Expenses		39,564.76	26,217.50
viii) Finance Costs	31	2,047.49	3,066.79
ix) Depreciation and amortisation expense	32	4,088.16	4,211.98
Total expenses		116,248.83	87,124.93
Profit/(loss) before exceptional items and tax		22,777.93	6,918.43
Exceptional Items			
Profit Before Tax		22,777.93	6,918.43
Tax Expenses			
- Earlier Years' Tax		72.17	72.96
- Current Tax		6,911.61	2,106.60
- Deferred Tax		925.57	(345.85)
Profit/(loss) for the period from continuing operations		14,868.58	5,084.72
I Profit/(loss) for the Period		14,868.58	5,084.72
II Other Comprehensive Income			
i) Items that will not be reclassified to profit or loss:			
- Impairment of allowances in doubtful debt			
- Remeasurements of the defined benefit plans		(149.90)	17.66
- Equity Instruments through other comprehensive income			
- Income Tax relating to these items		52.38	(6.17)
ii) Items that will be reclassified to profit or loss:			
- Debt Instruments through Other Comprehensive Income			
- The effective portion of gains and loss on hedging instruments in a cash flow hedge			
- Income Tax relating to these items			
Other Comprehensive Income		(97.52)	11.49
Total Comprehensive Income for the period		14,771.06	5,096.21
Earnings per equity share :			
(1) Basic		32.65	11.26
(2) Diluted		32.65	11.26

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

K. Ravi
Managing Director
DIN: 00720811

Kamlesh Gandhi
Chairman
DIN: 00004969

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFQ3055

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

T. Arun Kumar
Vice President &
Company Secretary

Standalone Statement of Changes in Equity

for the Year ended March 31, 2021

A. Equity Share Capital

(In Rupees lakhs)

Particulars	No of Shares	Amount
Balance as on 1st April, 2019	45,232,790	4,523.28
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2020	45,232,790	4,523.28
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2021	45,232,790	4,523.28

B. Other Equity

	Reserves and Surplus					
	General Reserve	Capital Re-serve	Secu-rities Premium Reserve	Deben-ture Re-demption Reserve	Retained Earnings	Total
Balance as on 1st April, 2019	20,500.00	240.91	21,222.84	-	3,442.17	45,405.92
Profit for the year					5,096.21	5,096.21
Payment of Dividend and Dividend Distribution Tax					(2,181.22)	(2,181.22)
Deferred Tax on fixed assets						-
Prior Period Adjustments					-	-
Securities Premium on shares issued		-	-			-
Transfer to Debenture Redemption Reserve	-			-		-
Transfer to General Reserve	3,500.00				(3,500.00)	-
Balance as on 31st March, 2020	24,000.00	240.91	21,222.84	-	2,857.16	48,320.91
Profit for the year					14,771.05	14,771.05
Payment of Dividend and Dividend Distribution Tax					(1,130.82)	(1,130.82)
Deferred Tax on fixed assets					-	-
Prior Period Adjustments					(10.72)	(10.72)
Securities Premium on shares issued net of expenses		-	-			-
Transfer to/from Debenture Redemption Reserve	-			-		-
Transfer to General Reserve	5,000.00				(5,000.00)	-
Balance as on 31st March, 2021	29,000.00	240.91	21,222.84	-	11,486.67	61,950.43

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date

For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFQ3055

K. Ravi
Managing Director
DIN: 00720811

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

Kamlesh Gandhi
Chairman
DIN: 00004969

T. Arun Kumar
Vice President &
Company Secretary

Standalone Cash Flow Statement

for the Year ended March 31, 2021

(In Rupees lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Cash flow from operating activities		
Profit before income tax from		
Continuing operations	22,628.03	6,936.09
Discontinued operations	-	-
Profit before income tax including discontinued operations	22,628.03	6,936.09
Adjustments for		
Depreciation and amortisation expense	4,088.16	4,211.98
Finance costs	2,047.49	3,066.79
Other Cash Adjustments	(10.72)	-
	28,752.96	14,214.86
Change in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary:		
(Increase) / Decrease in trade receivables	(1,619.26)	656.64
(Increase) / Decrease in inventories	455.64	(2,505.63)
Increase / (Decrease) in trade payables	697.96	(633.32)
(Increase) / Decrease in other financial assets	410.10	(474.65)
(Increase) / Decrease in other non-current assets	(119.39)	7.40
(Increase) / Decrease in other current assets	1,019.53	(243.78)
Increase / (Decrease) in provisions	4.15	7.20
Increase / (Decrease) in employee benefit obligations	(349.02)	41.35
Increase / (Decrease) in other current liabilities	1,650.08	(217.73)
Increase / (Decrease) in financial liabilities	593.51	1,103.79
Increase/ (Decrease) in other non current liabilities	(831.45)	500.48
Cash generated from operations	30,664.81	12,456.61
Income taxes paid	6,685.95	1,880.32
Net cash inflow from operating activities	23,978.86	10,576.29
Cash flows from investing activities		
Payments for property, plant and equipment/ investments	(14,510.90)	(7,900.46)
Proceeds from sale of property, plant and equipment	944.38	55.11
Net cash outflow from investing activities	(13,566.52)	(7,845.35)
Cash flows from financing activities		
Repayment of non current borrowings	7,121.18	(2,134.54)
Proceeds from current borrowings	(9,185.44)	4,211.70
Interest paid	(2,008.21)	(2,992.50)
Dividends paid to Company's share holders	(1,130.82)	(2,181.22)
Dividends paid to non-controlling interests		
Net cash inflow (outflow) from financing activities	(5,203.29)	(3,096.56)
Net increase (decrease) in cash and cash equivalents	5,209.05	(365.62)
Cash and cash equivalents at the beginning of the financial year	1,872.76	2,238.38
Cash and cash equivalents at end of the year	7,081.81	1,872.76
	(5,209.05)	365.62

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFQ3055

K. Ravi
Managing Director
DIN: 00720811

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

Kamlesh Gandhi
Chairman
DIN: 00004969

T. Arun Kumar
Vice President &
Company Secretary

Notes forming part of the Standalone Financial Statements

Note 1: COMPANY OVERVIEW AND SIGNIFICANT ACCOUNTING POLICIES:

Company Overview

NCL Industries Limited ("the Company"), is a public company domiciled in India and was incorporated on 10 September 1979 under the provisions of the Companies Act, 1956 applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE) of India. The Registered office of the Company is located at NCL Pearl, 7th floor, SD Road, Secunderabad, Telangana. The Company is principally engaged in the business of manufacturing and selling of Cement, Ready Mix concrete (RMC), Cement Bonded Particle Boards (CBPB), Doors, and operates two Small Hydro Power (SHP) projects. The Company has manufacturing facilities in the states of Telangana, Andhra Pradesh, Karnataka and Himachal Pradesh of India and caters mainly to the domestic market.

Basis of Preparation of Financial Statements:

The Standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Companies Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The accounting policies have been applied consistently to all periods presented in these standalone financial statements.

The Standalone financial statements were approved for issue in accordance with the resolution of the Board of Directors on June 25, 2021.

Basis of Measurement

The Standalone financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

The Standalone financial statements are presented in Indian Rupees (INR) being the functional currency of the

Company. All financial information presented in Indian rupees has been rounded to the nearest lakhs, except otherwise indicated.

Use of Estimates

The preparation of Standalone financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions (including revisions, if any). These estimates, judgments and assumptions affect the application of accounting policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and the reported amounts of revenue and expenses during the period.

Appropriate changes in the estimates are made as management becomes aware of changes in circumstances. Changes in the estimates are reflected in the financial statements in the period in which changes are made.

Classification of Current / Non-Current Assets and Liabilities

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Assets: An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within twelve months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within twelve months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Company has ascertained

its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

Revenue of Recognition:

NCL primarily generates revenue from simply structured sales of building materials, such as cement, Cement Bonded Particle Boards, Ready Mix Concrete and Power generation, for which the control passes to the customer at a specific point in time. In the context of the sale of the products, separate performance obligations may arise from freight and transport services as well as from services directly related to the sale of the products. These services are generally performed at the time that the control of the products is transferred.

Revenue is the amount of consideration expected to be received in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (GST). Revenue is recognized when (or as) a performance obligation is satisfied by transferring the control of a promised good or service to the customer. A customer obtains control of a good or service if it has the ability to direct the use of and obtain substantially all of the remaining benefits from that good or service. Control is transferred over time or at a point in time. Revenue from the sale of goods is recognised when control of the good is transferred to the customer, usually upon delivery and there is no unfulfilled obligation that could affect the customer's acceptance of the products. The Company adopted Ind AS 115 for its revenue from contracts with customers.

Rendering of services: Revenue arising from services is recognised in the accounting period in which the services are rendered, and it is measured using either output methods or input methods, depending on the nature of service provided. A receivable is recognized when there is an unconditional right to consideration for the performance obligations to the customer that are satisfied. Interest income is recognized using the effective interest rate method.

A contract asset is recognized when the performance obligation to the customer is satisfied before the customers pays or before payment is due, usually when goods or services are transferred to the customer before the Company has a right to invoice. A contract liability is recognized when there is an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer (prepayments) or there is an unconditional right to receive consideration before the Group or the Company transfers a good or a service (deferred income). The contract liability is derecognized when the promise is fulfilled and revenue is recorded in the profit or loss statement.

Revenue is net of GST wherever applicable, recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods: Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer on delivery of the goods.

Income from Services: Revenues from maintenance contracts are recognized pro-rata over the period of the

contract as and when services are rendered.

Rendering of services: Revenue from services is recognised with reference to the stage of completion of a contract when outcome can be measured reliably. Stage of completion is measured by the services performed till Balance Sheet date as a percentage of total services contracted.

Interest income is recognized using the effective interest rate method.

Property Plant and Equipment:

Property, Plant and Equipment are stated at cost net of GST, if any and subsequently at cost less depreciation and impairment losses if any.

Depreciation on Buildings and Plant & Machinery is charged on straight line method and other assets on Written Down Value method based on the useful lives of the assets, as per Schedule II of the Companies Act 2013 and depreciation on Assets of Energy Division is charged as per Part B of the Schedule. Depreciation on fixed assets of Energy Division is provided on straight line method at the rates and in the manner prescribed as per notification no.151 dated 29.03.1994 issued by Ministry of Power (Department of Power). Depreciation for assets purchased/sold during the period is proportionately charged. Individual low-cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase.

Inventories

Inventories are valued at lower of cost or net realizable value. Basis of determination of cost remain as follows:

Raw Materials, Packing materials - On Weighted average cost basis.

Spares- at Cost

Work-in-process: At cost of inputs plus overheads up to the stage of completion.

Finished goods are valued at lower of cost or net realizable value.

Impairment:

As at the end of each Balance Sheet date, the carrying amount of assets is assessed as to whether there is any indication of impairment. If the estimated recoverable amount is found less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount.

Borrowing Costs

Borrowing Costs Borrowing cost directly attributable to acquisition and construction of assets that necessarily takes substantial period of time are capitalised as part of the cost of such assets up to the date when such assets are ready for intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Foreign Exchange Transactions/Translation

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit & Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

Research and Development

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is shown as additions to Fixed Assets.

Provisions, Contingent Assets/Contingent Liabilities

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Show cause notices issued by Government Authorities where the probability of outflow of economic resources is remote are not considered as obligations. When the demands are raised against show-cause notices and are disputed by the company, these are treated as disputed obligations along with other contingent liabilities. Such contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

Warranty Provisions: Provisions for Warranty related costs are recognized when the product is sold or service is provided. Provision is based on historical experience. The estimate of such warranty related costs is revised annually

Leases

There are no material leases, hence no asset or liability was created in the books of account.

Income Tax:

Income tax expense represents the sum of current tax payable and deferred tax. Current Tax: The tax currently payable is based on the current year taxable profit for the year. The current tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax: Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no

longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Minimum Alternate Tax (MAT) Credit entitlement

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Earnings per Share

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for shares held, for the effects of all dilutive potential ordinary shares.

Employee benefits:

Defined Contribution Plans: Payments made to a defined contribution plan such as provident Fund are charged as an expense in the Profit and Loss Account as they fall due.

Defined Benefit Plans: Company's liability towards gratuity to past employees is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognized immediately in the statement of profit and loss Account as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government Securities where the currency and terms of the Government Securities are consistent with the currency and estimate terms of the defined benefit obligations.

Financial Instruments:

Non-derivative financial instruments

Non-derivative financial instruments consist of:

Financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;

Financial liabilities, which include long and short-term loans and borrowings, , trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial

risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, at banks and demand deposits with banks, net of outstanding bank overdrafts, if any, that are repayable on demand and are considered part of the Company's cash management system.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

Borrowings

Borrowings are initially recognized when a Company becomes a party to the contractual provisions subsequently measured at amortised cost using the EIR method.

Trade and payable

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

Segment Information:

Identification of segments: An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. The Company has identified Managing Director and Executive Director & Chief Finance Officer as CODM.

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

Allocation of common costs Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Inter-segment transfers Inter-segment revenue has been accounted for based on the transaction price agreed to between segments which is based on current market prices.

a) Segment Assets and Liabilities:

Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories, sundry debtors and loans & advances less current liabilities. Segment assets and liabilities do not include investments, cash and bank balances, inter corporate deposits, reserves and surplus, borrowings, provision for contingencies and income tax (both current and deferred).

b) Segment Revenue and Expenses:

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter-corporate deposits, profit on sale of investments, interest expense, provision for contingencies and income tax.

Unallocated items Revenue, expenses, assets and liabilities which relate to the Company as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities. Segment Policies.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Operating segment is reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM)

Events after the reporting period :

Adjusting events are events that provide further evidence of condition that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

Prior Period Errors

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes to Accounts.



2. Property, Plant and Equipment

(Rs in lakhs)

Particulars	Gross carrying value as at April 1, 2020	Additions	Disposal/ adjustments	Gross carrying value as at March 31, 2021	Accumulated depreciation as at April 1, 2020	Additions	Disposal/ adjustments	Accumulated depreciation as at March 31, 2020	Carrying Value as at March 31, 2021
Land	5,813.06	513.78	-	6,326.84	-	-	-	-	6,326.84
Buildings	13,829.76	2,857.60	922.89	15,764.47	1,339.89	456.29	-	1,796.18	13,968.28
Plant and Machinery	56,109.29	10,757.97	-	66,867.26	7,547.76	2,811.76	-	10,359.53	56,507.73
Electrical Installations	2,322.41	-	-	2,322.41	2,206.29	11.66	-	2,217.95	104.46
Railway Siding	521.41	-	-	521.41	236.33	59.12	-	295.45	225.96
Furniture and Fixtures	324.63	12.93	-	337.56	90.19	61.07	-	151.26	186.30
Office Equipment & Appliances	238.81	72.00	-	310.81	134.03	61.42	-	195.45	115.36
Vehicles	5,075.85	233.98	100.42	5,209.41	3,151.98	626.83	78.93	3,699.88	1,509.54
Total	84,235.22	14,448.26	1,023.31	97,660.17	14,706.47	4,088.16	78.93	18,715.70	78,944.46

Capital Work in Progress

Balance as at April 1, 2019	9,047.62
Additions/ Adjustments during the year	(56.50)
Capitalized during the year	-
Balance as at March 31, 2020	8,991.12
Additions/ Adjustments during the year	11224.71
Capitalized during the year	14162.07
Balance as at March 31, 2021	6,053.76

3. Trade Receivables Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Other Trade Receivables Secured, considered Good Unsecured, considered good	5,887.85	279.48
Doubtful		
Allowances for doubtful debts	216.00	162.00
Total	5,671.85	117.48

The Company applies Expected Credit Loss and provision is made for recognition of impairment loss on its trade receivables.

