

# 01<sup>ST</sup> ANNUAL REPORT

## DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN: U40300DL2014PLC266439)

**2014-15**

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# DIRECTORS' REPORT

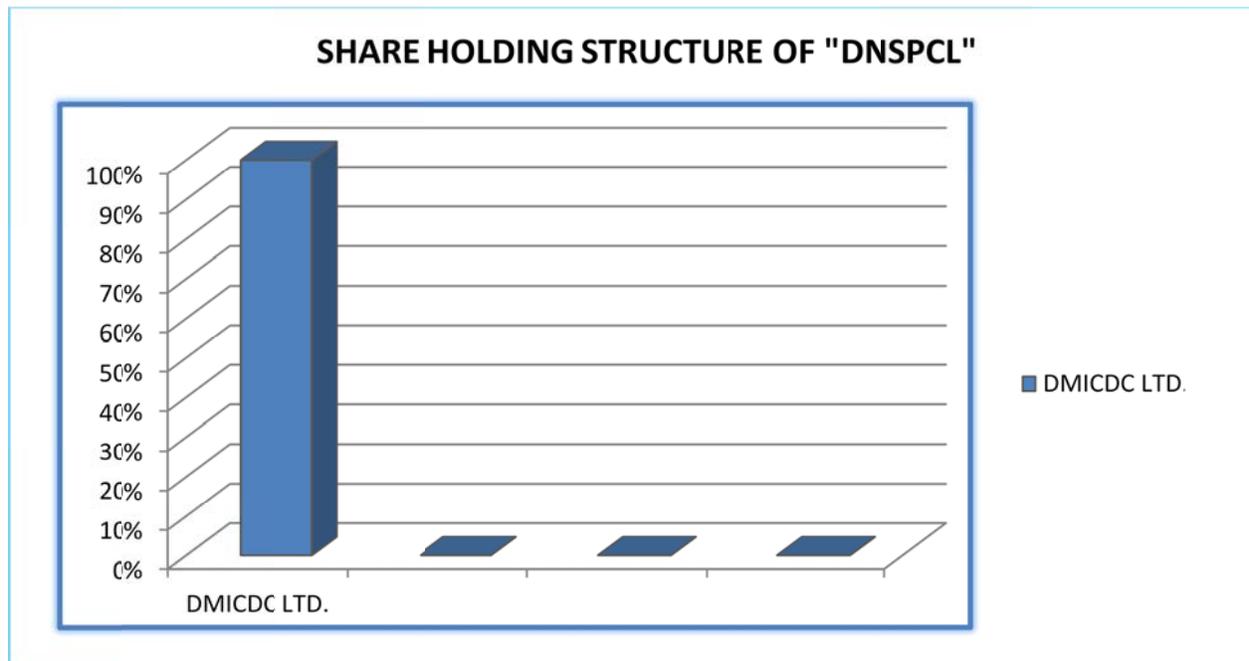
## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the First Annual Report on the affairs of the Company for the year ended 31<sup>st</sup> March, 2015.

The Company was incorporated as a wholly owned subsidiary of the Delhi Mumbai Industrial Corridor Development Corporation Limited (DMICDC Ltd.) on 18<sup>th</sup> March, 2014.

### SHAREHOLDING STRUCTURE OF DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED (DNSPCL)



### 1. FINANCIAL STATEMENTS SUMMARY

A summary of company's financial performance for the financial year ended 31<sup>st</sup> March, 2015 is summarized below:-

(Amount in Rs.)

Particulars	2014-15
Total Income	1,09,02,709
Total Expenses	29,25,434
Tax Expense	25,27,094
<b>Profit / (Loss) for the year after Tax</b>	<b>54,50,181</b>

## **2. STATE OF COMPANY'S AFFAIR**

- A. **DMICDC Neemrana Solar Power Company Limited** is undertaking the project development activities for implementing a 6 MW Model Solar Power Project at Neemrana, Rajasthan. The Project is conceived as the first Smart Micro-Grid project in India, to demonstrate the integration of Solar Power with industrial diesel generator sets (as the backup facility).
- B. The project consists of the **6 MW Solar Power Project** and has following two components:-
- a. **5 MW Solar Power Project** (Supplying power to NTPC Vidyut Vyapar Nigam Limited (NVVN); and
  - b. **1 MW Micro Grid Solar Power Project** (Supplying power to pre-identified Japanese Industries in Neemrana, Rajasthan).
- C. Lease Agreement for the Plot No. SP-32 & SP-80-81 measuring 145692 sqm situated at Neemrana, Rajasthan has been executed between Rajasthan State Industrial Development & Investment Corporation (RIICO) Limited & DMICDC Neemrana Solar Power Company Limited on 06<sup>th</sup> August, 2014 and the same has also been registered with the office of Sub-Registrar, Neemrana on 03<sup>rd</sup> September, 2014;
- D. Memorandum of Understanding (MOU) executed among New Energy and Industrial Technology Development Organization (NEDO), Japan, Department of Economic Affairs, Ministry of Finance, Ministry of New and Renewable Energy (MNRE) & Delhi Mumbai Industrial Corridor Development Corporation Limited (DMICDC Ltd.) on 30<sup>th</sup> April, 2012 for the Model Solar Power Project of the Company has been extended up to 31<sup>st</sup> May, 2016;
- E. M/s Tata Power Solar Systems Limited (TPSSL) has been appointed as the Engineering Procurement Contractor (EPC) cum Operation & Maintenance (O&M) Operator for the period of 10 years for the development of the 6 MW Solar Power Project of the Company;
- F. Rajasthan Electricity Regulatory Commission (RERC) vide letter dated 06<sup>th</sup> April, 2015 has clarified that as the Company will not be utilizing the infrastructure of the existing distribution company and the objective of the project is to promote renewable energy in the State of Rajasthan through cutting edge technology, therefore the Company may supply electricity directly to the identified set of consumers without obtaining a distribution license u/s 14 of the Electricity Act, 2003.
- G. The Power Purchase Agreement (PPA) for 5 MW Solar Power has been executed with NTPC Vidyut Vyapar Nigam Limited (NVVNL) on 05<sup>th</sup> June, 2015;

