

69th ANNUAL REPORT 2015-2016



TCL

**THE TRAVANCORE CEMENTS LIMITED
NATTAKOM, KOTTAYAM – 686 013, KERALA**



BOARD OF DIRECTORS

Dr. Febi Varghese	Chairman & Managing Director
K. Radhakrishnan	Director, Industries Department, Govt. of Kerala
S. Anilkumar	Director, Finance Department, Govt. of Kerala
K. Prakash Babu	Director
C.J. Joseph	Director
G. Unnikrishnan	Director
Mathews George	Director
V.K. Santhosh Kumar	Director

COMPANY SECRETARY SAJI A.J.

AUDITORS M/s. Menon & Menon,
Chartered Accountants,
Kochi - 682 011

BANKERS State Bank of India
Oriental Bank of Commerce
HDFC Bank

**REGISTERED OFFICE
& FACTORY** Nattakom, Kottayam, Kerala – 686 013
Ph: 0481 - 2361371, 2361372
Fax: 0481 - 2362354
e-mail: info@travcement.com
website: www.travcement.com
CIN:U26941KL1946SGC001213



THE TRAVANCORE CEMENTS LIMITED
(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)

CIN:U26941KL1946SGC001213

**ADJOURNED 69th ANNUAL GENERAL MEETING
NOTICE TO SHAREHOLDERS**

Notice is hereby given that the adjourned 69th Annual General Meeting of THE TRAVANCORE CEMENTS LTD., will be held on Monday, 23rd September 2019 at 11.00 a.m. at the Registered Office of the Company at Nattakom, Kottayam, to transact the following business deferred at the 69th Annual General Meeting held on 23rd September 2016.

Ordinary Business

1. To receive, consider and adopt the Directors' Report and the Audited Statements of Accounts for the year ended 31st March 2016 with the reports of the Auditors and Accountant General (Audit), Kerala, thereon.

All Shareholders are requested to be present in person or by proxy.

BY ORDER OF THE BOARD,
For THE TRAVANCORE CEMENTS LIMITED

(Sd/-)
SAJI A.J.,
Dy. GENERAL MANAGER-COMPANY SECRETARY

Place: Kottayam,
Date : 22nd June 2019



Notes:

1. The 69th Annual General Meeting of the Company was held on 23rd September 2016. This meeting was adjourned sine die as the accounts for the year ended 31st March 2016 were not ready. Subsequently, the statutory audit as well as the audit by C&AG on the accounts of the Company for the year ended 31st March 2016 were completed. Comments of C&AG of India on the annual accounts of the Company for the year 2015-2016 is annexed.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing a proxy and the authority if any under which such instrument is executed must be lodged at the Company's Registered Office not less than 48 hours before the commencement of the meeting.
3. The Register of Members of the Company will remain closed from 09th September 2019 to 17th September 2019 both days inclusive.
4. The route map showing the directions to reach the venue of the AGM is annexed.
5. Members are requested to intimate immediately any changes in their address to the Company.



ദി ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡ്

രജിസ്റ്റേർഡ് ഓഫീസ്: നാട്ടകം, കോട്ടയം, കേരളം - 686013

CIN: U26941KL 1946SGC001213

വാർഷിക പൊതുയോഗ നോട്ടീസ്

താഴെപ്പറയുന്ന ഇടപാടിനായി ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡിന്റെ അവധിക്കുവച്ച 69-ാമത് വാർഷിക പൊതുയോഗം കമ്പനിയുടെ നാട്ടകത്ത് സ്ഥിതിചെയ്യുന്ന രജിസ്റ്റേർഡ് ഓഫീസിനോടനുബന്ധമായുള്ള ഹാളിൽ വെച്ച് 2019 സെപ്റ്റംബർ 23 തിങ്കളാഴ്ച രാവിലെ 11.00 മണിക്ക് ചേരുന്നതിന് ഇതിനാൽ നോട്ടീസ് നൽകുന്നു.

സാധാരണ ഇടപാട്

- 2016 മാർച്ച് 31 ലെ ഓഡിറ്റ് ചെയ്ത ലാഭനഷ്ടക്കണക്കുകൾ, കമ്പനി ഡയറക്ടർമാരുടേയും റിപ്പോർട്ടുകൾ, അക്കൗണ്ടന്റ് ജനറൽ (ഓഡിറ്റ്) കേരള, റിപ്പോർട്ട് എന്നിവ സ്വീകരിച്ച് പരിഗണിക്കുകയും അംഗീകരിക്കുകയും ചെയ്യുക.

എല്ലാ ഓഹരി ഉടമകളും നേരിട്ടോ പ്രതിപുരുഷൻ മുഖാന്തിരമോ ഹാജരാകണമെന്ന് അഭ്യർത്ഥിക്കുന്നു.