Movement in allowances for doubtful debt

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	162.00	114.00
Impairment losses recognised	54.00	48.00
Balance at the end of the year	216.00	162.00

4. Other Financial Assets Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured (considered good)		
Security Deposits		
Deposits with AP & TS SEB	1,291.00	1,572.01
Deposits with Government Departments	325.80	297.44
Deposits with Others	43.86	28.86
Rental Deposits	73.34	73.40
Total	1,734.00	1,971.71

5. Other non-current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Deposits in disputed cases		
Taxes paid under Protest	364.62	245.23
Total	364.62	245.23

6. Inventories

Particulars	As at March 31, 2021	As at March 31, 2020
Raw Materials	1,552.31	1,406.20
Finished Goods	2,932.37	3,888.69
Work in Progress	775.75	1,602.77
Packing & Other Materials	1,189.25	847.63
Stores & Spares	4,062.78	3,222.81
Total	10,512.46	10,968.10

7. Trade Receivables Current

Particulars	As at March 31, 2021	As at March 31, 2020
(i) Trade Receivables from related parties Secured, considered Good Unsecured, considered good Doubtful Allowances for doubtful debts	723.68	321.45
Sub-Total	723.68	321.45
(ii) Other Trade Receivables Secured, considered Good Unsecured, considered good Doubtful Allowances for doubtful debts	9,679.00	14,016.34
Sub-Total	9,679.00	14,016.34
Total	10,402.68	14,337.79

Out of the above, amount due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member is Rs. 723.68 lakhs (Rs. 321.45 lakhs, 31st March 2020).

8. Cash & Cash Equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Cash on hand	5.57	4.55
Cheques, Drafts on hand		
Balances with Banks		
(a) in Current Account	5,910.73	75.30
(b) in Cash Credit Account		
Total	5,916.30	79.85

9. Bank Balances other than above

Particulars	As at March 31, 2021	As at March 31, 2020
Unclaimed Dividend	103.80	145.61
Margin money deposits with Banks	264.40	776.15
Fixed deposits redemption reserve	794.55	868.19
Others	2.76	2.96
Total (A)	1,165.51	1,792.91

10. Other Financial Assets Current

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured (considered good)		
Incentives Receivable from A.P/Telangana Governments	420.93	593.32
Cash Ledger balance in GST		
Other Advances and Contract Assets	3.97	3.97
Total	424.90	597.29

11. Other Current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Un Secured Considered Good		
Advances to Suppliers	2,614.27	2,068.20
Advances for Capital Goods	996.39	2,101.45
Advances to Others	108.87	172.05
GST, Central Excise, Service Tax, VAT & Other Receivables	1,398.20	878.31
MAT Credit Entitlement Account	429.92	1,329.00
Accrued Interest	49.72	72.67
Prepaid expenses	68.68	63.91
Total	5,666.05	6,685.58

12 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2021	As at March 31, 2020
Authorized		
6,20,00,000 (Previous Year: 6,20,00,000) Equity shares of Rs. 10/- each	6,200.00	6,200.00
Issued,Subscribed & Paid up		
4,52,32,790 (Previous Year 4,52,32,790) Equity Shares of Rs.10/- each	4,523.28	4,523.28
Total	4,523.28	4,523.28

(a) The Company has one class of share capital, comprising ordinary shares of Rs. 10/- each. Subject to the Company's Articles of Association and applicable law, the Company's ordinary shares confer on the holder the right to receive notice of and vote at general meetings of the Company, the right to receive any surplus assets on a winding-up of the Company, and an entitlement to receive any dividend declared on ordinary shares.

The Company and its nominees hold 100% share of NCL Guangzheng Structures Ltd and Tern Distilleries Pvt Limited, being the Subsidiary Companies.

(b) No. of Shares in the company held by shareholder holding more than 5 percent

Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
	No of Shares	% of Holding	No of Shares	% of Holding
K. Ravi	2,589,482	5.72	2,430,178	5.37
HDFC Trustee Co Limited (HDFC Housing Opportunities Fund)	1,086,281	2.40	2,700,000	5.97
Kalidindi Shilpa	2,760,833	6.10	2,760,833	6.10
Roopa Bhupatiraju (Kalidindi Roopa)	2,268,038	5.01	2,237,695	4.95

(c) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity shares	As at March 31, 2021		As at March 31, 2020	
	No of Shares	Rs. Lakhs	No of Shares	Rs. Lakhs
At the beginning of the year	4,52,32,790	4,523.28	4,52,32,790	4,523.28
Equity Shares issued during the year	-	-	-	-
At the end of the year	4,52,32,790	4,523.28	4,52,32,790	4,523.28

13. Other Equity

Particulars	As at March 31, 2021	As at March 31, 2020
Capital Reserve	240.91	240.91
Securities Premium Reserve		
Balance as per the last Financial statement	21,222.84	21,222.84
Add: Premium on shares issued during the current year	-	-
Closing balance	21,222.84	21,222.84
General Reserve		
Balance as per the last Financial statement	24,000.00	20,500.00
Less: Transfer to/from Debenture Redemption Reserve	-	-
Add: Amount transferred from surplus	5,000.00	3,500.00
Closing balance	29,000.00	24,000.00
Retained Earnings		
Balance as per the Last Financial Statement	2,857.16	3,442.17
Add: Profit / (Loss) for the Year	14,771.06	5,096.21
Less: Interim Dividend Paid	678.49	678.49
Less: Interim Dividend Tax Paid	-	139.46
Less: Final Dividend and Dividend tax paid	452.33	1,363.27
Less: Transfer to General Reserve	5,000.00	3,500.00
Less: Prior Period adjustments	10.72	-
Total Appropriations		
Closing Balance	11,486.68	2,857.16
Total	61,950.43	48,320.91

Nature of Reserves :

Capital Reserve : Represent the Capital Subsidies received from government.

Securities Premium Reserve : Amounts received in excess of the face value of the equity shares issued.

General Reserve : This represents the appropriation of Profit

Retained Earnings : Represents the undistributed earnings post taxes.

Dividends:

Particulars	As at March 31, 2021	As at March 31, 2020
Dividends Recognised		
Final Dividend for the year ended March 31, 2020 of Rs. 1.00 (Rs 2.50 for year 2019) per fully paid up share.	452.33	1,130.82
Interim Dividend for the year ended March 31, 2021 of Rs. 1.50 (Rs 1.50 for year 2020) per fully paid up share.	678.49	678.49
Dividends not recognised at the end of reporting period		
Interim Dividend Paid for the year ended March 31, 2021 of Rs. 1.50 (Rs Nil for year 2020) per fully paid up share.	678.49	-
In addition to above, dividend proposed of Rs 1.00 (Rs.1.00 for year ended March 31, 2020) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	452.33	452.33

Non Current Liabilities

14. Borrowings

Particulars	As at March 31, 2021	As at March 31, 2020
Secured		
Term Loans		
- From Banks (Refer Note 'a')	15,032.08	10,248.72
- From Other parties		
Vehicle & Equipment Finance Loans from Banks & Financial Companies (Refer Note 'b')	324.98	390.10
Total Secured Loans	15,357.06	10,638.82
Un Secured		
Deposits from Dealers / Stockists (Note 'c')	3,390.23	2,695.87
Deposits from Public & Shareholders (Note 'd')	4,910.32	3,201.74
Total un Secured Loans	8,300.55	5,897.61
Total	23,657.61	16,536.43

- The term loans are secured by pari passu first charge on the fixed assets of the Company excluding exclusive charge given to equipment lenders & second charge on all current assets of the Company (both present & future) along with personal guarantees of Promoter Directors. The term loans carry an interest rate @ 6.50% to 8.60% per anum.
- Vehicle and Equipment Loans from various Banks are secured by Hypothecation of respective assets financed, for a tenure of 35 to 47 months and carries Interest @ 7.85% to 9.00% p.a.
- Deposits from Dealers / Stockists represent amounts collected from Dealers / Stockists / Agents as collateral at the time of granting the dealership to sell the products of the Company which is repayable on cancellation of the said dealership. These deposits attract interest @ 6% p.a.
- Public Deposits aggregating to Rs. 1932.18 lakhs (Previous year Rs 2619.09 lakhs) is repayable within one year and Rs 4910.32 lakhs (Previous Year Rs 3201.74 lakhs) is repayable after one year.

15. Provisions Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
Provision for Gratuity	86.67	522.76
Provision for Leave benefits	240.66	153.59
Total Provisions	327.33	676.35

16. Deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred Tax Liability		
Property, plant and equipment	7,139.89	7,322.00
Intangible assets		
Sub Total	7,139.89	7,322.00
Deferred tax Assets		
Unabsorbed Depreciation as per Income Tax		
Short Term Capital Loss as per Income Tax		
Employee benefits	1,093.47	(38.30)
Provisions	(40.70)	(16.61)
Sub Total	1,052.77	(54.91)
Net Deferred Tax Assets	8,192.66	7,267.09

Movement in deferred tax balances during the year

Particulars	Balance As at March 31, 2020	Rec- ognised in Profit and Loss	Rec- ognised in OCI	Rec- ognised Directly in equity	Reclassi- fied from Equity to Profit and Loss Statement	Balance As at March 31, 2021
Property, plant and equipment	7,322.00	(182.11)				7,139.89
Intangible assets						-
Employee benefits	(38.30)	1,131.77				1,093.47
Provisions	(16.61)	(24.08)				(40.70)
Unabsorbed Depreciation as per Income Tax						-
Short Term Capital Loss as per Income Tax						-
Total	7,267.09	925.57	-	-	-	8,192.66

17. Other non-current liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Advances and others		
Advances received for Sales of Fixed Assets	565.22	1,396.67
Total	565.22	1,396.67

18. Borrowings Current

Particulars	As at March 31, 2021	As at March 31, 2020
Loans payable on Demand		
- From Banks		
- Secured		
Cash Credit Loans from Banks	2,966.43	12,151.87
Total	2,966.43	12,151.87

Cash credit Loans from Banks viz. Axis Bank Ltd, HDFC Bank Ltd, State Bank of India and Bank of Baroda are secured by pari passu first charge on current assets of the Company (both present & future) and second charge on fixed assets of the company and are guaranteed by promoter directors in their personal capacity.

19. Trade Payable Current

Particulars	As at March 31, 2021	As at March 31, 2020
CURRENT		
Other than Micro and Small Enterprises		
- Trade Payables	6,189.29	6,212.10
- Sundry Creditors - Capital goods	1,093.56	374.43
Micro and Small Enterprises	25.61	23.97
Total	7,308.46	6,610.50

Based on the information available with the Company, amount of dues to Micro, Small and Medium Enterprises outstanding for more than 45 days as at 31st March 2021 is Rs. 14.24 lakhs (2019-20 : Rs. 10.89 lakhs). The overdues are mainly on account of disagreements with the parties pending settlement.

20. Other Financial Liabilities Current

Particulars	As at March 31, 2021	As at March 31, 2020
Vehicle & Equipment Finance Loans from Banks & Financial Companies	355.86	653.71
Deposits from Public & Shareholders	1,932.18	2,619.09
Interest accrued and not due	899.48	662.46
Unclaimed Dividend	130.10	145.61
Other Expenses including Provisions	5,385.64	4,400.85
Employee related payables PF, ESI & Others	43.17	35.43
Current Maturities of Long term Debt	3,103.50	2,700.00
Total	11,849.93	11,217.15

21. Provisions Current

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
Provision for Gratuity	48.68	53.61
Provision for Leave benefits	14.14	9.98
Provision for Employee Bonus & Ex-gratia	140.15	135.23
Total Provisions	202.97	198.82

22. Current Tax Liabilities (Net)

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	2,112.78	1,807.37
Current Tax Payable for the Year	6,931.40	2,185.73
Less: Taxes Paid	6,685.95	1,880.32
Total	2,358.23	2,112.78

23. Other Current Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Advance Received from Customers	2,618.86	2,721.18
Statutory dues Payable		
GST, Value Added Tax & CST Payable	3,229.19	1,504.45
TDS Payable	106.97	79.32
Total	5,955.02	4,304.95

24. Revenue From Operations

A. (i) Contract with Customers

(a) Company has recognized the following revenue during the year from contracts with its customers

Particulars	As at March 31, 2021	As at March 31, 2020
Sale/ Transfer of Products		
Finished Goods	179,504.85	121,839.85
Semi Finished Goods (Clinker Transfer to Kondapalli Grinding Unit)	13,896.01	10,383.61
Traded Goods	-	0.44
Total Gross Sales	193,400.86	132,223.90
Less: Inter segment Transfers	18,479.04	13,795.70
Less: Taxes on Sales	36,553.73	24,641.70
Revenue from Operations	138,368.09	93,786.50

(b) Company has recognized the Rs 54 lakhs as impairment loss against the amount receivables from its customers or contract assets arising due to contract with its customers.

(ii) Contract Balances**(a) Receivables**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening Balance	14,338	4,709
Addition/deduction during the year	(3,935)	9,629
Closing Balance	10,403	14,338

b) Contract Assets

Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are as follows:

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening Balance	3.97	-
Addition/deduction during the year	-	3.97
Closing Balance	3.97	3.97

c) Practical expedients

During the year company has entered into sales contracts with its customers where contracts are not executed, same has not been disclosed as per practical expedient as the duration of the contract is less than one year or right to receive the consideration established on completion of the performance by the company.



B. Significant judgements in the application of this standard

- (i) Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.
- (ii) The company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, GST etc.).
- (iii) The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Any further adjustment will be made by raising debit/credit notes on the customer. While determining the transaction price effects of variable consideration, constraining estimates of variable consideration, the existence of a significant financing component in the contract, non-cash consideration and consideration payable to a customer is also considered.

