THIRTY SECOND
ANNUAL REPORT
2017-18

NCL ALLTEK & SECCOLOR LTD.

NCL GROUP

Some people are immortal

Sri K. Ramachandra Raju

FOUNDER

Our inspiration & remembered, everyday.

NCL ALLTEK & SECCOLOR LTD

NCL GROUP

BLOCKS | CEMENT MORTARS | PUTTIES

ACRYLIC PUTTIES AND TEXTURES | PAINTS

TILE ADHESIVES

WINDOWS | DOORS

India's No.1 in

ACRYLIC PUTTIES • TEXTURES
CCGI WINDOWS • FLY-ASH BRICKS
uPVC DOORS & WINDOWS

BUILD SMART. LIVE HAPPY

NCL
ALLTEK & SECCOLOR LTD

KEY PERFORMANCE INDICATORS : FY 2017-18

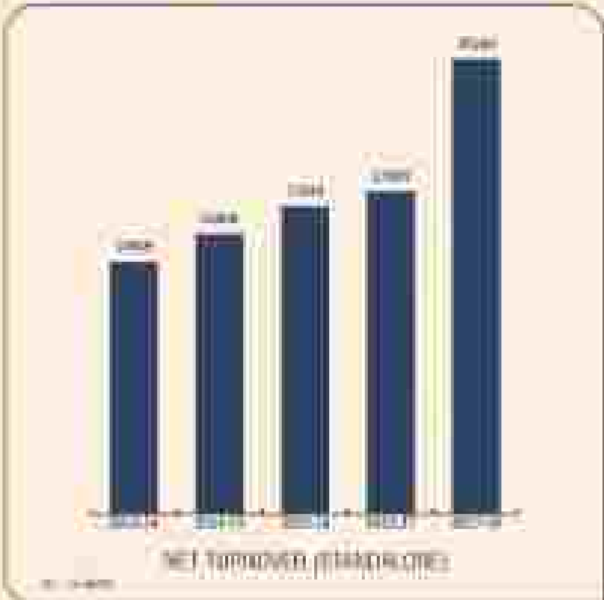
PARTICULARS	₹ Crores	US$ Million
NET TURNOVER (Standalone)	252.45	38.75
NET TURNOVER (Consolidated)	272.34	41.88
PROFIT BEFORE TAX	87.91*	13.26
PROFIT AFTER TAX	50.92**	7.83
CONTRIBUTION TO EXCHEQUER	63.40	9.86

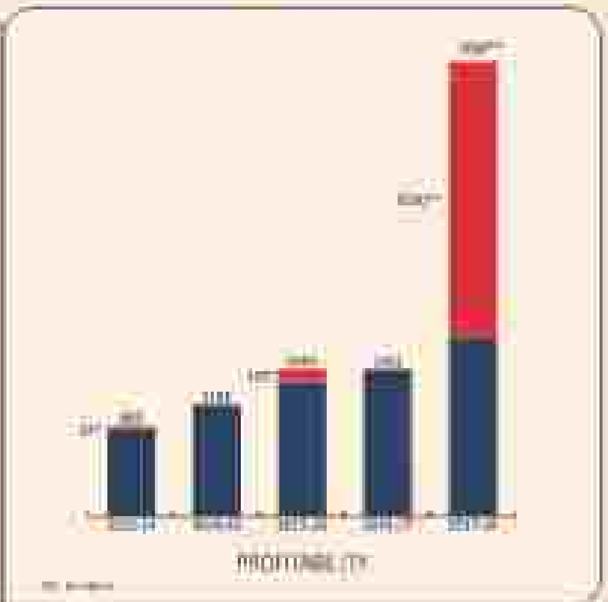
EPS	Rs.88.16

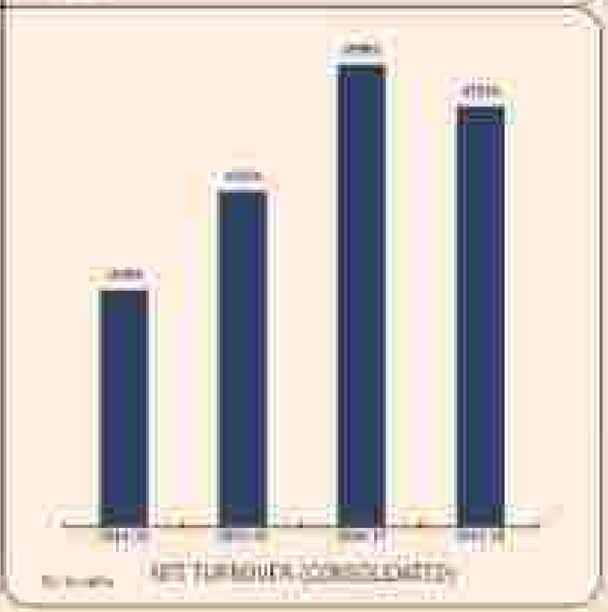
CONSOLIDATED EPS	87.82

DEBT : EQUITY	0.19:1

NO. OF EMPLOYEES	753







*Includes profit from exceptional items of Rs.38.81 cr.

**Includes profit from exceptional items of Rs.33.70 cr.

NCL ALLTEK & SECCOLOR LIMITED

BOARD OF DIRECTORS

Mr. K. Jayabharat Reddy, I.A.S. (Retd.)	Chairman
Mr. M. Kishore Reddy	Independent Director
Mr. Kamlesh Gandhi	Independent Director
Mr. Ashwin Datla	Director
Mrs. Shilpa Datla	Director
Mr. P. Aditya Krishna Varma	Executive Director
Mr. K. Satya Subham	Executive Director
Mr. VVS Raju	Executive Director
Mr. Hemal V. Shah	Executive Director
Mr. K.A. Reddy	Joint Managing Director
Mr. K. Madhu	Managing Director

COMPANY SECRETARY
Mrs. U. Divya Bharathi

AUDITORS
M/s. [illegible]
Chartered Accountants,
408 & 410, [illegible] Towers,
[illegible], Hyderabad - 500004

DEMATERIALISATION OF SHARES :
ISIN NO. INE[illegible] (NSDL & CDSL)

BANKERS
STATE BANK OF INDIA
Industrial Finance Branch, Punjagutta, Hyderabad

REGISTERED OFFICE
Regd. Office : 4th Floor, Plot No.1,
[illegible], [illegible] Road, [illegible],
Hyderabad - 500081

Phone	: 040 - [illegible]
Fax	: 040 - [illegible]
E-mail	: [illegible]
	[illegible]
Website	: [illegible]
CIN	: [illegible]

UNITS

1. [illegible], [illegible] Village, [illegible] Mandal, Sangareddy District, Telangana State.
2. [illegible], [illegible] Village, [illegible] Mandal, Medak District, Telangana State.
3. Sy. No. 271, Plot No. [illegible], Phase III, IDA, [illegible], Hyderabad, Telangana State.
4. Sy. No. [illegible], [illegible] Village, [illegible], [illegible] Mandal, Krishna Dist., Andhra Pradesh.
5. Sy. No. [illegible], [illegible], Tirupati Rural, Chittoor Dist, Andhra Pradesh.
6. Plot No. [illegible], [illegible] Area, Phase 1, [illegible] Village, [illegible] Taluq, [illegible]
7. F [illegible], Industrial Area, [illegible], [illegible] Dist., Rajasthan.
8. Plot No. [illegible], Sector [illegible], [illegible], Ghaziabad, Uttar Pradesh.
9. Plot No.[illegible], Gat No. [illegible], [illegible] Village, [illegible] Taluka, Pune, Maharashtra.
10. [illegible], Ground Floor, [illegible] Hospital, [illegible], Vijayawada - 520 [illegible], A.P.
11. T.S. No.[illegible], [illegible], Race Course Road, [illegible], Tiruchirapalli - 620 [illegible]
12. S.No. [illegible], [illegible], Medchal, Telangana - [illegible]
13. [illegible], [illegible] Mandal, SPSR Nellore District, Andhra Pradesh.

CONTENTS

Presence Across Nation

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Members of NCL Alltek & Seccolor Ltd will be held on Saturday 22nd December, 2018 at 10.30 am at K.L.N Prasad Auditorium, Federation House, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry (FTAPCCI), H.No. 11-6-841, Red Hills, Hyderabad-500004 to transact the following business.

ORDINARY BUSINESS:

1. To consider Stand Alone and the Consolidated Audited Financial Statements for the financial year 31st March 2018, and the Reports of the Auditors and Directors thereon.
2. To confirm the Interim Dividend paid during the year as Final Dividend for the year ended 31st March 2018.
3. To appoint a Director in place of Mr. Ashwin Datla who retires by rotation and is eligible for reappointment.
4. To consider ratification of the appointment of M/s. Anant Rao & Mallik, Chartered Accountants, Hyderabad, having Firm Registration No. 006266S, as the Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2019.

SPECIAL BUSINESS:

5. 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 149(4), 152, 160 and other applicable provisions of the Companies Act, 2013, Mr. Kamlesh Suresh Gandhi (DIN: [illegible]), who was appointed as an Additional Director and who holds office upto the date of this Annual General Meeting be and is hereby appointed as an Independent Director of the Company to hold office for a period of five years from the date of his appointment."

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 the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013, approval of the Shareholders of the Company be and is hereby accorded for the reappointment of Mr. Rohit V Gurada as an Executive Director of the Company for a period of 3 years from 01/09/2018 with the following remuneration:

I. Salary: Rs. 125000/- Per month (with an annual increment of 10%)

Perquisites:

a) Housing: @50% of salary
b) Medical Reimbursement: For self and family subject to a ceiling of one month's salary per year or three month's salary in a period of three years.
c) Leave Travel concession: For self and family subject to a ceiling of one month's salary in each year.
d) Gratuity: Equal to half month's salary for each completed year of service and shall not be included in ceiling on remuneration.
e) Contribution to Provident fund/Super annuation: Contribution to provident fund/super annuation fund as per the rules to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 and shall not be included in the computation of ceiling on remuneration.
f) Earned/Privilege leave: As per the rules of the company and encashment of unavailed leave with full pay and allowances at the end of the tenure which shall not be included in ceiling on remuneration.
g) Provision of Car and Cell phone: The Company shall provide car for official business and a cell phone. However personal long distance calls on cell phone and use of car for private purposes shall be billed by the company."

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

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to M/S. [illegible] AND ASSOCIATES, Cost Accountants, the Cost Auditor appointed by the Board of Directors of the Company fixed as Rs. 75,000/- only for the financial year ending March 31, 2019, be and is hereby ratified."

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll on his behalf. A proxy need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member.
2. The instrument appointing proxy must be lodged at the Registered Office of the company at least 48 hours before the commencement of the Meeting.
3. The Register of Members will remain closed from 15th December, 2018 (Saturday) to 22nd December, 2018 (Saturday) (both days inclusive).
4. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the company is providing e-voting facility to enable shareholders to cast their vote electronically on all the resolutions set forth in the Notice to the 33rd Annual General Meeting to be held on 22nd December, 2018 at 10.30 am. The company has engaged the services of Central Depository Services (India) Limited to provide e-voting platform to the shareholders.

The instructions for shareholders voting electronically are as under:

A) Process and manner for members opting for e-voting are as under

(i) The voting period begins at 9.00 AM on 19th December, 2018 and ends at 5.00 PM on 21st December, 2018. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14th December, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com

(iii) Click on Shareholders.

(iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

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

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <NCL ALLTEK & SECCOLOR LIMITED> on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non - Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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 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.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

6. Ms. [illegible] (COP No. 13700) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent Manner. The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the E-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

7. The Board of Directors in its meeting held on 21st August, 2018 declared an Interim Dividend of Rs.0.50paise (50%) per every Equity Share of face value of Rs. 1/- each for the year ended 31st March, 2018, the same was already paid to the shareholders on 12th September, 2018. A resolution is placed before the shareholders for confirming the same as Final Dividend.

FOR SHAREHOLDERS ATTENTION

8. Members can register their email ids and contact nos. with the Company for paperless communication by filling the GO GREEN Form in the Annual Report at page no. 79 and submit the same to the company.
9. Shareholders holding share certificates in the name of "NCL Seccolor Limited" or "Alltek Coating Products Ltd." are requested to surrender the original share certificates to the Company at its registered office address in exchange of which the Company will issue new share certificates of "NCL Alltek & Seccolor Ltd".
10. Shareholders are requested to note the Circular of Ministry of Corporate Affairs dated September 10, 2018, Every holder of Securities of an unlisted public company who intends to transfer such securities on or after 02nd October, 2018 shall get such securities dematerialized before the transfer. Therefore all the shareholders are requested to Dematerialize their respective holdings.
11. The Company has Dematerialized its shares with NSDL only. The ISIN Number is INE242R01019
12. Shareholders are further requested to note that any Corporate actions namely Bonus Issues/ Rights Issue/Any other issue of Securities by the Unlisted Public Company to be made only in Dematerialized form. Therefore all the shareholders are requested to Dematerialize their respective holdings.
13. Shareholders who have not encashed their dividend warrants from the year 2011-12 onwards may approach the company for revalidation, issue of duplicate warrants etc; quoting the Folio No./ Client ID. Please note that as per Section 124(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 are 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. The Shareholders are requested to note that, the Company had transferred 32000 Equity shares of the Shareholders, whose Dividends are remained unpaid /unclaimed over a period of 7 years in the year 2018 to Investor Education & Protection Fund (IEPF). The Details of the shares transferred to IEPF are available on company's website www.nclalltek.com
15. The Shareholders are requested to access the Annual Report of the Company on its website www.nclalltek.com.
16. The Investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to the Registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: [illegible] or dial 040-[illegible] Extn: 325/[illegible]

By Order of the Board

For NCL Alltek & Seccolor Ltd.

Place: Hyderabad
Date : 13th November, 2018

U. Divya Bharathi
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5

Mr. Kamlesh Suresh Gandhi (DIN: [illegible]), was appointed as Additional Director on 14th March, 2018 by Board of Directors to hold the office until the conclusion of this meeting.

In the opinion of the Board of the Directors, he fulfills the criteria of independence as mentioned under Companies Act, 2013 (the Act) read with Schedule IV and relevant rules made there under.

Therefore the Board of Directors at their meeting held on 14th March, 2018 appointed Mr. Kamlesh Suresh Gandhi (DIN: [illegible]) as Independent Director of the Company for a period of five years with effect from his date of Appointment.

The company also received a notice in writing from the members along with requisite deposit under section 160 of the Companies Act, 2013 proposing the candidature of Mr. Kamlesh Suresh Gandhi as Independent Director of the Company. He is not disqualified from being appointed as Independent Director of the Company and has furnished a declaration under section 149(7) to the effect that he meets the criteria of Independent Director and given his consent to act as Independent Director. He holds nil Equity shares in the Company.

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

Brief profile of Mr. Kamlesh Suresh Gandhi

Mr Kamlesh Gandhi, a Commerce Graduate, who is 67 years of age, is associated with Capital and Financial Markets in India for the past 44 years and was member of the BSE for 14 years from 1982 to 1996. He was a Director on the Board of Association of Merchant Bankers of India for 4 years from inception of the Association. As a Merchant Banker, he is instrumental in raising funds for over 300 capital issues and was involved in placement of equities of several companies with retail, high net worth and institutional investors, both domestic and overseas.

He was the Guest Speaker at Training Institutes of Banks and Bankers Training College of RBI, on Merchant Banking Activities. He was a Non-Executive Director of several companies including Dr Reddy's Group and Nagai Group. He is involved in advising several NRI investors including many high net worth NRI's.

He was Chairman and Managing Director of CIFCO Limited, an investment Banking, Executive Director and Later Senior Advisor of CENTRUM Capital Limited, Advisor Religare Financial Services Limited and Country Head at Religare Capital Markets Limited.

Mr Gandhi is Non Executive Independent Director of the following companies:

1. Hyderabad Electric Company Limited
2. [illegible] India Limited
3. NCL Industries Limited
4. [illegible] Capital Limited

The Board considers that his rich experience in Capital & Financial Markets will be very much beneficial to the Company.

The Board recommends the resolution for the approval of the Shareholders.

ITEM NO. 6

At the meeting of the Board of Directors held on 2nd May, 2018, Mr. [illegible] V [illegible] was re-appointed as Executive Director for a period of 3 years with effect from 01.06.2018. The remuneration and terms of appointment of Mr. [illegible] V [illegible] were also duly approved by the Nomination and Remuneration Committee as well as the Board of Directors.

The remuneration proposed is in accordance with the ceilings prescribed under Schedule V to the Companies Act, 2013.

The Board recommends the resolution for approval of the shareholders.

Except Sri. [illegible] V [illegible] none of the Directors or Key Managerial Personnel is interested in the resolution.

ITEM NO. 7

The Board of your Company has, on the recommendation of the Audit Committee held on 19th September, 2018 approved the appointment of M/s. [illegible] AND ASSOCIATES as the Cost Auditors of the Company to conduct Cost Audits for Steel Profiles and Steel Windows, of the Company for the year ending 31st March, 2019, at a remuneration of Rs. 75,000/- (Rupees Seventy Five Thousand only).

In accordance with the provisions of Section 148 of the Act read with the Rules, the remuneration payable to the Cost Auditors has to be ratified by the Shareholders of the Company.

The Board recommends the resolution for the approval of the Shareholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in this Resolution.

DIRECTORS' REPORT

Your Directors have pleasure in presenting their report for the financial year ended 31st March, 2018.

FINANCIAL RESULTS

The Audited Balance Sheet of your company as on 31st March 2018, the Statement of Profit and Loss for the year ended as on that date and the report of the Auditors thereon being circulated with this report. The salient features of the financial results are as follows:

Rs. Crores

Particulars	Year ended 31.3.2018	Year ended 31.3.2017	% of Growth
Gross Sales & Other Income	[illegible]	[illegible]	[illegible]
Profit before Interest & Depreciation (EBDITA)	[illegible]	[illegible]	41%
Exceptional Item (profit)	[illegible]	1.30	-
Profit before Tax (PBT)	67.60	19.3[illegible]	[illegible]
Profit after Tax	[illegible]	14.5[illegible]	[illegible]
Dividend	3.18	3.1[illegible]	-
Transfer to General Reserve	40.00	10.00	-

OPERATIONS

Your Directors are glad to report excellent performance for the year under review. The [illegible] of windows [illegible] developed for low cost housing is approved for "[illegible]" for Government of Andhra Pradesh. Substantial business is received at the fag end of 2017-18. Good business is expected in 2018-19 because of this.

AAC Blocks Division is operating at near full capacity and has become the brand leader in A.P. and Telangana.

SCHEME OF AMALGAMATION (DEMERGER)

To improve the shareholders value, we have decided to demerge the [illegible] building material activity into a separate company for which your approval has already been taken on 4th August 2018. We are awaiting NCLT order to separate the activities which will enable us to focus on building materials where we see lot of potential for expansion.

EXPANSION

In view of our present experience, we have decided to expand AAC Blocks activity by setting up a new plant for 5 lakh cubic meter per annum near [illegible] in Andhra Pradesh to service Chennai, Bangalore and [illegible] markets. We also have expanded the roll forming capacity by increasing 2 roll forming lines. UPVC fabrication capacities have been increased from 21.3 lacs sq. ft to 31 lacs sq. ft p.a.