- H. The final draft of Power Purchase Agreement (PPA) for 760 KW out of 1MW Power has been forwarded to M/s Neemrana Steel Service Centre India Private Limited (Formerly known as M/s Sumikin Bussan Steel Service Center Private Limited) and negotiations are being carried out. Further a draft PPA has been forwarded to M/s OJI JK Packaging Private Limited to purchase the remaining power and the same is being deliberated. However these Japanese industries seems to be reluctant to buy the power and it has been requested to NEDO & HITACHI (Technology partners) to find out new set of industries to buy out the 1 MW power;
- I. The Implementation Document (ID) will be finalized in consultation with NEDO & HITACHI after finalization of Japanese industries;
- J. All the Government approvals have been obtained and the following construction activities have been completed on the 5 MW project site and the plant is ready for commissioning:-
- Soil Testing;
  - Topographical survey;
  - Site levelling and site boundary/fencing work;
  - Main gate erection work;
  - Transformer and watch tower foundation work;
  - Watch tower fabrication and erection;
  - Array yard lighting system work;
  - Control room civil and structural work;
  - Transmission line;
  - AC Cable laying;
  - Transformer installation;
  - HT/LT Panel installation;
  - Bitumen road;
  - Equipment earthing;
  - Four pole structure work;
  - Security room foundation work;
  - Lighting Arrester Installed;
  - Inverter room civil and structural work;
  - Peripheral road (pathways) work ;
  - Module Mounting Structure foundation marking work;
  - Module Mounting Structure erection;
  - Drainage work;
  - Module cleaning system work;
  - AC Trench Excavation, & backfilling work;
  - Earthing work; and
  - Modules installation (Solar Frontier, Kaneka & Sharp Make).

- DC Cable laying;
- DC trench excavation & backfilling;
- SCB Erection;
- Module cleaning system;
- Automatic Weather Station (AWS) installation;
- CCTV installation;
- Smoke detector and fire alarm system installation;
- LPS Installation;
- Installation of array junction box; and
- Inverters pre-commissioning test.

Some photographs showing the progress of project at 05 MW site are as under:-

**SITE VIEW FROM THE TOP**



**TRANSFORMERS**



**HT PANELS**



**MODULE CLEANING SYSTEM**



**SWITCH YARD**



**INVERTERS**



**INVERTER DUCTING**



**3. DIVIDEND**

The Company is yet to start its commercial operations, therefore, no dividend is being recommended.

**4. RESERVES**

During the period under review no amount has been transferred to the Reserves.

**5. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

There was no change in the nature of the business of the Company during the financial year ended on 31<sup>st</sup> March, 2015.

**6. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

M/s. VSPV & Co., Chartered Accountants were appointed as Internal Auditors of the Company for the financial year 2015-16 pursuant to Section 138 (1) of the Companies Act, 2013 in the Board Meeting of the Company held on 15<sup>th</sup> May, 2015.

**7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

No order(s) has been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the period.

**8. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN AT THE END OF THE FINANCIAL YEAR DATED 31<sup>ST</sup> MARCH, 2015 AND THE DATE OF THE REPORT**

There are no material changes occurred in between the financial year ended on 31<sup>st</sup> March, 2015 and date of the report of the Company which affects the financial position of the Company.

**9. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES DURING THE YEAR**

The Company does not have any Subsidiaries/ Joint Ventures/ Associate Companies.

**10. DEPOSITS**

During the financial year ended 31<sup>st</sup> March, 2015, the Company has not accepted any deposits nor have any deposits remained unpaid or unclaimed. Further during this period, the Company has not defaulted in the repayment of the deposits or the payment of the interest due thereon.

## **11. STATUTORY AUDITORS**

The Comptroller and Auditor General of India (C&AG) vide its letter dated 09<sup>th</sup> October, 2014 has appointed M/s GOYAL and GOYAL, Chartered Accountants as the Statutory Auditors of the Company as per the provisions of the Companies Act, 2013 for the financial year 2014-2015. Also the supplementary audit of the Company for the financial year 2014-15 has been entrusted to Principal Director, Commercial Audit & Ex- Officio Member Audit Board - I.

On similar lines, the Comptroller and Auditor General of India (C&AG) vide its letter No./ C.A. V/ COY/CENTRAL GOVERNMENT, DMICNS(1)/229 dated 08<sup>th</sup> July, 2015 has appointed M/s GOYAL and GOYAL, Chartered Accountants as the Statutory Auditors of the Company as per the provisions of the Companies Act, 2013 for the financial year 2015-16. Also the supplementary audit of the Company for the financial year 2015-16 has been entrusted to Principal Director, Commercial Audit & Ex- Officio Member Audit Board - I.

The statutory auditors of the Company, M/s. GOYAL & GOYAL, Chartered Accountants as nominated by the office of C&AG will hold the office till the conclusion of the 02<sup>nd</sup> Annual General Meeting of the Company.

## **12. AUDITORS' REPORT**

The Auditors' Report does not contain any qualifications. The notes to the accounts referred to in the Auditor's Report are self-explanatory and therefore do not call for any further comments of Directors.

## **13. CAPITAL STRUCTURE**

The paid-up share capital of the Company is Rs. 13,00,00,000/- (Rupees Thirteen Crore Only) divided into 1,30,00,000 equity shares of Rs. 10/- each.

## **14. EXTRACT OF THE ANNUAL RETURN UNDER SECTION 92(3)**

In accordance with Section 134(3)(a) of the Companies Act, 2013, the extract of the Annual Return as provided under Section 92 (3) of the Companies Act, 2013 in Form No. MGT - 9 is attached at Annexure - "A".

## **15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:-

### **A) Conservation of energy:**

- (i) the steps taken or impact on conservation of energy.
- (ii) the steps taken by the Company for utilizing alternate sources of energy.
- (iii) the capital investment on energy conservation equipment's.

As per **Annexure - "B"**

### **(B) Technology absorption:**

- (i) The efforts made towards technology absorption.
- (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)
  - (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.

As per **Annexure - "B"**

### **(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. : **Nil**

## **16. BOARD OF DIRECTORS:**

### **(A) Changes in Directors and Key Managerial Personnel**

There has been no change in the Directors of the Company except Shri Amitabh Kant who has resigned as Managing Director with effect from 17<sup>th</sup> June, 2014 and Shri Talleen

Kumar who has been appointed as Director with effect from 13<sup>th</sup> June, 2014 and re-designated as Managing Director with effect from 03<sup>rd</sup> July, 2014.

As per the applicable provisions of the Companies Act, 2013, Shri Harin Harshad Buch and Shri Anupam Sircar have been appointed as the Independent Director of the Company with effect from 27<sup>th</sup> March, 2015.