ബോർഡിന്റെ ഉത്തരവ് പ്രകാരം,
ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡിനുവേണ്ടി,

(ഒപ്പ്)

സജി എ. ജെ.

ഡെപ്യൂട്ടി ജനറൽ മാനേജർ - കമ്പനി സെക്രട്ടറി

സ്ഥലം: കോട്ടയം

തീയതി: 22-06-2019

അംഗങ്ങളുടെ ശ്രദ്ധയ്ക്ക്

- കമ്പനിയുടെ 69-ാമത് വാർഷിക പൊതുയോഗം 2016 സെപ്റ്റംബർ 23-ാം തീയതി നടന്നു. 2016 മാർച്ച് 31 ന് അവസാനിച്ച വർഷത്തേക്കുള്ള കണക്കുകൾ പൂർത്തിയാകാത്തതിനാൽ മേൽപറഞ്ഞ പൊതുയോഗം അവധിവച്ചുമാറ്റുകയുണ്ടായി. ക്രമേണ സ്റ്റാമ്പുട്ടറി ഓഡിറ്റും സി & എ.ജി. ഓഡിറ്റും പൂർത്തിയാവുകയുണ്ടായി. 2016 മാർച്ച് 31 ന് അവസാനിച്ച കണക്കിൻമേൽ സി & എ.ജി. യുടെ അഭിപ്രായവും ഇതോടൊപ്പം ചേർത്തിട്ടുണ്ട്.
- യോഗത്തിൽ പങ്കെടുക്കാനും വോട്ട് ചെയ്യാനും അവകാശമുള്ള ഒരംഗത്തിന് പ്രതിപുരുഷനെ (പ്രോക്സി) നിയമിക്കാനും തനിക്കു പകരം ഇയാളെ വോട്ടെടുപ്പിൽ പങ്കെടുപ്പിക്കാനും അവകാശമുണ്ടായിരിക്കുന്നതാണ്. ഇത്തരം പ്രതിപുരുഷന്മാർ കമ്പനിയുടെ അംഗമായിരിക്കണമെന്നില്ല. പ്രതിപുരുഷനെ നിയമിച്ചുകൊണ്ടുള്ള നോട്ടീസ് സാധുവാകുന്നതിന്, ടി നോട്ടീസ്, യോഗം തുടങ്ങുന്നതിന് 48 മണിക്കൂർ മുമ്പ് രജിസ്റ്റേർഡ് ഓഫീസിൽ നൽകിയിരിക്കേണ്ടതാണ്.
- കമ്പനിയുടെ അംഗത്വ രജിസ്റ്ററും ഓഹരി കൈമാറ്റ പുസ്തകവും 2019 സെപ്റ്റംബർ 9-ാം തീയതി മുതൽ 17-ാം തീയതി വരെ (ഇരു ദിവസങ്ങളും ഉൾപ്പെടെ) അടച്ചുവെക്കുന്നതാണ്.
- അവധിക്കുവച്ച 69-ാമത് വാർഷിക പൊതുയോഗ സ്ഥലം കാണിക്കുന്ന റൂട്ട് മാപ്പ് ഇതോടൊപ്പം ചേർക്കുന്നു.
- അംഗങ്ങൾ അവരുടെ മേൽവിലാസത്തിലുണ്ടാകുന്ന മാറ്റങ്ങൾ അതാത് സമയങ്ങളിൽ കമ്പനിയെ അറിയിക്കണമെന്ന് അഭ്യർത്ഥിക്കുന്നു.



DIRECTORS' REPORT

Your Directors have pleasure in presenting their 69th Annual Report together with audited statement of accounts for the year ended 31st March 2016.

1. FINANCIAL RESULTS

	(Rs. in lakhs)	
	<u>2015 - 16</u>	<u>2014 - 15</u>
Sales/Net of Central Excise & VAT	2712.53	2900.58
Income from other sources	159.94	42.14
	<hr/>	<hr/>
	2872.47	2942.72
	<hr/>	<hr/>
Profit before depreciation and exceptional items/provisions.	(1132.21)	(1060.52)
Depreciation	<u>25.54</u>	<u>46.42</u>
Profit after depreciation	(1157.75)	(1106.94)
Exceptional Items/Provisions	<u>69.27</u>	<u>398.64</u>
	(1088.48)	(1505.58)
Provision for taxation	<u>0.00</u>	<u>0.00</u>
Profit after taxation	(1088.48)	(1505.58)
Profit/Loss carried forward from previous year	(3910.11)	(2404.53)
Balance Profit/(Loss) carried forward To Balance Sheet	(4998.59)	(3910.11)



2. DIVIDEND

Your Directors have decided to pass over dividend for the year 2015-2016 (previous year – Nil) in the absence of profit during the year 2015-2016.