Exceptional Item

During the year the company has disinvested a part of its investment in NCL Veka Ltd (formerly NCL Wintech India Ltd) to [illegible] Veka, AG Germany and has realized a profit of Rs. [illegible] lakhs.

Consequently NCL Veka Ltd ceased to be a subsidiary with effect from 6th November 2017. Your company still continues to hold 24% shareholding in NCL Veka Ltd.

During the year the company has sold some assets (surplus lands) and realized a profit Rs. [illegible] lakhs (previous year Rs. [illegible] lakhs).

DIVIDEND

In view of the Scheme of Amalgamation (Demerger) we could not hold the AGM before September, 2018. To avoid delay in dividend disbursement, we have declared Rs.0.50 per every equity share as interim dividend. The Board does not plan to give any final dividend. The members are requested to accept the interim dividend as final dividend for the year ended 31st March 2018.

AMOUNT TRANSFERRED TO RESERVE

We propose to transfer Rs. Nil lakhs to the General Reserve.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The details of performance of the subsidiaries, associates and joint ventures, as required in Rule 8 (1) of the Companies (Accounts) Rules, 2014, are contained in **Annexure I** to this Report.

DIRECTORS

Retire by Rotation

Sri. Ashwin Datla retires by rotation at the ensuing Annual General Meeting, and is eligible for reappointment.

Appointments

During the period under review Mr. Kamlesh Suresh Gandhi was appointed as Independent Director on the Board in the Board Meeting held on 14th March 2018.

Resignations

Mr. SS Raju, Director resigned as Director of the Company w.e.f 14th March, 2018 due to personal reasons.

Mr. RH Kiran, Independent Director also resigned from the Board w.e.f 22nd December, 2017.

During the period under review Eight Board Meetings were held on 30th June, 2017, 14th August, 2017, 22nd September, 2017, 30th October, 2017, 02nd November 2017, 22nd December, 2017, 11th January 2018, and 14th March 2018.

INDEPENDENT DIRECTORS

Mr. K Jayabharath Reddy Chairman, Mr. M Kanna Reddy and Mr. Kamlesh Suresh Gandhi are Independent Directors of the Company. In terms of Section 149(6) of the Companies Act, 2013, they have furnished declarations that they meet the criteria of independence.

POLICY RELATING TO REMUNERATION OF DIRECTORS ETC

The Remuneration Policy of the Company is to design the compensation packages sufficient to attract, retain competent people. The Company's policy is available on the Company's website www.ncl.com.

AUDIT COMMITTEE

The Audit Committee consists of Mr. K Jayabharath Reddy as Chairman, Mr. M Kanna Reddy, Mr. Ashwin Datla as members.

There are no occasions where the Board had not accepted any recommendation of the Audit Committee.

COMMITTEES OF THE BOARD OF DIRECTORS

The following are Committees of the Board as on 31st March, 2018:

a) Stakeholders Relationship Committee
b) Nomination and Remuneration Committee
c) Corporate Social Responsibility Committee
d) Risk Management Committee

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, your Directors hereby confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors have prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

LOANS INVESTMENTS AND GUARANTEES

The particulars of Loans, Investments and Guarantees under Section 186 of the Companies Act, 2013 are furnished in Note 40 Schedule to the Stand-alone Financial Statement of the Company.

RELATED PARTY TRANSACTIONS

The details of the Related Party Transactions are furnished in Note 39 of the Notes on the Stand-alone Financial Statement attached to this Report. All the related party transactions have been on an arms-length basis.

MATERIAL CHANGES AFTER FINANCIAL YEAR

There are no material changes or commitments affecting the financial position of the company between the end of the year under review and the date of this Report.

CONSERVATION OF ENERGY

The prescribed information on conservation of energy, technology absorption and foreign exchange outgo is contained in **Annexure II to** 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.

RISK MANAGEMENT

The Company at its executive level has an internal system of assessing the Risks that it is subjected to. A Risk Management Committee has been constituted and a policy is also in place. In the opinion of the Board, there are no elements of risk at present, which threaten the existence of the Company.

CORPORATE SOCIAL RESPONSIBILITY

The Company firmly believes that the industry owes duty of welfare to the society at large and it shall pursue the commitment of Social Responsibility and carry out the social work directly and/or through other registered welfare organizations.

The Company's policy on Corporate Social Responsibility (CSR) states various CSR activities that the Company would undertake to discharge its responsibilities towards the society and the Company's CSR policy is available on the Company's website www.ncljoiner.com.

The details of the CSR initiatives taken during the year are given as **Annexure III**

VIGIL MECHANISM

Your Company believes in promoting a fair, transparent, ethical and professional work environment. The Board of Directors of the Company pursuant to the provisions of Section 177 of the Companies Act, 2013 has framed "Whistle Blower Policy" for Directors and employees of the Company for reporting the genuine concerns or grievances or cases of actual or suspected, fraud or violation of the Company's code of conduct and ethics policy. The Whistle Blower Policy of the Company is available on the Company's website www.ncljoiner.com.

During the financial year 2017-18, no complaints were received by the Company.

INTERNAL FINANCIAL CONTROLS

The Company has adequate systems of internal financial controls to safeguard and protect its assets from unauthorized use or misappropriation. All the financial transactions are properly authorized, recorded and reported to the Management. The Company follows all the applicable Accounting Standards for proper maintenance of books of accounts for financial reporting.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

During the year under review, there were no cases filed pursuant to the aforesaid Act.

EXTRACT OF ANNUAL RETURN

As required by Section 134 (3)(a) of the Companies Act, 2013, the extract of Annual Return in Form MGT 9 is enclosed as **Annexure IV**.

FIXED DEPOSITS

As required by Rule 8 (5) of the Companies (Accounts) Rules, 2014, the details relating to fixed deposits are as follows:

(a) Accepted during the year : Rs. 749.55 Lakhs
(b) remained unpaid or unclaimed as at the end of the year : Rs. Nil
(c) whether there has been any default in repayment of deposits or payment of interest thereon during the year : No

The Company has repaid all the matured deposits that have been claimed, and there have been no defaults in repayment 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. G.S.R 695 (E) dated 15th September, 2015 are as under:

Name of the Director/Relative of Director	Amount (Rs. in Lakhs)	Relationship
Kamal Reddy M	1.00	Independent Director
Kanaka Pravalika	17.00	Wife of Mr. KA Reddy, Joint Managing Director
Shasikala Kalidindi	42.00	Wife of Mr. K. Madhu, Managing Director
K Madhu	7.00	Mr. K Madhu, Managing Director
Meena Gorantla	16.00	Wife of Mr. Vinod Gorantla, Executive Director
Vinod Rao Gorantla	8.00	Father of Mr. Vinod Gorantla, Executive Director
Chandrika Gorantla	4.00	Mother of Mr. Vinod Gorantla, Executive Director
K Pooja	32.00	Daughter of Mr. K Madhu, Managing Director
P Divya	94.00	Daughter-in-law of Mr. K Madhu, MD
P Ashok Krishna Varma	3.25	Executive Director
K Sarojini	4.00	Mother of Mr. K Madhu, Managing Director

The Deposits are in compliance with Chapter V of the Act.

Investor Education & Protection Fund

The Company has transferred Rs. 3,00,000/- relating to unpaid Dividend for the Financial Year 2009-10 to the Investor Education & Protection Fund.

As required by section 124 of Companies Act, 2013 and the rules made there under a total of 50290 Equity shares of Rs. 10/- each were transferred to IEPF in the year 2018.

AUDITORS

M/s. Anand Rao & Maddi, Chartered Accountants, have been appointed as the statutory auditors of the Company for a period of five years w.e.f 23rd September, 2017 subject to ratification at ensuing Annual General Meeting.

COST AUDIT

M/s S.R. and ASSOCIATES, Cost Accountants have been re-appointed to conduct the cost audit pertaining to the activity of manufacture of Steel Profiles and Steel Windows of the company for the year 2018-19.

The Cost Audit Report for the financial year ended March 31st, 2017 was duly filed with Ministry of Corporate Affairs on 18.10.2017.

SECRETARIAL AUDIT

The Secretarial Audit Report pursuant to the provisions of Section 204 of the Companies Act, 2013 is attached as **Annexure V** to this Report. The explanation for the observations of the Report as envisaged by Section 204(3) of the said Act are as follows:

Board Explanation on the Observations

1. Even before the current provisions came into force, the independent directors of the company have followed a practice of meeting informally without the attendance of the Non- Independent Directors before or after every Board Meeting. The views and opinions emerging in the meeting are conveyed to the Promoter and Executive Director. Since the section did not require a separate record of the meeting, no record was maintained. Henceforth, the company will adopt the practice of formally recording the fact of the independent Directors' meetings and the attendance thereat.
2. As the Report itself mentions, the provision has since been complied with. The company made an extra effort to locate the shareholders who had not claimed dividend to give them a final opportunity to claim their entitlement before the transfer of the shares to IEPF. The Board believes that this action was for the benefit of the shareholders; no one has been prejudicially affected by the action of the company.
3. The other observations of the Secretarial Auditor are self explanatory and do not call for any further explanation from the Board.

ACKNOWLEDGEMENTS

Your Directors would like to express their grateful appreciation for the co-operation and assistance received from State Bank of India, HCL Ltd, Hero Fincorp Ltd and Government Authorities during the year. Your Directors wish to place on record their deep sense of appreciation for the devoted services of the employees at all levels.

For and on behalf of the Board

For **HCL Altek & Seccolor Ltd.**

Place : Hyderabad
Date : 13th November, 2018

K.Jayabharath Reddy
Chairman

Annexure I

PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. Lakhs)

Sl. No.	Particulars	Details	Details	Details	Details	Details
1	Name of the subsidiary	Sporthe Mfg Company Pvt. Ltd.	NCL Green Habitats Pvt Ltd	Eastern Ghat Renewable Energy Ltd.	Sunrise Sciences Pvt. Ltd.	Kakatiya Industries Pvt. Ltd.
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as Holding company's reporting period				
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	All are Indian Subsidiaries				
4	Share capital	10.40	181.07	51.00	130.00	985.48
5	Reserves & surplus	7.8	655.37	-	(775.51)	20.94
6	Total assets	15.55	3142.52	290.16	1168.13	151.49
7	Total Liabilities	5.35	3613.58	239.28	1360.38	916.73
8	Investments	-	-	-	-	11.21
9	Turnover / Total Income	9.8	558.45	-	1133.97	498.3
10	Profit before taxation	1.67	59.85	-	(204.49)	(40.41)
11	Provision for taxation	0.40	16.59	-	55.67	0.03
12	Profit after taxation	1.25	39.28	-	(148.85)	47.44
13	Proposed Dividend	Nil	Nil	Nil	Nil	Nil
14	% of shareholding	100	100	100	51	51

Notes:

The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations : Sporthe Manufacturing Co. Pvt. Ltd and Eastern Ghat Renewable Energy Ltd
2. Names of subsidiaries which have been liquidated or sold during the year : Nil

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies :

Name of the Associate Company	NCL Seka Ltd (formerly NCL Wintech India Ltd)
Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	2017-18
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Company
Share capital (Rs. in Lakhs)	2630
Reserves & surplus (Rs. in Lakhs)	2233.71
Total assets (Rs. in Lakhs)	9453.22
Total Liabilities (Rs. in Lakhs)	4245.35
Investments (Rs. in Lakhs)	-
Turnover / Total Income (Rs. in Lakhs)	14239.06
Profit before taxation (Rs. in Lakhs)	874.31
Provision for taxation (Rs. in Lakhs)	318.23
Profit after taxation (Rs. in Lakhs)	556.18
Proposed Dividend (Rs. in Lakhs)	56
% of shareholding	26%

Annexure II

DETAILS OF MEASURES ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE INFLOW/OUTFLOW

(A) Conservation of energy-	
(i) the steps taken or impact on conservation of energy;	The Company being not a power intensive unit, the scope for energy conservation efforts is limited.
(ii) the steps taken by the company for utilising alternate sources of energy;	
(iii) the capital investment on energy conservation equipments;	Negligible
(B) Technology absorption-	
(i) the efforts made towards technology absorption;	The Company has fully absorbed the technology derived from its collaborators and is self sufficient in technology.
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Not Applicable
(a) the details of technology imported;	
(b) the year of import;	
(c) whether the technology been fully absorbed;	
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv) the expenditure incurred on Research and Development.	Rs. 18.24 lakhs
C) Foreign exchange earnings and Outgo-	
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Earnings : Nil Outflow : Rs.425.58 lakhs

Annexure III
CSR INITIATIVES DURING THE YEAR 2017 -18

In line with the CSR Policy adopted by the Company, your Company has been concentrating on the fields of educational and women welfare during the year under review.

1. Composition of CSR Committee
   - K. Jayachandra Reddy - Chairman
   - V. Madhu - Member
   - V. A. Reddy - Member
2. Average Net Profits for the last Three Years : Rs.1880.10 lacs
3. Prescribed CSR Expenditure : Rs. 37.60 lacs
4. Details of CSR Spent during the financial Year
   - a) Total Amount to be spent for the FY : Rs.30.64 lacs
   - b) Amount Unspent, if any : Rs. 6.96 lacs

   Reason: The Company has already identified and earmarked the unspent CSR amounts for construction of school building and the same will be spent subsequently in coming years. The Company is committed to the CSR Spending in the coming years by its focus towards sustainable development.

   c) Manner in which the amount is spent during the financial year is detailed below:

Sl. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local Area (2) Specify the state and district where projects or programs was undertaken	Amount Outlay Project or programs wise (Budget) (Lacs)	Amount Spent 1) Direct Expenditure 2) Overheads	Cumulative Expenditure upto the reporting period	Amount spent: Direct or through implementing Agency
1	Funding the Revenue Deficit of the Vignana Educational Society which is running a school - Ramapuri Vidyalayam and also Ramapuri Institute of Technology - College of Polytechnic (RITCOP)	Schedule VII(ii) Promoting Education, including special education and employment enhancing vocational skills especially among children, women, elderly and differently abled and livelihood enhancement projects.	Telangana State, Medak District	25.00	6.02	6.02	Direct
2	Construction of School Building	Schedule VII(ii) Promoting Education, including special education and employment enhancing vocational skills especially among children, women, elderly and differently abled and livelihood enhancement projects	Telangana State, Medak District	50.00	24.62	24.62	Direct

Annexure IV

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	[illegible]
2	Registration Date	11/7/1986
3	Name of the Company	NCL ALLTEK & SECCOLOR LIMITED
4	Category/Sub-category of the Company	Public Limited Company Limited by Shares
5	Address of the Registered office & contact details	Bhuvi Regency, Plot No. 1, Ganga Enclave, Petbasheerabad, Quthbullapur, Hyderabad-500067
6	Whether listed company	Unlisted
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	VENTURE CAPITAL AND CORP INVEST PVT. LTD. 12-10-167, BHARAT NAGAR, HYDERABAD - 500 018

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Spray Plasters	20229	23.30
2	Putties	20111	8.73
3	Doors & Windows (Steel & UPVC)	22209	37.77
4	Hysan Bricks	23921(2304)	27.51

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
Sl. No.	Name of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Spartek Manufacturing Co. Pvt. Ltd.	[illegible]	Subsidiary	100	2(87)
2	NCL Green Habitats Pvt. Ltd.	[illegible]	Subsidiary	100	2(87)
3	Eastern Ghat Renewable Energy Ltd.	[illegible]	Subsidiary	100	2(87)
4	NCL Veka Ltd. (Formerly NCL Wintech India Ltd)	[illegible]	Associate	26	2(6)
5	Kakatiya Industries Pvt. Ltd.	[illegible]	Subsidiary	51	2(87)
6	Sun Loop Coatings Pvt. Ltd.	[illegible]	Subsidiary	51	2(87)

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 [As on 31-March-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/ HUF	1321298	2250087	3571385	80.28%	1833047	1840371	3673418	81.68%	1.88%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	310000	315000	625000	7.23%	142000	188800	330800	7.54%	(1.61)%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	1472298	2526585	3998883	89.14%	1975047	2029171	4004218	89.22%	0.07%
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	1472298	2526585	3998883	89.14%	1975047	2029171	4004218	89.22%	0.07%
B. PUBLIC SHAREHOLDING									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	400	400	0.01%	0.01%
b) Banks / FI	-	440,600	440,600	7.32%	-	182	182	-	(7.32%)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	440600	440600	7.32%	-	582	582	0.01%	(7.31%)
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	3281	68871	72152	1.25%	319141	64979	384120	8.54%	7.29%
ii) Overseas	-	-	-	-	-	-	-	-	-

b) Individuals			-						
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	(0.75%)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	[illegible]	[illegible]	[illegible]	2.05%	300757	[illegible]	[illegible]	4.99%	2.94%
c) Others (specify)									-
Non Resident Indians	-	8,518	8,518	0.15%	-	8,518	8,518	0.15%	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	[illegible]	285	382	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):	111584	[illegible]	[illegible]	[illegible]	-	[illegible]	[illegible]	30.77%	[illegible]
Total Public (B)	111584	[illegible]	[illegible]	[illegible]	[illegible]	1325574	[illegible]	30.78%	(0.07%)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1584460	[illegible]	5784868	100.00%	[illegible]	[illegible]	5784868	100.00%	-

(ii) Shareholding of Promoter

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		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	
1	Sri K.Madhu	[illegible]	[illegible]	-	[illegible]	[illegible]	-	[illegible]
2	Sri K.Ravi	[illegible]	5.02%	[illegible]	[illegible]	[illegible]	[illegible]	1.04%
3	Smt.K.Padma	[illegible]	0.83%	[illegible]	[illegible]	0.83%	[illegible]	0.00%
4	Sri Bimal Deopura	10125	0.18%	58%	10125	0.18%	58%	0.00%
5	Sri K.Sudheer	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
6	Sri P.S.Raju	22500	0.39%	57%	22500	0.39%	57%	-
7	Sri M.L.Raju	48454	[illegible]	73%	48454	[illegible]	73%	-
8	Sri Ashwin Shah	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
9	NCL Holdings Limited	[illegible]	[illegible]	47%	[illegible]	[illegible]	47%	[illegible]
10	Smt.B.Syama Raju	[illegible]	0.49%	[illegible]	[illegible]	0.49%	[illegible]	-

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares	No. of Shares	% of total shares
1	Sri K Mathur At the beginning of the year change during the year (Purchases) At the end of the year	 194043 449 194492	 3.30 0.01 3.30	 194043 194492 194492	 3.30 3.30 3.30
2	Sri K Kari At the beginning of the year change during the year (Purchases) At the end of the year	 290317 60000 350317	 5.02 1.04 6.06	 290317 350317 350317	 5.02 6.06 6.06
3	Sri Ashwini Datta At the beginning of the year change during the year (sale) At the end of the year	 510000 60000 450000	 8.82 1.04 7.78	 510000 450000 450000	 8.82 7.78 7.78
4	M/s NCL Homes Limited At the beginning of the year Change during the year (sale) At the end of the year	 413500 93500 320000	 7.15 1.61 5.54	 413500 320000 320000	 7.15 5.54 5.54
5	Sri Sudheer Kasumalli At the beginning of the year Change during the year (Purchase) At the end of the year	 56055 10000 66055	 0.98 0.17 1.15	 56055 66055 66055	 0.98 1.15 1.15