Pursuant to Section 203(1) of the Companies Act, 2013, the following persons have been appointed as the Key Managerial Personnel (KMP) of the Company:-

- a) Shri Talleen Kumar, Manager Director;
- b) Shri Pradeep Kumar Agarwal, Chief Financial Officer; and
- c) Shri Chandra Bhushan, Company Secretary.

**(B) Declaration by Independent Director(s) and re- appointment, if any:**

The definition of 'Independence' of Directors has been derived from Section 149(6) of the Companies Act, 2013. Based on the confirmation/ disclosures received, the following persons have been appointed as Independent Directors of the Company for the period of five years with effect from 27<sup>th</sup> March, 2015 as per Section 149(6) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013.

- a) Shri Anupam Sircar; and
- b) Shri Harin Harshad Buch

**(C) Number of Meetings of the Board of Directors**

Five (05) meetings of the Board of Directors of the Company were held in the financial year 2014-15. The detail of the Board Meeting is as under:-

S.No.	Particulars	Date of Board Meeting
1	02 <sup>nd</sup> Board Meeting	15 <sup>th</sup> April, 2014
2	03 <sup>rd</sup> Board Meeting	03 <sup>rd</sup> July, 2014
3	04 <sup>th</sup> Board Meeting	30 <sup>th</sup> October, 2014
4	05 <sup>th</sup> Board Meeting	27 <sup>th</sup> February, 2014
5	06 <sup>th</sup> Board Meeting	30 <sup>th</sup> March, 2015

**17. COMMITTEES OF THE BOARD**

During the year, in accordance with the provisions of the Companies Act, 2013, the Board has constituted some of its Committees. Currently, the Board has following three committees:-

**(A) Investment Committee**

The Board of Directors of the Company in its 01<sup>st</sup> Meeting held on 21<sup>th</sup> March, 2014 has constituted the Investment Committee. The composition of the Investment Committee is as follows:-

- a) Shri Talleen Kumar, Managing Director; and
- b) Shri Ambalakat Mohan Menon, Director.

**(B) Audit Committee**

As per the Section 177 and other applicable provisions of the Companies Act, 2013, the Board of Directors of the Company in its 06<sup>th</sup> Meeting held on 30<sup>th</sup> March, 2015 has constituted the Audit Committee. The Composition of the Audit Committee is as follows:-

- a) Shri Ambalakat Mohan Menon, Director;
- b) Shri Harin Harshad Buch, Independent Director; and
- c) Shri Anupam Sircar, Independent Director.

**(C) Nomination and Remuneration Committee**

As per the Section 177 and other applicable provisions of the Companies Act, 2013, the Board of Directors of the Company in its 06<sup>th</sup> Meeting held on 30<sup>th</sup> March, 2015 has constituted the Nomination and Remuneration Committee. The Composition of the Nomination and Remuneration Committee is as follows:-

- a) Shri Ambalakat Mohan Menon, Director;
- b) Shri Harin Harshad Buch, Independent Director; and
- c) Shri Anupam Sircar, Independent Director.

**18. Managerial Remuneration and Employees Remuneration**

The Company does not pay any Managerial Remuneration. However during the year the Company has paid sitting fees to the Shri Ambalakat Mohan Menon, Director of the Company as mentioned in Clause VI (B) of Form No. MGT - 9.

The Company has appointed Shri Pradeep Kumar Agarwal as Chief Financial Officer of the Company with effect from 03<sup>rd</sup> July, 2014 and Shri Chandra Bhushan as Company Secretary of the Company with effect from 02<sup>nd</sup> June, 2014. No remuneration is being paid to Shri Pradeep Kumar Agarwal, Chief Financial Officer of the Company. The details of the remuneration paid to Shri Chandra Bhushan, Company Secretary during the year is mentioned in Clause VI (C) of Form No. MGT - 9.

**19. Particulars of loans, guarantees or investments under Section 186**

No Loan(s), Guarantee(s) or investment(s) under Section 186 has been given by the Company during the financial year under review.

**20. Particulars of contracts or arrangements with related parties under section 188(1)**

No contract or arrangements were entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act.

**21. Risk Management and Internal Adequacy**

The Company has adequate risk management process to identify and notify the Board of Directors about the risks or opportunities that could have an adverse impact on the Company's operations or to that could be exploited to maximize the gains. The processes and procedures are in place to act in a time bound manner to manage the risks or opportunities. The risk management process is reviewed and evaluated by the Board of Directors.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

**22. Directors' Responsibility Statement**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state 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 the Companies Act, 2013. for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had 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.

### **23. Cost Auditors**

As per the provisions of the Companies Act, 2013 the Company is not required to appoint the Cost Auditors.

### **24. Acknowledgements**

The Board of Directors of the Company wish to place on record, their thanks and appreciation to all workers, staff members and executives for their contribution to the operations of the Company. The Directors are thankful to the holding company i.e. Delhi Mumbai Industrial Corridor Development Corporation Limited (DMICDC Ltd.). The Directors also place on record their sincere thanks to the shareholder for their continued support, co-operation and confidence in the Management of the Company.

***For and on behalf of the Board of Directors***

**Place : Delhi**  
**Date : 08 August, 2015**

**sd/-**  
**(Haziq Beg)**  
**DIN: 00063364**

**sd/-**  
**(Ambalakat Mohan Menon)**  
**DIN: 02000616**

## Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2015

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

**I. REGISTRATION AND OTHER DETAILS:**

1	CIN	U40300DL2014PLC266439
2	Registration Date	18 <sup>th</sup> March, 2014
3	Name of the Company	DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED
4	Category/Sub-Category of Company	COMPANY LIMITED BY SHARES
5	Address of the Registered office and contact details	ROOM NO. 341B, 3RD FLOOR, MAIN BUILDING ASHOKA, HOTEL, DIPLOMATIC ENCLAVE, 50B, CHANAKYAPURI, NEW DELHI- 110021
6	Whether listed company	NO
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

**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:-

S.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
N.A.	N.A.	N.A.	N.A.

[Note: The principal activity of the Company is to promote, develop, undertake, engineer, construct, complete, establish, operate, maintain, augment, modernise and upgrade the Model Solar Project at Neemrana, Rajasthan. The generation of electricity from the 05MW plant is expected in the financial year 2015-16.]