25. Other Income

Particulars	As at March 31, 2021	As at March 31, 2020
Interest Income		
- From Fixed Deposits	81.57	68.12
- Income from Operation of Trucks (Net)	122.24	(70.95)
- Others*	71.63	74.56
Scrap Sales	82.90	46.71
Rent	211.07	78.37
Other Non Operating Revenue (Net of expenses directly attributable to such income)		
- Profit on Sale of Assets	80.70	48.11
- Foreign Exchange Gain	(0.53)	(0.42)
- Misc. Receipt	(140.80)	30.02
Total	508.77	274.52

* Includes interest on power consumption deposits of Rs. 49.17 lakhs (Previous Year Rs. 72.58 lakhs)

26. Cost of Materials Consumed

Particulars	As at March 31, 2021	As at March 31, 2020
Details of Rawmaterials Consumed		
Limestone	4,895.77	4,191.34
Al. Laterite	3,140.17	1,875.75
Gypsum	1,532.31	1,085.68
Iron ore / Iron ore powder	165.49	322.45
FlyAsh	2,609.66	1,599.30
Clinker Consumption at Kondapalli Plant	12,893.40	9,706.30
Cement Consumption in Other Divisions	4,119.58	4,138.32
Wood	1,431.24	2,053.53
Chemicals	429.66	515.86
Paper	306.46	267.70
Ready Mix Concrete Materials	2,718.18	2,584.90
Other Materials	786.26	239.80
Total	38,953.77	28,580.93
Less: Inter Segment Transfers	18,479.04	13,795.70
Net Consumption of Materials	20,474.73	14,785.23

27. Purchase of Stock-in-Trade

Particulars	As at March 31, 2021	As at March 31, 2020
Purchases	-	0.37
Total	-	0.37



28. Changes in Inventory

Particulars	As at March 31, 2021	As at March 31, 2020
A. Finished Goods		
Opening Balance	3,888.69	2,177.00
Adjustments	(126.86)	-
Closing Balance	2,932.37	3,888.69
Changes in Inventory of Finished Goods	829.46	(1,711.69)
B. Work in Progress		
Opening Balance	1,602.77	769.79
Closing Balance	775.75	1,602.77
Changes in Inventory of Work in Progress	827.02	(832.98)
Net (Increase) /Decrease	1,656.48	(2,544.67)

29. Employees' Benefit Expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Salaries and Wages		
Salaries, Wages and Bonus	4181.10	3773.37
Leave Encashment	175.39	32.16
Gratuity	243.91	75.46
Managerial Remuneration	932.34	505.04
Contribution to Provident Fund & Other Funds	234.17	192.46
Staff Welfare Expenses	193.50	135.93
Total	5,960.41	4,714.42

30. Other Expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Manufacturing Expenses :		
Cost of Fuel	18,333.34	16,631.20
Cost of Power	12,303.79	10,860.36
Packing Materials	4,024.49	2,652.89
Stores & Spares consumed	3,045.08	2,410.82
Rep & Maintenance Plant & Machinery	1,180.72	972.37
Rep & Maintenance Buildings	2.46	0.16
Rep & Maintenance Others	28.69	32.61
Direct Manufacturing Expenses	1,258.28	1,044.82
Sub total (a)	40,176.85	34,605.23
Administrative Expenses :		
Rent	150.28	228.32
Security Expenses	200.24	169.75
Directors' Sitting fees	19.60	13.15
Licences, Fees & Taxes	161.42	303.88
Insurance	125.82	69.59
Computer Maintenance	64.12	88.88
Office Maintenance	194.81	178.45
Printing & Stationery	19.12	16.49
Postage & Courier	6.09	7.49
Telephone	46.23	35.18
Travelling	266.84	281.59
Vehicle Maintenance	75.91	59.15
Legal & Professional Charges	77.40	92.39
Auditors' Remuneration (i)	11.00	11.00
Bank Charges	118.74	104.43
Staff recruitment and training	44.47	23.90
CSR Expenditure	161.53	215.50
Donations	27.04	0.94
Repairs & Maintenance - Vehicles	21.03	5.07
R & D Expenses	0.13	-
Allowance for Bad and Doubtful Debts	54.00	48.00



Miscellaneous Expenses	434.13	114.93
Sub total (b)	2,279.95	2,068.08
Selling & Distribution Expenses		
Transportation Paid	24,796.23	16,996.33
Advertisement & Publicity	1,493.12	715.70
Selling Expenses	13,275.41	8,505.47
Sub Total (c)	39,564.76	26,217.50
TOTAL (a+b+c)	82,021.56	62,890.81

(i) Amount paid to auditors

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
As Auditor	10.25	10.25
For Taxation Matters/Tax Audit	0.75	0.75
TOTAL	11.00	11.00

31. Finance Cost

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Interest Expenses & Other Borrowing Costs	2,047.49	3,066.79
TOTAL	2,047.49	3,066.79

32. Depreciation And Amortization Expenses

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Depreciation / Amortisation for the year		
Depreciation on Plant, Property & Equipment	4,088.16	4,211.98
TOTAL	4,088.16	4,211.98

33. Contingent Liabilities:

- i) Based on the Legal opinion/advice obtained, no financial implication to the Company with respect to the following cases is perceived as on the Date of the Balance Sheet

Particulars Depreciation / Amortisation for the year	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Disputed Amount	Paid Under Protest	Disputed Amount	Paid Under Protest
Indirect Taxes Related	3,672.32	364.62	2,080.41	245.23
Others	1,091.89	363.50	942.89	313.88

- ii) The Company has given Counter Guarantees to Banks / Financial Institutions for Rs.899.45 lakhs as at 31st March 2021 (Rs.715.85 lakhs as at 31st March 2020) against the Bank Guarantees obtained.

34. Capital Comittments

Capital expenditure contracted for at the end of the reporting period but not recognised/provided in the books as liabilities is as follows:

Description	Year Ended March 31, 2021	Year Ended March 31, 2020
Estimated amount Plant, Property and Equipment of Projects	18034.72	6592

35. Employee Benefits

- a) **Provident Fund:** Company pays fixed contribution to provident fund at predetermined rates to the government authorities. The contribution of Rs. 224.29 lakhs (Previous year Rs. 176.85 lakhs) including administrative charges is recognized as expense and is charged in the Statement of Profit and Loss.
- b) **Gratuity:** Gratuity is provided as per the payment of Gratuity Act 1972, covering all the eligible employees. Defined Benefit Plan is payable to the qualifying employees on separation. Company considers the liabilities with regard to gratuity, are independently measured on actuarial valuation carried out as on Balance Sheet date. The liability has been assessed using Projected Unit Credit Method. 100% of the Gratuity Plan Asset is entrusted to LIC of India under their group gratuity Scheme

Reconciliation of opening and closing balances of the present value of the defined benefit obligation as at the year ended March 31, 2021 are as follows:

a) Expense recognized during the year

Description	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Current Service Cost	57.31	64.81	53.36	60.46
Interest Cost	36.70	10.62	39.75	10.78
Net Actuarial (Gain) / Loss	149.90	99.96	(17.65)	(39.08)
Total Cost	243.91	175.39	75.46	32.16

b) Liability recognized in the Balance Sheet and Changes in Present Value Obligations

Description	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Present Value of Obligations at beginning of the year	576.37	163.57	542.74	150.11
Changes in Present Value of Obligations				
Current Service Cost	57.31	64.81	53.36	60.46
Interest Cost	36.70	10.62	39.75	10.78
Actuarial Loss / (Gain)	149.90	99.96	(17.65)	(39.08)
Settlements	(684.92)	(84.16)	(41.83)	(18.70)
Net Present Value of Obligations at the end of the year	135.36	254.80	576.37	163.57
Present Value of Obligations - Current	48.68	14.14	53.61	9.98
Present Value of Obligations - Non - Current	86.68	240.66	522.76	153.59
Actuarial assumptions				
a) Mortality IALM 2012-14 (ultimate)				
b) Discounting rate – 6.68% Previous year 6.70 %				
d) Expected average remaining working lives of employees–12.79 Years (PY 12.59 Years)				
e) Rate of escalation in salary – 6%				

Sensitivity Analysis:

Sensitivity to significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Gratuity

Particulars	As at		As at	
	March 31, 2021 1% Increase	March 31, 2021 1% Increase	March 31, 2020 1% Increase	March 31, 2020 1% Increase
Effect of 1% change in assumed discount rate	705.53	845.72	533.85	625.4
Effect of 1% change in assumed salary rate	841.13	708.34	623.01	534.95
Effect of 1% change in assumed attrition rate	772.73	767.11	585.63	565.93

Leave Encashment

Particulars	As at		As at	
	March 31, 2021 1% Increase	March 31, 2021 1% Increase	March 31, 2020 1% Increase	March 31, 2020 1% Increase
Effect of 1% change in assumed discount rate	228.57	286.08	149.31	180.27
Effect of 1% change in assumed salary rate	285.65	228.48	180.34	149.04
Effect of 1% change in assumed attrition rate	255.81	253.69	167.08	159.63

36. Income Tax Expense:

Income Tax recognised in the statement of Profit and Loss	For the year ended March 31, 2021	For the year ended March 31, 2021
Current Tax		
(i) In respect of Current Year	6,859.23	2,112.77
MAT Credit entitlement adjusted	-	-
(ii) In respect of Previous Year	72.17	72.97
Total Current Tax		
Deferred Tax		
(i) In respect of Current Year	925.57	(345.85)
Total Deferred Tax	925.57	(345.85)
Total Tax Expense	7,856.97	1,839.89

37. Financial Instruments- Fair Values and Risk Management**a. Financial Instruments by Categories**

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by categories. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value

Amount in Rs as of March 31, 2021

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
Non Current					
Investment in subsidiary at cost	3,001.00			3,001.00	3,001.00
Assets:					
Cash & Cash Equivalents	5,916			5,916	5,916
Trade Receivable	10,403			10,403	10,403
Other Financial Assets	425			425	425
Liabilities:				-	-
Trade Payable	7,308			7,308	7,308
Borrowings	2,966			2,966	2,966
Other Financial Liabilities	11,850			11,850	11,850

Amount in Rs as of March 31, 2021

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
Non Current					
Investment in subsidiary at cost	1.00			1.00	1.00
Assets:					
Cash & Cash Equivalents	80			80	80
Trade Receivable	14,338			14,338	14,338
Other Financial Assets	597			597	597
Liabilities:				-	-
Trade Payable	6,611			6,611	6,611
Borrowings	12,152			12,152	12,152
Other Financial Liabilities	11,217			11,217	11,217

Fair Value Hierarchy Management considers that, the carrying amount of those financial assets and financial liabilities that are not subsequently measured at fair value in the Financial Statements approximate their transaction value. No financial instruments are recognized and measured at fair value for which fair values are determined using the judgments and estimates. The fair value of Financial Instruments referred below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities. (Level-1 measurements) and lowest priority to unobservable (Level-3 measurements). Investments in subsidiary is at cost.

b) Financial Risk Management:

The Company's actual exposure to a variety of financial risks viz., market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk and liquidity risk.



c) Management of Market Risk:

Market risks comprises of Price risk and Interest rate risk. The Company does not designate any fixed rate financial assets as fair value through Profit and Loss nor at fair value through OCI. Therefore, the Company is not exposed to any interest rate risk. Similarly, the Company does not have any Financial Instrument which is exposed to change in price.

d) Foreign Currency Risks:

The Company is exposed to foreign exchange risk arising from various Currency exposures primarily with respect to the US Dollars (USD)/EURO, for the imports being made by the Company.

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2021 is as follows:

Particulars	Rs. in Lakhs
Financial Assets:	
Cash & Cash Equivalents	-
Trade Receivable	-
Deposits	-
Other Financial Assets	-
Financial Liabilities:	
Trade Payable	948
Borrowings	-
Other Financial Liabilities	-

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2020 is as follows:

Particulars	Rs. in Lakhs
Financial Assets:	
Cash & Cash Equivalents	-
Trade Receivable	-
Deposits	-
Other Financial Assets	-
Financial Liabilities:	
Trade Payable	7
Borrowings	-
Other Financial Liabilities	-

e) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. The company considers that, all the financial assets that are not impaired and past due as on each reporting dates under review are considered credit worthy

Credit risk is the risk arising from credit exposure to customers, cash and cash equivalents held with banks and current and non-current financial assets.

With respect to credit exposure from customers, the Company has a procedure in place aiming to minimise collection losses. Credit Control team assesses the credit quality of the customers, their financial position, past experience in payments and other relevant factors. Cash or other collaterals are obtained from customers as and when required.

The carrying amount of trade receivables represents company's maximum exposure to the credit risk. No other financial asset carry a significant exposure with respect to the credit risk. Bank deposits and cash balances are placed with reputable banks .

The credit quality of financial assets is satisfactory, taking into account the allowance for credit losses. The management also considers the factors that may influence the credit risk of its customer base, including default risk associated with the industry and country in which customers operate. Credit quality of a customer is assessed based on the past track record.

An impairment analysis is performed at each reporting date on an individual basis for receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company also holds deposits as security from certain customers to mitigate credit risk.

Credit risk on trade receivables and other financial assets is evaluated as follows:

For the year ended March 31, 2021

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	16,290.53	10,402.68	5,608.38	105.53	173.94
Expected Credit loss	216.00			42.06	173.94
Carrying amount (net of impairment)	16,074.53	10,402.68	5,608.38	63.47	-

For the year ended March 31, 2020

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	14,617.27	14,443.33	103.86	35.98	34.10
Expected Credit loss	162.00		43.92	35.98	34.10
Carrying amount (net of impairment)	14,455.27	14,443.33	59.94	-	-

f) Liquidity Risk:

The company's liquidity needs are monitored on the basis of monthly projections. The principal sources of liquidity are cash and cash equivalents, cash generated from operations and availability of cash credit and overdraft facilities to meet the obligations as and when due.

Short term liquidity requirements consist mainly of sundry creditors, expenses payable and employee dues during the normal course of business. The company maintains sufficient balance in cash and cash equivalents and working capital facilities to meet the short term liquidity requirements.

The company assesses long term liquidity requirements on a periodical basis and manages them through internal accruals and committed credit lines.

The following table shows the maturity analysis of the Companies Financial Liabilities based on contractually agreed, undiscounted cash flows as at the balance sheet date

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
As on March 31 2021					
Trade Payables	7,308	7,308			
Other Financial liabilities	11,850	11,850			
As on March 31 2020					
Trade Payables	6,611	6,611			
Other Financial liabilities	11,217	11,217			

38. Capital Management

The Company's objectives when managing capital are to Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the group monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet, including non-controlling interests).

Particulars	As at March 31, 2021	As at March 31, 2020
Borrowings		
Current	2,966.43	12,151.87
Current maturities of non- current borrowings	5,391.54	5,972.80
Non current	23,657.61	16,536.43
Less: Cash & Bank Balances	5,916.30	79.85
Net Debt	26,099.28	34,581.25
Equity		
Equity share capital	4,523.28	4,523.28
Other equity	61,950.43	48,320.91
Total capital	66,473.71	52,844.19
Gearing ratio in % (Debt/ capital)	39.26	65.44

In order to achieve the overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

There are no changes in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020.