(iv) Shareholding Pattern of top ten Shareholders
(Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	For each of the Top 10 Shareholder	Shareholding at the beginning of the year		Change in Shareholding during the year		Cumulative Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	SUPRAVITI INVEST PVT LTD	-	0.00	290150	5.02	290150	5.02
2	MAHENDRA GIRDHARILAL	6417	0.11	118000	2.04	124316	2.15
3	C MACKERTICH LTD	57187	0.99	-	-	57187	0.99
4	K SUBRAMANI BALIJA	36567	0.63	-	-	36567	0.63
5	JANAKI NANDINANDHALAM	17368	0.30	-	-	17368	0.30
6	P P ZIBI JOSE	19179	0.33	716	0.01	19895	0.34
7	NOHA KUMAR RAJU	6490	0.11	8540	0.14	15039	0.25
8	CHHAL TRADING CO PRIVATE LTD	2265	0.04	12196	0.21	14461	0.25
9	SHRI PARASRAM INDUSTRIES P LTD	-	0.00	10773	0.19	10773	0.19
10	SHAVANTRAI PURSOTTAM MANGALDHAN PATEL	-	0.00	10470	0.18	10470	0.18

(v) Shareholding of Directors and Key Managerial Personnel:					
Sr. No.	Name of Director/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Sri K Madhu, Managing Director At the beginning of the year Change during the year At the end of the year	 194043 449 194492	 3.35 0.01 3.36	 194043 194492 194492	 3.35 3.36 3.36
2	Sri. P Aditya Krishna Varma, Exe. Director At the beginning of the year Change during the year At the end of the year	 48388 - 48388	 0.84 - 0.84	 48388 - 48388	 0.84 - 0.84
3	Sri Bimal V Goradia, Exe. Director At the beginning of the year Change during the year At the end of the year	 16125 - 16125	 0.28 - 0.28	 16125 - 16125	 0.28 - 0.28
4	Sri K Satya Sairam, Exe. Director At the beginning of the year Change during the year At the end of the year	 1000 - 1000	 0.02 - 0.02	 1000 - 1000	 0.02 - 0.02
5	Sri. VVJ Raju, Exe. Director At the beginning of the year Change during the year At the end of the year	 7334 - 7334	 0.13 - 0.13	 7334 - 7334	 0.13 - 0.13
6	Sri Ashwin Datla, Director At the beginning of the year Change during the year At the end of the year	 510000 60000 450000	 8.82 1.04 7.78	 510000 450000 450000	 8.82 7.78 7.78
7	Smt. Shilpa Datla, Director At the beginning of the year Change during the year At the end of the year	 280415 - 280415	 4.85 - 4.85	 280415 - 280415	 4.85 - 4.85
8	Sri. M Rama Reddy, Independent Director At the beginning of the year Change during the year At the end of the year	 1 - 1	 - - -	 1 - 1	 - - -

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.				
				(Amt. Rs./Lacs)
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4842.26	140.58	1340.08	6320.04
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	39.75	39.75
Total (i+ii+iii)	**4842.26**	**140.58**	**1379.83**	**6362.30**

Change in Indebtedness during the financial year				
* Addition	2101.86	3.33	746.55	2848.25
* Reduction	(5412.32)	-	(1704.00)	(7046.34)
Net Change	(3310.47)	3.33	(1125.45)	(4432.70)
Indebtedness at the end of the financial year				
i) Principal Amount	3881.38	143.74	200.42	4225.54
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	8.42	8.42
Total (i + ii + iii)	**3881.38**	**143.74**	**208.84**	**4233.97**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL								
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:								
Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager						Total Amount
	Name	K. Madhu	Sirish V. [illegible]	K. K. [illegible]	[illegible]	K. [illegible]	P. Aditya [illegible]	
	Designation	Managing Director	Executive Director	Joint Managing Director	Executive Director	Executive Director	Executive Director	(Rs. in L)
1	Gross salary							
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	93.56	20.70	11.70	20.74	20.74	20.74	178.68
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	0.17	0.17	0.17	0.17	0.17	0.85
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-
4	Commission	55.48	-	-	-	-	-	55.48
	- as % of profit	-	-	-	-	-	-	-
	- others, specify	-	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-	-
	Total (A)	173.45	20.87	11.87	20.91	20.91	20.91	234.98
	Ceiling as per the Act (@ 10% of profits calculated under Section 198 of the Companies Act, 2013)							258.62

B. Remuneration to other Directors						
Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount (Rs/Lac)
1	Independent Directors	K.Jayabharat Reddy	Kamlesh S.Gandhi*	M.Rama Reddy	WH Khan**	
	Fee for attending board committee meetings	1.25	0.12	1.9	0.05	3.32
	Commission	–	–	–	–	0.00
	Others, please specify	–	–	–	–	0.00
	Total (1)	1.25	0.12	1.9	0.05	3.32
2	Other Non-Executive Directors	D.Akhare	D.Shitje	S.S.Raju@		
	Fee for attending board committee meetings	0.85	0.5	1.07		2.42
	Commission	–	–	–		–
	Others, please specify	–	–	–		–
	Total (2)	0.85	0.5	1.07		2.42
	Total (B) = (1+2)	–	–	–		5.74
Total Managerial Remuneration to other Directors						5.74
Ceiling as per the Act (@ 1% of profits calculated under Section 198 of the Companies Act, 2013)						19.88

* Appointed w.e.f 14th March, 2018
** Resigned w.e.f 22nd December 2017
@ Resigned w.e.f 14th March, 2018

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD			
Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel	Total Amount (Rs/Lac)
	Name & Designation	U Divya Bharathi Company Secretary	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.94	3.94
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.17	0.17
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	–	–
2	Stock Option	–	–
3	Sweat Equity	–	–
4	Commission	–	–
	- as % of profit	–	–
	- others, specify	–	–
5	Others, please specify	–	–
	Total	4.11	4.11

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:
There were no penalties, punishment or compounding of offences during the year ended March 31, 2018.

Annexure V
Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED March 31, 2018
[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 ALLTEK & SECCOLOR LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NCL ALLTEK & SECCOLOR LIMITED (hereinafter called the company) bearing CIN [illegible]. 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2018 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 NCL ALLTEK & SECCOLOR LIMITED ("the Company"), an **Unlisted Public Company** for the financial year ended on March 31, 2018 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 **(Not applicable being an Unlisted Company)**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(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 **(Not applicable being an Unlisted Company)**

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015 **(Not applicable being an unlisted Company)**

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable being an unlisted Company)**

(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 **(Not applicable being an unlisted Company)**

(e) The Securities Exchange Board of India (Share based Employee Benefits) Regulations 2014 **(Not applicable being an unlisted Company)**

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable being an unlisted Company)**

(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. Rule 9A of Companies (Prospectus and Allotment of Securities) Rules 2014 as amended relating to issue of securities in dematerialized form by unlisted public companies.

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **(Not applicable being an unlisted Company)**

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable being an unlisted Company)**

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. Indian Boilers Act 1923
14. Legal Metrology Act 2009
15. Income Tax Act 1961, central excise Act 1944 and VAT Act
16. Electricity Act 2003
17. Air (Prevention & control of pollution) Act 1981 and water (Prevention & control of Pollution) Act 1974

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

Secretarial Standards issued by The Institute of Company Secretaries of India.

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. No formal meeting of Independent Directors was held in terms of the provisions of Section 149 (8) Schedule IV (VII) of the Companies Act 2013.
2. The Company complied with the provisions of Section 124 of the Companies Act in respect of transfer of corresponding shares to the demat account of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules read with Section 124 and 125 of the Companies Act 2013 in respect of unclaimed/unpaid dividend declared for the year ended 31st March 2011 and remaining unclaimed for a period of seven consecutive years, however, there was a delay of ten months from the prescribed deadline in complying with the provision.
3. There was delay in filing of forms MGT-14 and DPT-3. (Delay condoned by appropriate authority) during the year under review.
4. The Company has voluntarily appointed Chief Financial officer during the current year.

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 generally at least seven days in advance, 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 the company has initiated the process of demerger of non core business activities other than building materials. A petition was filed with NCLT under section 230 to 232 of the Companies Act, 2013 seeking approval of the scheme of arrangement to be effective from 1st April 2017 being the appointed day. A new Company was incorporated to take over the investments and assets not related to the core business activity of the Company.

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

Place: Hyderabad
Date: 29th October 2018

A.J.Sharma
FCS 2120, CP 2178

Annexure -A

To,
The Members,
NCL ALLTEK & SECCOLOR LIMITED
Bhoomi Ecstasy, Flat No.1, Gangadhara
Pattabhiramabad, Quthbullapur
Hyderabad-500037

Our 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 Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance 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

Place: Hyderabad
Date: 29th October 2018

A.J.Sharma
FCS 2120, CP 2178

TO
THE MEMBERS OF
NCL ALLTEK & SECCOLOR LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of NCL ALLTEK & SECCOLOR LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

i) in the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2018;

ii) in the case of Statement of Profit and Loss, of the Profit for the year then ended;

iii) in the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the "Annexure A", hereto a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we further 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, Statement of Profit & 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 Rule 7 of the Companies (Accounts) Rules, 2014;
   e) On the basis of the written representations received from the Directors as on March 31, 2018 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2018 from being appointed as a Director in terms of Section 164 (2) of the Act.
   f) Regarding 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) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 28 to the financial statements;

b) The company has no long-term contracts including derivative contracts. accordingly it has not made any provision relating to material foreseeable losses in the financial statements.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

V.ANANT RAO
Partner
Membership No.022644

Place : Hyderabad
Date : 26-10-2018

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of NCL Alltek & Seccolor Limited for the year ended 31st March, 2018, we report that:

i) With respect to Fixed Assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, the fixed assets have been physically verified by the management in accordance with a regular programme of verification, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. In our opinion, the periodicity and procedures of such physical verification is reasonable having regard to the size of the Company and 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) As explained to us, the management has conducted physical verification of inventories during the year at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such physical verification.

iii) According to the information and explanations given to us, the Company has granted unsecured loans to companies covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.

(b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.

(c) There is no overdue amount remaining outstanding as at the balance sheet date.

iv) According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

v) The Company has accepted fixed deposits from its shareholders and as per the information and explanations given to us, the Company has complied with the directives of the Reserve Bank of India and the provisions of sections 73 to 76 and other relevant provisions of the Act and the rules framed thereunder, where ever applicable and no order has been passed against the Company by Company Law Board or National Company Law Tribunal or Reserve Bank of India or court or any other tribunal.

(vi) We have broadly reviewed the cost records maintained by the Company relating to its products for which maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however not made a detailed examination of the records with a view to determining whether they are accurate or complete.

(vii) With respect to Statutory Dues:

(a) According to the information and explanations given to us and the records of the Company examined by us, the Company is generally regular in depositing the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Wealth-Tax, Value Added Tax, Service Tax, Goods and Services Tax, Duty of Customs, Duty of Excise, Cess and other material statutory dues as applicable to it, with the appropriate authorities and there were no undisputed statutory dues outstanding as at 31st March, 2018 for a period exceeding six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, the disputed statutory dues which have not been deposited on account of disputed matters pending before appropriate authorities as at 31st March 2018 are as following:

Name of the Statute	Nature of Dues	Amount demanded (in Rs. lakhs)	Amount deposited (in Rs. lakhs)	Balance (in Rs. lakhs)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax	[illegible]	[illegible]	—	[illegible]	High Court of Judicature for the State of Telangana and the State of Andhra Pradesh
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	Income Tax Appellate Tribunal
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
The CST Act, 1956	CST	[illegible]	[illegible]	[illegible]	[illegible]	High Court of Judicature for the State of Telangana and the State of Andhra Pradesh
		[illegible]	[illegible]	—	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	Appellate Tribunal
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	
		[illegible]	[illegible]	[illegible]	[illegible]	
The [illegible] Act, [illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	
	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	
	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to banks and financial institutions. The Company has no borrowings from Government or by way of Debentures.

(ix) In our opinion and according to the information and explanations given to us, the Term Loans have been applied by the Company during the year for the purposes for which they were raised. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.

(x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations give 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.

(xii) 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.

(xiii) 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.

(xiv) 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 any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) 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 persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

V ANANT RAO
Partner
Membership No.022644

Place : Hyderabad
Date : 28-10-2018

Annexure – B to the Independent Auditor's Report

The Annexure referred to in Paragraph 2 (f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of NCL Alltek & Seccolor Limited for the year ended 31st March, 2018

Report on the Internal Financial Controls Over Financial Reporting 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 NCL ALLTEK & SECCOLOR LIMITED ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 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 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 March 31, 2018, 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 **ANANT RAO & MALLIK,**
Chartered Accountants
Firm Registration No.006266S

V.ANANT RAO
Partner
Membership No.022644

Place : Hyderabad
Date : 26-10-2018

Rs. in lakhs

		Note No.	AS AT 31.03.2018	AS AT 31.03.2017
I	EQUITY AND LIABILITIES			
1.	SHAREHOLDERS' FUNDS			
	a) Share Capital	2	578.40	578.40
	b) Reserves and Surplus	3	14990.44	13277.73
			15568.84	13856.13
2.	NON-CURRENT LIABILITIES			
	a) Long-term Borrowings	4	1587.27	2418.22
	b) Deferred tax Liabilities (Net)	5	475.53	376.53
	c) Long-term Provisions	6	374.27	473.78
			2437.07	3268.53
3.	CURRENT LIABILITIES			
	a) Short-term Borrowings	7	1739.61	2759.53
	b) Trade Payables	8	1265.61	1781.83
	c) Other Current Liabilities	9	2943.54	2348.70
	d) Short-term Provisions	10	1147.23	411.71
			7146.09	4250.96
	TOTAL		25152.39	22356.54
II	ASSETS			
1.	NON-CURRENT ASSETS			
	a) Fixed Assets	11		
	(i) Tangible Assets		8188.87	6917.40
	(ii) Intangible Assets		1.63	2.56
	(iii) Capital Work-in-Progress		170.28	248.75
			8360.79	7168.83
	b) Non-Current Investments	12	2958.32	5400.84
	c) Long-term Loans and Advances	13	814.38	755.11
			12533.48	13188.70
2.	CURRENT ASSETS			
	a) Inventories	14	2599.99	1880.23
	b) Trade Receivables	15	3666.29	4377.82
	c) Cash and Cash Equivalents	16	1095.39	385.31
	d) Short-term Loans and Advances	17	2972.31	2825.80
	e) Other Current Assets	18	512.47	448.14
			12618.81	10207.78
	TOTAL		25232.80	22356.54
	Significant Accounting policies	1		

The accompanying notes are an integral part of the financial statements

As per our report attached
For ANANT RAO & MALLIK
Chartered Accountants
Firm Registration No. 006451S

V.ANANT RAO
Partner
Membership No.022644
Place : Hyderabad
Date : 26.10.2018

For and on behalf of the Board

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V.SRIHARI
Chief Financial Officer

G. DIVYA BHARATHI
Company Secretary

Rs. in lakhs

		Note No.	Year Ended 31.03.2018	Year Ended 31.03.2017
1	Revenue from Operations (Gross)	19	25827.80	19857.22
	Less: Excise Duty		584.20	2127.98
	Revenue from Operations (Net)		25243.60	17729.24
2	Other Income	20	69.65	671.53
3	**Total Revenue (1+2)**		25313.25	18400.77
4	**Expenses**			
	a) Cost of Materials Consumed	21	13019.50	8186.27
	b) Purchases of Traded Goods	22	2072.06	2086.30
	c) Changes in inventories of Finished Goods, Work-in-progress	23	(109.73)	(167.09)
	d) Employee Benefits Expenses	24	7786.61	2391.47
	e) Finance Costs	25	536.83	734.34
	f) Depreciation and Amortisation Expenses	11	427.67	321.47
	g) Other Expenses	26	3085.65	2547.79
	Total Expenses		22421.89	16730.55
5	Profit before Exceptional/ Extraordinary Items (3-4)		2891.36	1670.22
6	Exceptional/ Extraordinary Items			
	Profit /(Loss) on Sale of Assets/Investments (Refer note no 27)	27	3879.58	160.34
7	Profit before Tax (5+6)		6769.01	1830.56
8	**Tax Expenses :**			
	a) Less Current Tax		1079.88	410.93
	b) Add MAT Credit		0.00	202.33
	c) Deferred Tax Asset/(Liability)		(77.41)	(275.10)
	d) Add Prior Year Tax		(7.44)	56.92
9	Profit for the year (7-8)		5698.21	1552.00
10	Earnings per share (of Rs.10/- each) (Basic & diluted)	42		
	i) Excluding Exceptional items		32.29	24.03
	ii) Including Exceptional Items		66.10	25.30
	Significant Accounting policies	1		

The accompanying notes are an integral part of the financial statements

As per our report attached

For and on behalf of the Board

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V.ANANT RAO
Partner
Membership No.022644
Place : Hyderabad
Date : 26.10.2018

V.SRIHARI
Chief Financial Officer

U. DIVYA BHARATHI
Company Secretary

Rs. in lakhs

	As at 31.03.2018		As at 31.03.2017	
A. Cash Flow from operating activities				
Net Profit Before Tax	8766.81		1930.85	
(Profit) / Loss on Sale of Assets	(3879.50)		(350.34)	
Other Income	(86.38)	4811.45	(271.51)	1308.91
Adjustments for :				
Interest & Financial Charges	539.63		734.54	
Depreciation / Amortisation Expenses	427.97		324.47	
(Profit)/Loss on Sale of Fixed Assets	3879.50	4847.10	160.34	1219.35
Operating Profit before working Capital changes		9658.55		2518.12
Adjustments for :				
(Increase)/ Decrease in Long term Loans & Advances	(21.27)		1107.46	
(Increase)/ Decrease in Short Term Loans & Advances	(30.82)		859.72	
(Increase)/ Decrease in Other Current Assets	(64.20)		(217.55)	
(Increase)/Decrease in Trade & Other Receivables	(1090.47)		(792.71)	
(Increase)/Decrease in Investments	848.82		(1077.59)	
(Increase)/Decrease in Inventories	(525.74)		(417.82)	
Increase/(Decrease) in Long Term Provisions	100.40		27.79	
Increase/(Decrease) in Provision for Employee Benefits	(5.66)		10.43	
Increase/(Decrease) in Current Liabilities & Trade payables	(525.37)	(1324.75)	529.91	(385.35)
Cash Generated from Operations		8333.80		2133.05
Direct Taxes Paid		(1246.52)		(414.78)
Cash Flow from Operating Activities		7087.28		1718.27
B. Cash Flow from Investing Activities				
Purchase of Fixed Assets	(3668.40)		(518.03)	
Sale of Fixed Assets	93.79		347.88	
Other Income				
Interest Income	25.85		455.25	
Dividend Received	-		11.03	
Rents & Others	44.86		44.23	
Net Cash Flow From Investing Activities		(3529.81)		(97.85)
C. Cash Flow from Financing Activities				
Long Term Borrowings- Receipts/(Repayments) (Net)	(1830.75)		(1282.28)	
Short Term Borrowings- Receipts/(Repayments) (Net)	(924.40)		987.28	
Interest Paid	(539.93)		(734.54)	
Dividend Paid	(218.17)		(211.27)	
Tax on Dividend	(44.77)		(54.05)	
Net Cash Flow From Financing Activities		(2888.02)		(1752.81)
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		669.45		(112.01)
Cash & Cash Equivalents as at Beginning of The Year		385.93		477.92
Cash & Cash Equivalents as at End of The Year (Refer Note No. 18)		1055.38		365.91
Components of Cash & Cash Equivalent				
Cash on Hand		2.94		2.94
Balances with Banks				
In Current Account		513.97		37.25
Margin Money & Deposits with Banks		461.77		255.61
In Unpaid Dividend		76.70		70.86
		1055.38		365.91

As per our report attached.