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S.No.	Name of the Company	CIN	Holding/ subsidiary/ Associate	% of shares held	Applicable Section
1	Delhi Mumbai Industrial Corridor Development Corporation Limited.	U45400DL2008PLC172316	Holding	100	2(87)(ii)

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**I) Category-wise Shareholding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change in Shareholding — during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter(s)</b>									
<b>(1) Indian</b>									
a) Individual/HUF									
b) Central Govt.									
c) State Govt. (s)									
d) Bodies Corp.	00	1,30,00,000	1,30,00,000	100%	00	1,30,00,000	1,30,00,000	100%	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other									
<b>Sub-total (A)(1):-</b>	00	1,30,00,000	1,30,00,000	100%	00	1,30,00,000	1,30,00,000	100%	Nil

<b>2) Foreign</b>									
a)NRIs - Individuals									
b)Other - Individuals									
c)Bodies Corp.									
d)Banks/FI									
e)Any Other									
<b>Sub-total(A)(2):-</b>	00	00	00	00	00	00	00	00	00
<b>Total shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	00	1,30,00,000	1,30,00,000	<b>100%</b>	00	1,30,00,000	1,30,00,000	<b>100%</b>	Nil
<b>B.</b>									
<b>Public Shareholding</b>									
<b>1.Institutions</b>									
a)Mutual Funds									
b)Banks/FI									
c)Central Govt									
d)State Govt (s)									
e)Venture Capital Funds									
f)Insurance Companies									
g)FIIs									
h)Foreign Venture Capital Funds									
i) Others									
<b>Sub-total (B)(1):-</b>	00	00	00	00	00	00	00	00	00

<b>2.Non- Institutions</b> a)Bodies Corporates i)Indian ii)Overseas b)Individuals i)Individual shareholders holding nominal share capital up to Rs.1lakh ii)Individual shareholders holding nominal share capital in excess of Rs.1 lakh c)Others <b>Sub-total(B)(2):-</b> Total Public Shareholding (B)=(B)(1)+(B)(2) C. Shares held by Custodian for GDRs & ADRs									
	00	00	00	00	00	00	00	00	00
	00	00	00	00	00	00	00	00	00
	00	00	00	00	00	00	00	00	00
<b>Grand Total (A+B+C)</b>	00	1,30,00,000	1,30,00,000	<b>100</b>	00	1,30,00,000	1,30,00,000	<b>100</b>	Nil

## ii) Shareholding of Promoters

S. 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	Delhi Mumbai Industrial Corridor Development Corporation Ltd.	1,29,99,994	100%	-	1,29,99,994	100%	-	Nil
2	DMICDC Ltd. through its nominee	06	Negligible	-	06	Negligible	-	Nil
	<b>Total</b>	1,30,00,000	<b>100%</b>	-	1,30,00,000	<b>100%</b>	-	Nil

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

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year				
2	Date wise Increase/ Decrease in Promoters  Shareholding during the year specifying the reasons for increase  /decrease (e.g. allotment				
3	At the end of the year				

(iv) *Shareholding Pattern of top ten Shareholders*

(other than Directors, Promoters and Holders of GDRs and ADRs): NIL

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	<b>For each of the Top 10 Shareholders</b>				
1	At the beginning of the year				
2	Date wise Increase/ Decrease in  Shareholding during the year specifying the reasons for increase/  Decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.)				

3	At the end of the year (or on the date of separation, if separated during the year)				
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**(v) Shareholding of Directors and Key Managerial Personnel: NIL**

S. N.	For Each of the Directors and 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	At the beginning of the year	<b>NIL</b>			
2	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.)				
3	At the end of the year				

## V. INDEBTEDNESS

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i)Principal Amount	NIL	9,53,998/-	NIL	9,53,998/-
ii)Interest due but not paid	NIL	NIL	NIL	NIL
iii)Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total(i+ii+iii)</b>	NIL	9,53,998/-	NIL	9,53,998/-
<b>Change in Indebtedness during the financial year</b>				
· Addition	NIL	5,02,71,677/-	NIL	5,02,71,677/-
· Reduction	NIL	5,18,00,296/-	NIL	5,18,00,296/-
<b>Net Change</b>	NIL	(5,74,621/-)	NIL	(5,74,621/-)
<b>Indebtedness at the end of the financial year</b>				
i)Principal Amount	NIL	(5,74,621/-)	NIL	(5,74,621/-)
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	NIL	(5,74,621/-)	NIL	(5,74,621/-)

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

<b>S N</b>	<b>Particulars of Remuneration</b>	<b>Name of MD/WTD/ Manager</b>	<b>Total Amount</b>
1.	Gross salary (a)Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b)Value of perquisites u/s 17(2)Income-tax Act, 1961 (c)Profits in lieu of salary under section17(3) Income-tax Act, 1961	<b>NIL</b>	
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit - others specify		
5.	Others, please specify		
	<b>Total(A)</b>		
	Ceiling as per the Act		

B. Remuneration to other directors:

<b>S. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of Directors</b>	<b>Total Amount</b>
	Independent Directors:- Fee for attending board committee meetings · Commission · Others, please specify	-	NIL
	Total(1)	-	NIL

Other Non-Executive Directors:-  Fee for attending board committee meetings · Commission · Others, please specify	Sitting fees of 5,000/- each was paid to Shri Ambalakat Mohan Menon, Director of the Company for attending 4 Board Meetings of the Company held during the financial year 2014-15.	5000 * 4 = Rs. 20,000/-
Total(2)	-	<b>20,000/-</b>
Total(B)=(1+2)	-	<b>20,000/-</b>
Total Managerial Remuneration	-	<b>20,000/- (sitting fees)</b>

*C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD  
(Amount in Rs. )*

S. N.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary  (a)Salary as per provisions contained in section17(1)of the Income-tax Act,961  (b)Value of perquisites u/s 17(2)Income-tax Act,1961  (c)Profits in lieu of salary under	00	4,32,154/-	00	4,32,154/-
2.	Stock Option	00	00	00	00
3.	Sweat Equity	00	00	00	00
4.	Commission - as % of profit -others, specify	00	00	00	00
5.	Others, please specify	00	00	00	00
	<b>Total</b>	<b>00</b>	<b>4,32,154/-</b>	<b>00</b>	<b>4,32,154/-</b>

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

<b>Type</b>	<b>Section of the Companies Act</b>	<b>Brief Description</b>	<b>Details of Penalty/ Punishment/ Compounding Fees imposed</b>	<b>Authority[RD/ NCLT/ COURT]</b>	<b>Appeal made, if any (give details)</b>	
<b>A.COMPANY</b>						
Penalty						
Punishment						
Compounding						NONE
<b>B.DIRECTORS</b>						
Penalty						
Punishment						NONE
Compounding						
<b>C. OTHER OFFICERS IN DEFAULT</b>						
Penalty						
Punishment						
Compounding						NONE

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION**

**Conservation of Energy:-**

The Company is undertaking the project development activities for implementing 06 MW Model Solar Power Project at Neemrana, Rajasthan and is itself promoting the renewable energy in the State of Rajasthan by using cutting edge Japanese Technology.