39 Earnings Per Share

Particulars	As at March 31, 2021	As at March 31, 2020
Net Profit / (Loss) for the Period	14,771.06	5,096.21
Shares		
Number of shares at the beginning and at the end of the year	45,232,790	45,232,790
Number of shares at the beginning and at the end of the year	45,232,790	45,232,790
Earnings per share of par value Rs. 10/- Basic and Diluted in Rupees.		
Basic	32.65	11.26
Diluted	32.65	11.26

40. Expenditure in Foreign Currency:

Particulars	As at March 31, 2021	As at March 31, 2020
Foreign Travel	-	3.26
Raw Materials	267.57	1,115.12
Components, Stores & Spares	205.34	158.87
Capital Goods	501.15	227.95
Others	2.83	79.23
Total	976.89	1,584.43

Note 41: Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013 and rules made there under on CSR Activities, the Company has incurred an amount of Rs.161.53 (2020 year Rs.215.50) towards Corporate Social Responsibility activities during the Financial Year 2020-21 and debited to Statement of Profit and Loss.

The amount of expenditure to be spent on CSR activities and financial details as per the Companies Act, 2013 for the F.Y 2020-21 are as under:

Particulars	2020-2021	2019-2020
Average of net profits of last three financial years as per Section 198 of the Companies Act, 2013	6816.78	6956.30
Earmarked percentage U/s 135 of the Companies Act, 2013 towards CSR Activities	2%	2%
Amount to be spent towards CSR Activities	136.34	139.13
Amount actually spent on CSR Activities	161.53	215.50

As per Paragraph 17(b) of the Guidance Note on CSR issued by ICAI, the details of expenditure incurred by the Company on CSR activities are as follows:

Particulars	In Cash	Yet to be paid in Cash	Total
Construction/Acquisition of asset			
Other than (i) above:	161.53	0	161.53

42. New standards and interpretations not yet adopted (for Standalone accounts):

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

43. Related Party Transactions

a) Names of related parties and nature of relationships:

i) Key Managerial Personnel (KMP):	
1. Mr. K Ravi	Managing Director
2. Mr. K Gautam	Joint Managing Director
3. Mr. N G V S G Prasad	Executive Director & CFO
4. Mrs. Roopa Bhupatiraju	Executive Director
5. Mr. T Arun Kumar	Company Secretary





ii) Non Whole time Directors	
1. Mr. Kamlesh Gandhi	Chairman
2. Dr. R Kalidas	Director
3. Lt. Gen. T A Dcunha (Retd)	Director
4. Mr. V S Raju	Director
5. Mr. V V Goradia	Director
6. Mr. P N Raju	Director
7. Mr. Ashven Datla	Director
8. Mrs Pooja Kalidindi	Director
9. Mrs P Sudha Reddy	Director (From Jan 2021)
iii) Relatives of Key Management Personnel with whom there are transactions	
1. Mrs. Charulatha V Goradia	Wife of Mr V V Goradia
2. Mrs. K Sailaja	Wife of Mr. K Ravi
3. Ms. N Chaitra Sarada	Daughter of Mr. N G V S G Prasad
4. Ms N Suchitra Katyayani	Daughter of Mr. N G V S G Prasad
5. Mrs Sita Maha Lakshmi	Mother of Mr. N G V S G Prasad
6. Ms. B Anika	Daughter of Mrs. Roopa Bhupatiraju
7. Master B Arjun	Son of Mrs. Roopa Bhupatiraju
iv) Enterprises controlled by Key Management Personnel / Relatives of Key Management Personnel	
1. NCL Buildtek Limited	
2. NCL Homes Limited	
3. Kakatiya Industries (P) Limited	
4. Nagarjuna Cerachem (P) Limited	
5. NCL Veka Limited	
6. Khandaleru Power Company Limited	
7. Vikram Chemicals Pvt Limited	
8. Deccan Nitrates Pvt Limited	
9. NCL Guangzheng Structures Ltd (100% subsidiary Company)	
10. Tern Distilleries Private Limited (100% subsidiary Company)	

b. Related Party Transactions for the Year

i) Remuneration to Key Managerial Personnel	31st March 2021	31st March 2020
Mr. K Ravi, Managing Director	677.46	327.40
Mr. K Gautam, Joint Managing Director	90.58	74.80
Mr. N G V S G Prasad, Executive Director & CFO	53.82	47.04
Mrs. Roopa Bhupatiraju, Executive Director	54.67	21.04
Mr. Subba Raju Bhupatiraju	-	16.26
Mr. T Arun Kumar, Company Secretary	14.00	13.37

ii) Transactions during the year where related party relationship was existing:

	31st March 2021	31st March 2021	31st March 2020	31st March 2020
Sale of Finished Goods				
NCL Buildtek Limited	1,710.13		1,411.40	
NCL Homes Limited	18.79		56.99	
NCL Veka Limited	8.50	1,737.42	4.41	1,472.80
Purchases / Services				
NCL Buildtek Limited	111.81		56.14	
Kakatiya Industries (P) Limited	116.61		94.31	
NCL Veka Limited	-	228.41	4.00	154.45
Rent Paid				
Sri K Ravi	0.83		9.92	
Smt Roopa B	9.10	9.93	-	9.92
Reimbursement of Expenses				
NCL Buildtek Limited	41.10		30.87	
Nagarjuna Cerachem (P) Limited	-	41.10	5.18	36.05
Fixed Deposits as the end of the year				
Mr. K Ravi	115.00		-	
Mrs. K Sailaja	52.00		64.00	
Mrs. Roopa Bhupatiraju	4.50		4.50	
Ms B Anika	7.00		5.00	
Master B Arjun	16.40		15.40	
Mr. V V Goradia	20.00		20.00	
Mrs. Charulatha V Goradia	10.00		10.00	
Ms. N Chaitra Sarada	30.00		26.50	
Ms N Suchitra Katyayani	30.00		23.50	
Mrs Sita Maha Lakshmi	7.50		7.50	
Kamlesh Suresh Gandhi	35.00		23.00	
Trevor Alosius D'cunha	45.00		-	
Mr. Kiran Raghavapudi	30.00		30.00	
Mr. Arun Raghavapudi	18.00	420.40	18.00	247.40



Note 44:

The Code on Social Security 2020, which received the Presidential Assent on 28 September 2020, subsumes nine laws relating to social security, retirement and employee benefits, including the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972. The financial impact, if any, of the code will be assessed once the effective date of the Code and its rules are notified.

Note 45:

Company has acquired 100% equity stake in Tern Distilleries Pvt Ltd (TDPL) from United Spirits Limited. Upon such acquisition, TDPL has become a 100% subsidiary of the company. The land owned by TDPL will be utilised for setting up a 2000 TPD Cement grinding unit. At present the Company has no intention of entering the Distillery or related business.

Note 46:**Impact of the COVID-19 pandemic on the business:**

COVID-19 is the infectious disease caused by the coronavirus, SARS-CoV-2. In March 2020, the WHO declared COVID-19 a pandemic. The Company has adopted measures to curb the spread of infection in order to protect the health of the employees and ensure business continuity with minimal disruption. The Company has considered internal and certain external sources of information, including economic forecasts and industry reports, up to the date of approval of the financial results in determining the possible effects on the carrying amounts of Inventories, receivables, deferred tax assets and other current assets, that may result from the COVID-19 pandemic. Although the Company had done exceptionally well for the year, the impact of the global health pandemic may be different from that of estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Note 47

Previous year's figures have been regrouped/reclassified/recasted wherever necessary to confirm to the current year's presentation.

48 Segmental Reporting :

Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented for each business segment. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual business segments, and are as set out in the significant accounting policies. Business segments of the company are.

1. Cement
2. Boards
3. RMC
4. Energy
5. Doors

Types of products and services in each business segments (1) OPC/PPC/53 S Cement (2) Plain and laminated Cement Bonded Particle Boards . (3) Ready Mix Concrete. (4) Generation of Hydel power. (5) Doors

Segment Revenue and Expense**Details regarding revenue and expenses attributable to each segment must be disclosed**

Segment assets include all operating assets in respective segments comprising of net fixed assets and current assets, loans and advances etc. Assets relating to corporate and construction are included in unallocated segments. Segment liabilities include liabilities and provisions directly attributable to respective segment.

**Segment revenues and results:
for the year ended March 31, 2021**

Rs. in lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	116,988.27	11,263.56	543.07	8,636.56	936.63	-	138,368.09
Outside India		-					-
Inter-Segment Revenue	17,551.88	562.83	226.37	69.40	68.57	-	18,479.04
Total Segment Revenue	134,540.14	11,826.39	769.44	8,705.96	1,005.20	-	156,847.13
Segment Results							
Within India	24,097.28	973.34	405.16	551.49	(1,201.88)	-	24,825.41
Outside India	-	-	-	-	-	-	-
Total segmental results	24,097.28	973.34	405.16	551.49	(1,201.88)	-	24,825.41
Unallocated Corporate expenses:							
Interest expenses (net)						2,047.49	2,047.49
Other unallocated expenses net of other income						0	0
Profit before tax from ordinary activities	24,097.28	973.34	405.16	551.49	(1,201.88)	(2,047.49)	22,777.93

for the year ended March 31, 2020

Rs. in lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	74,557.24	10,930.33	804.50	7,366.95	127.48	-	93,786.50
Outside India							-
Inter-Segment Revenue	13,432.05	339.11	-	24.54	-	-	13,795.70
Total Segment Revenue	87,989.29	11,269.44	804.50	7,391.49	127.48	-	107,582.20
Segment Results							
Within India	7,882.41	1,487.42	475.59	501.48	(361.67)	-	9,985.23
Outside India	-	-	-	-	-	-	-
Total segmental results	7,882.41	1,487.42	475.59	501.48	(361.67)	-	9,985.23
Unallocated Corporate expenses:							
Interest expenses (net)						3,066.79	3,066.79
Other unallocated expenses net of other income							-
Profit before tax from ordinary activities	7,882.41	1,487.42	475.59	501.48	(361.67)	(3,066.79)	6,918.43



**Segment assets and liabilities
for the year ended March 31, 2021**

Amount in Rs lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	79,423.81	12,604	2,983.91	4,089.24	7,417.58	20,257.42	1,26,856.55
Total Assets							
Segment Liabilities :							
Liabilities	34,027.23	2,120.71	53.52	1,549.27	568.83	16,456.87	54,801.13
Total Liabilities							

for the year ended March 31, 2020

Amount in Rs lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	75,232.58	12,880.53	3,012.61	2,667.33	6844.14	14,597.79	115,315.83
Total Assets							
Segment Liabilities :							
Liabilities	27,242.79	2,033.47	44.57	1,195.38	480.89	23,443.80	54,465.60
Total Liabilities							

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of NCL INDUSTRIES LIMITED

Report on the Audit of the Ind AS Consolidated financial statements

Opinion

We have audited the accompanying Consolidated financial statements of **NCL INDUSTRIES LIMITED** (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2021, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on financial statements and on the other financial information of the subsidiaries, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013, as amended ("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 consolidated state of affairs of the Group as at March 31, 2021, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to Note No. 46 of the consolidated financial statements regarding impact of COVID-19 pandemic. The situation continues to be uncertain and the Company is evaluating the situation on an ongoing basis with respect to the challenges faced.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.





Key Audit Matters

Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 “Revenue from Contracts with Customers” (new revenue accounting standard) Principal Audit Procedures We assessed the Holding Company’s process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: The application of the new revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. Additionally, new revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date

Other information

The Holding Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the consolidated financial statements and our auditor’s report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the consolidated financial statements

The Holding 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 consolidated financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Holding Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records

Auditor’s response

Principal Audit Procedures: We assessed the Holding Company’s process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: The application of the new revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period. Additionally, Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. Selected a sample of continuing and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings. We reviewed the collation of information and the logic of the report generated from the budgeting system used to prepare the disclosure relating to the periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.

in accordance with the provisions of the Act for safeguarding of the assets of the Holding 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor’s Responsibilities for the Audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance,

but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Group cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the Consolidated

Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors’ report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the annual financial statements of the two subsidiaries included in the Statement, whose financial information reflects total assets of Rs.3049.19 lakhs as at 31 March 2021, total revenues of nil, total net loss after tax of Rs.324.00 lakhs, and cash flows (net) of Rs.(0.80) lakhs for the year ended on that date, as considered in the Statement. These annual financial statements have been audited by other auditors and whose audit reports have been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the audit reports of such other auditors, and the procedures performed by us as stated above.

Our opinion above on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial



information of subsidiaries as noted in the 'other matters' paragraph we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Financial Statements;
- d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e) On the basis of the written representations received from the directors of holding company and the report of other statutory auditors of its subsidiaries as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting With reference to these Consolidated Financial Statements of the Holding Company and its subsidiaries, incorporated in India, refer to our separate Report in "Annexure A" to this report;
- g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries incorporated in India, the managerial remuneration for the year ended March 31, 2021 has been paid/provided by the Holding Company, its subsidiaries incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
- h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries as noted in the 'Other Matters' paragraph:
 - i. The Consolidated Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group in its Consolidated Financial Statements – Refer Note 33 to the Consolidated Financial Statements;

- ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. The Holding Company transferred an amount of Rs. 19.86 Lakhs, being the unpaid dividend to the Investor Education and Protection Fund on 12-10-2020 and 26-11-2021. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, incorporated in India, during the year ended March 31, 2021.

**FOR VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS
FRN: 004671S**

**Place : Hyderabad
Date : 25.06.2021**

**(P.V.SRI HARI)
Partner
Membership No.021961
UDIN: 21021961AAAAFP1871**

Annexure - A to the Auditors' Report

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

In conjunction with our audit of the Consolidated Financial Statements of **NCL INDUSTRIES LIMITED** for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of **NCL INDUSTRIES LIMITED** (hereinafter referred to as the "Holding Company") and its subsidiaries, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company, its subsidiaries which are companies incorporated in India, internal financial controls over financial reporting with reference to these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed

risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these Consolidated Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to these Consolidated Financial Statements

A company's internal financial control over financial reporting with reference to these Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in Other Matters paragraph below, the Holding Company and its subsidiaries which are companies incorporated in India, have, maintained in all material respects, adequate internal



financial controls over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting with reference to these Consolidated Financial Statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these Consolidated Financial Statements of the Holding Company, in so far as it relates to separate financial statement of a subsidiary, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries incorporated in India.