For ANANT RAO & MALLIK.
Chartered Accountants
Firm Registration No. 006266S

V.ANANT RAO
Partner
Membership No.022644

Place : Hyderabad
Date : 28.10.2018

For and on behalf of the Board

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V.SRIHARI
Chief Financial Officer

U. DIVYA BHARATHI
Company Secretary

CORPORATE INFORMATION

NCL Alltek & Seccolor Limited CIN: U72200TG1986PLC006601 is a public limited company engaged in manufacture and selling of Spray plasters, Paints, Skim Coat, Steel Profiles, Doors & Windows (Steel & UPVC), Fly Ash Bricks and is organized into three divisions namely Coatings, Windows and Walls.

Coatings: Started manufacturing Alltek brand spray plasters in 1988 with technology from M/s UCP Sweden. The company was the first to start manufacturing acrylic based putties (spray plasters) in India and today it is the largest manufacturer of spray plasters in India. It also manufactures emulsion paints including textured paints, white cement based putty and other Cement based products like Tile adhesive, Mortars and Plasters.

Windows: Started manufacturing pre painted steel doors, windows, partitions, glazing etc., in 1988 with technology from M/s Industria Secco S.P.A of Italy and marketing the products under the brand name of Seccolor. It is also fabricating UPVC doors, windows & ABS doors etc.

Walls: The Project has started manufacturing of Fly Ash Bricks from 2018.

1. SIGNIFICANT ACCOUNTING POLICIES:

A) Basis of Preparation:

The financial statements are prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under the historical cost convention on the accrual basis except as disclosed in the notes and materially comply with the mandatory Accounting Standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 2013 and The Institute of Chartered Accountants of India except to the extent disclosed in the following notes. The accounting policies adopted in preparation of financial statements are consistent with those of previous year except for change in accounting policy initially adopted or a revision to the existing accounting policy that requires a change in approach to the one hitherto in use.

B) Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures relating to contingent liabilities as at the Balance Sheet date and the reported amounts of income and expenses during the year.

Contingencies are recorded when it is probable that a liability will be incurred and the amounts can reasonably be estimated. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized.

C) Fixed Assets and Depreciation:

I) Tangible Assets:

i) Gross Block

a) Fixed Assets are stated at cost of acquisition inclusive of inward freight, duties, taxes and incidental expenses related to acquisition without adjustments for Cenvat / VAT/GST credits.

b) Capital Work in progress includes machinery to be installed, Construction & Erection Materials, and unallocated pre-operative expenditure.

ii) Depreciation

The company adjusts exchange difference arising on translation / settlement of long term Foreign Currency monetary items, if any, by restating the liabilities as at balance sheet date pertaining to acquisition of a depreciable asset to the cost of the asset and depreciates the same at the applicable rate in respect of such asset. Depreciation on Tangible Assets is provided on Straight line method which reflects the management's estimate of the useful lives of respective fixed assets.

II) Intangible Assets:

Intangible assets are stated at cost of acquisition less accumulated amortisation. This includes computer software packages (ERP and others). Amortisation is done on straight line basis at the rates specified in the Schedule II of the Companies Act 2013.

D) Impairment of Assets:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If such exists, the recoverable amount of the asset is estimated. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit/division to which the said asset belongs. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced accordingly and the value so reduced is treated as impairment loss and is recognized in the statement of Profit and Loss. If at any balance sheet date there is an indication that the previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is stated at the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined, if no impairment loss had been recognized.

E) Revenue Recognition:

All Expenses and Income to the extent considered payable and receivable respectively, unless specifically stated to be otherwise are accounted for on mercantile basis except Dividend income which is accounted for on receipt basis.

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.

Sales include Excise Duty wherever applicable and rebate, discounts, claims, expenses incurred on consignment sales etc. are excluded there from. Sales on consignment and operations thru agents are being accounted for based on account sales from the respective consignees. Revenue is net of GST wherever applicable.

Income from services: Revenue from service contracts are recognized as and when services are rendered pro-rata.

F) Investments:

Long Term Investments are stated at cost less permanent diminution, if any, in value. Current investments are carried at lower of cost or fair value.

G) Inventories:

Inventories are valued at lower of the cost or net realizable value. Cost in respect of Raw Materials, Components, Stores & Spares and Packing Materials have been calculated on First In First Out (FIFO) basis which includes expenses incidental to procurement of the same. Cost in respect of finished goods includes manufacturing expenses, factory and administrative overheads and excise duty. Cost in respect of work-in-progress represents, cost incurred up to the stage of completion.

H) Foreign Currency Transactions:

Foreign Currency transactions are initially recorded at the exchange rate prevailing on the date of transaction. Foreign currency assets and liabilities are retranslated at exchange rates prevailing at the reporting date.

I) Retirement Benefits:

i) Provident & Family Pension Fund: In accordance with the provisions of the Employees Provident Funds and Miscellaneous Provisions Act, 1952, eligible employees of the company are entitled to receive benefits with respect to Provident Fund, a defined contribution plan, in which both the company and employee contribute monthly to Provident Fund Scheme, by the Central Government at a determined rate and the Company's contribution is charged off to the Statement of Profit and Loss.

ii) Leave Encashment Benefits: Leave encashment benefits payable to employees to the extent of 50% of accrued leave in excess of 60 days leave accrued to their account while in service, retirement and death while in service or on termination of employment with respect to accumulated leaves outstanding at the year end are accounted for on basis of actuarial valuation at the Balance Sheet date. The present value of such obligation is determined by the projected unit credit method as at the balance sheet date through which the obligations are settled. The resultant actuarial gain or loss on change in present value of defined benefit obligation or change in return of the plan assets is recognized as an income or expense in the Statement of Profit and Loss.

J) Borrowing Costs:

Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time as the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized as an expense in the period in which they are incurred.

In accordance with Accounting Standard 16, borrowing cost includes interest, amortization of ancillary cost incurred with the arrangement of borrowing and exchange differences arising from foreign currency borrowing to the extent they are regarded as an adjustment to the interest cost.

K) Contingent Liabilities:

Contingent liabilities are generally not provided for and are disclosed by way of notes to the accounts.

L) Segment Reporting:

The accounting policies adopted for segment reporting are in line with the accounting policies adopted in financial statements.

M) Export Benefits:

Export benefits arising on account of entitlement for duty free imports are accounted for through import of materials. Such benefits under Duty Entitlement Pass Book (DEPB) are accounted for on accrual basis.

N) Government Grants & Other Claims:

Revenue grants including subsidy/rebates, refunds, claims etc. are credited to Statement of Profit and Loss under "Other Income" or deducted from the related expenses. Grants relating to Fixed Assets are credited to Capital Reserve Account or adjusted in the cost of such assets as the case may be, as and when the ultimate realisability of such grants etc. are established/realised.

O) Income Tax:

Provision for Tax is made for both current and deferred taxes. Current tax is provided on the taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account of timing differences, which are capable of reversal in subsequent periods are recognized using tax rates and tax laws, which have been enacted or substantively enacted.

P) Derivative Instruments:

Derivative transactions of Interest and Foreign Currency Swap and Option contracts are accounted for on their settlement and accordingly the gains / losses arising there from are recognized in the Statement of Profit and Loss as and when the settlement takes place in accordance with the terms of respective contracts.

Q) Research and development:

Research and development cost (other than cost of fixed assets acquired) are charged as an expense in the year in which they are incurred.

R) Earnings per share:

Basic earnings per share is calculated by dividing the net profit for the period attributable to equity Shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

Rs. in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
			No. of Shares in Lakhs	Amount Rs. in Lakhs	No. of Shares in Lakhs	Amount Rs. in Lakhs
2		**SHARE CAPITAL**				
	2.1	**Authorised Shares**				
		Equity Shares of Rs.10/- each	150.00	1500.00	150.00	1500.00
	2.2	**Issued Shares**				
		Equity Shares of Rs.10/- each	89.50	895.04	89.50	895.04
	2.3	**Subscribed and Paid up Shares**				
		Equity Shares of Rs.10/- each	57.85	578.49	57.85	578.49
		Total	57.85	578.49	57.85	578.49
	2.4	**Reconciliation of Shares outstanding at the beginning and at the end of the reporting period**				
		Opening number of Shares Outstanding	57.85	578.49	57.85	578.49
		Closing number of Shares Outstanding	57.85	578.49	57.85	578.49
	2.5	**Aggregate Number of bonus shares issued, for consideration other than cash.**				
	i)	Equity shares allotted as fully paid bonus shares by capitalisation of reserves	4.00	40.00	4.00	40.00
	ii)	Equity shares issued as fully paid pursuant to amalgamation of NCL Seccolor Ltd	12.88	128.78	12.88	128.78
	2.6	**Terms/rights attached to equity shares**				

The company has only one class of equity shares having at par value of Rs 10/- per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is **Rs. 5.50/-** per share subject to the approval of the share holders in the ensuing Annual General Meeting. (Previous year **Rs. 5.50** per share declared and distributed.) In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

2.7 **Details of shareholders holding more than 5% shares in the company**

Name of the share holder	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Smt. K. Ravi	2.90	5.01	2.90	5.01
Sri. Ashwin Datla	4.50	7.78	3.50	6.05
Sri. K. Gautham	2.02	3.49	3.71	6.42
Smt K.Pooja	2.61	4.52	3.77	6.52
M/S.NCL Homes Limited	2.05	3.54	4.14	7.15
Suprapti Finvest Pvt. Ltd.	2.90	5.02	-	-
Industrial Development Bank of India	-	-	2.97	5.12

Rs. in lakhs

Note No.			As at 31-03-2018 Amount Rs. in lakhs		As at 31-03-2017 Amount Rs. in lakhs	
3		**RESERVES AND SURPLUS**				
	3.1	Capital Reserve				
		Opening Balance		1502.54		1502.54
	3.2	General Reserve				
		Opening Balance	8835.00		7835.00	
		Add: Transferred from Surplus	4600.00		1000.00	
		Closing Balance		13435.00		8835.00
	3.3	Surplus				
		Opening Balance	140.28		73.10	
		Add/(Less) : Profit/(Loss) during the year	5096.21		1451.40	
		Less: Transfer to General Reserves	(4600.00)		(1000.00)	
		Proposed Dividend	(318.17)		(318.17)	
		Tax on Proposed Dividend	(65.40)		(64.77)	
		Closing Balance		80.30		140.09
		Total		14990.44		10477.21
			Non Current	Current	Non Current	Current
4		**LONG TERM BORROWINGS**				
	4.1	Secured Loans				
		a) Term Loan from [illegible] / IFCI Ltd	780.07	780.00	1140.00	520.00
		b) Term Loan from SBH	-	-	23.20	280.00
		c) Hire Purchase	425.79	116.49	23.25	39.22
	4.2	Unsecured Loans				
		Fixed Deposits from Share Holders*	32.37	175.37	1082.38	397.25
		Loans from Banks & Others				
		Deposits from Dealers	348.74	-	147.50	-
		*Including Interest Rs. 8.42 Lakh (previous year Rs.33.75 lakhs)	1587.37	1097.86	2416.33	1246.17
		Less: Amount shown under other current liabilities (Note No.9)	0.00	1097.86	0.00	1246.17
		Total	1587.37	-	2416.33	-

SECURED LOANS

Terms of Repayment and rate of Interest :

(i) Rupee Term Loan of Rs.2500 lakhs from Tata Fin Corp Ltd. : Rs.750 lakhs are repayable in 2018-19 and balance Rs. 750 lakhs repayable in subsequent year and it carries an interest @ 11.5 % p.a. The loan is secured by exclusive charge on the 12.55 acres of open residential land at [illegible], pledge of 13.70 lakhs shares of Promoters and personal guarantees of the Promoters, Corporate Guarantee of M/s. NCL Greenfields Pvt Ltd and M/s NCL Homes Ltd.

(ii) Term loan availed from SBH was repaid

(iii) Hire Purchase Loans from HDFC, Axis Bank and BMW India Financial Services are repayable in 2018-19 is Rs. 1.18 Lakhs and Rs. 4.00 lakhs in subsequent years and it carries interest @ 8.25 % to 9.75 % p.a. Secured by Hypothecation of Vehicles

DEPOSITS : (unsecured)

Fixed Deposits of Rs. 206 Lakhs carries an interest @ 12.50 % p.a. Rs.171.00 lakhs repayable in 2018-19 and balance of Rs.35 lakhs repayable in subsequent years. Deposits from dealers carries an interest @ 9% p.a. and repayable on closure of agency.

5 **DEFERRED TAX LIABILITIES (NET)** Rs. in lakhs

			As at 31-03-2018		As at 31-03-2017	
	5.1	Deferred Tax Liability				
		Impact of Difference between tax depreciation and				
		depreciation charged in the financial statement		723.71		629.91
		Gross Deferred Tax Liability		723.71		629.91
	5.2	Deferred Tax Asset				
		Impact of Expenditure charged to Statement of Profit & Loss but allowed only on actual payment for tax purpose		248.17		329.79
		Gross Deferred Tax Asset		248.17		329.79
	5.3	Deferred Tax Liabilities (Net)		475.53		300.12
6		**LONG TERM PROVISIONS**				
		For Employee Benefits				
		Gratuity & Unavailed Leave		574.17		473.79
		Total		574.17		473.79
7		**SHORT TERM BORROWINGS - From Banks**				
		Secured				
	7.1	Working Capital Loans		1790.61		2204.84
	7.2	Single Mortgage Cash Credit Loan (SMCCL)		9.00		499.17
		Total		1799.61		2704.01

Short Term Borrowings:

a) Working Capital facilities from State Bank of India are repayable on demand and carry an interest rate of 9.45% per annum. The facilities are secured by first charge on current assets of the company and Pari passu second charge on fixed assets and personal guarantees of the promoters and Corporate Guarantee of NCL Holdings (A & S) Ltd.

b) GMTCL Loan facility from Corporation Bank was closed.

Rs in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
8		TRADE PAYABLES		1585.61		1798.03
		(Refer Note No. 25 for amount due to related parties and Note No. 32 for disclosure about MSME dues)				
		Total		1585.50		1798.53
9		OTHER CURRENT LIABILITIES				
	9.1	Current maturities of long term borrowings (Refer Note No. 4)		1057.06		2340.27
	9.2	Interest accrued but not due on borrowings		16.38		6.17
	9.3	Unpaid dividends *		76.79		70.84
	9.4	Others				
		- Creditors for capital goods		5.28		83.45
		- Statutory Dues		277.89		254.61
		- Advance from Customers		568.72		572.82
		- Advances Received		112.51		423.05
		- Outstanding Expenses		794.21		282.89
		* No amount is due for payment to Investor Education and Protection Fund				
		Total		2843.84		2548.05
10		SHORT TERM PROVISIONS				
		Provision for Employee Benefits		216.67		218.38
		Taxation (net)		553.06		222.42
		Proposed Dividend		218.17		318.17
		Tax on proposed dividend		85.00		54.77
		Total		1247.23		811.71

Note No : 11

FIXED ASSETS

Rs. in lakhs

Sl. No.	DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	NAME OF THE ASSET	As at 01.04.2017	Additions	Deletions	As at 31.03.2018	As at 01.04.2017	For the Year	Adjustments	As at 31.03.2018	As at 31.03.2018	As at 31.03.2017
(I)	Tangible Assets										
1	Land	1282.38	532.39	34.90	1779.87	-	-	-		1779.87	1282.38
2	(a) Factory Buildings	1535.59	258.47	-	1802.11	297.58	30.79	-	518.19	1285.92	1238.01
	(b) Non Factory Buildings	528.75	70.22	4.38	590.98	44.79	8.30	2.40	70.25	510.31	484.02
3	Plant & Equipment	3546.43	272.30	27.85	5003.89	1694.00	292.02	21.48	1964.14	3031.71	1852.43
4	Spray Equipment	101.47	0.30	-	101.77	87.29	7.55	-	95.25	6.52	14.18
5	Lab Equipment	12.82	2.21	-	14.83	4.20	0.91	-	5.11	9.72	8.62
6	Furniture	110.54	2.35	-	113.43	85.66	7.43	-	93.29	22.17	27.32
7	Vehicles	134.33	486.23	127.54	888.85	479.56	82.31	216.05	343.43	446.50	300.74
8	Office Equipment	42.58	7.05	5.10	45.53	32.57	1.59	5.10	29.05	8.28	9.92
9	Computers	46.50	10.44	-	57.33	45.33	3.94	-	44.24	13.25	8.70
	TOTAL	9036.50	1741.94	289.83	11175.88	2702.46	425.66	220.04	2982.32	8186.67	6337.87
	Previous Year	9371.38	4183.80	320.69	9035.50	2507.48	323.22	88.25	2702.46	6027.00	5540.58
(II)	Intangible Assets										
	Computer Software	12.58	0.33	-	12.89	10.02	1.24	-	11.26	1.63	2.55
	Previous Year	9.00	3.57	-	12.58	5.25	3.53	-	9.78	2.78	3.75

Rs in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
12		NON-CURRENT INVESTMENTS:				
	12.1	QUOTED:				
		NCL Industries Limited 13,50,371 Equity shares of face value of Rs.10/- each (Previous year 13,50,371 equity shares). Market value Rs.3380.98 lakhs (Previous year Rs.2070.51 lakhs)		707.37		707.37
	12.2	UNQUOTED:				
		a) Investment in Subsidiary / Associate companies				
		i) NCL Wintech India Limited 17,37,004 Equity shares of Rs.2/- each 44,94,795 Equity shares @ 21.29/- each (previous year 1,00,22,135 equity shares @ 10 each & 44,94,795 equity shares @ 21.29 each) refer note 27		1130.79		[illegible]
		ii) Span Tile Mfg. Co. Pvt Ltd 20,000 Equity shares of Rs.342.10/- each		70.00		70.00
		iii) NCL Green Habitats Pvt.Ltd. 20,050 Equity shares @ Rs.333.70/- each 1,25,000 Equity shares @ Rs.400/- each (previous year 20,050 equity shares @ 333.70 each & 1,25,000 equity shares @ Rs.400 each)		820.20		[illegible]
		iv) Eastern Ghat Renewable Energy Ltd 5,26,994 Equity shares of Rs.10/- each (previous year 5,26,994 equity shares of Rs.10/- each)		53.00		53.00
		v) Kakatiya Industries Pvt.Ltd. 8,13,154 Equity shares of Rs.100/- each (previous year 8,13,154 equity shares of Rs.100/- each)		813.15		813.15
		vi) Sunmac Solarcon Pvt.Ltd: 8,36,000 Equity shares of Rs.10/- each (previous year 8,36,000 equity shares of Rs each)		83.60		83.60
		Total		[illegible]		[illegible]
13		LONG TERM LOANS AND ADVANCES: (Unsecured)				
	13.1	Advances - (considered good)				
		a) Advance for investments		37.00		37.00
		b) Capital advances		456.28		[illegible]
		c) Loans given				
		(Refer Note No.29 for related parties transactions)				
	13.2	Security Deposits				
		- Considered good		20.42		14.71
		Total		[illegible]		[illegible]
14		INVENTORIES (Valued at lower of Cost and Net Realisable Value)				
		Raw Materials & Packing Materials		1292.19		1044.25
		Finished Goods		856.09		799.27
		Stores & Spares		381.78		[illegible]
		Total		[illegible]		[illegible]