The Construction activities at the 05 MW project site has been completed and the plant in ready for commissioning and the construction activities at 01 MW project is expected to start soon. However, adequate measures have been adopted at the 05 MW Project site for the Conservation of Energy.

**Technology Absorption:-**

The Company has received the Solar PV Modules for the 05 MW Project from Japan as Grant in tranches in the financial year 2014-15 and in the beginning of financial year 2015-16 also. All the modules received by the Company have already been installed at the 05 MW project site.

The Solar PV Modules for the 01 MW Project is expected to be received from Japan as Grant in the financial year 2015-16.

# AUDITORS' REPORT

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

**REPORT ON THE FINANCIAL STATEMENTS**

We have audited the accompanying financial statements of DMICDC Neemrana Solar Power Company Limited (“the company”), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

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

**AUDITOR' S RESPONSIBILITY**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

## OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2015, and its profit and its cash flows for the year ended on that date.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the Information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
  - e. On the basis of the written representations received from the directors as on March 31, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164(2) of the Act;

- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2015.
- g. As required by Section 143 (5) of the Act, we report that:-
- i. In our opinion, the Company has not been selected for disinvestment.
  - ii. In our opinion, there are no cases of waiver/write off of debts/loans/interest.
  - iii. The Company does not maintain any inventory and has not received any asset as gift from government or other authorities.
  - iv. There are no pending legal/arbitration cases on/or against the company.

For **Goyal & Goyal**  
Chartered Accountants  
FRN: 000066N

Sd/-  
**Mukesh Goyal**  
Partner  
M. No.: 080494

Place: Delhi  
Date: August 8, 2015

**ANNEXURE TO INDEPENDENT AUDITORS' REPORT OF DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED FOR THE YEAR ENDED 31ST MARCH 2015**

**(REFERRED TO IN PARAGRAPH (1) OF NAMELY 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' MENTIONED IN OUR REPORT OF EVEN DATE)**

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.  
(b) The fixed assets were physically verified by the management at the end of the year which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies have been noticed on such verification.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable.
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company for the purchase of fixed assets. Owing to the nature of its business, the Company does not maintain any physical inventories. Further as regards sale of services the Company is yet to commence commercial production.
- (v) The Company has not accepted any deposits. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.  
(b) There are no dues in respect of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess that have not been deposited with the appropriate authorities on account of any dispute.  
(c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
- (viii) The Company has not completed five years from the date of its incorporation. Therefore clause 3(viii) of the Order is not applicable.

- (ix) The Company has no dues payable to a financial institution or a bank or debenture-holders during the year.
- (x) The Company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xi) The Company did not have any term loans outstanding during the year.
- (xii) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

For **Goyal & Goyal**  
Chartered Accountants  
FRN.: 000066N

Sd/-  
**Mukesh Goyal**  
Partner  
M. No.: 080494

Place: Delhi  
Date: August 8, 2015

# FINANCIAL STATEMENTS

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**BALANCE SHEET AS AT 31ST MARCH, 2015**

	<b>Note</b>	<b>Figures as at 31-Mar-2015</b>	
		<b>Rupees</b>	<b>Rupees</b>
<b>I. EQUITY &amp; LIABILITIES</b>			
<b>(1.) SHAREHOLDER'S FUND</b>			
(a.) Share Capital	<b>1</b>	130,000,000	
(b.) Reserves and Surplus	<b>2</b>	<u>5,450,181</u>	135,450,181
<b>(2.) NON - CURRENT LIABILITIES</b>			
(a.) Other Long term Liabilities	<b>3</b>	87,415,200	
(b.) Long -term Provisions		<u>16,154</u>	87,431,354
<b>(3.) CURRENT LIABILITIES</b>			
(a.) Trade Payables	<b>4</b>	191,681	
(b.) Other Current Liabilities		44,274,148	
(c.) Short-Term Provisions		<u>358,537</u>	44,824,366
			<u><b>267,705,901</b></u>
<b>II. ASSETS</b>			
<b>(1.) NON - CURRENT ASSETS</b>			
(a) Fixed Assets			
(i) Tangible Assets	<b>5</b>	155,156,641	
(ii) Capital Work - in - Progress		86,676,822	
(b.) Deferred Tax Asset (Net)	<b>6</b>	211,806	
(c.) Long Term Loans and Advances	<b>7</b>	1,460,088	
(d.) Other Non-Current Assets	<b>8</b>	<u>50,000</u>	243,555,357
<b>(2.) CURRENT ASSETS</b>			
(a.) Cash and Cash Equivalents	<b>9</b>	23,290,823	
(b.) Short Term Loans and Advances	<b>10</b>	<u>859,721</u>	24,150,544
			<u><b>267,705,901</b></u>

Significant Accounting Policies

See accompanying Notes to the Financial Statements

**1 - 22**

As per our Report of even date attached

**For GOYAL & GOYAL**  
Chartered Accountants  
Firm Reg. No. 000066N**For and on behalf of the Board**Sd/-  
**Mukesh Goyal**  
(Partner)  
(Membership No. 080494)Sd/-  
**Haziq Beg**  
(Director)  
(DIN : 00063364)Sd/-  
**Ambalakat Mohan Menon**  
(Director)  
(DIN : 02000616)Place : New Delhi  
Date : 08-Aug-2015Sd/-  
**P.K. Agarwal**  
(Chief Financial Officer)Sd/-  
**Chandra Bhushan**  
(Company Secretary)

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**STATEMENT OF PROFIT AND LOSS  
FOR THE PERIOD FROM 18TH MARCH, 2014 (DATE OF INCORPORATION) TO 31ST MARCH, 2015**