3. TURNOVER AND PROFIT & LOSS

The Turnover of the company for the year ended 31st March 2016 has decreased to Rs.2712.53 lakhs as against Rs.2900.58 lakhs in the previous year; however there is an increase of Rs.117.80 lakhs in the income from other sources. Net loss of the Company for the report year decreased to Rs.1088.48 as against Rs.1505.58 lakhs in the previous year, mainly due to the changes in exceptional items and provisions.

As per Section 148 of Companies Act, 2013 read with Companies (Cost Record & Audit) Rule, 2014, Cost Audit is not mandatory for the financial year 2015-16 for the Company.

4. PRODUCTION AND SALES

The shell production, clinker production, and cement production and cement sales during the last three years were as follows:-

Sl.No	Item	2015-16 MTs	2014-15 MTs	2013-14 MTs
1	Shell	0	3263	8390
2	Clinker (purchased)	13392	15847	13036
3	White Cement Production	14407	16336	14832
4	White Cement Sales	14844	15978	15558
5	Wall putty Production	338	145.394	0
6	Wall putty Sales	281	133.967	0

5. DIVERSIFICATION ACTIVITIES/ PROJECTS

a.Dredging and Environmental Rejuvenation of Akkulam Lake

The work of rejuvenation of Akkulam Lake was awarded to TCL and KSMD jointly by Coastal Shipping and Inland Navigation Department (CSIND) of Government of Kerala at total cost of Rs.17 Crores and received Rs.15 Crore as advance in the year 2010. When about 3.85 lakhs m³ of material was dredged out all the dumping yard allotted by Department got full leaving no space for further dumping. The work is idling for want of dumping yard since 3 years.



b. Side Protection and Beautification of Akkulam Lake

The said work was also awarded to TCL and KSMDCL jointly by CSIND in the year 2012 at total cost of Rs. 12.35 Crores. Also full amount has been received as advance. About of 93% of work has been completed and it is nearing for completion.

c. Desiltation of Lower Periyar Reservoir.

Company has got order from Industries Department and Power Department of Government of Kerala to undertake desiltation work of Lower Periyar Reservoir in the year 2010-11. Agreement executed with KSEB and work awarded to M/s. Thoppil Infra Associates. The work is yet to be started and awaiting for forest clearance.

6. MEETINGS OF THE BOARD

During the financial year 8 meetings were held on 28.05.2015, 23.06.2015, 05.08.2015, 12.10.2015, 26.11.2015, 16.12.2015, 21.01.2016 and 29.02.2016.

7. KEY MANAGERIAL PERSONNEL

The following are the Key Managerial Personnel of the Company:-

- | | |
|-----------------------|--------------------------------|
| (i) Dr. Febi Varghese | - Chairman & Managing Director |
| (ii) Saji A.J. | - Company Secretary |

8. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirm that:

- a. in the preparation of annual accounts, the applicable accounting standards have been followed;
- b. accounting policies were applied consistently and the judgments and estimates made, are reasonable and prudent so as to give a true and fair view of the affairs of the Company as at March 31, 2016, and of the profit or loss of the Company for the period;



- c. 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 have been taken;
- d. the annual accounts have been prepared on a going concern basis.

9. AUDIT

Under Section 139 of the Companies Act, 2013, the Comptroller & Auditor General of India have appointed M/s. Menon & Menon, Chartered Accountants, 2nd Floor Manchu Complex, P T Usha Road, Kochi 682 011 to audit the accounts of the Company for the financial year ended 31st March 2016. Their report on the accounts is annexed.

The audit under Section 143(6) (b) of the Companies Act, 2013 was conducted by the Accountant General (E&RSA), Kerala, and have issued Nil Comments Certificate on the audit of the financial statements of the Travancore Cements Limited, Kottayam for the year ended 31st March 2016, under Section 143(6) (a) of the Act. Copy of Nil Comment Certificate issued by Accountant General (E&RSA), Kerala is annexed.

10. DE-LISTING OF SHARES OF THE TRAVANCORE CEMENTS LIMITED - EXCLUSIVELY LISTED COMPANIES OF DE-RECOGNISED/NON-OPERATIONAL/ EXITED STOCK EXCHANGES PLACED IN THE DISSEMINATION BOARD (DB)

The Company has ceased to be a Listed Company pursuant to the communication received from Madras stock Exchange dated 03/12/2014 and SEBI exit order of Cochin stock exchange dated 23/12/2014. Hence the shares of the Company are under the Dissemination Board of National Stock Exchange. The matter has been brought to the notice of the Board of Directors of the Company for take a decision. The Board has authorized Managing Director to write to Government of Kerala, the promoter of the Company to take a suitable decision in the matter. On the basis, Government of Kerala has communicated that, the Government has no objection for delisting of equity shares of the Company with Cochin & Madras Stock Exchanges and also in changing the master data of the company with the records of Registrar of Companies.