Rs in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
15		TRADE RECEIVABLES (Unsecured)				
		- Exceeding Six Months				
		- Considered good		851.99		726.21
		- Doubtful				
				851.99		726.21
		Less : Provision for Doubtful Receivables				
				851.99		726.21
		- Other Receivables considered good		4010.30		3851.52
		(Refer Note No. 30 for amount due from related parties)				
		Total		4862.29		4577.73
16		CASH AND CASH EQUIVALENTS				
	16.1	Cash and Cash Equivalents				
		Cash on Hand		2.94		4.34
	16.2	Balances with Banks				
		In current accounts		513.97		37.85
		In Dividend accounts		79.70		70.04
				596.61		112.23
	16.3	Others				
		Margin Money		213.71		101.88
		(Against Bank Guarantees)				
		Deposit with Banks more than 12 months maturity		248.04		89.30
		Total		1058.36		305.11
17		SHORT TERM LOANS AND ADVANCES (Unsecured)				
		Loans/ICDs Given *		2748.25		2748.25
		Deposits *		7.59		38.75
		Deposit with Others		28.44		14.75
		Advance to Suppliers & Services		76.19		50.55
		Advance to Staff		12.10		22.54
		* (Refer Note No. 29 for amount due from related parties)				
		Total		2872.51		2859.88
18		OTHER CURRENT ASSETS				
		Deposits with Government Authorities		336.47		128.54
		EMD & Security Deposits		4.87		2.07
		MAT Credit Entitlement		293.01		288.38
		Interest Receivable		4.41		5.56
		Prepaid Expenses		184.81		22.11
		Total		512.47		446.14

(Rs. in lakhs)

Note No.			As at 31-03-2018		As at 31-03-2017	
19		REVENUE FROM OPERATIONS				
	19.1	Sale of Manufactured Products				
		- Spray Plasters		4584.93		4221.95
		- Putty		1834.25		947.34
		- Skim Coat		1574.78		1480.18
		- Flyash Bricks		5347.39		2204.18
		- Profiles		2921.82		2017.02
		- Doors & Windows (Steel & UPVC)		11158.71		8281.46
		- Job Work & Fabrication Receipts		120.92		143.09
	19.2	Sale of Traded Products				
		- Fly ash bricks, Accessories and refill		2583.79		2441.90
	19.3	Other Operating Revenue				
		- Sale of Containers & Scrap		47.43		33.83
		- Installation		393.38		610.04
		GROSS SALES		29960.62		21480.88
		Less : Sales Tax/GST		4027.94		2593.63
				25027.68		18887.22
		Less : Excise Duty		584.28		2127.98
		NET SALES		25243.40		17828.24
		[illegible]				
20		OTHER INCOME				
		Interest		23.83		416.22
		Dividend		-		11.12
		Rent & Others		44.00		44.25
		Total		88.85		571.31
21	21.1	COST OF MATERIALS CONSUMED				
		Opening Stock		1044.25		512.98
		Add : Purchases		13267.49		8223.55
				14311.74		8742.51
		Less : Closing Stock		1292.19		1044.25
		Cost of materials consumed		13019.55		8188.27
		(Refer Note No.33 for Purchases from related parties)				
	21.2	Details of Raw Materials consumed				
		Chemicals		4078.89		2767.85
		Colourants		123.34		140.00
		Fillers		548.38		687.85
		Packing Materials		485.55		557.32
		ABS Materials		218.27		130.84
		Steel Coils & Others		4045.91		3480.58
		UPVC Profiles & Accessories		3507.58		2407.36
		Total		13019.55		8188.27

Rs in lakhs

Note No.			As at 31-03-2018	As at 31-03-2017
	21.1	**DETAILS OF INVENTORY**		
		Chemicals	252.39	[illegible]
		Colourants	48.38	27.87
		Fillers	319.40	[illegible]
		Packing Materials	106.63	125.52
		A&S Materials	189.51	96.82
		Steel Coils & Others	298.48	197.87
		UPVC Profiles & Accessories	254.41	232.33
		Total	1292.19	1144.25
22		**DETAILS OF TRADED GOODS PURCHASED**		
		Stores, Spares, Fly ash bricks & infill	1548.19	[illegible]
		Emulsion	523.89	457.87
		Total	2072.08	[illegible]
23	23.1	**CHANGES IN INVENTORIES OF FINISHED GOODS**		
		Opening Stock	746.27	[illegible]
		Closing Stock	886.00	740.27
		Change	(139.73)	[illegible]
	23.2	**FINISHED GOODS AND BY-PRODUCTS**		
		Spray Plasters	28.38	[illegible]
		Paints	37.90	65.21
		Silicocal	19.30	32.88
		Flyash Bricks	184.55	132.24
		Steel & UPVC	601.30	[illegible]
		Total	886.00	740.27
24		**EMPLOYEE BENEFIT EXPENSES**		
		Salaries, Wages, Bonus and Other Benefits*	2213.13	1860.11
		Directors' Remuneration*	209.11	186.50
		Contribution to Provident and Other Fund	247.22	235.33
		Employees Welfare	127.14	104.39
		Total	2796.61	[illegible]
25		**FINANCE COST**		
		Interest Expenses	598.33	734.54
		Total	598.33	734.54

Rs. in lakhs

Note No.		As at 31-03-2018		As at 31-03-2017	
28	OTHER EXPENSES				
	Power & Fuel		389.00		325.50
	Consumption of Stores & Spares		40.08		18.80
	Freight, Packing, Forwarding & Loading Charges		184.41		83.90
	Repairs & Maintenance :				
	a) Plant & Equipment	131.15		91.83	
	b) Buildings	1.55		4.12	
	c) Others	3.01	135.71	3.32	99.27
	Auditors' Remuneration :				
	a) Audit Fee		3.00		2.50
	b) Tax Audit		1.00		0.95
	c) Out of Pocket Expenses		0.74		0.32
	Bad debts written off		123.90		172.34
	Bank charges		27.88		23.34
	Cost Audit Fee		0.40		0.40
	CSR Expenses		30.84		23.08
	Directors Sitting Fee		5.75		2.50
	Directors Travelling & Conveyance		8.11		0.41
	Donations		0.20		0.08
	Rates & Taxes		30.43		14.75
	Freight outward		1382.28		1040.17
	Insurance		7.38		5.08
	Internal Audit Fee		3.20		1.50
	Legal & Professional Charges		182.29		98.52
	Licence, Fee & Taxes		22.85		14.55
	Office Maintenance		78.29		56.75
	Postage & Telephones		41.88		42.61
	Printing & Stationery		25.18		20.71
	Rent		128.28		121.82
	Research & Development		18.84		18.75
	Sales Promotion		210.89		129.81
	Sales Commission		117.87		95.32
	Security Services		48.78		42.27
	Travelling & Conveyance		174.58		148.27
	Vehicle Maintenance		32.38		8.54
	Total		3889.85		2947.70

27. Exceptional / Extraordinary items: Profit on sale of Assets / Investments:

Rs. in lakhs

S.No.	Particulars	2017-18	2016-17
1	Profit on sale of Investments	3098.82	—
2	Profit on sale of assets	[illegible]	[illegible]
	Total	[illegible]	[illegible]

Investment in NCL [illegible] Ltd (formerly NCL Wintech India Ltd.) [illegible] disposal of Investment:

Particulars	No of shares	Rs. in lakhs
Shares held and cost		
Opening balance as on 01.04.2016		
At cost	[illegible]	[illegible]
At cost (purchased from [illegible])	[illegible]	[illegible]
Total as on 31.03.2017	[illegible]	[illegible]
Sold [illegible] to M/s. [illegible] AG Germany on [illegible]	[illegible]	[illegible]
Balance as on 31.03.2018		
At cost	[illegible]	[illegible]
At cost	[illegible]	[illegible]
Total as on 31.03.2018	[illegible]	[illegible]
Gain on sale of investment		
Sale	[illegible]	[illegible]
Cost		[illegible]
Gain on sale of investment		[illegible]
Less: [illegible] fees		[illegible]
Net gain on sale of investments included under exceptional items		[illegible]

28. Scheme of arrangement

(i) NCL Alltek & Seccolor Ltd (NCLASL) and NCL Holdings (A & S) Ltd (NCLHASL) have filed a petition before the Hon'ble National Company Law Tribunal, Hyderabad seeking approval for scheme of arrangement between the two companies. According to the scheme of arrangement, certain investments, loans & advances held by NCLASL will be transferred to NCLHASL at cost and in consideration, shareholders of NCLASL will receive one (1) Equity share in NCLHASL for every equity share held by them in NCLASL (1:1 Ratio). Pursuant to the orders of Hon'ble NCLT meetings of shareholders, secured and unsecured creditors have been held and the reports of the Chairman of the said meetings have been filed with NCLT. The appointed date as per the scheme is 01.04.2017 and effective date will be date of filing the final orders of NCLT with ROC, Hyderabad. Final orders are awaited from the Hon'ble NCLT and hence the Accounts have been prepared without considering the scheme of arrangement.

(ii) As per Clause [illegible] of scheme of arrangement it is stated that any income or profit are [illegible] to the transferor/ demerged company NCLASL from the [illegible] undertaking shall be treated as income, profits, costs, charges, expenses.

The interest on inter corporate deposits/loans and dividend on investments proposed to be transferred to NCLHASL has not been recognised for the financial year 2017-18 in view of the appointed date for the scheme of arrangement being 01.04.2017. The shareholders, secured and unsecured creditors have given their consent in the NCLT convened meetings. However final orders of NCLT are awaited.

29. Contingent Liabilities not provided :

Rs. in lakhs

Particulars	2017-18	2016-17
a) Guarantees given by banks on behalf of the Company	[illegible]	[illegible]
b) Counter Guarantee to IREDA with respect to Term Loan to [illegible] Power Company Limited	500.00	500.00
c) Corporate Guarantee to State Bank of India (formerly State Bank of Hyderabad) with respect to Term Loan to NCL [illegible] India Ltd which has been closed on [illegible]	NIL	[illegible]
d) [illegible] Equity Shares held in NCL Industries Ltd. are pledged to M/s. [illegible] Enterprises Ltd (PEL) ([illegible] Trustee [illegible] Trusteeship Ltd.). This has been closed on [illegible]	NIL	[illegible]
e) Various demands raised, which in the opinion of the management are not tenable and are pending with various Forums / Authorities – Sales tax. *Out of the above Rs. [illegible] lakhs (previous Year Rs. [illegible] lakhs) are deposited towards disputed tax	*[illegible]	*[illegible]

The Company has no litigations, other than the tax disputes in appeals as disclosed above. Based on the facts of each case and opinion of the management including that of advice of the tax advisors, it believes that the outcome of the said appeals will not result in material tax demands that would affect the financial position or operations of the Company.

Commitments not provided for:

Rs. in lakhs

Particulars	2017-18	2016-17
Estimated amount of Capital contracts not provided for	[illegible]	[illegible]

30. In the opinion of the Management, Current Assets and Loans & Advances have the value at which these are stated in the Balance Sheet, if realized in the ordinary course of business, unless otherwise stated and adequate provisions for all known liabilities have been made and are not in excess of the amount reasonably required.

31. Disclosure of Trade Payables under Current liabilities-Current Liabilities is based on the information available with the company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). There are no delays in payment made to such suppliers and there is no overdue amount outstanding as at the Balance Sheet date. Based on the above the relevant disclosures u/s 22 of Act are as follows :-

Rs. in lakhs

Particulars	2017-18	2016-17
Principal amount outstanding at the end of the year	Nil	Nil
Interest amount due at the end of the year	Nil	Nil
Interest Paid to suppliers	Nil	Nil

32. The Company invested Rs [illegible] Lakhs in Term Deposit with Vijaya Bank on [illegible] and the same is mortgaged with Bank as Margin money for issuing Bank Guarantee in favor of Government of [illegible] on behalf of M/s. [illegible] Industries Pvt Ltd. The amount of Rs [illegible] includes interest accrued thereon up to 31.03.2018.

33. The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006, are given below:

Rs. in lakhs

Particulars	31.3.2018		31.3.2017	
Defined Contribution Plan:				
Employer's Contribution to Provident Fund	131.18		121.29	
	Benefits		Benefits	
	Gratuity (UnFunded)	Leave (UnFunded)	Gratuity (UnFunded)	Leave (UnFunded)
Present Value of Obligations:				
Balance as at the beginning of the year	488.71	87.48	347.51	56.06
Service Cost	90.14	40.05	38.25	11.62
Interest Cost	36.32	5.48	25.21	3.75
Benefits Paid	(11.09)	(7.00)	(19.10)	(15.47)
Actuarial (Gain)/Loss	(29.74)	(16.77)	96.88	7.51
Balance as at the closing of the year	574.34	115.24	488.71	65.48
Fair Value of Plan Assets:				
Balance as at the beginning of the year	-	-	-	-
Expected Return of Plan Assets	-	-	-	-
Actuarial (Gain)/Loss	-	-	-	-
Contributions	11.09	7.00	19.10	15.47
Benefits Paid	(11.09)	(7.00)	(19.10)	(15.47)
Balance as at the closing of the year	-	-		-
Reconciliation of fair value of assets and obligations:				
Fair Value of Plan Assets	-	-		-
Present Value of Obligations	574.34	115.24	488.71	65.48
Amount recognised in Balance Sheet	(574.34)	(115.24)	(488.71)	(65.48)
Expenses recognised during the year				
Current Service Cost	90.14	40.05	38.25	11.62
Interest Cost	36.32	5.48	25.21	3.75
Expected Return of Plan Assets				
Actuarial (Gain)/Loss	(29.74)	(16.77)	96.88	7.51
Net Cost	96.72	30.77	160.38	42.88
Actuarial Assumptions:				
Mortality Table (LIC)	2006-08 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)
Discount rate (per annum)	7.42%	7.42%	6.69%	6.69%
Expected Return of Plan Assets (per annum)	-	-	-	-
Rate of escalation in salary (per annum)	12%	12%	12%	12%

34. Segment Reporting

A. Primary Disclosures :

The Company operates in three segments:

i) **Coatings Division :** Spray Plasters, Skim Coat, Paints and Primers

ii) **Windows Division :** Roll formed Sections of Steel for Doors and Windows , Glazing's & UPVC Windows

iii) **Walls Division:** Light Weight Fly Ash Blocks

Segments have been identified and reported based on the principles of Accounting Standard -17 issued by the ICAI.

Financial information about the business segments is presented in the table given below:

A. Primary Disclosures : Rs. in lakhs

	SEGMENT REPORT		2017-18	2016-17
1.	**Segment Revenue / Income**			
	a) Coatings Division		5842.12	5728.64
	b) Walls Division		4851.38	2050.75
	c) Windows Division		14819.75	10421.32
		TOTAL	25513.25	18200.71
	Less : Intersegment Revenue		-	-
	Net Sales / Income from Operations		25513.25	18200.71
2.	**Segment Results**			
	Profit before Interest and Tax			
	a) Coatings Division		3325.58	464.77
	b) Walls Division		408.54	89.77
	c) Windows Division		3398.61	1518.86
		TOTAL	7306.73	2255.29
	Less : Interest		509.93	734.58
	Total Profit before Tax		6796.81	1520.65
3.	**Capital Employed**			
	(Segment Assets - Segment Liabilities)			
	a) Coatings Division		2945.09	2984.25
	b) Walls Division		7148.25	3153.85
	c) Windows Division		3488.89	5273.01
	d) Others		4711.79	4885.32
	Net Capital Employed		18005.99	14140.20

B. Secondary Disclosures:

Revenue from External Customers: By location of customers	The Main Customer base of Company's Products is in India only
Carrying amount of Segment Assets: By location of assets	All manufacturing units are located in India only

C. Segment Accounting Policies :

In addition to the significant accounting policies applicable to the business segments as set out in note 1 to the accounts, the accounting policies in relation to segment accounting are as under:

(i) Segment Assets and Liabilities:

Segment assets includes 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, equity, reserves and surpluses, borrowings, provision for contingencies and income tax (both current and deferred).

(ii) Segment Revenue and Expenses:

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

33. RELATED PARTY DISCLOSURES:

(I) Relationships :

a. Associate Companies:

1. NCL Veka Ltd (formerly NCL Wintech India Ltd) which was a subsidiary company became an associate company with effect from 6th November 2017 on partial disinvestment of company's investment to Veka AG Germany

b. Subsidiary Companies

1. Spartek Mfg co. Pvt Ltd
2. NCL Green Habitats Pvt Ltd
3. Eastern Ghat Renewable Energy Limited
4. NCL Veka Ltd (formerly NCL Wintech India Limited) (Upto 5th November 2017)
5. Sunmag Fixtures Pvt Ltd
6. Kakatiya Industries Pvt Ltd

c. Key Management Personnel & their relatives (KMP):

1. Mr. K. Madhu
2. Mr. G. Ashwin
3. Smt. K. Pooja
4. Smt. P. Divya
5. Smt. U. Divya Bharathi
6. Mr. P. Aditya Krishna Varma
7. Mr. V. Girish , Chief Financial Officer (w.e.f. 2nd May 2018)

d. Enterprise where KMP have significant influence or control:

1. NCL Industries Limited
2. Khandaleru Power Co. Limited
3. NCL Homes Limited

Transactions carried out with related Parties referred in (i) above: Rs. in lakhs

Sl. No.	Nature of Transaction	Related Parties							
		Referred in 1(a) above		Referred in 1(b) above		Referred in 1(c) above		Referred in 1(d) above	
		Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
1	Purchases								
	Goods/materials	3427.95	-		1920.85	-	-	1103.75	885.29
2	Sales								
	Goods/materials	204.38	-	31.40	228.23	-	-	179.45	213.49
3	Expenses								
a	Remuneration		-		-	114.40	107.56	-	-
b	Rent		-		7.13	-		-	-
c	Interest on Deposits		-		-	-	-	-	119.32
4	Income								
a	Rent / Hire Charges	45.34	-		44.02	-		-	-
b	Interest on Loans given	-	-		463.22	-	-	-	22.30
5	Other payments								
	Reimbursement of expenses (Reimbursement expenses incurred)	(3.42)	-		2.17	5.76	2.24	43.92	11.43
6	Finance								
a	Loans & advances / Deposits given / repaid	-	-		154.12	-		-	115.00
b	Loans & Advances / Deposits - Received / recovered	-	-		752.90	-		-	385.30
c	Investments made (including investment advances)	-	-		1915.55	-	-	-	-
7	Outstandings								
a	Commitments/guarantees given	-			2970.00	-		-	1207.32
b	Payables	82.30		7.47	(90.57)	-	37.41	58.32	95.30
c	Receivables	-	-	9.01	-	-	-	34.86	-
d	Loans & advances/ Deposits given		-	2046.51	2544.65	-	-	-	-
e	Loans & advances payable		-		-	-	-	-	385.80
f	Loans and advances given		-		-	-	-	-	-
g	Investments (including investment advances)	2181.78	-	1720.08	2780.56	-	-	717.83	717.83

36. As stipulated in AS-28, the Company assessed potential generation of economic benefits from its business units and is of the view that assets employed in continuing business are capable of generating adequate returns over their useful lives in the usual course of business, there is no indication to the contrary and accordingly, the management is of the view that no impairment provision is called for in these accounts.