	Note	For the Period ended 31-Mar-2015 Rupees
<b>I. REVENUE FROM OPERATION</b>		-
<b>II. OTHER INCOME</b>	11	10,902,709
<b>III. TOTAL REVENUE (I + II)</b>		<u>10,902,709</u>
<b>IV. EXPENSES</b>		
Employees Benefit Expenses	12	537,622
Depreciation / Amortisation	13	1,057,269
Other Expenses	14	1,330,543
<b>V. TOTAL EXPENSES</b>		<u>2,925,434</u>
<b>VI. PROFIT/(LOSS) BEFORE TAX (III - V)</b>		<b>7,977,275</b>
<b>VII. TAX EXPENSES</b>		
(1.) Provision for Income Tax		2,738,900
(2.) Deferred Tax Asset		(211,806)
<b>VIII. PROFIT/(LOSS) AFTER TAX FOR THE PERIOD (VI - VII)</b>		<u>5,450,181</u>
<b>IX. Earnings per Equity Share</b> (Face Value of Rs. 10 per share) - Basic/Diluted		<b>0.43</b>

Significant Accounting Policies

See accompanying Notes to the Financial Statements

1 - 22

As per our Report of even date attached

**For GOYAL & GOYAL**  
Chartered Accountants  
Firm Reg. No. 000066N**For and on behalf of the Board**Sd/-  
**Mukesh Goyal**  
(Partner)  
(Membership No. 080494)Sd/-  
**Haziq Beg**  
(Director)  
(DIN : 00063364)Sd/-  
**Ambalakat Mohan Menon**  
(Director)  
(DIN : 02000616)Place : New Delhi  
Date : 08-Aug-2015Sd/-  
**P.K. Agarwal**  
(Chief Financial Officer)Sd/-  
**Chandra Bhushan**  
(Company Secretary)

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**CASH FLOW STATEMENT****FOR THE PERIOD FROM 18TH MARCH, 2014 (DATE OF INCORPORATION) TO 31ST MARCH, 2015**

	<b>For the Period ended 31st Mar-2015</b>	
	<b>Rupees</b>	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit/(Loss) before Tax		7,977,275
<b>Adjustment for:</b>		
Depreciation and Amortisation		1,057,269
Interest Income		<u>(10,602,709)</u>
Net Cash from Operating Activities before Extraordinary Items and Working Capital Change		(1,568,165)
Extraordinary Items		-
Operating Profit before Working Capital changes	<b>(a)</b>	<u><b>(1,568,165)</b></u>
<b>Adjustment for:</b>		
(Increase)/Decrease in Trade & Other Receivables		(2,316,641)
Increase/(Decrease) in Trade Payables & Other Payables		39,018,533
Refund/(Payment) of Taxes (including TDS)		<u>(2,383,531)</u>
<b>Net Cash from/(used in) Operating Activities</b>	<b>(b)</b>	<u><b>34,318,361</b></u>
<b>Net Cash from Operating Activities</b>	<b>(a) + (b)</b>	<b>32,750,196</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Interest Income		10,602,709
(Payment) towards Land		(63,290,260)
(Purchase) of Fixed Asset		(45,000)
(Increase) in Bank Deposits		(50,000)
(Payment) towards Capital Work-in-Progress		<u>(86,676,822)</u>
<b>Net Cash from/(Used in) Investing Activities</b>		<b>(139,459,373)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Issue of Share Capital		<u>130,000,000</u>
<b>Net Cash from/(Used in) Financing Activities</b>		<b>130,000,000</b>
<b>D. Net Increase/ (Decrease) in Cash and Cash Equivalents</b>		<u>23,290,823</u>
<b>E. Cash and Cash Equivalents at the beginning of the period</b>		-
<b>F. Cash and Cash Equivalents at the end of the period (Refer Note 9)</b>		<u><b>23,290,823</b></u>

As per our Report of even date attached

**For GOYAL & GOYAL**Chartered Accountants  
Firm Reg. No. 000066N**For and on behalf of the Board**Sd/-  
**Mukesh Goyal**  
(Partner)  
(Membership No. 080494)Sd/-  
**Haziq Beg**  
(Director)  
(DIN : 00063364)Sd/-  
**Ambalakat Mohan Menon**  
(Director)  
(DIN : 02000616)Place : New Delhi  
Date : 08-Aug-2015Sd/-  
**P.K. Agarwal**  
(Chief Financial Officer)Sd/-  
**Chandra Bhushan**  
(Company Secretary)

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

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## **SIGNIFICANT ACCOUNTING POLICIES**

### **a) Basis for Preparation of Financial Statements**

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

The financial statements are prepared on accrual basis under the historical cost convention.

### **b) Use of Estimates**

The preparation of financial statements requires the management of the Company to make certain estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised.

### **c) Fixed Assets**

#### **Tangible Fixed Assets**

- i.) Fixed assets are capitalised at cost.
- ii.) The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use.
- iii.) Subsequent expenditure related to an item of Tangible Asset are added to its book value only if they increase future benefits from such asset beyond its previously assessed standard of performance.
- iv.) Land acquired on lease for 99 years or less is treated as leasehold land.

#### **Capital Work-in-Progress**

Tangible fixed assets not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing costs.

### **d) Depreciation / Amortisation**

- i.) Depreciation on Solar PV is provided at the rates as well as methodology notified by the Central Electricity Regulatory Commission (Terms and Conditions for Tariff determination from Renewable Energy Sources) Regulations, 2012 dated 6th February, 2012 on Straight Line Method (SLM) and at the rates as per the Power Purchase Agreements (PPA) for capacities covered under PPAs, wherever higher than those notified by CERC.

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

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## **SIGNIFICANT ACCOUNTING POLICIES**

- ii.) Depreciation on Fixed Assets other than Solar PV is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.
- iii.) Cost of leasehold land is amortised on Straight Line Method (SLM) for the remaining period of lease from the date of possession on pro-rata basis.
- iv.) In respect of additions or extensions forming an integral part of existing assets, depreciation is provided as aforesaid over the residual life of the respective assets on pro-rata basis.

### **e) Investments**

Investments are shown at actual cost including the cost incidental to acquisition.

### **f) Revenue Recognition**

Income is recognised on accrual basis.

### **g) Transactions in Foreign Exchange**

Expenses in foreign currency / transactions have been accounted at the prevailing market rate of exchange on the date of transaction and income in foreign currencies have been accounted at the value recovered from these currencies.

### **h) Employee Benefits**

The Company makes provision for Gratuity in terms of the payment of Gratuity Act, 1972 and Payment of Gratuity (Central) Rules, 1972.