On the basis of the above decisions, we have invited applications from Merchant Banking Companies for exiting the name of The Travancore Cements Limited from the Dissemination Board of National Stock Exchange (NSE) and have appointed M/s. Turnaround Corporate Advisors Private Limited, 714, Vishwadeep Building, Plot No. 4, District Centre, Janakpuri, New Delhi-110 058 for exiting work from the Dissemination Board of NSE.



11. DEMAT OF SHARES

Ministry of Corporate Affairs vide its notification dated September 10, 2018 has notified that, every unlisted Public Company shall issue the securities only in dematerialized form; and facilitate dematerialization of all its existing Securities and is required to issue of further shares and transfer of all securities in dematerialized form only with effect from 2nd October 2018.

We have make necessary steps to dematerialize the shares of the company and to get International Securities Identification Number (ISIN) from National securities and Depository Limited or Central Depository Securities Limited in India who are authorized to issue ISIN. For comply with the procedure, we have appointed M/s. Cameo Corporate Services Limited, Chennai as Registrar & Share Transfer Agent (RTA).

12. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

As required under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules 2014, the particulars in respect of Conservation of Energy and Technology Absorption are set out in the Annexure forming part of this report.

13. FOREIGN EXCHANGE EARNING AND OUTGO

Foreign Exchange Earnings : Rs. Nil.

Foreign Exchange Outgo : \$2214726.00

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

The Company has in place an anti-sexual harassment policy in line with the requirements of the sexual harassment of women at the workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Compliance Committee (ICC) is already been functioned for redressing complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company has not received any complaints under this policy during the year ended 31st March 2016.



15. PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134 (3) (q) OF THE COMPANISE ACT, 2013 READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

The Company does not have any employee who was in receipt of or entitled to receive emoluments coming within the purview of Section 134 (3) (q) of the Companies Act, 2013, read with the Companies (Particulars of Employees) Rules 1975.

16. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Sri. Raghu. N., Chartered Accountant has been appointed as Senior Manager (Finance) during the financial year 2017-18 in place of Smt. Lovely E. Andrews, Chartered Accountant, Senior Manager (Finance) who has resigned during the financial year 2016-17.

17. ACKNOWLEDGEMENT

Directors wish to thank the Government of Kerala for continued guidance and support. The Directors also wish to thank all the Banks, Stockists and Consumers for their valued co-operation. The Directors also wish to thank all the employees of the Company for their co-operation and sincere and hard work put in by them.

ON BEHALF OF THE BOARD OF DIRECTORS,

(Sd/-)

**Dr. FEBI VARGHESE,
CHAIRMAN & MANAGING DIRECTOR**

Place: Kottayam,
Date : 22/06/2019



ADDENDUM TO DIRECTORS' REPORT

Paragraph wise explanations to the Auditor's Report are as follows:-

Paragraph – 1

The management is in the process of identifying the obsolete, damaged and scrapped Fixed Assets, on completion of the process, provision for such items will made in the accounts as per Accounting Standard – 28.

Paragraph – 2

Management has taken steps for quantifying the loss due to the non-moving and obsolete items including building materials and spare parts in General Stores. The provision for the loss will be made after quantifying the loss.

Paragraph – 3 (a) & (b)

Vide Government Order No.26670/H2/06/ID dated 14.02.2011, we have resurveyed the available land of the Company at Kakkanadu, Ernakulam District and demark the same. In the case of landed property at Kulasekharamangalam at Vaikom Taluk, vide letter No.C4/6182/12 dated 29/01/2013 of Additional Tahsildar, Vaikom, it is reported that 0.0255 hc (6.36 cents) has encroached and 0.0543 hc (13.5 cents) loss has due to road widening. The total shortage of land was shown as 0.0798 hc (19.91 cents). The same has been communicated to the District Collector, Kottayam, and it was under the consideration of Additional Tahsildar, Vaikom.

Paragraph - 4

Regarding the Akkulam Lake deepening & rejuvenation work, the total work has not fully completed, the excess amount in the account is treated as work - in – progress and shown under the head 'Loans & Advances'.