FOR VENUGOPAL & CHENYOY
CHARTERED ACCOUNTANTS
FRN: 004671S

Place : Hyderabad
Date : 25.06.2021

(P.V.SRI HARI)
Partner
Membership No.021961
UDIN: 21021961AAAAFP1871

Consolidated Balance Sheet as at 31st March 2021

(Rs. In Lakhs)

Particulars	Note No	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	81,969.14	69,528.74
(b) Capital work-in-progress		6,053.76	8,996.71
(c) Investment Property			
(d) Other intangible assets			
(e) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables	3	5,671.85	117.48
(iii) Loans			
(iv) Other Financial Assets	4	1,738.11	1,971.71
(f) Deferred tax Assets (net)			
(g) Other non-current Assets	5	364.62	245.23
Current Assets			
(a) Inventories	6	10,512.46	10,968.10
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables	7	10,402.68	14,337.79
(iii) Cash & Cash Equivalents	8	5,928.01	81.25
(iv) Bank Balances other than (iii) above	9	1,165.51	1,792.91
(v) Other Financial Assets	10	424.90	597.29
(c) Current Tax Assets			
(d) Other Current Assets	11	5,665.84	6,679.39
Total		1,29,896.89	1,15,316.60
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	4,523.28	4,523.28
(b) Other Equity	13	61,946.67	48,320.41
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	23,657.61	16,536.43
(ii) Trade Payables			
(iii) Other Financial Liabilities			
(b) Provisions	15	328.33	676.35
(c) Deferred Tax Liabilities (Net)	16	8,192.66	7,267.09
(d) Other non-current liabilities	17	565.22	1,396.67
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	2,966.43	12,151.87
(ii) Trade payables	19		
a) Total outstanding dues of micro and small enterprises		25.61	23.97
b) Total outstanding dues of Creditors other than micro and small enterprises		7,318.89	6,586.53
(iii) Other Financial Liabilities	20	11,853.34	11,217.45
(b) Provisions	21	204.57	198.82
(c) Current Tax Liabilities (Net)	22	2,358.23	2,112.78
(d) Other current liabilities	23	5,956.03	4,304.95
Total Equity and Liabilities		129,896.89	115,316.60

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

K. Ravi
Managing Director
DIN: 00720811

Kamlesh Gandhi
Chairman
DIN: 00004969

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFP1871

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

T. Arun Kumar
Vice President &
Company Secretary



Consolidated Statement of Profit and Loss

for the Year ended March 31, 2021

(Rs. In Lakhs)

Particulars	Note No	As at March 31, 2021	As at March 31, 2020
Income			
i) Revenue From Operations			
Gross Revenue from Operations	24	193,400.86	132,223.90
Less: Inter Segment Transfers & Taxes on Sales		55,032.77	38,437.40
Revenue From Operations (Net)		138,368.09	93,786.50
ii) Other Income	25	790.94	256.86
Total Income		139,159.03	94,043.37
Expenses			
i) Cost of materials consumed	26	20,474.73	14,785.23
ii) Purchases of stock-in-trade	27	-	0.37
iii) Changes in inventories of finished goods, work-in-progress and stock-in-trade	28	1,656.48	(2,544.67)
iv) Employee benefits expense	29	5,972.73	4,714.42
v) Manufacturing Expenses	30	40,176.85	34,605.23
vi) Administration Expenses		2,355.12	2,068.58
vii) Selling and Distribution Expenses		39,564.76	26,217.50
viii) Finance Costs	31	2,080.23	3,066.79
ix) Depreciation and amortisation expense	32	4,423.97	4,211.98
Total expenses		116,704.87	87,125.43
Profit/(loss) before exceptional items and tax		22,454.16	6,917.93
Exceptional Items			
Profit Before Tax		22,454.16	6,917.93
Tax Expenses			
- Earlier Years' Tax		72.17	72.96
- Current Tax		6,911.61	2,106.60
- Deferred Tax		925.57	(345.85)
Profit/(loss) for the period from continuing operations		14,544.81	5,084.22
I Profit/(loss) for the Period		14,544.81	5,084.22
II Other Comprehensive Income			
i) Items that will not be reclassified to profit or loss:			
-Impairment of allowances in doubtful debt			
-Remeasurements of the defined benefit plans		(149.90)	17.66
-Equity Instruments through other comprehensive income			
-Income Tax relating to these items		52.38	(6.17)
ii) Items that will be reclassified to profit or loss:			
-Debt Instruments through Other Comprehensive Income			
-The effective portion of gains and loss on hedging instruments in a cash flow hedge			
-Income Tax relating to these items			
Other Comprehensive Income		(97.52)	11.49
Total Comprehensive Income for the period		14,447.29	5,095.71
Earnings per equity share :			
(1) Basic		32.65	11.26
(2) Diluted		32.65	11.26

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

K. Ravi
Managing Director
DIN: 00720811

Kamlesh Gandhi
Chairman
DIN: 00004969

P.V. Sri Hari
Partner
Membership No. 21961
Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFP1871

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

T. Arun Kumar
Vice President &
Company Secretary

Consolidated Statement of Changes in Equity

for the Year ended March 31, 2021

A. Equity Share Capital

(Rs. In Lakhs)

Particulars	No of Shares	Amount
Balance as on 1st April, 2019	45,232,790	4,523.28
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2020	45,232,790	4,523.28
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2021	45,232,790	4,523.28

B. Other Equity

	Reserves and Surplus					
	General Reserve	Capital Re-serve	Secu-rities Premium Reserve	Deben-ture Re-demption Reserve	Retained Earnings	Total
Balance as on 1st April, 2019	20,500.00	240.91	21,222.84	-	3,442.17	45,405.92
Profit for the year					5,095.71	5,095.71
Payment of Dividend and Dividend Distribution Tax					(2,181.22)	(2,181.22)
Deferred Tax on fixed assets						-
Prior Period or Other Adjustments					-	-
Securities Premium on shares issued		-	-			-
Transfer to Debenture Redemption Reserve	-			-		-
Transfer to General Reserve	3,500.00				(3,500.00)	-
Balance as on 31st March, 2020	24,000.00	240.91	21,222.84	-	2,856.66	48,320.41
Profit for the year					14,764.77	14,764.77
Payment of Dividend and Dividend Distribution Tax					(1,130.82)	(1,130.82)
Deferred Tax on fixed assets					-	-
Prior Period or Other Adjustments		3.03			(10.72)	(7.69)
Securities Premium on shares issued net of expenses		-	-			-
Transfer to/from Debenture Redemption Reserve	-			-		-
Transfer to General Reserve	5,000.00				(5,000.00)	-
Balance as on 31st March, 2021	29,000.00	243.94	21,222.84	-	11,479.89	61,946.67

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

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Chairman
DIN: 00004969

T. Arun Kumar
Vice President &
Company Secretary

Consolidated Cash Flow Statement

for the Year ended March 31, 2021

(In Rupees lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Cash flow from operating activities		
Profit before income tax from		
Continuing operations	22,304.26	6,935.59
Discontinued operations	-	-
Profit before income tax including discontinued operations	22,304.26	6,935.59
Adjustments for		
Depreciation and amortisation expense	4,423.97	4,211.98
Finance costs	2,080.23	3,066.79
Other Cash Adjustments	(10.72)	-
	28,797.74	14,214.36
Change in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary:		
(Increase) / Decrease in trade receivables	(1,619.26)	656.64
(Increase) / Decrease in inventories	455.64	(2,505.63)
Increase / (Decrease) in trade payables	734.00	(633.32)
(Increase) / Decrease in other financial assets	405.99	(474.65)
(Increase) / Decrease in other non-current assets	(119.39)	7.40
(Increase) / Decrease in other current assets	1,013.54	(237.58)
Increase / (Decrease) in provisions	5.75	7.20
Increase / (Decrease) in employee benefit obligations	(348.02)	41.35
Increase / (Decrease) in other current liabilities	1,651.09	(217.73)
Increase / (Decrease) in financial liabilities	596.62	1,104.08
Increase/ (Decrease) in other non current liabilities	(831.45)	500.48
Cash generated from operations	30,742.25	12,462.61
Income taxes paid	6,685.95	1,880.32
Net cash inflow from operating activities	24,056.30	10,582.29
Cash flows from investing activities		
Payments for property, plant and equipment/ investments	(14,545.29)	(7,905.05)
Proceeds from sale of property, plant and equipment	944.38	55.11
Net cash outflow from investing activities	(13,600.91)	(7,849.94)
Cash flows from financing activities		
Repayment of non current borrowings	7,121.18	(2,134.54)
Proceeds from current borrowings	(9,185.44)	4,211.70
Interest paid	(2,040.95)	(2,992.50)
Dividends paid to Company's share holders	(1,130.82)	(2,181.22)
Dividends paid to non-controlling interests		
Net cash inflow (outflow) from financing activities	(5,236.03)	(3,096.56)
Net increase (decrease) in cash and cash equivalents	5,219.36	(364.22)
Cash and cash equivalents at the beginning of the financial year	1,874.16	2,238.38
Cash and cash equivalents at end of the year	7,093.52	1,874.16
	(5,219.36)	364.22

The accompanying notes are an integral part of the financial statements

For and on behalf of the Board

As per our report of even date
For Venugopal & Chenoy,
Chartered Accountants
Firm Registration No. 004671S

K. Ravi
Managing Director
DIN: 00720811

Kamlesh Gandhi
Chairman
DIN: 00004969

P.V. Sri Hari
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Hyderabad
Dated: 25th June 2021
ICAI UDIN 21021961AAAAFP1871

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

T. Arun Kumar
Vice President &
Company Secretary

Notes forming part of the Consolidated Financial Statements

Note 1: COMPANY OVERVIEW AND SIGNIFICANT ACCOUNTING POLICIES:

Company Overview

NCL Industries Limited ("the Company"), is a public company domiciled in India and was incorporated on 10 September 1979 under the provisions of the Companies Act, 1956 applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE) of India. The Registered office of the Company is located at NCL Pearl, 7th floor, SD Road, Secunderabad, Telangana. These consolidated financial statements comprise the Company and its subsidiaries.

The following subsidiaries is considered in the Consolidated Financial Statement of the Company.

Name of the Company	Country of Incorporation	Percentage of Equity interest
Subsidiary		
Tern Distilleries Private Limited	India	100%
NCL Guangzheng Structures Ltd	India	100%

The Company is principally engaged in the business of manufacturing and selling of Cement, Ready Mix concrete(RMC), Cement Bonded Particle Boards (CBPB), Doors, and operates two Small Hydro Power (SHP) projects. The Company has manufacturing facilities in the states of Telangana, Andhra Pradesh, Karnataka and Himachal Pradesh of India and caters mainly to the domestic market.

Basis of Preparation of Financial Statements:

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Companies Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These consolidated financial statements were approved for issue in accordance with the resolution of the Board of Directors on June 25, 2021

Basis of Consolidation

The accounting policies have been applied consistently to all periods presented in the consolidated financial statements. One of the subsidiaries, Tern Distilleries Pvt Ltd., is acquired during the financial year, previous year figures given are not comparable.

Subsidiary: The Subsidiary entities controlled by the Company (NCL). NCL controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of the subsidiaries are included in the consolidated financial statements from the date of incorporation on which the control commences until the date on which the control ceases.

Transactions eliminated on consolidation:

Intra group balances and transactions, and any unrealised income and expenses arising from intra group transactions are eliminated. Unrealised incomes or losses arising from equity accounted investees are eliminated against the investment to the extent that there is no impairment.

Basis of Measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

The consolidated financial statements are presented in Indian Rupees (INR) being the functional currency of the Company. All financial information presented in Indian rupees has been rounded to the nearest lakhs, except otherwise indicated.

Use of Estimates

The preparation of consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions (including revisions, if any). These estimates, judgments and assumptions affect the application of accounting policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and the



reported amounts of revenue and expenses during the period.

Appropriate changes in the estimates are made as management becomes aware of changes in circumstances. Changes in the estimates are reflected in the financial statements in the period in which changes are made.

Classification of Current / Non-Current Assets and Liabilities

All the assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Assets: An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within twelve months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within twelve months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Company has ascertained its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

Revenue of Recognition :

NCL primarily generates revenue from simply structured sales of building materials, such as cement, Cement Bonded Particle Boards, Ready Mix Concrete and Power generation, for which the control passes to the customer at a specific point in time. In the context of the sale of the products, separate performance obligations may arise from freight and transport services as well as from services directly related to the sale of the products. These services are generally performed at the time that the control of the products is transferred.

Revenue is the amount of consideration expected to be received in exchange for transferring promised goods or

services to a customer, excluding amounts collected on behalf of third parties (GST). Revenue is recognized when (or as) a performance obligation is satisfied by transferring the control of a promised good or service to the customer. A customer obtains control of a good or service if it has the ability to direct the use of and obtain substantially all of the remaining benefits from that good or service. Control is transferred over time or at a point in time. Revenue from the sale of goods is recognised when control of the good is transferred to the customer, usually upon delivery and there is no unfulfilled obligation that could affect the customer's acceptance of the products. The Company adopted Ind AS 115 for its revenue from contracts with customers.

Rendering of services: Revenue arising from services is recognised in the accounting period in which the services are rendered, and it is measured using either output methods or input methods, depending on the nature of service provided. A receivable is recognized when there is an unconditional right to consideration for the performance obligations to the customer that are satisfied. Interest income is recognized using the effective interest rate method.

A contract asset is recognized when the performance obligation to the customer is satisfied before the customers pays or before payment is due, usually when goods or services are transferred to the customer before the Company has a right to invoice. A contract liability is recognized when there is an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer (prepayments) or there is an unconditional right to receive consideration before the Group or the Company transfers a good or a service (deferred income). The contract liability is derecognized when the promise is fulfilled and revenue is recorded in the profit or loss statement .

Revenue is net of GST wherever applicable, recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods: Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer on delivery of the goods.

Income from Services: Revenues from maintenance contracts are recognized pro-rata over the period of the contract as and when services are rendered.

Rendering of services: Revenue from services is recognised with reference to the stage of completion of a contract when outcome can be measured reliably. Stage of completion is measured by the services performed till Balance Sheet date as a percentage of total services contracted.

Interest income is recognized using the effective interest rate method.

Property Plant and Equipment:

Property, Plant and Equipment are stated at cost net of GST, if any and subsequently at cost less depreciation and impairment losses if any.

Depreciation on Buildings and Plant & Machinery is charged

on straight line method and other assets on Written Down Value method based on the useful lives of the assets, as per Schedule II of the Companies Act 2013 and depreciation on Assets of Energy Division is charged as per Part B of the Schedule . Depreciation on fixed assets of Energy Division is provided on straight line method at the rates and in the manner prescribed as per notification no.151 dated 29.03.1994 issued by Ministry of Power (Department of Power). Depreciation for assets purchased/sold during the period is proportionately charged. Individual low cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase.

Inventories

Inventories are valued at lower of cost or net realizable value.

Basis of determination of cost remain as follows:

Raw Materials, Packing materials - On Weighted average cost basis.

Spares- at Cost

Work-in-process: At cost of inputs plus overheads up to the stage of completion.

Finished goods are valued at lower of cost or net realizable value.

Impairment :

As at the end of each Balance Sheet date, the carrying amount of assets is assessed as to whether there is any indication of impairment. If the estimated recoverable amount is found less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount.

Borrowing Costs

Borrowing Costs Borrowing cost directly attributable to acquisition and construction of assets that necessarily takes substantial period of time are capitalised as part of the cost of such assets up to the date when such assets are ready for intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Foreign Exchange Transactions/Translation

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit & Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

Research and Development

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is

shown as additions to Fixed Assets.