37. Operating Lease :

Rs. in lakhs

Particulars	2017-18	2016-17
a) Future Lease Rental Payments		
i) Not later than one year	54.29	55.33
ii) Later than one year and not later than five years	130.50	113.50
iii) Later than five years	Nil	Nil

a) Operating lease payment recognized in Statement of Profit & Loss amounting to Rs. [illegible] lakhs (Previous year Rs. [illegible] lakhs).

b) General description of leasing arrangement:

i) Leased Assets: Company's offices [illegible]

ii) Future lease rentals are determined on the basis [illegible] in the agreement. These lease payments to be escalated at [illegible] on the previous year payments.

38. Value of Imported and Indigenous Raw Materials, Spare Parts & Components Consumed

Rs. in lakhs

Particulars	2017-18		2016-17	
	Rs. in lakhs	% of Consumption	Rs. in lakhs	% of Consumption
Imported	216.27	1.43	100.94	0.90
Indigenous	14875.36	98.57	11093.14	99.10
Total	15091.63	100.00	11194.08	100.00

39. CIF Value of Imports

Rs. in lakhs

Particulars	2017-18	2016-17
Raw Materials	204.06	58.70
Stores & Spares	1.95	14.36
Capital Goods	305.48	50.00

40. The Loans/Investments/Guarantees/Security investment by the Company as on 31.03.2018 consist of Rs.6005.25 lakhs. Out of which Rs.5697.68 lakhs are given to Subsidiaries/Associate Companies and balance Rs. 1207.57 lakhs given to related parties. The purpose of the Loans/Advances is utilized for the principal business activities by the Body Corporates.

Rs. in lakhs

Particulars	2017-18	2016-17
A. Loans/Advances		
1. NCL Green Habitats Pvt Ltd	2282.32	2282.32
2. Eastern Ghat Renewable Energy Ltd	100.00	100.00
3. Samrosp Extrusions Pvt Ltd	207.83	207.83
B. Investments including advances for investments:		
1. NCL Industries Ltd	707.57	707.57
2. NCL Veka Ltd (formerly NCL Wintech India Limited)	1120.70	1979.22
3. Spartek Mfg Co. Pvt Ltd	70.00	70.00
4. NCL Green Habitats Pvt Ltd	626.30	626.30
5. Eastern Ghat Renewable Energy Ltd	50.00	50.00
6. Kakatiya Industries Pvt. Ltd	1010.43	1011.93
7. Samrosp Extrusions Pvt Ltd	83.60	83.60
C. Guarantees		
1. NCL Veka Ltd (formerly NCL Wintech India Ltd) This has been closed on 18/04/2018	-	2000.00
2. Khandaleru Power Co. Ltd	300.00	300.00
3. 13,50,875 Equity Shares held in NCL Industries Ltd. are pledged to M/s Piramal Enterprises Ltd (PEL) (Debenture Trustee - IDBI Trusteeship Ltd.). This has been closed on 13/04/2018	-	707.57
TOTAL	**6,005.25**	11431.34

41. Expenditure in Foreign Currency

Rs. in lakhs

Particulars	2017-18	2016-17
Travelling expenses	11.02	1.71

42. Earnings Per Share (EPS):

Rs. in lakhs

Particulars	For the year ended 31.03.2018	For the year ended 31.03.2017
Net Profit/(Loss) for basic Earnings per Share as per Statement of Profit and Loss	5096.33	1451.40
Less: Adjustments for the purpose of diluted Earnings per Share	Nil	Nil
Net Profit for diluted Earnings per Shares Weighted average number of Equity shares for basic EPS and diluted EPS (Face Value Rs.10 per share) i) for Basic EPS ii) for Diluted EPS	5096.33 57,84,000 57,84,000	1451.40 57,84,000 57,84,000
Earnings per Share: i) Basic EPS ii) Diluted EPS	 88.10 88.10	 25.09 25.09

43. Previous Year's Figures:

The Company has reclassified previous year figures to conform to this year's classification.

As per our report attached		For and on behalf of the Board
For ANANT RAO & MALLIK		
Chartered Accountants		
Firm Registration No: 006266S	**K. JAYABHARATH REDDY**	**K. MADHU**
	Chairman	Managing Director
V.ANANT RAO		
Partner		
Membership No.022644		
Place : Hyderabad	**V.SRIHARI**	**U. DIVYA BHARATHI**
Date : 26.10.2018	Chief Financial Officer	Company Secretary

TO
THE MEMBERS OF
NCL ALLTEK & SECCOLOR LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying Consolidated financial statements of NCL ALLTEK & SECCOLOR LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein after referred to as Consolidated financial statements).

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 internal financial controls, that were operating effectively for ensuring the accuracy and completeness of 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters, which are required to be included in the audit report under the provisions of the Act, and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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:

i) In the case of Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2018 ;

ii) In the case of Consolidated Statement of Profit and Loss, of the Consolidated Profit for the year then ended;

iii) In the case of Consolidated Cash Flow Statement, of the Consolidated cash flows of the Company for the year ended on that date.

Other Matters

We did not audit the financial statements of the subsidiary companies whose financial statements reflects total assets (gross) of Rs.12,262.02 lakhs as at 31st March 2018, total revenues (gross) of Rs.3138.85 lakhs and cash inflows amounting to Rs.816.00 lakhs for the year then ended. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary companies and our report in terms of sub-section (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary companies is based solely on the reports of the other auditors.

Our opinion 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 other auditors and financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. 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 of subsidiary companies, as noted in the 'Other Matter' 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 aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement 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 Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the Directors of any such company are disqualified as on 31st March, 2018 from being appointed as a director of that company 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 Holding Company and subsidiary companies and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of subsidiary companies, as noted in the 'Other Matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Holding Company and its subsidiaries – Refer Note 27 to the consolidated financial statements.

ii. The Holding Company and its subsidiary companies have no long term contracts including derivative contracts; accordingly they have not made any provision relating to material foreseeable losses in the consolidated financial statements.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No. [illegible]

Place : Hyderabad
Date : 26.10.2018

V. ANANT RAO
Partner
Membership No. [illegible]

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Paragraph 1 (f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of NCL Alltek & Seccolor Limited for the year ended 31st March, 2018

Report on the Internal Financial Controls Over Financial Reporting 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 ALLTEK & SECCOLOR LIMITED ("the Holding Company") as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary companies as on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary companies, are 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 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 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 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 audit evidence obtained by other auditors in terms of their report referred to in the Other Matters paragraph below, 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 Holding Company and its subsidiary companies, have, 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 March 31, 2018, 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to subsidiary companies, are based on the corresponding report of the auditors of such companies.

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

V.ANANT RAO
Partner
Membership No.022644

Place : Hyderabad
Date : 26.10.2018

Rs. in lakhs

		Particulars	Note No.	AS AT 31.03.2018	AS AT 31.03.2017
I		EQUITY AND LIABILITIES			
	1.	SHAREHOLDERS' FUNDS			
		a) Share Capital	2	579.40	579.40
		b) Reserves and surplus	3	15709.64	11340.29
				16289.14	11919.69
	2.	MINORITY INTEREST		73.94	1379.65
	3.	NON-CURRENT LIABILITIES			
		a) Long-term Borrowings	4	1579.03	3201.79
		b) Deferred tax Liabilities (Net)	5	487.67	537.03
		c) Long-term Provisions	6	828.70	349.85
				2893.40	[illegible]
	4.	CURRENT LIABILITIES			
		a) Short-term Borrowings	7	1879.65	4903.62
		b) Trade Payables	8	1838.11	3488.17
		c) Other Current Liabilities	9	9567.64	4256.41
		d) Short-term Provisions	10	1181.05	1257.81
				14471.45	13903.05
		TOTAL		32527.99	33641.65
II		ASSETS			
	1.	NON-CURRENT ASSETS			
		a) Fixed assets	11		
		(i) Tangible assets		8832.48	9908.69
		(ii) Intangible assets		1.84	2.90
		(iii) Goodwill on consolidation		561.53	793.74
		(iv) Deferred Tax Asset		172.34	106.30
		(v) Capital work-in-progress		873.49	393.64
				10444.00	11897.64
		b) Non Current Investments	12	1581.80	718.80
		c) Long-term Loans and Advances	13	326.51	890.12
				12351.41	13385.64
	2.	CURRENT ASSETS			
		a) Inventories	14	7053.64	5778.34
		b) Trade Receivables	15	6429.53	9461.79
		c) Cash and Cash Equivalents	16	1877.66	3300.54
		d) Short-term Loans and Advances	17	3488.30	3107.09
		e) Other Current Assets	18	327.32	318.88
				20174.47	22025.01
		TOTAL		32529.88	35538.60
		Significant Accounting policies	1		

As per our report attached.

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

K.ANANT RAO
Partner
Membership No.022644
Place : Hyderabad
Date : 26.10.2018

For and on behalf of the Board

K. JEEVABHARATHI REDDY
Chairman

K. MADHU
Managing Director

K.SRIHARI
Chief Financial Officer

L. DIVYA BHARATHI
Company Secretary

(Rs. in Lakhs)

		Note No.	Year Ended 31.03.2018	Year Ended 31.03.2017
1	Revenue from Operations (Gross)	19	27895.32	33431.53
	Less: Excise Duty		601.31	3449.77
	Revenue from Operations (Net)		27294.01	29981.76
2	Other Income	20	53.85	135.82
3	**Total Revenue (1+2)**		27347.86	30117.58
4	**Expenses**			
	a) Cost of Materials Consumed	21	14986.21	11115.98
	b) Purchases of Traded Goods	22	2872.44	2595.30
	c) Changes in inventories of Finished Goods, Work-in-progress	23	(422.84)	1096.43
	d) Employee Benefits Expenses	24	3106.28	3636.87
	e) Finance Costs	25	826.43	1088.34
	f) Depreciation and Amortisation Expenses	11	467.23	539.45
	g) Other Expenses	26	4202.18	4756.13
	Total Expenses		24605.69	27686.52
5	Profit before Exceptional/ Extraordinary items (3 - 4)	27	2742.17	2431.05
6	Exceptional/ Extraordinary items Profit/ (Loss) on Sale of Asset		3634.66	(100.34)
7	Profit Before Tax (5+6)		6376.83	2331.35
8	**Tax Expenses :**			
	a) Current Tax		1897.50	811.03
	b) MAT Credit		-	(262.53)
	c) Deferred Tax Asset/(Liability)		15.99	321.15
	d) Prior Year Tax		14.26	(47.30)
	Total Tax Expenses		1927.75	[illegible]
9	**Profit after Tax (7-8)**		4449.08	[illegible]
	Add: Share of Net Profits of Associates		131.22	0.00
	Net Profit attributable to shareholders		4580.30	[illegible]
10	Earnings per share (of Rs 10/- each) Basic & diluted :			
	i) Including Exceptional Items		22.79	58.61
	ii) Excluding Exceptional Items		87.62	38.39
	Significant Accounting policies	1		

As per our report attached

For ANANT RAO & MALLIK
Chartered Accountants
Firm Registration No. 006266S

V.ANANT RAO
Partner
Membership No. 022644
Place : Hyderabad
Date : 26.10.2018

For and on behalf of the Board

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V. SUDHAKAR
Chief Financial Officer

D. DIVYA BHARATHI
Company Secretary

Rs. in lakhs

	As at 31.03.2018		As at 31.03.2017	
A. Cash Flow from operating activities				
Net Profit Before Tax	6570.63		2511.25	
(Profit) / Loss on Sale of Assets	(3834.08)		(186.36)	
Other income	(93.60)	2646.33	(135.82)	2219.13
Adjustments for :				
Interest & Finance Charges				
Depreciation / Amortisation Expenses	487.25		530.45	
Profit/(Loss) on Sale of Fixed Assets	3234.88	4321.31	145.34	675.79
Operating Profit before working Capital changes		6968.44		2895.07
Adjustments for :				
(Increase)/ Decrease in Long term Loans & Advances	(30.40)		638.47	
(Increase)/ Decrease in Short Term Loans & Advances	(519.29)		(191.10)	
(Increase)/ Decrease in Other Current Assets	51.37		(368.39)	
(Increase)/Decrease in Trade & Other Receivables	3922.22		(5222.99)	
(Increase)/Decrease in Inventories	(1262.02)		2488.00	
(Increase)/Decrease in Investments	(2078.88)		(3825.08)	
Increase/(Decrease) in Long Term Provisions	80.85		142.89	
Increase/(Decrease) in Provision for Employee Benefits	(98.52)		158.80	
Increase/(Decrease) in Current Liabilities & Trade payable	3085.13	3116.25	3238.74	(3056.79)
Cash Generated from Operations		10086.69		250.82
Direct Taxes Paid		(1435.20)		(873.48)
Cash Flow from Operating Activities		8631.49		(622.34)
B. Cash Flow from Investing Activities				
Purchase of Fixed Assets	(2379.68)		(1091.82)	
Sale of Fixed Assets	163.33		247.30	
Other Income				
Interest Income	29.96		23.22	
Subsidies Received				
Profits on sale of Land & Buildings				
Other Income	67.67		112.51	
Net Cash Flow From Investing Activities		(2106.53)		(811.01)
C. Cash Flow from Financing Activities				
Equity share capital & Share premium				
Long Term Borrowings- Receipts/(Repayments)(Net)	(3378.88)		1758.56	
Short Term Borrowings- Receipts/(Repayments)(Net)	(2824.99)		2305.88	
Minority Interest	1898.74		(1870.88)	
Dividend Paid	(318.17)		(318.17)	
Tax on Dividend	(64.77)		(64.78)	
Net Cash Flow From Financing Activities		(4687.50)		1808.07
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		877.16		605.00
Cash & Cash Equivalent as at Beginning of Year		1000.54		404.54
Cash & Cash Equivalent as at End of Year		1877.60		1009.54
Components of Cash & Cash Equivalent				
Cash on Hand		4.94		7.25
Balances with Banks				
in Current Account		887.38		404.11
Margin Money & Deposits with banks		898.36		488.59
in Unpaid Dividend		76.70		11.98
		1877.80		1009.54

As per our report attached

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No.006266S

K.ANANT RAO
Partner
Membership No.022644
Place : Hyderabad
Date : 26.10.2018

For and on behalf of the Board

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V.SRINATH
Chief Financial Officer

U. DIVYA BHARATHI
Company Secretary

1. SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of Preparation

The consolidated financial statements have been prepared to comply with Generally Accepted Accounting Principles in India (GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

b) Principles of Consolidation

i. The Financial Statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 – "Consolidated Financial Statements".

The Previous Year figures can be read keeping in view of that year shareholding of the Company in the subsidiaries.

ii. The difference between the costs of investment in the subsidiaries, over the net assets at the time acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve, as the case may be.

iii. Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the company.

iv. Investment in Associate Companies has been accounted under the equity method as per Accounting Standard (AS) 23 – "Accounting for Investments in Associates in Consolidated Financial Statements".

v. Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the company's shareholders.

vi. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the company's standalone financial statements.

c) Investments other than in subsidiaries and Associates have been accounted as per Accounting Standard (AS) 13 – "Accounting for Investments".

d) Other significant policies:

These are set out under "Significant Accounting Policies" as given in the Company's standalone financial statements.

Note No.			As at 31-03-2018		As at 31-03-2017	
			No. of Shares in Lakhs	Amount Rs. in Lakhs	No. of Shares in Lakhs	Amount Rs. in Lakhs
2		**SHARE CAPITAL**				
	2.1	**Authorised Shares**				
		Equity Shares of Rs.10/- each	150.00	1500.00	150.00	1500.00
	2.2	**Issued Shares**				
		Equity Shares of Rs.10/- each	59.80	598.04	59.80	598.04
	2.3	**Subscribed and Paid up Shares**				
		Equity Shares of Rs.10/- each	57.85	578.49	57.85	578.49
		Total	57.85	578.49	57.85	578.49
	2.4	**Reconciliation of Shares outstanding at the beginning and at the end of the reporting period**				
		Opening number of Shares Outstanding	57.85	578.49	57.85	578.49
		Closing number of Shares Outstanding	57.85	578.49	57.85	578.49
	2.5	**Aggregate Number of bonus shares issued, for consideration other than cash.**				
		a) Equity shares allotted as fully paid bonus shares by capitalisation of reserves	4.00	40.00	4.00	40.00
		b) Equity shares issued as fully paid pursuant to amalgamation of NCL Seccolor Ltd	12.88	128.76	12.88	128.76

2.6 **Terms/rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is Rs. 2.50 per share subject to the approval of the shareholders in the ensuing Annual General Meeting. (Previous year Rs.2.50 per share declared and distributed.)