ON BEHALF OF THE BOARD OF DIRECTORS,

(Sd/-)

**Dr. FEBI VARGHESE,
CHAIRMAN & MANAGING DIRECTOR**

Place: Kottayam,
Date : 22/06/2019

**A N N E X U R E****F O R M – A****(See Rule – 2)**

Form for disclosure of particulars with respect to Conservation of Energy

A. Power and Fuel Consumption

	Current Yr.	Previous Yr.
1. Electricity:		
a. Purchased units (units in lakhs)	11.72	24.66
Total amount (Rs. lakhs)	99.56	163.98
Rate/Unit Rs.	8.49	6.65
Own generation:		
i) Through Diesel Generator Units		
(Units lakhs)	0.04	0.33
Cost/Unit Rs.	30.02	18.42
ii) Through Steam Turbine/Generator Units	0.24	Nil
Units per Ltr., of fuel oil/gas cost/unit	Nil	Nil
2. Coal (Specify quality and were used)		
Quantity (Tonnes)	Nil	Nil
Total cost Rs.	Nil	Nil
Average Rate Rs.	Nil	Nil
3. Furnace Oil – Quantity (Mt.)	0.00	1797.38
Total Amount (Rs. lakhs)	0.00	648.77
Average Rate Rs.	0.00	36095.32
HSD Oil – Quantity (KL)	0.00	92.16
Total Cost (Rs. lakhs)	0.00	55.26
Rate/Unit Rs.	0.00	59960.00



B. Consumption per Unit of Production:

	Standards	Current Yr.	Previous Yr.
1. Electricity –White Cement (Kwh/Mt)	210 to 215	96	151
2. Electricity- Cement Paint (Kwh/Mt)	100 to 110	Nil	Nil
3. Electricity- Wall Putty (Kwh/Mt)	100 to 110	Nil	Nil
4. Furnace Oil- Clinker (KL/Mt)	240 to 250	0	239
5. Coal (Specify Quality)		0	0
6. Others (Specify)		0	0

(*) Standard consumption is 220 kwh for manufacturing White Cement from our own Clinker. During the year 2014 -15 we have manufactured 16366 Mts of White Cement, which includes 8845 Mts of White Cement manufactured with imported clinker. During 2015-16, we have manufactured 14407 Mts of White Cement from imported Clinker. Manufacturing of White Cement with imported clinker, major machineries are not required, hence electricity consumption is very low compared to standard consumption.

**FORM – B****(See Rule – 3)**

Form for disclosure of particulars with respect to absorption

Research and Development (R & D)

- | | |
|--|---|
| 1. Specific areas in which R & D by the Company. | 1. Quality improvement of White Cement, Paints & Putty.

2. Electrical Energy Saving.
3. Improvement and modification in the formulation of Cement based Wall Putty. |
| 2. Benefits derived as a result of the above R&D | Product diversification and cost reduction. Diversification into a totally new area. |
| 3. Future Plan of action | 1. Increase Production & Sale of Products.
2. Product Diversifications. |
| 4. Expenditure on R & D | |
| i) Efforts, in brief made towards technology absorption, adaptation & innovation | Innovation in White Cement & Cement Paint technology for quality improvement. Technology has already been absorbed. |
| ii) Benefits derived as a result of the above efforts, eg. Product improvement, import Substitution etc. materials. | Product improvement for White Cement & Wallputty. Cost reduction in packing materials. |
| iii) In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) following information may be furnished. | : Nil |



- a) Technology imported : N.A
- b) Year of import : N.A.
- c) Has technology been
fully absorbed? : NA.
- d) If not fully absorbed, areas : N.A.
where this has not taken
place, reasons therefore
and future plans of action.



FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED ON 31.03.2016

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	L26941KL1946SGC001213
2	Registration Date	09-10-1946
3	Name of the Company	THE TRAVANCORE CEMENTS LTD
4	Category/Sub-category of the Company	Limited By shares State Government Company
5	Address of the Registered office & contact details	NATTAKOM, KOTTAYAM KL 686013 IN
6	Whether listed company	NO
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NOT APPLICABLE

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
1	Manufacture of articles articles of concrete, cement or artificial stone	23952	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NIL				