Provisions, Contingent Assets/ Contingent Liabilities

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Show cause notices issued by Government Authorities where the probability of outflow of economic resources is remote are not considered as obligations. When the demands are raised against show-cause notices and are disputed by the company, these are treated as disputed obligations along with other contingent liabilities. Such contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

Warranty Provisions: Provisions for Warranty related costs are recognized when the product is sold or service is provided. Provision is based on historical experience. The estimate of such warranty related costs is revised annually

Leases

There are no material leases, hence no asset or liability was created in the books of account.

Income Tax:

Income tax expense represents the sum of current tax payable and deferred tax. Current Tax: The tax currently payable is based on the current year taxable profit for the year. The current tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax: Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Minimum Alternate Tax (MAT) Credit entitlement

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.



Earnings per Share

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for shares held, for the effects of all dilutive potential ordinary shares.

Employee benefits:

Defined Contribution Plans: Payments made to a defined contribution plan such as provident Fund are charged as an expense in the Profit and Loss Account as they fall due.

Defined Benefit Plans: Company's liability towards gratuity to past employees is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognized immediately in the statement of profit and loss Account as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government Securities where the currency and terms of the Government Securities are consistent with the currency and estimate terms of the defined benefit obligations.

Financial Instruments:

Non-derivative financial instruments

Non-derivative financial instruments consist of:

Financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;

Financial liabilities, which include long and short-term loans and borrowings, , trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, at banks and demand deposits with banks, net of outstanding bank overdrafts, if any, that are repayable on demand and are considered part of the Company's cash management system.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

Borrowings

Borrowings are initially recognized when a Company becomes a party to the contractual provisions subsequently measured at amortised cost using the EIR method.

Trade and payable

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

Segment Information:

Identification of segments: An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. The Company has identified Managing Director and Executive Director & Chief Finance Officer as CODM.

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

Allocation of common costs Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Inter-segment transfers Inter-segment revenue has been accounted for based on the transaction price agreed to between segments which is based on current market prices.

a) Segment Assets and Liabilities:

Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories,

sundry debtors and loans & advances less current liabilities. Segment assets and liabilities do not include investments, cash and bank balances, inter corporate deposits, reserves and surplus, borrowings, provision for contingencies and income tax (both current and deferred).

b) Segment Revenue and Expenses:

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter-corporate deposits, profit on sale of investments, interest expense, provision for contingencies and income tax.

Unallocated items Revenue, expenses, assets and liabilities which relate to the Company as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'. Segment Policies .

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Operating segment is reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM)

Events after the reporting period :

Adjusting events are events that provide further evidence of condition that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

Prior Period Errors

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes to Accounts.



2. Property, Plant and Equipment

(Rs. in lakhs)

Particulars	Gross carrying value as at April 1, 2020	Additions	Disposal/ adjustments	Gross carrying value as at March 31, 2021	Accumulated depreciation as at April 1, 2020	Additions	Disposal/ adjustments	Accumulated depreciation as at March 31, 2020	Carrying Value as at March 31, 2021
Land	7,313.06	513.78	-	7,826.84	-	-	-	-	7,826.84
Buildings	14,646.76	2,857.60	922.89	16,581.47	1,513.40	490.82	-	2,004.22	14,577.24
Plant and Machinery	58,952.29	10,757.97	-	69,710.26	9,173.76	3,113.04	-	12,286.81	57,423.45
Electrical Installations	2,322.41	-	-	2,322.41	2,206.29	11.66	-	2,217.95	104.46
Railway Siding	521.41	-	-	521.41	236.33	59.12	-	295.45	225.96
Furniture and Fixtures	326.63	12.93	-	339.56	92.19	61.07	-	153.26	186.30
Office Equipment & Appliances	239.81	72.00	-	311.81	135.03	61.42	-	196.45	115.36
Vehicles	5,075.85	233.98	100.42	5,209.41	3,151.98	626.83	78.93	3,699.88	1,509.54
Total	89,398.22	14,448.26	1,023.31	1,02,823.17	16,508.98	4,423.97	78.93	20,854.02	81,969.14

Capital Work in Progress

Balance as at April 1, 2019	9,047.62
Additions/ Adjustments during the year	(56.50)
Capitalized during the year	-
Balance as at March 31, 2019	8,991.12
Additions/ Adjustments during the year	11224.71
Capitalized during the year	14162.07
Balance as at March 31, 2020	6,053.76

3. Trade Receivables Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Other Trade Receivables Secured, considered Good Unsecured, considered good Doubtful	5,887.85	279.48
Allowances for doubtful debts	216.00	162.00
Total	5,671.85	117.48

The Company applies Expected Credit Loss and provision is made for recognition of impairment loss on its trade receivables.

Movement in allowances for doubtful debt

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	162.00	114.00
Impairment losses recognised	54.00	48.00
Balance at the end of the year	216.00	162.00

4. Other Financial Assets Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured (considered good)		
Security Deposits		
Deposits with AP & TS SEB	1,291.00	1,572.01
Deposits with Government Departments	325.80	297.44
Deposits with Others	47.97	28.86
Rental Deposits	73.34	73.40
Total	1,738.11	1,971.71

5. Other non-current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Deposits in disputed cases		
Taxes paid under Protest	364.62	245.23
Total	364.62	245.23

6. Inventories

Particulars	As at March 31, 2021	As at March 31, 2020
Raw Materials	1,552.31	1,406.20
Finished Goods	2,932.37	3,888.69
Work in Progress	775.75	1,602.77
Packing & Other Materials	1,189.25	847.63
Stores & Spares	4,062.78	3,222.81
Total	10,512.46	10,968.10

7. Trade Receivables Current

Particulars	As at March 31, 2021	As at March 31, 2020
(i) Trade Receivables from related parties Secured, considered Good Unsecured, considered good Doubtful Allowances for doubtful debts	723.68	321.45
Sub-Total	723.68	321.45
(ii) Other Trade Receivables Secured, considered Good Unsecured, considered good Doubtful Allowances for doubtful debts	9,679.00	14,016.34
Sub-Total	9,679.00	14,016.34
Total	10,402.68	14,337.79

Out of the above, amount due by directors or other officers of the company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member is Rs. 723.68 lakhs (Rs. 321.45 lakhs, 31st March 2020).

8. Cash & Cash Equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Cash on hand	5.57	4.55
Cheques, Drafts on hand		
Balances with Banks		
(a) in Current Account	5,922.44	76.70
(b) in Cash Credit Account		
Total	5,928.01	81.25

9. Bank Balances other than above

Particulars	As at March 31, 2021	As at March 31, 2020
Unclaimed Dividend	103.80	145.61
Margin money deposits with Banks	264.40	776.15
Fixed deposits redemption reserve	794.55	868.19
Others	2.76	2.96
Total (A)	1,165.51	1,792.91

10. Other Financial Assets Current

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured (considered good)		
Incentives Receivable from A.P/Telangana Governments	420.93	593.32
Cash Ledger balance in GST		
Other Advances and Contract Assets	3.97	3.97
Total	424.90	597.29

11. Other Current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Un Secured Considered Good		
Advances to Suppliers	2,614.27	2,068.20
Advances for Capital Goods	997.23	2,140.35
Advances to Others	101.44	126.95
GST, Central Excise, Service Tax, VAT & Other Receivables	1,402.54	878.31
MAT Credit Entitlement Account	429.92	1,329.00
Accrued Interest	49.72	72.67
Prepaid expenses	70.72	63.91
Total	5,665.84	6,679.39

12 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2021	As at March 31, 2020
Authorized		
6,20,00,000 (Previous Year: 6,20,00,000) Equity shares of Rs. 10/- each	6,200.00	6,200.00
Issued,Subscribed & Paid up		
4,52,32,790 (Previous Year 4,52,32,790) Equity Shares of Rs.10/- each	4,523.28	4,523.28
Total	4,523.28	4,523.28

(a) The Company has one class of share capital, comprising ordinary shares of Rs. 10/- each. Subject to the Company's Articles of Association and applicable law, the Company's ordinary shares confer on the holder the right to receive notice of and vote at general meetings of the Company, the right to receive any surplus assets on a winding-up of the Company, and an entitlement to receive any dividend declared on ordinary shares.

The Company and its nominees hold 100% share of NCL Guangzheng Structures Ltd and Tern Distilleries Pvt Limited, being the Subsidiary Companies.

(b) No. of Shares in the company held by shareholder holding more than 5 percent

Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
	No of Shares	% of Holding	No of Shares	% of Holding
K. Ravi	2,589,482	5.72	2,430,178	5.37
HDFC Trustee Co Limited (HDFC Housing Opportunities Fund)	1,086,281	2.40	2,700,000	5.97
Kalidindi Shilpa	2,760,833	6.10	2,760,833	6.10
Roopa Bhupatiraju (Kalidindi Roopa)	2,268,038	5.01	2,237,695	4.95

(c) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity shares	As at March 31, 2021		As at March 31, 2020	
	No of Shares	Rs. Lakhs	No of Shares	Rs. Lakhs
At the beginning of the year	45,232,790	4,523.28	45,232,790	4,523.28
Equity Shares issued during the year	-	-	-	-
At the end of the year	45,232,790	4,523.28	45,232,790	4,523.28

13. Other Equity

Particulars	As at March 31, 2021	As at March 31, 2020
Capital Reserve	243.94	240.91
Securities Premium Reserve		
Balance as per the last Financial statement	21,222.84	21,222.84
Add: Premium on shares issued during the current year	-	-
Closing balance	21,222.84	21,222.84
General Reserve		
Balance as per the last Financial statement	24,000.00	20,500.00
Less: Transfer to/from Debenture Redemption Reserve	-	-
Add: Amount transferred from surplus	5,000.00	3,500.00
Closing balance	29,000.00	24,000.00
Retained Earnings		
Balance as per the Last Financial Statement	2,856.66	3,442.17
Add: Profit / (Loss) for the Year	14,764.77	5,095.71
Less: Interim Dividend Paid	678.49	678.49
Less: Interim Dividend Tax Paid		139.46
Less: Final Dividend and Dividend tax paid	452.33	1,363.27
Less: Transfer to General Reserve	5,000.00	3,500.00
Less: Prior Period adjustments	10.72	-
Total Appropriations		
Closing Balance	11,479.89	2,856.66
Total	61,946.67	48,320.41

Nature of Reserves :

Capital Reserve : Represent the Capital Subsidies received from government.

Securities Premium Reserve : Amounts received in excess of the face value of the equity shares issued.

General Reserve : This represents the appropriation of Profit

Retained Earnings : Represents the undistributed earnings post taxes.

Dividends:

Particulars	As at March 31, 2021	As at March 31, 2020
Dividends Recognised		
Final Dividend for the year ended March 31, 2020 of Rs. 1.00 (Rs 2.50 for year 2019) per fully paid up share.	452.33	1,130.82
Interim Dividend for the year ended March 31, 2021 of Rs. 1.50 (Rs 1.50 for year 2020) per fully paid up share.	678.49	678.49
Dividends not recognised at the end of reporting period		
Interim Dividend Paid for the year ended March 31, 2021 of Rs. 1.50 (Rs Nil for year 2020) per fully paid up share.	678.49	-
In addition to above, dividend proposed of Rs 1.00 (Rs.1.00 for year ended March 31, 2020) per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting	452.33	452.33

Non Current Liabilities

14. Borrowings

Particulars	As at March 31, 2021	As at March 31, 2020
Secured		
Term Loans		
- From Banks (Refer Note 'a')	15,032.08	10,248.72
- From Other parties		
Vehicle & Equipment Finance Loans from Banks & Financial Companies (Refer Note 'b')	324.98	390.10
Total Secured Loans	15,357.06	10,638.82
Un Secured		
Deposits from Dealers / Stockists (Note 'c')	3,390.23	2,695.87
Deposits from Public & Shareholders (Note 'd')	4,910.32	3,201.74
Total un Secured Loans	8,300.55	5,897.61
Total	23,657.61	16,536.43

- The term loans are secured by pari passu first charge on the fixed assets of the Company excluding exclusive charge given to equipment lenders & second charge on all current assets of the Company (both present & future) along with personal guarantees of Promoter Directors. The term loans carry an interest rate @ 6.50% to 8.60% per annum.
- Vehicle and Equipment Loans from various Banks are secured by Hypothecation of respective assets financed, for a tenure of 35 to 47 months and carries interest @ 7.85% to 9.00% p.a.
- Deposits from Dealers / Stockists represent amounts collected from Dealers / Stockists / Agents as collateral at the time of granting the dealership to sell the products of the Company which is repayable on cancellation of the said dealership. These deposits attract interest @ 6% p.a.
- Public Deposits aggregating to Rs. 1932.18 lakhs (Previous year Rs 2619.09 lakhs) is repayable within one year and Rs 4910.32 lakhs (Previous Year Rs 3201.74 lakhs) is repayable after one year.

15. Provisions Non Current

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
Provision for Gratuity	87.67	522.76
Provision for Leave benefits	240.66	153.59
Total Provisions	328.33	676.35

16. Deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

Particulars	As at March 31, 2021	As at March 31, 2020
Deferred Tax Liability		
Property, plant and equipment	7,139.89	7,322.00
Intangible assets		
Sub Total	7,139.89	7,322.00
Deferred tax Assets		
Unabsorbed Depreciation as per Income Tax		
Short Term Capital Loss as per Income Tax		
Employee benefits	1,093.47	(38.30)
Provisions	(40.70)	(16.61)
Sub Total	1,052.77	(54.91)
Net Deferred Tax Assets	8,192.66	7,267.09

Movement in deferred tax balances during the year

Particulars	Balance As at March 31, 2020	Rec- ognised in Profit and Loss	Rec- ognised in OCI	Rec- ognised Directly in equity	Reclassi- fied from Equity to Profit and Loss Statement	Balance As at March 31, 2021
Property, plant and equipment	7,322.00	(182.11)				7,139.89
Intangible assets						-
Employee benefits	(38.30)	1,131.77				1,093.47
Provisions	(16.61)	(24.08)				(40.70)
Unabsorbed Depreciation as per Income Tax						-
Short Term Capital Loss as per Income Tax						-
Total	7,267.09	925.57	-	-	-	8,192.66

17. Other non-current liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Advances and others		
Advances received for Sales of Fixed Assets	565.22	1,396.67
Total	565.22	1,396.67

18. Borrowings Current

Particulars	As at March 31, 2021	As at March 31, 2020
Loans payable on Demand		
- From Banks		
- Secured		
Cash Credit Loans from Banks	2,966.43	12,151.87
Total	2,966.43	12,151.87

Cash credit Loans from Banks viz. Axis Bank Ltd, HDFC Bank Ltd, State Bank of India and Bank of Baroda are secured by pari passu first charge on current assets of the Company (both present & future) and second charge on fixed assets of the company and are guaranteed by promoter directors in their personal capacity.