In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.7 **Details of shareholders holding more than 5% shares in the company**

Name of the share holder	No. of Shares (in Lakhs)	% holding	No. of Shares (in Lakhs)	% holding
Sri. K. Ravi	3.50	6.05	2.90	5.02
Sri. Ashwin Datla	4.50	7.78	5.11	8.83
Sri. K Gautham	3.75	6.48	3.72	6.43
Smt K Pooja	3.77	6.52	3.77	6.52
M/S NCL Homes Limited	3.20	5.54	4.14	7.15
Sugrapak Finance Pvt. Ltd	2.90	5.02	-	-
Industrial Development Bank of India	-	-	2.97	5.13

Rs. in lakhs

Note No.			As at 31-03-2018 Amount Rs. in lakhs		As at 31-03-2017 Amount Rs. in lakhs	
3		**RESERVES AND SURPLUS**				
	3.1	Capital Reserve				
		Opening Balance		1502.14		1502.14
		Share Premium		375.88		365.12
	3.2	General Reserve				
		Opening Balance	9030.27		7950.30	
		Add: Transferred from Surplus	4846.00		1075.30	
		Closing Balance		13876.27		9025.60
	3.3	Surplus				
		Opening Balance	88.14		188.88	
		Add/(Less): Profit/(Loss) for the year	5088.26		1705.94	
		Less: Transfer to General Reserves	(4846.00)		(1075.30)	
		Proposed Dividend	(318.37)		(118.17)	
		Tax on Proposed Dividend	(65.40)		(24.77)	
		Transfer to Capital Redemption Reserve	—		(94.12)	
		Premium on buyback of equity shares	—		(100.20)	
		Closing Balance		(44.07)		324.01
		Total		15706.84		11246.25
			Non Current	Current	Non Current	Current
4		**LONG TERM BORROWINGS**				
	4.1	Secured Loans				
		a) Term Loan from Hero Fin Corp Ltd / IFCI Ltd	780.83	780.00	1148.30	624.05
		b) Term Loan from S.B.I	-	-	23.30	378.66
		c) Term Loan from Kotak Mahindra	-	-	210.48	50.79
		d) Hire Purchase	494.32	138.41	30.80	30.48
		e) Term Loan from Andhra Bank	117.01	87.80	275.35	87.50
		f) Term Loan from Axis Bank Ltd	-	-	238.71	243.84
		g) Term Loan from APSFC		-	-	2.53
	4.2	Unsecured Loans				
		Fixed Deposits from Shareholders *	77.94	178.87	1201.17	297.25
		Deposits from Dealers	104.78	-	2045.39	
		*Including Interest Rs 8.42 Lakhs (previous year Rs. 23.75 lakhs)				
			1575.83	1126.88	5031.70	1811.13
		Less: Amount shown under other current liabilities (Note No.9)	-	1126.88	-	1811.13
		Total	1575.83	-	5031.70	-

SECURED LOANS

Terms of Repayment and rate of interest:

4i) Rupee Term Loan of Rs. [illegible] lakhs from [illegible] Fin Corp Ltd :
Rs. [illegible] lakhs are repayable in 2018-19 and balance Rs. [illegible] lakhs repayable in subsequent year and it carries an interest @ [illegible] % p.a.. The loan is secured by exclusive charge on the [illegible] acres of open residential land at [illegible], pledge of [illegible] lakhs shares of promoters and personal guarantees of the Promoters, Corporate Guarantee of M/s. NCL [illegible] Pvt Ltd and M/s. NCL Homes Ltd.

ii) Term loan availed from SBH was repaid.

iii) Term loan availed from Kotak Mahindra was repaid.

iv) Hire Purchase Loans from HDFC, Axis Bank and [illegible] India Financial Services are repayable in 2018-19 Rs. [illegible] Lakhs and Rs. [illegible] lakhs in subsequent years and it carries an interest @ [illegible] % to [illegible] % p.a. Secured by hypothecation of Vehicles.

v) Term Loan from Andhra Bank of Rs. [illegible] lakhs, Rs. [illegible] lakhs are repayable in 2018-19 and Rs. [illegible] lakhs are repayable in subsequent years.

4.2 Fixed deposits of Rs. [illegible] lakhs are repayable in 2018-19 and balance in subsequent years.

Deposits from dealers are repayable in Rs. [illegible] lakhs and carries interest @ [illegible] % p.a.

5 **DEFERRED TAX LIABILITIES (NET)** Rs in lakhs

			As at 31-03-2018		As at 31-03-2017	
	5.1	Deferred Tax Liabilities				
		Impact of Difference between tax depreciation and				
		depreciation charged in the financial statement		735.85		527.65
		Gross Deferred Tax Liability		735.85		527.65
	5.2	Deferred Tax Asset				
		Impact of Expenditure charged to Statement of Profit & Loss but allowed only on actual payment for tax purpose		420.51		106.20
		Gross Deferred Tax Asset		420.51		106.20
	5.3	Deferred Tax Liabilities (Net)		315.34		421.45
6		**LONG TERM PROVISIONS**				
		For Employee Benefits		5.02		
		Gravity & Unavailed Leave		624.06		540.85
		Total		629.08		540.85
7		**SHORT TERM BORROWINGS - From Banks**				
		(Secured)				
	7.1	a) Working Capital Loans		1675.00		3921.49
	7.2	b) Corpo Mortgage Cash Credit Loan (CMTCC)		0.00		498.17
		Total		1675.05		4420.63

(b) Working Capital facilities from State Bank of India are repayable on demand and carry an interest rate of 9.40% per annum.
The facilities are secured by first charge on current assets of the company and Pari passu second charge on fixed assets and personal guarantees of the promoters and Corporate Guarantee of NCL Holdings (A & P) Ltd.
The loan is secured by immovable property and guaranteed by promoters in their personal capacity.
Kakatiya Industries Pvt Ltd
Working capital facilities from Andhra Bank
First charge on current assets of the company and second charge on fixed assets of the company

Rs in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
8		TRADE PAYABLES		1836.11		2466.17
		(Refer Note No.37 for amount due to related parties and Note No.35 for disclosure about MSME dues)				
		Total		1836.11		2466.17
9		OTHER CURRENT LIABILITIES				
	9.1	Current maturities of long term borrowings (Refer Note No 4)		1128.58		1011.23
	9.2	Interest accrued but not due on borrowings		16.38		9.17
	9.3	Dealership Deposits		—		88.27
	9.4	Unpaid dividends*		78.73		70.64
	9.5	Others				
		- Creditors for capital goods		5.28		57.80
		- Loans/ICDs received		1879.42		94.20
		- Statutory Dues		388.83		388.83
		- Advance from Customers		828.38		988.09
		- Advances Received*		4491.47		435.00
		- Outstanding Expenses*		774.48		403.39
		*(This amount is not due for payment to Investors Education and Protection Fund)				
		*(Refer Note No.37 for amount due to related parties)				
		Total		9567.84		4759.43
10		SHORT TERM PROVISIONS				
		Provision for Employee Benefits		247.86		206.32
		Taxation (net)		566.88		388.05
		Proposed Dividend		318.17		318.17
		Tax on proposed dividend		85.48		64.77
		Total		1232.05		1057.81

Note No : 11

FIXED ASSETS

Rs. in lakhs

Sl. No.	DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	NAME OF THE ASSET	As at 01.04.2017	Addition	Deletion	As at 31.03.2018	As at 01.04.2017	For the Year	Adjustment	As at 31.03.2018	As at 31.03.2018	As at 31.03.2017
(A)	**Tangible Assets**										
1	Land	1749.47	533.18	399.95	1883.50	-	-	-	-	1883.50	1749.47
2	(i) Factory Buildings	1804.21	239.42	-	2043.63	457.20	88.15	-	545.35	1497.32	1296.18
	(ii) Non-factory Buildings	578.75	38.20	4.38	566.56	44.29	8.38	2.40	50.25	516.31	500.74
3	Plant & Machinery	3949.59	376.79	22.54	4260.97	1678.64	318.87	22.48	1973.03	4027.36	2661.14
4	Electrical Installation	241.35	8.00	-	241.39	109.85	9.75	-	114.58	128.89	129.75
5	Lab Equipment	12.92	9.11	-	14.83	4.20	9.91	-	9.11	8.72	8.47
6	Furniture	120.18	2.70	-	122.88	88.38	6.77	-	97.81	29.02	98.80
7	Vehicles	788.02	444.38	127.34	1042.06	300.01	84.02	102.05	283.04	648.82	288.25
8	Office Equipment	42.31	8.25	0.10	47.00	33.43	3.23	0.10	35.23	11.87	12.07
9	Computers	45.54	18.87	-	58.71	45.33	8.30	-	48.13	12.98	33.38
	TOTAL	11898.81	1747.94	541.59	12303.19	3338.87	485.00	320.03	3033.74	8832.48	3498.07
	Previous Year figures	9573.29	4462.91	104.21	13941.00	3301.33	529.10	118.41	3793.02	9888.88	3498.07
(B)	**Intangible Assets**										
	Computer Software	13.94	0.00	-	12.28	10.16	1.28	-	11.92	1.84	2.93
	Previous Year figures	13.94	-	-	13.94	9.81	1.22	-	10.59	2.88	3.83

Rs in lakhs

Note No			As at 31-03-2018		As at 31-03-2017	
12		NON CURRENT INVESTMENTS:				
	12.1	QUOTED:				
		a) NCL Industries Limited 13,95,373 Equity shares of face value of Rs.10/- each Market value Rs. 3080.35 lakhs (Previous year Rs 2070.?? lakhs)		718.88		718.88
	12.2	UNQUOTED:				
		a) Investment in Associate Companies:				
		[illegible] Ltd (Formerly NCL Wintech India Ltd) 10000000 Equity shares of Rs 10/- each 4484765 Equity shares @ 21.29/- each		1110.79		-
		Add: Share of Profits		111.32		
		Total		1940.99		718.88
13		LONG TERM LOANS AND ADVANCES (Unsecured)				
	13.1	Advances- considered good				
		a) Advance for investments		-		-
		b) Capital Advances		494.28		430.00
		c) Pre operative Expenditure		380.75		272.08
		(Refer Note No.37 for related parties transactions)				
	13.2	Security Deposits				
		Considered good		33.48		38.07
		Total		908.51		740.15
14		INVENTORIES (Valued at lower of Cost and Net Realisable Value)				
		Raw Materials & Packing Materials		1375.48		2215.94
		Finished Goods		1122.40		1220.79
		Stores & Spares		381.78		233.34
		Land		4541.62		1708.25
		Work in Progress		459.38		147.80
		Total		7951.84		5776.74

(Rs in lakhs)

Note No.			As at 31-03-2018		As at 31-03-2017	
15		**TRADE RECEIVABLES** - (Unsecured)				
		- Exceeding Six Months				
		- Considered good		875.97		1803.24
		- Doubtful		-		-
				875.97		1803.24
		Less: Provision for Doubtful Receivables		-		-
				875.97		1803.24
		- Other Receivables considered good		5552.56		7158.51
		(Refer Note No.37 for amount due from related parties)				
		Total		6428.53		8961.75
16		**CASH AND CASH EQUIVALENTS**				
	16.1	Cash and Cash Equivalents				
		Cash on Hand		4.84		5.20
	16.2	Balances with Banks				
		in current accounts		397.38		461.11
		in Dividend accounts		78.79		70.54
				476.17		531.65
	16.3	Others				
		Margin Money		212.73		433.59
		(against Bank Guarantees)				
		Deposit with Banks (more than 12 months maturity)		884.12		60.50
		Total		1577.86		1030.54
17		**SHORT TERM LOANS AND ADVANCES** (Unsecured)				
		Loans Given *		480.58		-
		Deposits *		7.32		18.79
		Deposit with Others		38.39		233.00
		Advance to Suppliers & Services		2947.71		1858.58
		Advance to Staff		13.80		25.25
		* (Refer Note No.37 for amount due from related parties)				
		Total		3488.38		2137.09
18		**OTHER CURRENT ASSETS**				
		Deposits with Government Authorities		137.87		215.31
		EMD & Security Deposits		4.87		1.97
		MAT Credit Entitlement		262.71		222.32
		Interest Receivable		4.42		3.31
		Prepaid Expenses		105.13		40.25
		Advance for Expenses		7.38		39.92
		Cenvat - Service Tax		1.89		65.20
		Gold & Silver (AIDS Scheme)		3.13		2.99
		Total		527.33		610.88

(Rs in lakhs)

Note No.			As at 31-03-2018		As at 31-03-2017	
19		**REVENUE FROM OPERATIONS**				
	19.1	Sale of Manufactured Products				
		- Spray Finishes		4584.83		4211.99
		- Paints		1658.12		947.84
		- Skim Coat		1574.78		1490.38
		- Hydrol Blocks		5830.23		2344.17
		- Chemicals		488.37		535.74
		- Sealer		1115.18		722.30
		- Profiles		2918.29		12594.27
		- Doors & Windows (Steel & UPVC)		11216.71		6251.38
		- Job Work & Fabrication Receipts		328.38		317.12
		- Construction Receipts		514.38		1083.19
	19.2	Sale of Traded Products				
		- Accessories, Spares and Infill		2838.85		3020.93
	19.3	Other Operating Revenue				
		- Sale of Containers & Scrap		47.43		35.79
		- Installation		583.98		1031.40
		GROSS SALES		32183.67		35058.06
		Less : Sales Tax / GST		4283.35		3237.12
				27850.32		33021.58
		Less : Excise Duty		803.31		3449.77
		NET SALES		27254.01		29561.79
20		**OTHER INCOME**				
		Interest		28.34		31.02
		Dividend		-		31.03
		Rent		44.06		3.63
		Others		21.67		35.25
		Write Back of Sundry Creditors		-		32.80
		Total		94.09		135.80
21	21.1	**COST OF MATERIALS CONSUMED**				
		Opening Stock		1167.32		1800.30
		Add : Purchases		14468.89		15425.41
				15636.21		17225.71
		Add : Processing Expenses		295.48		134.80
		Less : Closing Stock		1275.48		2284.55
		(Refer Note No.37 for Purchases from related parties) Total		14656.21		15125.98
	21.2	Details of Raw Materials consumed				
		Chemicals		4175.82		2977.22
		Containers		323.34		146.00
		Fillers		540.33		317.55
		Packing Materials		485.35		469.58
		SBS Materials		318.27		130.84
		Steel Coils & Others		4045.91		1400.39
		UPVC Profiles & Accessories		2887.38		2410.14
		PVC & other Components		-		3711.58
		Others		1481.44		3081.75
		Total		14656.21		15125.98

Rs in lakhs

Note No				As at 31-03-2018	As at 31-03-2017
	21.2	DETAILS OF INVENTORY			
		Chemicals		253.83	229.05
		Gypsum		46.38	27.51
		Fibres		108.40	183.19
		Packing Materials		108.03	122.82
		ABC Materials		109.02	90.02
		Steel Coils & Others		256.48	237.07
		UPVC Profiles & Accessories		354.41	1302.35
		Others		81.89	377.51
			Total	1379.48	2744.35
22		DETAILS OF TRADED GOODS PURCHASED			
		Stores, Spares & Infill		2346.19	2388.44
		Installation		525.89	497.07
			Total	2872.08	2888.30
23	23.1	CHANGES IN INVENTORIES OF FINISHED GOODS			
		Opening Stock		1487.87	1088.13
		Closing Stock		1910.01	1404.01
			Change	(422.94)	(295.62)
	23.2	FINISHED GOODS AND BY-PRODUCTS			
		Spray Plasters		26.85	53.46
		Paints		37.39	95.07
		Admixtures		18.39	37.98
		Flyash Bricks		184.33	152.31
		Steel & UPVC		885.30	795.84
		Others		804.81	394.30
			Total	2060.81	1491.01
24		EMPLOYEE BENEFIT EXPENSES			
		Salaries, Wages, Bonus and Other Benefits		3402.00	2872.10
		Directors' Remuneration		330.01	420.00
		Contribution to Provident and Other Fund		273.28	307.04
		Employees Welfare		122.29	135.65
			Total	3106.38	3836.11
25		FINANCE COST			
		Interest Expenses		820.49	1095.34
			Total	820.49	1095.34

Rs in lakhs

Note No.			As at 31-03-2018		As at 31-03-2017	
26		**OTHER EXPENSES**				
		Power & Fuel		380.87		733.07
		Consumption of Stores & Spares		143.00		206.31
		Freight, Packing, Forwarding & Loading Charges		172.72		52.56
		Repairs & Maintenance :				
		a) Plant & Equipment	252.19		140.53	
		b) Buildings	1.05		4.12	
		c) Others	1.01	254.25	29.47	174.12
		Auditors' Remuneration :				
		a) Audit fee		4.10		4.00
		b) Tax Audit		1.25		1.25
		c) Out of Pocket Expenses		0.30		0.50
		Bad debts written off		123.00		195.02
		Bank charges		38.43		45.53
		Cost Audit Fee		0.40		0.70
		CSR Expenses		30.84		35.51
		Directors Sitting Fee		5.80		3.10
		Directors Travelling & Conveyance		8.28		3.44
		Donations		0.28		0.26
		Rates & Taxes		10.40		100.78
		Freight outward		1824.29		1115.50
		Insurance		9.89		28.30
		Internal Audit Fee		0.33		1.80
		Legal & Professional Charges		125.73		151.37
		Licence Fee & Taxes		39.37		138.56
		Loss on Sale of Assets		-		7.13
		Office Maintenance		81.59		34.01
		Postage & Telephones		40.41		38.71
		Printing & Stationery		23.27		38.19
		Rent		121.40		180.14
		Research & Development		32.57		34.87
		Sales Promotion & Advertisement		305.83		341.25
		Sales Commission		117.87		3.50
		Commission		7.80		-
		Security Services		49.09		173.12
		Travelling & Conveyance		227.37		277.37
		Vehicle Maintenance		27.73		35.57
		Amortisation of Preliminary & Pre-operative Expenses		32.60		44.50
		Miscellaneous Expenses		-		3.42
		Discount Allowed		-		17.88
		Fabrication & Installation Charges		-		170.20
		Architecture Expenses		-		13.36
		Penal fee Excise duty & income tax of earlier year		-		0.10
		Total		4250.89		4700.12

27. Exceptional extraordinary items :

Rs. in lakhs

Sl no	Particulars	2017-18	2016-17
1	Profit on sale of investments	3096.82	-
2	Profit on sale of assets	737.84	116.33
	Total	3834.66	116.33

Investment in NCL Veka Ltd (formerly NCL Wintech Ltd) and gain on sale of investment :

Particulars	No of shares	Rs in Lakhs
Shares held and sold:		
Opening balance as 01.04.2018:		
At cost	1,02,22,338	1022.23
At cost (purchased from Adgeni)	44,94,735	557.20
Total as on 31.03.2017	1,47,17,073	1579.43
Sold to M/s Veka AG, Germany on 06.11.2017	84,85,232	848.52
Balance as 31.03.2018:		
At cost	17,37,106	173.70
At cost	44,94,735	557.20
Total as on 31.03.2018	62,31,778	1130.79
Gain on sale of investment		
Sale	84,85,232	4065.27
Cost		848.52
Gain on sale of investments		3216.75
Less : Expenses, fees		119.93
Net gain on sale of investments (included under exceptional items)		3096.82

28: Scheme of arrangement:

(i) NCL Alltek & Seccolor Ltd (NCLASL) and NCL Holdings (A & S) Ltd (NCLHASL) have filed a petition before the Hon'ble National Company Law Tribunal, Hyderabad seeking approval for scheme of arrangement between the two companies. According to the scheme of arrangement [illegible] investments / loan & advances held by NCLASL will be transferred to NCLHASL at cost and in consideration, shareholders of NCLASL will receive one (1) Equity share in NCLHASL for every equity share held by them in NCLASL (1:1 Ratio). Pursuant to the orders of Hon'ble NCLT meetings of shareholders, secured and unsecured creditors have been held and the reports of the Chairman of the said meetings have been filed with NCLT. The appointed date as per the scheme is 01.04.2017 and effective date will be date of filing the final orders of NCLT with RoC, Hyderabad. Final orders are awaited from the Hon'ble NCLT and hence the Accounts have be prepared without considering the scheme of arrangement.

(ii) As per Clause [illegible] scheme of arrangement it is stated that any income or profit [illegible] arising to the transferor / demerged company NCLASL from the demerged [illegible] shall be treated as income, profits, costs, charges, expenses.

The interest [illegible] and Dividend on investments proposed to be transferred to NCLHASL has not been recognised for the financial year 2017-18 in view of the appointed date for the scheme of arrangement being 01.04.2017. The shareholders, secured and unsecured creditors have given their consent in the NCLT convened meetings. However final orders of NCLT are awaited.