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 (01-April-2015)				No. of Shares held at the end of the year [As on 31-March -2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-		-	0.00%	-		-	0.00%	0.00%
b) Central Govt			-	0.00%			-	0.00%	0.00%
c) State Govt(s)		24,64,887	24,64,887	100.00%		24,64,887	24,64,887	100.00%	0.00%
d) Bodies Corp.			-	0.00%			-	0.00%	0.00%
e) Banks / FI			-	0.00%			-	0.00%	0.00%
f) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (1)	-	24,64,887	24,64,887	100.00%	-	24,64,887	24,64,887	100.00%	0.00%
(2) Foreign									
a) NRI Individuals			-	0.00%			-	0.00%	0.00%
b) Other Individuals			-	0.00%			-	0.00%	0.00%
c) Bodies Corp.			-	0.00%			-	0.00%	0.00%
d) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	24,64,887	24,64,887	100.00%	-	24,64,887	24,64,887	100.00%	0.00%
B. Public Shareholding									
1. Institutions									



a) Mutual Funds			-	0.00%		-	0.00%	0.00%
b) Banks / FI		1,25,853	1,25,853	100.00%		1,25,853	1,25,853	100.00%
c) Central Govt			-	0.00%		-	0.00%	0.00%
d) State Govt(s)			-	0.00%		-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%		-	0.00%	0.00%
f) Insurance			-	0.00%		-	0.00%	0.00%
g) FIs			-	0.00%		-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%		-	0.00%	0.00%
i) Others (specify)			-	0.00%		-	0.00%	0.00%
Sub-total (B)(1):-	-	1,25,853	1,25,853	100.00%	-	1,25,853	1,25,853	100.00%
2. Non-Institutions								
a) Bodies Corp.								
i) Indian		56,190	56,190	47.62%		55,290	55,290	46.86%
ii) Overseas		-	-	0.00%		-	-	0.00%
b) Individuals								
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		61,746	61,746	52.32%		62,646	62,646	53.08%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		-	-	0.00%		-	-	0.00%
c) Others (specify)								
Non Resident Indians		66	66	0.06%		66	66	0.06%
Overseas Corporate Bodies			-	0.00%		-	-	0.00%
Foreign Nationals			-	0.00%		-	-	0.00%
Clearing Members			-	0.00%		-	-	0.00%
Trusts			-	0.00%		-	-	0.00%
Foreign Bodies - D R			-	0.00%		-	-	0.00%
Sub-total (B)(2):-	-	1,18,002	1,18,002	100.00%	-	1,18,002	1,18,002	100.00%
Total Public (B)	-	2,43,855	2,43,855	100.00%	-	2,43,855	2,43,855	100.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%			-	0.00%
Grand Total (A+B+C)	-	27,08,742	27,08,742	100.00%	-	27,08,742	27,08,742	100.00%

**(ii) Shareholding of Promoter**

SN	Shareholder's Name	Shareholding at the beginning of the Period			Shareholding at the end of the Period			% 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	GOVERNMENT OF KERALA	24,64,887	90.99%	0	24,64,887	90.99%	0	0.00%

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

SN	For each of the Top 10 shareholders	Date	Reason	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	Name : Matlock Finance & Invt. (P) Ltd.						
	At the beginning of the year			62,383	2.30%	62,383	2.30%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			62,383	2.30%	62,383	2.30%
2	Name : Tabook Finance & Invest.(P)						
	At the beginning of the year			62,300	2.29%	62,300	2.29%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			62,300	2.29%	62,300	2.29%
3	Name: The Swastick Safe Deposit						
	At the beginning of the year			49,855	1.84%	49,855	1.84%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			49,855	1.84%	49,855	1.84%
4	Name : D.S.P. Merrill Lynch Ltd						
	At the beginning of the year			2,410	0.08%	2,410	0.08%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			2,410	0.08%	2,410	0.08%
5	Name : P.P. Zibi Jose						
	At the beginning of the year			1,960	0.07%	1,960	0.07%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			1,960	0.07%	1,960	0.07%
6	Name : Annie George						
	At the beginning of the year			1,834	0.06%	1,834	0.06%
	Changes during the year			-	0.00%	-	0.00%



	At the end of the year			1,834	0.06%	1,834	0.06%
7	Name : Ajay Kumar Kayan						
	At the beginning of the year			1,503	0.05%	1,503	0.05%
	Changes during the year			-	0.00%	900	0.03%
	At the end of the year			1,503	0.00%	2,403	0.08%
8	Name Zacharia Cherian						
	At the beginning of the year			1,300	0.04%	1,300	0.04%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			1,300	0.04%	1,300	0.04%
9	Name : C.S. Loganathan						
	At the beginning of the year			1,020	0.03%	1,020	0.03%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			1,020	0.03%	1,020	0.03%
10	Name : Establishment Textile De						
	At the beginning of the year			1,000	0.03%	1,000	0.03%
	Changes during the year				0.00%	-	0.00%
	At the end of the year			1,000	0.03%	1,000	0.03%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the Period		Cumulative Shareholding during the Period	
				No. of shares	% of total shares	No. of shares	% of total shares