### **i) Taxes on Income**

Tax expense comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred income tax reflect the current period timing differences between the taxable income and the accounting income for the period and reversal of timing differences of earlier years / period. Deferred tax is recognised only to the extent that there is reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

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## **SIGNIFICANT ACCOUNTING POLICIES**

### **j) Provision, Contingent Liabilities and Contingent Assets**

A provision is recognised in the accounts when the company has a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on the best estimate required to settle the obligations at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are not recognised in the Financial Statements and are disclosed in the Notes.

Contingent asset is neither recognised nor disclosed in the Financial Statements.

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015**

	<b>As at 31-Mar-2015 Rupees</b>
<b>NOTE 1 : SHARE CAPITAL</b>	
<b>1.0 AUTHORISED SHARE CAPITAL</b>	
1,30,00,000 Equity Shares of Rs.10/- each	130,000,000
	<b><u>130,000,000</u></b>
<b>ISSUED, SUBSCRIBED AND PAID UP</b>	
1,30,00,000 Equity Shares of Rs.10/- each	130,000,000
	<b><u>130,000,000</u></b>
	<b><u>No. of Shares</u>      <u>Rupees</u></b>
<b>1.1 Reconciliation of the shares outstanding at the end of the reporting period:</b>	
Shares issued during the period	13,000,000
Equity shares at the end of the period	<b><u>13,000,000</u></b>
	<b><u>130,000,000</u></b>
	<b><u>130,000,000</u></b>
<b>1.2 Details of Shareholder's Holding more than 5% Shares</b>	<b><u>% of Holding</u>      <u>No. of Shares</u></b>
Delhi Mumbai Industrial Corridor Development Corporation Limited (Through its CEO & Managing Director/Nominees)	100      13,000,000
	<b><u>100</u>      <u>13,000,000</u></b>
<b>1.3</b> The company has one class of equity shares. Each shareholder is eligible for one vote per share held. The shareholders have no differential rights with respect to distribution of dividend and repayment of capital.	

**NOTE 2 : RESERVES AND SURPLUS****Profit and Loss Account**

Profit (Loss) for the period

Total	5,450,181
	<b><u>5,450,181</u></b>

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

## NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015

As at  
31-Mar-2015  
Rupees

### **NOTE 3 : NON - CURRENT LIABILITIES**

#### **3.0 OTHER LONG TERM LIABILITIES**

Others

- Amount Payable towards Land\*

87,415,200

**Total**

**87,415,200**

\* Rajasthan State Industrial Development & Investment Corporation Limited (RIICO) on 21st November, 2012 allotted 145692 sq. m. of land for the project site at the concessional rate of Rs. 1,000/- per sq.m. Out of the total Development Charges (DC), 25% was paid at the time of the allotment and the balance amount is payable in 20 equal annual interest free installments with effect from 20th January, 2013.

#### **3.1 LONG TERM PROVISIONS**

Provision for Employee Benefit (Gratuity)

16,154

**Total**

**16,154**

### **NOTE 4 : CURRENT LIABILITIES**

#### **4.0 TRADE PAYABLES**

- Micro, Small and Medium Enterprises

-

- Others

191,681

**191,681**

#### **4.1 OTHER CURRENT LIABILITIES**

i.) Current Maturities of Long - Term Liabilities

5,463,450

ii.) Other Payables

- Performance Security

8,566,304

- Statutory liabilities

2,012,261

- Creditors for Capital Goods

27,513,349

- Others

718,784

**Total**

**44,274,148**

#### **4.2 SHORT TERM PROVISIONS**

Provision for Income Tax

358,537

**Total**

**358,537**

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015****NOTE 5 : TANGIBLE ASSETS**

Name of the Assets	At Cost			Depreciation and Amortisation Total		Net Block
	Additions during the period	Deductions	Gross Block as at 31.03.2015	Depreciation and Amortisation during the period	Depreciation and Amortisation upto 31.03.2015	As at 31.03.2015
Land - Leasehold (99 years)	156,168,910	-	156,168,910	1,046,667	1,046,667	155,122,243
Computer & Data Processing Units	45,000	-	45,000	10,602	10,602	34,398
<b>Total</b>	<b>156,213,910</b>	<b>-</b>	<b>156,213,910</b>	<b>1,057,269</b>	<b>1,057,269</b>	<b>155,156,641</b>

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015**

	<b>As at 31-Mar-2015 Rupees</b>
<b><u>NOTE 6 : DEFERRED TAX ASSETS (NET)</u></b>	
<b>Deferred Tax Assets:</b>	
- Relating to Allowances under IncomeTax Act, 1961	216,873
<b>Deferred Tax Liabilities</b>	
- Relating to Fixed Assets	5,067
<b>Total</b>	<b><u>211,806</u></b>
<b><u>NOTE 7 : LONG TERM LOANS AND ADVANCES</u></b>	
<b>Other Loans and advances</b>	
- Unsecured considered good	
Tax Deducted at Source	3,168
Security Deposit	1,456,920
<b>Total</b>	<b><u>1,460,088</u></b>
<b><u>NOTE 8 : OTHER NON-CURRENT ASSETS</u></b>	
<b>Others</b>	
- Bank Deposit under Lien (with more than 12 months maturity)	50,000
<b>Total</b>	<b><u>50,000</u></b>
<b><u>NOTE 9 : CASH &amp; CASH EQUIVALENTS</u></b>	
<b>CASH &amp; CASH EQUIVALENTS</b>	
- <b>Cash and Cash Equivalents*</b>	
Cash in Hand	1,830
Cheque-in-Hand	27,513,349
Balance with Bank in Current Account	<u>(27,524,356)</u>
	(9,177)
Balance with Bank in Deposit Accounts**	23,300,000
<b>Cash and Cash Equivalents as per AS-3</b>	<b><u>23,290,823</u></b>
* Cash and Cash equivalents include deposits maintained by the Company with banks, which can be withdrawn by the Company at any point of time without prior notice or penalty.	
** Includes deposits of Nil with maturity of more than 12 months.	
<b><u>NOTE 10 : SHORT TERM LOANS AND ADVANCES</u></b>	
- <b>Unsecured considered good</b>	
Interest Accured on Bank Deposits	275,450
Other Loans and Advances	9,650
Due from Delhi Mumbai Industrial Corridor Development Corporation Limited (Holding Company)	574,621
<b>Total</b>	<b><u>859,721</u></b>