29. Contingent Liabilities not provided for:

Rs. in lakhs

Particulars	2017-18	2016-17
Guarantees given by banks on behalf of the Company	378.21	397.87
Corporate Guarantee to IREDA with respect to Term Loan to Khandaleru Power Company Limited	500.00	500.00
Corporate Guarantee to Axis Bank Ltd (previous year to SBI) with respect to Term Loan to NCL Wind Ltd (formerly NCL Wintech India Ltd) by NCL Green Habitats Pvt. Limited) (Previous year it is by NCL Alltek & Seccolor Ltd)	4084.00	2970.00
NCL Industries Ltd. (NCLIL) has issued Non-convertible Debentures worth Rs. 12500 lakhs to M/s Piramal Enterprises Ltd (PEL) and the same is guaranteed by the promoters of NCL Industries Ltd by pledge of their shares. As a part of the transaction 25,56,271 equity shares of face value of Rs.10/- of NCL Industries Ltd held by the company (NCLASL) also have been pledged to PEL (Debenture Trustee - IDBI Trusteeship Ltd) and the liability of NCLASL extends to the above shares valued at cost of Rs.707.57 lakhs (Market value as on 31.03.2017 is 3870.50 lakhs) and any Bonus shares issued by NCLIL or any other further shares acquired by the Company. On the records of Ministry of Corporate Affairs it shows that the charge for Rs. 12500 lakhs. However the liability of the company is to the extent as specified above. This has been released on 12/4/2018	—	707.57
Various demands raised, which in the opinion of the management are not tenable and are pending with various Forums / Authorities – Sales tax *Out of the above Rs.122.58 (previous year Rs.82.45 lakhs) is Deposited towards dispute	180.10	181.87

30. In the opinion of the Management, Current Assets and Loans & Advances have the value at which these are stated in the Balance Sheet, if realized in the ordinary course of Business, unless otherwise stated and adequate provisions for all known liabilities have been made and are not in excess of the amount reasonably required.

31. Disclosure of Trade Payables under current/Non Current liabilities is based on the information available with the company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). There are no delays in payment made to such suppliers and there is no overdue amount outstanding as at the Balance Sheet date. Based on the above the relevant disclosures under 22 of Act are as follows:

Rs. in lakhs

Particulars	2017-18	2016-17
Principal amount outstanding at the end of the year	Nil	Nil
Interest amount due at the end of the year	Nil	Nil
Interest Paid to suppliers	Nil	Nil

32. The expenditures incurred for Projects/ Assets during the construction / development period are classified as Preoperative Expenses pending for Capitalisation and are included under Capital work in progress and will be allocated to the assets on completion of the project / assets. Consequently expenses disclosed under the respective head are net of amount classified as pre operative expenses by the company.

33. The disclosures required under Accounting Standard 15 "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006 are given below:

Rs. in lakhs

Particulars	31.3.2018		31.3.2017	
	Benefits		Benefits	
	Gratuity (UnFunded)	Leave (UnFunded)	Gratuity (UnFunded)	Leave (UnFunded)
Present Value of Obligations:				
Balance as at the beginning of the year	468.71	85.48	376.42	75.01
Service Cost	135.62	38.83	41.00	33.64
Interest Cost	32.52	5.48	27.52	5.12
Benefits Paid	(11.09)	(7)	(22.39)	(15.5)
Actuarial (Gain)/Loss	(25.74)	(16.77)	89.2	15.44
Balance as at the closing of the year	630.22	123.82	514.78	109.91
Fair Value of Plan Assets:				
Balance as at the beginning of the year	–	–	–	–
Expected Return of Plan Assets	–	–	–	–
Actuarial (Gain)/Loss	–	–	–	–
Contributions	11.09	7.00	22.39	15.5
Benefits Paid	(11.09)	(7.00)	(22.39)	(15.5)
Balance as at the closing of the year	–	–	–	–
Reconciliation of fair value of assets and obligations:				
Fair Value of Plan Assets	–	–	–	–
Present value of Obligations	630.22	123.81	514.78	109.91
Amount recognised in Balance Sheet	(630.22)	(123.82)	(514.78)	(109.91)
Expenses recognised during the year:				
Current Service Cost	135.62	38.33	41.00	33.64
Interest Cost	32.52	5.48	27.52	5.12
Expected Return of Plan Assets				
Actuarial (Gain)/Loss	(25.74)	(16.77)	89.2	15.44
Net Cost	91.72	36.77	158.42	57.22
Actuarial Assumptions:				
Mortality Table (LIC)	2006-08 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)
Discount Rate (per annum)	8.00%	8.00%	8.00%	8.00%
Expected Return of Plan Assets (per annum)	–	–	–	–
Rate of escalation in salary (per annum)	8.00%	5.00%	12%	12%

34. Balances of Sundry Debtors/Creditors are subject to confirmation and reconciliation, if any.

35. Segment Reporting:

A. Primary Disclosures

The Company has identified four reportable segments viz. Alltek, Seccolor, AAC Blocks and Real Estate. Segments have been identified and reported taking into consideration of the nature of products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting.

i) **Alltek & Seccolor:** Spray Plaster, Skim Coat, Paints, Primers, Roll formed Steel Sections for Doors and Windows & Glazings, fabrication of UPVC Windows and Flyash Bricks

ii) **Seeds:** Seeds of Maize and others

iii) **Chemicals:** Manufacturing of Chemicals

iv) **Veka:** Manufacturing of UPVC profiles

v) **Real Estate:** Purchase / sale of lands and construction / sale of buildings etc.

Financial information about the business segments presented in the table given below:

A. Primary Disclosures :

Rs. in lakhs

	SEGMENT REPORT		2017-18	2016-17
1.	**Segment Revenue / Income**			
	a) Alltek & Seccolor		25318.25	18800.25
	b) Seeds		1115.86	722.58
	c) Chemicals		411.48	440.01
	d) Real Estate		538.89	1068.72
	e) NCL Veka Ltd (Formerly known as NCL Wintech India Ltd)		—	11017.07
	f) Others		8.80	7.22
		TOTAL	27388.88	32461.74
	Less : Intersegment Revenue		41.00	2344.15
	Net Sales / Income from Operations		27347.88	30117.59
2.	**Segment Results**			
	Profit before Interest and Tax			
	a) Alltek & Seccolor		7350.73	3965.20
	b) Seeds		(158.52)	(60.71)
	c) Chemicals		(6.31)	81.88
	d) Real Estate		98.52	252.57
	e) NCL Veka Ltd(Formerly known as NCL Wintech India Ltd)		—	1327.03
	f) Others		2.87	4.88
		TOTAL	7197.28	4287.71
	Less : Interest		621.45	1575.36
	Total Profit before Tax		6575.83	2712.35
3.	**Capital Employed**			
	(Segment Assets - Segment Liabilities)			
	a) Alltek & Seccolor		32643.82	19021.69
	b) Seeds		48.14	275.18
	c) Chemicals		1270.26	1488.22
	d) Real Estate		2405.79	5118.80
	e) NCL Veka Ltd(Formerly known as NCL Wintech India Ltd)		—	1867.26
	f) Others		4020.13	765.43
	Net Capital Employed		40379.98	28536.58

B. Secondary Disclosure:

Revenue from External Customers: By location of customers	The Main Customer base of Company's Products is in India only.
Carrying amount of Segment Assets: By location of assets	All manufacturing units are located in India only.

C. Segment Accounting Policies:

In addition to the significant accounting policies applicable to the business segment as set out in notes to the accounts, the accounting policies in relation to segment accounting are as under:

(i) Segment assets and liabilities:

Segment assets includes 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, equity, reserves and surpluses, borrowings, provision for contingencies and income tax (both current and deferred).

(ii) 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.

36. a) Enterprises consolidated as Subsidiary in accordance with Accounting Standard 21 - Consolidated Financial Statements:

Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest
Spectra Mfg. Co. Private Ltd.	India	100.00%
NCL Green Habitats Private Ltd.	India	100.00%
Eastern Ghat Renewable Energy Ltd.	India	93.59%
[illegible] Pvt Ltd.	India	50.00%
[illegible] Pvt Ltd.	India	50.00%

b) Enterprises consolidated in accordance with Accounting Standard 23 - Accounting for investments in Associates under Equity method.

NCL Veka Ltd (formerly NCL Wintech India Ltd)	India	22.70 %

37. RELATED PARTY DISCLOSURES

(I) Relationships:

a) Key Management Personnel & their relatives (KMP)

1. Mr. K. Madhu
2. Mr. G. Aswin
3. Smt. K. Pooja
4. Smt. P. Divya
5. Smt. G. Divya Bharathi
6. Mr. Aaditya Kumara Varma
7. Mr. V. Sekhar, CFO (w.e.f 22nd May 2018)

b) Enterprise where KMP have significant influence or control:

1. NCL Industries Limited
2. NCL Veka Ltd(formerly NCL Wintech India Ltd)
3. NCL Homes Limited
4. Khandaleru Power Co. Limited

Transactions carried out with related Parties referred in (i) above:

Rs. in lakhs

S. No.	Particulars	Referred to 1(a) above		Referred to 1(b) above	
		Current Year	Previous Year	Current Year	Previous Year
1	Purchases				
	Goods/materials	-	-	5838.77	405.09
2	Sales				
i	Goods/materials	-	-	521.45	253.30
3	Expenses				
a	Remuneration	114.47	107.58	-	-
b	Rent	-	-	46.84	-
c	Interest on Deposits	-	-	-	46.52
4	Income				
a	Rent / Hire Charges	-	-	-	-
b	Interest on Loans given	-	-	-	32.9
5	Other payments				
	Reimbursement of expenses	2.78	2.28	40.81	31.82
6	Finance				
a	Loans & advances / Deposits given/ repaid	-	-	-	225.09
b	Loans & Advances / Deposits Received/ repayment	-	-	-	428.17
c	Investments made (including investment advances)	-	-		
7	Outstandings				
a	Commitment/guarantees given	-	-	-	1101.57
b	Payables	-	32.92	230.22	65.32
c	Receivables	-	-	14.58	-
d	Loans & advances/ Deposits given	-	-	-	-
e	Loans & Advances payable	-	-	-	232.08
f	Investments (including investment advances)	-	-	1158.79	797.57

38. i) Additional information, as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiaries / Associates

Rs. in lakhs

Name of the Enterprise	Net Assets (Total Assets minus Liabilities)		Share in Profit or Loss	
	As % of consolidated net assets	Amount (Rs. in Lakhs)	As % of consolidated net assets	Amount (Rs. in Lakhs)
Spartek Manufacturing Co. Pvt Ltd	0.17%	23.25	0.02%	1.22
NCL Green Habitats Pvt Ltd	9.02%	885.22	0.78%	38.79
Eastern Orbit Renewable Energy Ltd	0.38%	73.00	-	-
Kakatiya Industries Pvt Ltd	8.19%	1008.37	(2.33%)	(47.44)
Sunmip Sciences Pvt Ltd.	(2.54%)	(270.02)	(2.77%)	(140.82)
NCL Veka Ltd (formerly NCL Wintech India Ltd) Associate	7.12%	1154.09	2.59%	151.51

ii) Salient Features of Financial Statements of Subsidiaries / Associates as per Companies Act, 2013

Rs. in lakhs

Name of Subsidiary Company	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit Before Tax	Provision for Taxation	Profit After Tax	Proposed Dividend	% of Share holding
Spartek Manufacturing Co. Pvt Ltd.	20.45	7.82	33.52	5.25	–	5.90	1.87	0.65	1.22	–	99.95
NCL Green Habitats Pvt Ltd	161.05	320.16	4127.53	4030.60	–	538.95	58.69	19.90	38.79	–	100.00
Eastern Orbit Renewable Energy Ltd	52.00	–	240.10	105.10	–	–	–	–	–	–	60.00
Kakatiya Industries Pvt Ltd	945.40	35.85	1275.00	463.73	11.31	415.49	(40.62)	6.81	(47.44)	–	65.00
Sunmip Sciences Pvt Ltd	110.70	(370.02)	1288.13	1418.05	–	1113.00	(154.40)	(63.07)	(140.82)	–	53.00
NCL Veka Ltd (formerly NCL Wintech India Ltd) Associate	2020.00	2223.30	8493.07	4689.81	100.00	14869.00	874.32	320.22	554.10	–	23.75

39. As stipulated in AS-28, the Company assessed potential generation of economic benefits from its business units and is of the view that assets employed in continuing business are capable of generating adequate returns over their useful lives in the usual course of business. There is no indication to the contrary and accordingly, the Management is of the view that no impairment provision is called for in these accounts.

40. CIF Value of Imports:

Rs. in lakhs

Particulars	2017-18	2016-17
Raw Materials	**254.09**	1895.23
Stores & Spares	**3.01**	329.87
Capital Goods	**200.48**	381.08

41. Expenditure in Foreign Currency:

Rs. in lakhs

Particulars	2017-18	2016-17
Travelling Expenses	**12.82**	4.36

42. Previous Year's Figures: The Company has reclassified previous year figures to conform to this year's classification. Previous years are not comparable as NCL Veka Ltd (formerly NCL Wintech India Ltd.,) which was subsidiary till 5.11.2017 became an Associate on partial disinvestment of shares with effect from 6.11.2017.

As per our report attached

For ANANT RAO & MALLIK,
Chartered Accountants
Firm Registration No [illegible]

V.ANANT RAO
Partner
Membership No [illegible]
Place : Hyderabad
Date : 28.10.2018

For and on behalf of the Board

K. JAYABHARATH REDDY
Chairman

K. MADHU
Managing Director

V.SRIHARI
Chief Financial Officer

U. DIVYA BHARATHI
Company Secretary

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Dear Shareholder,

As you may be aware, the Ministry of Corporate Affairs, Govt. of India, as part of its "Green Initiative in Corporate Governance" has issued Circular no. 17/2011 dated 21/04/2011 and Circular No 18/2011 dated 29/04/2011 permitting service of documents by Companies, to its shareholders, through electronic mode instead of physical mode.

Accordingly, As per the Company's "GO GREEN" initiative, the Company shall send documents, including Notice of General Meetings and Annual Report of the Company, in electronic form to Email ID of the shareholders registered with Company, instead of physical mode.

However, shareholders may note that as a member of the Company, shareholders opting to receive documents in electronic mode will be entitled to receive all such communication in physical form, upon request made by them to the Company.

Shareholders having shares in physical form should provide their Email Id to the Company for opting to receive notices / documents electronically. To Register the E-mail ID with the company shareholders are requested to submit the following form duly filled & signed by the shareholders at the forthcoming AGM or send it by post at the registered office of the Company.

GO GREEN FORM

To
NCL Alltek & Seccolor Ltd.

As per the "Green initiative in the Corporate Governance" of the Ministry of Corporate Affairs, I hereby opt to receive service of documents by companies, including Annual Report, in electronic mode, and request you to register my Email ID as stated below for the same.

Name of Shareholder(s)* : ____________________

Folio No. / DP ID - Client ID : ____________________

No. of Shares held as on Date* : ____________________

E-mail ID (Permanent)* : ____________________

E-mail ID (Alternative) : ____________________

Contact No. (Mobile)* : ____________________

Contact No. (Fixed Line)* : ____________________

Signature* : ____________________

Fields marked with "*" are compulsory

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Not only do paper documents increase clutter on your desk, the important ones are generally stored away in large filing cabinets, which take up a lot of floor space.

NCL ALLTEK & SECCOLOR LIMITED

Regd. Office : 4th Floor, Plot No.1 Ganga Enclave, Kompally Road, Petbasheerabad, Hyderabad - 500067
CIN:L72200TG1986PLC006601

PROXY FORM

Folio No / DP ID– Client ID		No. of Shares Held	

I / We ____________________ of ____________________ in the District of ____________ being a Member / Members of NCL Alltek & Seccolor Ltd., hereby appoint ________________ of ________________ in the District of ____________ as my / our Proxy to vote for me / us on my / our behalf at the Thirty Second Annual General Meeting of the Company to be held on Saturday 22nd December, 2018 at 10.30 a.m. and at any adjournment thereof, at KLN Prasad Auditorium, Federation House, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry (FTAPCCI), H.No. 11-6-841, Red Hills, Hyderabad - 500004.

Signed this ______________________________ day of ____________________ 2018

Signature of Proxy ____________________ Signature of Member ____________________________

Affix Re 1/- Revenue Stamp

Note : The Proxy form duly completed must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the Meeting.

NCL ALLTEK & SECCOLOR LIMITED

Regd. Office : 4th Floor, Plot No.1 Ganga Enclave, Kompally Road, Petbasheerabad, Hyderabad - 500067
CIN:L72200TG1986PLC006601

ATTENDANCE SLIP

(To be handed over at the entrance of the venue of the AGM)

I hereby record my presence at the 32nd Annual General Meeting of the Company held on Saturday 22nd December, 2018 at 10.30 a.m. and at any adjournment thereof, at KLN Prasad Auditorium, Federation House, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry (FTAPCCI), H.No. 11-6-841, Red Hills, Hyderabad - 500004.

Folio No / DP ID– Client ID		No. of Shares Held	

Name of the Share Holder

Address

NO GIFTS at AGM

Member / Proxy's Signature
(To be signed at the time of handing over this Slip)

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NCL ALLTEK & SECCOLOR LTD

- NCL COATINGS
  - NCL TEXTURES
  - NCL PAINTS
  - NCL PUTTIES
- NCL WINDOORS
  - NCL COLOURED GI WINDOORS
  - NCL UPVC WINDOORS
  - NCL ABS DOORS
- NCL WALLS
  - NCL AAC BLOCKS
  - NCL DRY-MIX MORTARS
  - NCL TILE ADHESIVES
- NCL SERVICES
  - NCL COATING SERVICES
  - NCL WINDOORS INSTALLATION

BUILD SMART. LIVE HAPPY

...with new

IDENTITY

and renewed vigour.

NCL

TILE ADHESIVES

NCL

WHITE CEMENT PUTTY

NCL

SERVICES

NCL

COATINGS

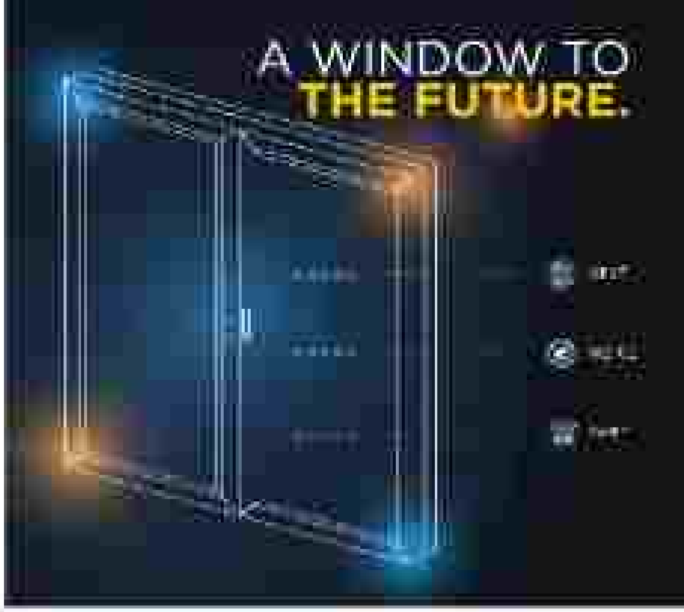
NCL

PAINTS

NCL

AAC BLOCKS

NCL
COLOURED GI WINDOORS



NCL
UPVC WINDOORS

NCL
ABS DOORS

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