**INDEBTEDNESS**

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

(Amt. Rs/Lac)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	8.47	1,693.00	-	
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total (i+ii+iii)	8.47	1,693.00	-	1,701.47
Change in Indebtedness during the financial year				
* Addition	-	400.00	-	400.00
* Reduction	(1.25)	-	-	(1.25)
Net Change			-	398.75
Indebtedness at the end of the financial year				
i) Principal Amount	7.22	2,093.00	-	2,100.22
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not	-	-	-	-
Total (i+ii+iii)	7.22	2,093.00	-	2,100.22

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

SN.	Particulars of Remuneration	MD/WTD/ Manager		
	Name	LAKSHMAN GUGULLOTH		(Rs)
	Designation	Managing Director		
1	Gross salary	17,05,206.00		
	(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 section 17(3) Income- tax Act, 1961	-	-	
2	Stock Option	-	-	
3	Sweat Equity	-	-	
	Commission	-	-	
	- as % of profit	-	-	
4	- others, specify	-	-	
5	Others, please specify	-	-	
	Total (A)	17,05,206.00	-	17,05,206.00
	Ceiling as per the Act			

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		ANTONY RAJU ALPHONSE	ABDULHAQUE CHAKKRY	KURIAKOSE EAPPEN	(Rs/Lac)
1	Independent Directors			-	
	Fee for attending board committee		-	-	-
	Commission		-	-	-
	Others, please specify		-	-	-
	Total (1)	-	-	-	



2	Other Directors				
	Fee for attending board committee				
	Commission				
	Others, please specify	5.06	0.19	0.19	
	Total (2)	5.06	0.19	0.19	
	Total (B)=(1+2)	5.06	0.19	0.19	
	Total Managerial Remuneration	5.06	0.19	0.19	5.44
	Overall Ceiling as per the Act				
SN.	Particulars of Remuneration	Name of Directors			Total Amount
		SIVADASAN BHARGAVAN	IBRAHIMKUTTY	VELOO VALAPPIL VENUGOPALAN	(Rs/Lac)
1	Independent Directors			-	
	Fee for attending board committee		-	-	-
	Commission		-	-	-
	Others, please specify		-	-	-
	Total (1)	-	-	-	
2	Other Directors				
	Fee for attending board committee				
	Commission				
	Others, please specify	0.09	0.26	0.13	
	Total (2)	0.09	0.26	0.13	
	Total (B)=(1+2)	0.09	0.26	0.13	
	Total Managerial Remuneration	0.09	0.26	0.13	0.48
	Overall Ceiling as per the Act				
SN.	Particulars of Remuneration	Name of Directors			Total Amount
		NAZEER ISMAIL BUNGLOWPARAMBIL	RAVI MYNAGAPPALLY		(Rs/Lac)
1	Independent Directors			-	
	Fee for attending board committee		-	-	-
	Commission		-	-	-
	Others, please specify		-	-	-
	Total (1)	-	-	-	
2	Other Directors				
	Fee for attending board committee				
	Commission				
	Others, please specify	0.13	0.19		
	Total (2)	0.13	0.19	-	
	Total (B)=(1+2)	0.13	0.19	-	
	Total Managerial Remuneration	0.13	0.19		0.32
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	LOVELY ANDREWS	SAJI AVIYIL JOSEPH		(Rs.)
	Designation	CEO	CFO	CS	
1	Gross salary	NIL	4,21,539.00	7,88,936.00	12,10,475.00
	(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-				-
	(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	-	4,21,539.00	7,88,936.00	12,10,475.00

Vii. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			
B. DIRECTORS					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			
C. OTHER OFFICERS IN DEFAULT					
Penalty		NIL			
Punishment		NIL			
Compounding		NIL			

Place: Kottayam

Date: 04/02/2019

For and On behalf of the Board of Directors

Dr FEBI VARGHESE
Chairman & Managing Director
DIN : 00471226

SAJI A.J
Company Secretary
PAN: AJXPJ1560G



Independent Auditor's Report

To
The Members of
The Travancore Cements Limited
Nattakom, Kottayam
Report on the Financial Statements

We have audited the accompanying Standalone financial statements of ***The Travancore Cements Limited, Kottayam- 686013("the Company")*** which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information for the year then ended.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable



assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place 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 Standalone financial statements

Basis for Qualified opinion

- 1. It is informed that the management is in the process of identifying obsolete, damaged and scrapped fixed assets and the disclosures as required as per Accounting Standard – 28 (Impairment of Assets) have not been made. Provision for such items identified is to be made.**
- 2. The inventory of general stores, building materials, spare parts etc includes non-moving and obsolete items. Adequate provision for the loss has not been made.**
- 3. (a) It is informed that there is a shortage of 28 cents in the total area of 307 cents of land as per records in respect of landed property owned by the company at Thrikakara, Ernakulam, the market value of which is high.**
(b) There is a shortage of 23.640 cents of land in the total area of 202.640 cents owned at Vaikkom.
- 4. The Company has entered into a joint venture agreement with another company for the dredging and beautification works of Akkulam Lake awarded Government of Kerala. The share of profit or loss for the year ended up to 31st March, 2016 has not been ascertained and taken into account. The disclosures required as per Accounting Standard – 27 (Financial Reporting of interest in Joint ventures) have not been made.**



Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the “Basis for Qualified Opinion” paragraph above, which could not be quantified, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2016, and its loss and its cash flows for the year ended on that date.