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

## NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015

	<b>For the period ended 31-Mar-2015 Rupees</b>
<b><u>NOTE 11 : OTHER INCOME</u></b>	
Interest on Bank Deposits	10,602,709
Bid Processing Fees	300,000
<b>Total</b>	<b><u>10,902,709</u></b>
<b><u>NOTE 12 : EMPLOYEES' BENEFIT EXPENSES</u></b>	
Salary, Wages and Allowances	458,081
Provision for Gratuity	16,154
Stipend	63,387
<b>Total</b>	<b><u>537,622</u></b>
<b><u>NOTE 13 : DEPRECIATION / AMORTISATION</u></b>	
For the period	1,057,269
<b>Total</b>	<b><u>1,057,269</u></b>
<b><u>NOTE 14 : OTHER EXPENSES</u></b>	
Auditor's Remuneration	57,000
Bank Charges	1,633
Directors' Sitting Fees	21,236
Filing Fees	19,117
Foreign Travel Expenses	19,525
Preliminary Expenses	1,142,830
Professional & Consultancy Expenses	55,766
Interest on Late Deposit of TDS & Service Tax	3,237
Miscellaneous Expenses	10,199
<b>Total</b>	<b><u>1,330,543</u></b>

# DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED

(CIN : U40300DL2014PLC266439)

## NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015

### OTHER NOTES TO ACCOUNTS

#### 15 CORPORATE INFORMATION

15.0 DMICDC Neemrana Solar Power Company Limited is a Special Purpose Company incorporated under the Companies Act, 2013 on 18.03.2014 as a wholly owned subsidiary of Delhi Mumbai Industrial Corridor Development Corporation Limited. The principal business of the company is to generate, develop and accumulate solar power and to transmit, distribute and supply such power and to carry on the business of generating company to promote, develop, undertake, engineer, construct, complete, establish, operate, maintain, augment, modernise and upgrade the Model Solar Project at Neemrana, Rajasthan through entering into project agreements with various agencies, EPC and O&M agreements.

15.1 In terms of the Article 16 of the Memorandum of Understanding (MOU) executed among New Energy and Industrial Technology Development Organisation (NEDO) of Japan, Government of Japan, Ministry of Finance, Government of India, Ministry of New and Renewable Energy, Government of India and Delhi Mumbai Industrial Development Corporation Limited, PV modules, PCSs with related equipment, Control Servers for Micro Grid Control, Telecommunication Systems and other ancillary equipments are provided / to be provided by NEDO as grant-in-aid.

In terms of same article, during the implementation of this project, the ownership of the equipments provided by NEDO shall belong to NEDO.

15.2 This being first financial year after incorporation of the Company, no comparative figures are applicable.

16 In the opinion of the Directors of the company and to the best of their knowledge and belief, the value on realisation of current assets, loans & advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

	<b>As at 31-Mar-2015 (Rupees)</b>
<b>17 Contingent Liabilities</b>	
i) Estimated amount of contracts remaining to be executed and not provided for on account of:	
- On Capital Accounts	259,636,560
ii) Other commitments	
- Operation and Maintenance of the Project	159,693,086
- Guarantees issued by Bank on behalf of the Company	50,000
<b>18 Earnings and Expenditure in Foreign Currency</b>	
I Earnings in Foreign Currency	-
II Expenditure in Foreign Currency	
- Travel Expenses	19,039
	<u>19,039</u>

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015****19 Payments to the Auditors**

(including service tax)

I For Audit Fees	57,000
II For Others	-
	<u>57,000</u>

**20 Segment Reporting**

The Company is implementing 6 MW Model Solar Power Project at Neemrana, Rajasthan. As the Company operates in a single business and geographical segment, the reporting requirements for primary and secondary segment disclosures prescribed by AS 17 are not applicable.

**21 Related Party Disclosures**

- I As per the Accounting Standard on 'Related Party Disclosure' (AS-18) issued by the Institute of Chartered Accountants of India, the related parties are as follows :

**(a) Holding Company:**

Delhi Mumbai Industrial Corridor Development Corporation Limited

**(b) Fellow Subsidiary Companies**

DMICDC Guna Power Company Limited  
DMICDC Indapur Power Company Limited  
DMICDC Vaghel Power Company Limited  
DMICDC Ville Bhagad Power Company Limited

**(c) Key Management Personnel**

Sh. Amitabh Kant, Managing Director  
Sh. Talleen Kumar, Managing Director

**II Details of Transactions /Balances Outstanding:**

Particulars	(Amount in Rupees)	
	Holding Company	Key Management Personnel

**Outstanding Balances:**

Delhi Mumbai Industrial Corridor Development Corporation Limited	574,621	(Dr.)	-
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<b>Aggregate Transactions during the period</b>	180,615,477		-
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**III Statement of entitywise material transactions during the period**

<b>a Payment to Key Management Personnel</b>	-	-
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**b Delhi Mumbai Industrial Corridor Development Corporation Limited**

i) Equity Contributions	130,000,000	-
ii) Expenses incurred (Net)	381,487	-
iii) Reimbursement of Amount paid towards Land	50,233,990	-

**DMICDC NEEMRANA SOLAR POWER COMPANY LIMITED**

(CIN : U40300DL2014PLC266439)

**NOTES ON FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2015****22 Earnings Per Share**

Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

<b>Particulars</b>	<b>Unit</b>	<b>For the Period ended 31-Mar-2015</b>
<b>a</b> Net Profit/(Loss) after Tax attributable to Equity Shareholders	Rupees	5,450,181
<b>b</b> Weighted Average of Number of Equity Shares used as denominator for calculating EPS [(13,00,00,000*366)/379]	Number of Shares	12,554,090
<b>c</b> Basic/Diluted Earnings per share (a/b)	Rupees	0.43
<b>d</b> Face Value per Equity Share	Rupees	10.00

As per our Report of even date attached

**For GOYAL & GOYAL**

Chartered Accountants  
Firm Reg. No. 000066N

**For and on behalf of Board**

Sd/-  
**Mukesh Goyal**  
(Partner)  
(Membership No. 080494)

Sd/-  
**Haziq Beg**  
(Director)  
(DIN : 00063364)

Sd/-  
**Ambalakat Mohan Menon**  
(Director)  
(DIN : 02000616)

Place : New Delhi  
Date : 08-Aug-2015

Sd/-  
**P.K. Agarwal**  
(Chief Financial Officer)

Sd/-  
**Chandra Bhushan**  
(Company Secretary)