19. Trade Payable Current

Particulars	As at March 31, 2021	As at March 31, 2020
CURRENT		
Other than Micro and Small Enterprises		
- Trade Payables	6,225.33	6,212.10
- Sundry Creditors - Capital goods	1,093.56	374.43
Micro and Small Enterprises	25.61	23.97
Total	7,344.50	6,610.50

Based on the information available with the Company, amount of dues to Micro, Small and Medium Enterprises outstanding for more than 45 days as at 31st March 2021 is Rs. 14.24 lakhs (2019-20 : Rs. 10.89 lakhs). The overdues are mainly on account of disagreements with the parties pending settlement.



20. Other Financial Liabilities Current

Particulars	As at March 31, 2021	As at March 31, 2020
Vehicle & Equipment Finance Loans from Banks & Financial Companies	355.86	653.71
Deposits from Public & Shareholders	1,932.18	2,619.09
Interest accrued and not due	899.48	662.46
Unclaimed Dividend	130.10	145.61
Other Expenses including Provisions	5,389.05	4,401.15
Employee related payables PF, ESI & Others	43.17	35.43
Current Maturities of Long term Debt	3,103.50	2,700.00
Total	11,853.34	11,217.45

21. Provisions Current

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
Provision for Gratuity	50.28	53.61
Provision for Leave benefits	14.14	9.98
Provision for Employee Bonus & Ex-gratia	140.15	135.23
Total Provisions	204.57	198.82

22. Current Tax Liabilities (Net)

Particulars	As at March 31, 2021	As at March 31, 2020
Opening Balance	2,112.78	1,807.37
Current Tax Payable for the Year	6,931.40	2,185.73
Less: Taxes Paid	6,685.95	1,880.32
Total	2,358.23	2,112.78

23. Other Current Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Advance Received from Customers	2,618.86	2,721.18
Statutory dues Payable		
GST, Value Added Tax & CST Payable	3230.2	1,504.45
TDS Payable	106.97	79.32
Total	5956.03	4,304.95

24. Revenue From Operations**A. (i) Contract with Customers**

(a) Company has recognized the following revenue during the year from contracts with its customers

Particulars	As at March 31, 2021	As at March 31, 2020
Sale/ Transfer of Products		
Finished Goods	179,504.85	121,839.85
Semi Finished Goods (Clinker Transfer to Kondapalli Grinding Unit)	13,896.01	10,383.61
Traded Goods	-	0.44
Total Gross Sales	193,400.86	132,223.90
Less: Inter segment Transfers	18,479.04	13,795.70
Less: Taxes on Sales	36,553.73	24,641.70
Revenue from Operations	138,368.09	93,786.50

(b) Company has recognized the Rs 54 lakhs as impairment loss against the amount receivables from its customers or contract assets arising due to contract with its customers.

(ii) Contract Balances**(a) Receivables**

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening Balance	14,338	4,709
Addition/deduction during the year	(3,935)	9,629
Closing Balance	10,403	14,338

b) Contract Assets

Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are as follows:

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening Balance	3.97	-
Addition/deduction during the year	-	3.97
Closing Balance	3.97	3.97

c) Practical expedients

During the year company has entered into sales contracts with its customers where contracts are not executed, same has not been disclosed as per practical expedient as the duration of the contract is less than one year or right to receive the consideration established on completion of the performance by the company.



B. Significant judgements in the application of this standard

- (i) Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.
- (ii) The company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, GST etc.).
- (iii) The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Any further adjustment will be made by raising debit/credit notes on the customer. While determining the transaction price effects of variable consideration, constraining estimates of variable consideration, the existence of a significant financing component in the contract, non-cash consideration and consideration payable to a customer is also considered.

25. Other Income

Particulars	As at March 31, 2021	As at March 31, 2020
Interest Income	-	-
- From Fixed Deposits	81.57	68.12
- Income from Operation of Trucks (Net)	122.24	(70.95)
- Others*	71.63	74.56
Scrap Sales	82.90	46.71
Rent	211.07	78.37
Other Non Operating Revenue (Net of expenses directly attributable to such income)		
- Profit on Sale of Assets	80.70	48.11
- Foreign Exchange Gain	(0.53)	(0.42)
- Misc. Receipt	(8.53)	30.02
Total	641.04	274.52

* Includes interest on power consumption deposits of Rs. 49.17 lakhs (Previous Year Rs. 72.58 lakhs)

26. Cost of Materials Consumed

Particulars	As at March 31, 2021	As at March 31, 2020
Details of Rawmaterials Consumed		
Limestone	4,895.77	4,191.34
Al. Laterite	3,140.17	1,875.75
Gypsum	1,532.31	1,085.68
Iron ore / Iron ore powder	165.49	322.45
FlyAsh	2,609.66	1,599.30
Clinker Consumption at Kondapalli Plant	12,893.40	9,706.30
Cement Consumption in Other Divisions	4,119.58	4,138.32
Wood	1,431.24	2,053.53
Chemicals	429.66	515.86
Paper	306.46	267.70
Ready Mix Concrete Materials	2,718.18	2,584.90
Other Materials	786.26	239.80
Total	38,953.77	28,580.93
Less: Inter Segment Transfers	18,479.04	13,795.70
Net Consumption of Materials	20,474.73	14,785.23

27. Purchase of Stock-in-Trade

Particulars	As at March 31, 2021	As at March 31, 2020
Purchases	-	0.37
Total	-	0.37

28. Changes in Inventory

Particulars	As at March 31, 2021	As at March 31, 2020
A. Finished Goods		
Opening Balance	3,888.69	2,177.00
Adjustments	(126.86)	-
Closing Balance	2,932.37	3,888.69
Changes in Inventory of Finished Goods	829.46	(1,711.69)
B. Work in Progress		
Opening Balance	1,602.77	769.79
Closing Balance	775.75	1,602.77
Changes in Inventory of Work in Progress	827.02	(832.98)
Net (Increase) /Decrease	1,656.48	(2,544.67)

29. Employees' Benefit Expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Salaries and Wages		
Salaries, Wages and Bonus	4,192.58	3,773.37
Leave Encashment	175.39	32.16
Gratuity	243.91	75.46
Managerial Remuneration	932.34	505.04
Contribution to Provident Fund & Other Funds	234.54	192.46
Staff Welfare Expenses	193.97	135.93
Total	5,972.73	4,714.42

30. Other Expenses

Particulars	As at March 31, 2021	As at March 31, 2020
Manufacturing Expenses :		
Cost of Fuel	18,333.34	16,631.20
Cost of Power	12,303.79	10,860.36
Packing Materials	4,024.49	2,652.89
Stores & Spares consumed	3,045.08	2,410.82
Rep & Maintenance Plant & Machinery	1,180.72	972.37
Rep & Maintenance Buildings	2.46	0.16
Rep & Maintenance Others	28.69	32.61
Direct Manufacturing Expenses	1,258.28	1,044.82
Sub total (a)	40,176.85	34,605.23
Administrative Expenses :		
Rent	150.28	228.32
Security Expenses	240.16	169.75
Directors' Sitting fees	19.60	13.15
Licences, Fees & Taxes	171.70	303.88
Insurance	127.86	69.59
Computer Maintenance	64.12	88.88
Office Maintenance	194.81	178.45
Printing & Stationery	19.12	16.49
Postage & Courier	6.09	7.49
Telephone	46.23	35.18
Travelling	266.84	281.59
Vehicle Maintenance	75.91	59.15
Legal & Professional Charges	83.25	92.39
Auditors' Remuneration (i)	11.40	11.00
Bank Charges	118.74	104.43
Staff recruitment and training	44.47	23.90
CSR Expenditure	161.53	215.50
Donations	27.04	0.94
Repairs & Maintenance - Vehicles	21.03	5.07
R & D Expenses	0.13	-
Allowance for Bad and Doubtful Debts	54.00	48.00



Miscellaneous Expenses	450.81	115.43
Sub total (b)	2,355.12	2,068.58
Selling & Distribution Expenses		
Transportation Paid	24,796.23	16,996.33
Advertisement & Publicity	1,493.12	715.70
Selling Expenses	13,275.41	8,505.47
Sub Total (c)	39,564.76	26,217.50
TOTAL (a+b+c)	82,096.73	62891.31

(i) Amount paid to auditors

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
As Auditor	10.25	10.25
For Taxation Matters/Tax Audit	0.75	0.75
For Reimbursement of Expenses		
TOTAL	11.00	11.00

31. Finance Cost

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Interest Expenses & Other Borrowing Costs	2,080.23	3,066.79
TOTAL	2,080.23	3,066.79

32. Depreciation And Amortization Expenses

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Depreciation / Amortisation for the year		
Depreciation on Plant, Property & Equipment	4,423.97	4,211.98
TOTAL	4,423.97	4,211.98

33. Contingent Liabilities:

- i) Based on the Legal opinion/advice obtained, no financial implication to the Company with respect to the following cases is perceived as on the Date of the Balance Sheet

Particulars Depreciation / Amortisation for the year	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Disputed Amount	Paid Under Protest	Disputed Amount	Paid Under Protest
Indirect Taxes Related	3,672.32	364.62	2,080.41	245.23
Others	1,091.89	363.50	942.89	313.88

- ii) The Company has given Counter Guarantees to Banks / Financial Institutions for Rs.899.45 lakhs as at 31st March 2021 (Rs.715.85 lakhs as at 31st March 2020) against the Bank Guarantees obtained.

34. Capital Comittments

Capital expenditure contracted for at the end of the reporting period but not recognised/provided in the books as liabilities is as follows:

Description	Year Ended March 31, 2021	Year Ended March 31, 2020
Estimated amount Plant, Property and Equipment of Projects	18034.72	11901

35. Employee Benefits

- a) **Provident Fund:** Company pays fixed contribution to provident fund at predetermined rates to the government authorities. The contribution of Rs. 224.29 lakhs (Previous year Rs. 176.85 lakhs) including administrative charges is recognized as expense and is charged in the Statement of Profit and Loss.
- b) **Gratuity:** Gratuity is provided as per the payment of Gratuity Act 1972, covering all the eligible employees. Defined Benefit Plan is payable to the qualifying employees on separation. Company considers the liabilities with regard to gratuity, are independently measured on actuarial valuation carried out as on Balance Sheet date. The liability has been assessed using Projected Unit Credit Method. 100% of the Gratuity Plan Asset is entrusted to LIC of India under their group gratuity Scheme

Reconciliation of opening and closing balances of the present value of the defined benefit obligation as at the year ended March 31, 2021 are as follows:

a) Expense recognized during the year

Description	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Current Service Cost	57.31	64.81	53.36	60.46
Interest Cost	36.70	10.62	39.75	10.78
Net Actuarial (Gain) / Loss	149.90	99.96	(17.65)	(39.08)
Past Service Cost	-	-	-	-
Short Term Compensated Absence Liability	-	-	-	-
Total Cost	243.91	175.39	75.46	32.16

b) Liability recognized in the Balance Sheet and Changes in Present Value Obligations

Description	Year Ended March 31, 2021		Year Ended March 31, 2020	
	Gratuity	Leave encashment	Gratuity	Leave encashment
Present Value of Obligations at beginning of the year	576.37	163.57	542.74	150.11
Changes in Present Value of Obligations				
Current Service Cost	57.31	64.81	53.36	60.46
Interest Cost	36.70	10.62	39.75	10.78
Actuarial Loss / (Gain)	149.90	99.96	(17.65)	(39.08)
Past Service Cost	-	-	-	-
Settlements	(684.92)	(84.16)	(41.83)	(18.70)
Net Present Value of Obligations at the end of the year	135.36	254.80	576.37	163.57
Present Value of Obligations - Current	48.68	14.14	53.61	9.98
Present Value of Obligations - Non - Current	86.68	240.66	522.76	153.59
Actuarial assumptions				
a) Mortality IALM 2012-14 (ultimate)				
b) Discounting rate – 6.68% Previous year 6.70 %				
d) Expected average remaining working lives of employees–12.79 Years (PY 12.59 Years)				
e) Rate of escalation in salary – 6%				

Sensitivity Analysis:

Sensitivity to significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Gratuity

Particulars	As at		As at	
	March 31, 2021 1% Increase	March 31, 2021 1% Increase	March 31, 2020 1% Increase	March 31, 2020 1% Increase
Effect of 1% change in assumed discount rate	705.53	845.72	533.85	625.4
Effect of 1% change in assumed salary rate	841.13	708.34	623.01	534.95
Effect of 1% change in assumed attrition rate	772.73	767.11	585.63	565.93

Leave Encashment

Particulars	As at		As at	
	March 31, 2021 1% Increase	March 31, 2021 1% Increase	March 31, 2020 1% Increase	March 31, 2020 1% Increase
Effect of 1% change in assumed discount rate	228.57	286.08	149.31	180.27
Effect of 1% change in assumed salary rate	285.65	228.48	180.34	149.04
Effect of 1% change in assumed attrition rate	255.81	253.69	167.08	159.63

36. Income Tax Expense:

Income Tax recognised in the statement of Profit and Loss	For the year ended March 31, 2021	For the year ended March 31, 2021
Current Tax		
(i) In respect of Current Year	6,859.23	2,112.77
MAT Credit entitlement adjusted	-	-
(ii) In respect of Previous Year	72.17	72.97
Total Current Tax		
Deferred Tax		
(i) In respect of Current Year	925.57	(345.85)
Total Deferred Tax	925.57	(345.85)
Total Tax Expense	7,856.97	1,839.89

37. Financial Instruments- Fair Values and Risk Management**a. Financial Instruments by Categories**

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by categories. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value

Amount in Rs as of March 31, 2021

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
Non Current					
Investment in subsidiary at cost					
Assets:					
Cash & Cash Equivalents	5,928			5,928	5,928
Trade Receivable	10,403			10,403	10,403
Other Financial Assets	425			425	425
Liabilities:				-	-
Trade Payable	7,345			7,345	7,345
Borrowings	2,966			2,966	2,966
Other Financial Liabilities	11,853			11,853	11,853

Amount in Rs as of March 31, 2021

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/liabilities at fair value through OCI	Total carrying value	Total fair value
Non Current					
Investment in subsidiary at cost					
Assets:					
Cash & Cash Equivalents	81			81	81
Trade Receivable	14,338			14,338	14,338
Other Financial Assets	597			597	597
Liabilities:				-	-
Trade Payable	6,611			6,611	6,611
Borrowings	12,152			12,152	12,152
Other Financial Liabilities	11,217			11,217	11,217

Fair Value Hierarchy Management considers that, the carrying amount of those financial assets and financial liabilities that are not subsequently measured at fair value in the Financial Statements approximate their transaction value. No financial instruments are recognized and measured at fair value for which fair values are determined using the judgments and estimates. The fair value of Financial Instruments referred below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities. (Level-1 measurements) and lowest priority to unobservable (Level-3 measurements). Investments in subsidiary is at cost.

b) Financial Risk Management:

The Company's actual exposure to a variety of financial risks viz., market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk and liquidity risk.



c) Management of Market Risk:

Market risks comprises of Price risk and Interest rate risk. The Company does not designate any fixed rate financial assets as fair value through Profit and Loss nor at fair value through OCI. Therefore, the Company is not exposed to any interest rate risk. Similarly, the Company does not have any Financial Instrument which is exposed to change in price.

d) Foreign Currency Risks:

The Company is exposed to foreign exchange risk arising from various Currency exposures primarily with respect to the US Dollars (USD)/EURO, for the imports being made by the Company.

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2021 is as follows:

Particulars	Rs. in Lakhs
Financial Assets:	
Cash & Cash Equivalents	-
Trade Receivable	-
Deposits	-
Other Financial Assets	-
Financial Liabilities:	
Trade Payable	948
Borrowings	-
Other Financial Liabilities	-

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2020 is as follows:

Particulars	Rs. in Lakhs
Financial Assets:	
Cash & Cash Equivalents	-
Trade Receivable	-
Deposits	-
Other Financial Assets	-
Financial Liabilities:	
Trade Payable	7
Borrowings	-
Other Financial Liabilities	-

e) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. The company considers that, all the financial assets that are not impaired and past due as on each reporting dates under review are considered credit worthy

Credit risk is the risk arising from credit exposure to customers, cash and cash equivalents held with banks and current and non-current financial assets.

With respect to credit exposure from customers, the Company has a procedure in place aiming to minimise collection losses. Credit Control team assesses the credit quality of the customers, their financial position, past experience in payments and other relevant factors. Cash or other collaterals are obtained from customers as and when required.

The carrying amount of trade receivables represents company's maximum exposure to the credit risk. No other financial asset carry a significant exposure with respect to the credit risk. Bank deposits and cash balances are placed with reputable banks .

The credit quality of financial assets is satisfactory, taking into account the allowance for credit losses. The management also considers the factors that may influence the credit risk of its customer base, including default risk associated with the industry and country in which customers operate. Credit quality of a customer is assessed based on the past track record.

An impairment analysis is performed at each reporting date on an individual basis for receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company also holds deposits as security from certain customers to mitigate credit risk.

Credit risk on trade receivables and other financial assets is evaluated as follows:

For the year ended March 31, 2021

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	16,290.53	10,402.68	5,608.38	105.53	173.94
Expected Credit loss	216.00			42.06	173.94
Carrying amount (net of impairment)	16,074.53	10,402.68	5,608.38	63.47	-

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	14,617.27	14,443.33	103.86	35.98	34.10
Expected Credit loss	162.00		43.92	35.98	34.10
Carrying amount (net of impairment)	14,455.27	14,443.33	59.94	-	-

f) Liquidity Risk:

The company's liquidity needs are monitored on the basis of monthly projections. The principal sources of liquidity are cash and cash equivalents, cash generated from operations and availability of cash credit and overdraft facilities to meet the obligations as and when due.

Short term liquidity requirements consist mainly of sundry creditors, expenses payable and employee dues during the normal course of business. The company maintains sufficient balance in cash and cash equivalents and working capital facilities to meet the short term liquidity requirements.

The company assesses long term liquidity requirements on a periodical basis and manages them through internal accruals and committed credit lines.

The following table shows the maturity analysis of the Companies Financial Liabilities based on contractually agreed, undiscounted cash flows as at the balance sheet date

Paticulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
As on March 31 2021					
Trade Payables	7,345	7,345			
Other Financial liabilities	11,853	11,853			
As on March 31 2020					
Trade Payables	6,611	6,611			
Other Financial liabilities	11,217	11,217			

38. Capital Management

The Company's objectives when managing capital are to Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the group monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet, including non-controlling interests).

Particulars	As at March 31, 2021	As at March 31, 2020
Borrowings		
Current	2,966.43	12,151.87
Current maturities of non- current borrowings	5,391.54	5,972.80
Non current	23,657.61	16,536.43
Less: Cash & Bank Balances	5,928.01	81.25
Net Debt	26,087.57	34,579.85
Equity		
Equity share capital	4,523.28	4,523.28
Other equity	61,946.67	48,320.41
Total capital	66,469.95	52,843.69
Gearing ratio in % (Debt/ capital)	39.25	65.44

In order to achieve the overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

There are no changes in the objectives, policies or processes for managing capital during the years ended 31 March 2021 and 31 March 2020.

39 Earnings Per Share

Particulars	As at March 31, 2021	As at March 31, 2020
Net Profit / (Loss) for the Period	14,447.29	5,095.71
Shares		
Number of shares at the beginning and at the end of the year	45,232,790	45,232,790
Number of shares at the beginning and at the end of the year	45,232,790	45,232,790
Earnings per share of par value Rs. 10/- Basic and Diluted in Rupees.		.
Basic	32.65	11.26
Diluted	32.65	11.26

40. Expenditure in Foreign Currency:

Particulars	As at March 31, 2021	As at March 31, 2020
Foreign Travel	-	3.26
Raw Materials	267.57	1,115.12
Components, Stores & Spares	205.34	158.87
Capital Goods	501.15	227.95
Others	2.83	79.23
Total	976.89	1,584.43

Note 41: Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013 and rules made there under on CSR Activities, the Company has incurred an amount of Rs.161.53 (2020 year Rs.215.50) towards Corporate Social Responsibility activities during the Financial Year 2020-21 and debited to Statement of Profit and Loss.

The amount of expenditure to be spent on CSR activities and financial details as per the Companies Act, 2013 for the F.Y 2020-21 are as under:

Particulars	2020-2021	2019-2020
Average of net profits of last three financial years as per Section 198 of the Companies Act, 2013	6816.78	6956.30
Earmarked percentage U/s 135 of the Companies Act, 2013 towards CSR Activities	2%	2%
Amount to be spent towards CSR Activities	136.34	139.13
Amount actually spent on CSR Activities	161.53	215.50

As per Paragraph 17(b) of the Guidance Note on CSR issued by ICAI, the details of expenditure incurred by the Company on CSR activities are as follows:

Particulars	In Cash	Yet to be paid in Cash	Total
Construction/Acquisition of asset			
Other than (i) above:	161.53	0	161.53

42. New standards and interpretations not yet adopted (for Consolidated accounts):

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

43. Related Party Transactions

a) Names of related parties and nature of relationships:

i) Key Managerial Personnel (KMP):	
1. Mr. K Ravi	Managing Director
2. Mr. K Gautam	Joint Managing Director
3. Mr. N G V S G Prasad	Executive Director & CFO
4. Mrs. Roopa Bhupatiraju	Executive Director
5. Mr. T Arun Kumar	Company Secretary



ii) Non Whole time Directors	
1. Mr. Kamlesh Gandhi	Chairman
2. Dr. R Kalidas	Director
3. Lt. Gen. T A Dcunha (Retd)	Director
4. Mr. V S Raju	Director
5. Mr. V V Goradia	Director
6. Mr. P N Raju	Director
7. Mr. Ashven Datla	Director
8. Mrs Pooja Kalidindi	Director
9. Mrs P Sudha Reddy	Director (From Jan 2021)
iii) Relatives of Key Management Personnel with whom there are transactions	
1. Mrs. K Sarojini	Mother of Mr. K Ravi
2. Mrs. Charulatha V Goradia	Wife of Mr V V Goradia
3. Mrs. K Sailaja	Wife of Mr. K Ravi
4. Ms. N Chaitra Sarada	Daughter of Mr. N G V S G Prasad
5. Ms N Suchitra Katyayani	Daughter of Mr. N G V S G Prasad
6. Mrs Sita Maha Lakshmi	Mother of Mr. N G V S G Prasad
7. Ms. B Anika	Daughter of Mrs. Roopa Bhupatiraju
8. Master B Arjun	Son of Mrs. Roopa Bhupatiraju
iv) Enterprises controlled by Key Management Personnel / Relatives of Key Management Personnel	
1. NCL Buildtek Limited	
2. NCL Homes Limited	
3. Kakatiya Industries (P) Limited	
4. Nagarjuna Cerachem (P) Limited	
5. NCL Veka Limited	
6. Khandaleru Power Company Limited	
7. Vikram Chemicals Pvt Limited	
8. Deccan Nitrates Pvt Limited	
9. NCL Green Habitat Pvt Limited	
10. NCL Guangzheng Structures Ltd (100% subsidiary Company)	
11. Tern Distilleries Private Limited (100% subsidiary Company)	

b. Related Party Transactions for the Year

i) Remuneration to Key Managerial Personnel	31st March 2021	31st March 2020
Mr. K Ravi, Managing Director	677.46	327.40
Mr. K Gautam, Joint Managing Director	90.58	74.80
Mr. N G V S G Prasad, Executive Director & CFO	53.82	47.04
Mrs. Roopa Bhupatiraju, Executive Director	54.67	21.04
Mr. Subba Raju Bhupatiraju	-	16.26
Mr. T Arun Kumar, Company Secretary	14.00	13.37

	31st March 2021	31st March 2021	31st March 2020	31st March 2020
Sale of Finished Goods				
NCL Buildtek Limited	1,710.13		1,411.40	
NCL Homes Limited	18.79		56.99	
NCL Veka Limited	8.50		4.41	
		1,737.42		1,472.80
Purchases / Services				
NCL Buildtek Limited	111.81		56.14	
Kakatiya Industries (P) Limited	116.61		94.31	
NCL Veka Limited	-	228.41	4.00	154.45
Rent Paid				
Sri K Ravi	0.83		9.92	
Smt Roopa B	9.10	9.93	-	9.92
Reimbursement of Expenses				
NCL Buildtek Limited	41.10		30.87	
Nagarjuna Cerachem (P) Limited	-	41.10	5.18	36.05
Fixed Deposits as the end of the year				
Mr. K Ravi	115.00		-	
Mrs. K Sailaja	52.00		64.00	
Mrs. Roopa Bhupatiraju	4.50		4.50	
Ms B Anika	7.00		5.00	
Master B Arjun	16.40		15.40	
Mr. V V Goradia	20.00		20.00	
Mrs. Charulatha V Goradia	10.00		10.00	
Ms. N Chaitra Sarada	30.00		26.50	



Ms N Suchitra Katyayani	30.00		23.50	
Mrs Sita Maha Lakshmi	7.50		7.50	
Kamlesh Suresh Gandhi	35.00		23.00	
Trevor Alosius D'cunha	45.00		-	
Mr. Kiran Raghavapudi	30.00		30.00	
Mr. Arun Raghavapudi	18.00	420.40	18.00	247.40

Note 44:

The Code on Social Security 2020, which received the Presidential Assent on 28 September 2020, subsumes nine laws relating to social security, retirement and employee benefits, including the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the Payment of Gratuity Act, 1972. The financial impact, if any, of the code will be assessed once the effective date of the Code and its rules are notified.

Note 45:

Company has acquired 100% equity stake in Tern Distilleries Pvt Ltd (TDPL) from United Spirits Limited. Upon such acquisition, TDPL has become a 100% subsidiary of the company. The land owned by TDPL will be utilised for setting up a 2000 TPD Cement grinding unit. At present the Company has no intention of entering the Distillery or related business.

Note 46:

Impact of the COVID-19 pandemic on the business:

COVID-19 is the infectious disease caused by the coronavirus, SARS-CoV-2. In March 2020, the WHO declared COVID-19 a pandemic. The Group has adopted measures to curb the spread of infection in order to protect the health of the employees and ensure business continuity with minimal disruption. The Group has considered internal and certain external sources of information, including economic forecasts and industry reports, up to the date of approval of the financial results in determining the possible effects on the carrying amounts of Inventories, receivables, deferred tax assets and other current assets, that may result from the COVID-19 pandemic. Although the Group had done exceptionally well for the year, the impact of the global health pandemic may be different from that of estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

Note 47

Previous year's figures have been regrouped/reclassified/recasted wherever necessary to confirm to the current year's presentation.

48 Segmental Reporting :

Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented for each business segment. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual business segments, and are as set out in the significant accounting policies. Business segments of the company are.

1. Cement
2. Boards
3. RMC
4. Energy
5. Doors

Types of products and services in each business segments (1) OPC/PPC/53 S Cement (2) Plain and laminated Cement Bonded Particle Boards . (3) Ready Mix Concrete. (4) Generation of Hydel power. (5) Doors

Segment Revenue and Expense

Details regarding revenue and expenses attributable to each segment must be disclosed

Segment assets include all operating assets in respective segments comprising of net fixed assets and current assets, loans and advances etc. Assets relating to corporate and construction are included in unallocated segments. Segment liabilities include liabilities and provisions directly attributable to respective segment.

**Segment revenues and results:
for the year ended March 31, 2021**

Rs. in Lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	116,988.27	11,263.56	543.07	8,636.56	936.63	-	138,368.09
Outside India		-					-
Inter-Segment Revenue	17,551.88	562.83	226.37	69.40	68.57	-	18,479.04
Total Segment Revenue	134,540.14	11,826.39	769.44	8,705.96	1,005.20	-	156,847.13
Segment Results							
Within India	24,097.28	973.34	405.16	551.49	(1,201.88)	(291.00)	24,534.40
Outside India	-	-	-	-	-	-	-
Total segmental results	24,097.28	973.34	405.16	551.49	(1,201.88)	(291.00)	24,534.40
Unallocated Corporate expenses:							
Interest expenses (net)						2,080.23	2,080.23
Other unallocated expenses net of other income						0	0
Profit before tax from ordinary activities	24,097.28	973.34	405.16	551.49	(1,201.88)	(2,371.22)	22,454.16

for the year ended March 31, 2020

Amount in Rs lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	74,557.24	10,930.33	804.50	7,366.95	127.48	-	93,786.50
Outside India		-					-
Inter-Segment Revenue	13,432.05	339.11	-	24.54	-	-	13,795.70
Total Segment Revenue	87,989.29	11,269.44	804.50	7,391.49	127.48	-	107,582.20
Segment Results							
Within India	7,882.41	1,487.42	475.59	501.48	(361.67)	(0.50)	9,984.73
Outside India	-	-	-	-	-	-	-
Total segmental results	7,882.41	1,487.42	475.59	501.48	(361.67)	(0.50)	9,984.73
Unallocated Corporate expenses:							
Interest expenses (net)						3,066.79	3,066.79
Other unallocated expenses net of other income						0	-
Profit before tax from ordinary activities	7,882.41	1,487.42	475.59	501.48	(361.67)	(3,067.29)	6,917.93



**Segment assets and liabilities
for the year ended March 31, 2021**

Amount in Rs lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	79,423.81	12,603.79	2,983.91	4,089.24	7,417.58	23,240.61	129,839.74
Total Assets							
Segment Liabilities :							
Liabilities	34,027.23	2,120.71	53.52	1,549.27	568.83	16,497.97	54,842.23
Total Liabilities							

for the year ended March 31, 2020

Amount in Rs lakhs

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	75,232.58	12,880.53	3,012.61	2,667.33	6,844.14	14,598.59	115,316.60
Total Assets							
Segment Liabilities :							
Liabilities	27,242.79	2,033.47	44.57	1,195.38	480.89	23,443.80	54,465.60
Total Liabilities							



If undelivered, please return to:

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