Emphasis of Matters

- a) The software package in use is to be upgraded/substituted and it is suggested that a system audit may be conducted in order to ensure the efficiency of the software.
- b) The company has incurred an accumulated loss of Rs 46.82 Crores and the share capital is Rs 2.71 Crores. This indicates the existence of uncertainty to continue as a going concern

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the “**AnnexureA**” a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by the sub-section (5) of section 143 of Companies Act 2013, we give in the “**AnnexureB**”, a statement on the directions issued by the Comptroller and Auditor General of India, the action taken thereon and its impact on the accounts and financial statement of the company.
3. 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. Except for the effects of matters described in the basis for “Qualified opinion” paragraph, above in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. Except for the effects of matters described in the basis for “Qualified opinion” paragraph, in our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **“Annexure C”**.
- 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 pending litigations, which would impact the financial position of the company as mentioned in the disclosure under Accounting Standards (Accounting Standard 29 - Provisions, Contingent Liabilities and Contingent Assets) mainly
 - a) Demand raised by Income Tax Department for Rs 23.31 lakhs
 - b) Demand for interest and penalty by central excise, customs and Service Tax department for Rs 174.03 lakhs
 - c) Sale Tax demand of Rs.17.27 lakhs.



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

(Sd/-)

M.P. Ittyrah (Mem. No.018483),
Partner, M/s. MENON & MENON,
Chartered Accountants,
2nd Floor, Manchu Complex,
P.T. Usha Road, KOCHI – 682 011

Place: Ernakulam
Date: 04/02/2019

**“Annexure A” to the Independent Auditors’ Report**

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- (i) (a) The company has kept the details of fixed assets. However no proper register is maintained incorporating the full particulars.
- (b) It is reported that the company has conducted physical verification of fixed assets and is in the process of identifying the obsolete, damaged and scrapped items.
- (c) The title deeds of immovable properties are held in the name of the company. It is reported that shortage in the total area of land on measurement is seen. (Refer Auditor’s Report).
- (ii) Physical verification of inventory has been conducted at reasonable intervals by the management. The company is maintaining proper records of inventory. Provision for the shortages noticed on the physical verification have been made. However the obsolete, damaged and scrapped items especially in respect of general store building materials, spare parts etc. have not been identified and the same has not been properly dealt with in the books of accounts.
- (iii) On the basis of information and explanations given by the management, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, (iii) (a), (b) and (c) of the Companies (Auditor’s Report) Order, 2016 are not applicable to the Company for the year.
- (iv) On the basis of information and explanations given by the management, in respect of loans, investments, guarantees and security, provisions of Sections 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) The Company has not accepted deposits covered by the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act and rules framed thereunder.
- (vi) It is informed that the maintenance of cost records has been specified by the Central Government under the sub-section 148 of the Companies Act 2013. Based on our examination of the records, we are of the opinion that the company has not maintained cost records.



(vii) (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities.

(b) The details of dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess not deposited on account of dispute are as under

Nature of Statute	Period to which dispute relates (Assessment Year)	Amount Disputed (in lakhs)	Forum where dispute is pending
a) Income Tax	2000-01	Rs 23.31	Commissioner of Income Tax (Appeals)
b) Service Tax	2010-11 and 2011-12	Rs 174.03	The company has filed an appeal before the Appellate Tribunal
c) Sales Tax	1996-97 to 1998-99 2005-06	Rs 13.81 Rs 3.45	Deputy Commissioner (Appeals)

(viii) The company has not defaulted in repayment of dues to financial institution or bank or debenture holders. The company has not repaid the loan amount and interest on loans taken from Government of Kerala. The period of loan is 5 years. The company has taken loan on various dates from 15-09-2010. Repayment of loan shall commence on the first anniversary of the withdrawal of loan. The details of default are as under.

Loan from Government of Kerala Purpose	Rate of Interest	Principal	Principal in default In lakhs	Interest in lakhs
01) 15-09-2010 Working Capital	14.5 %	150 lakhs	150.00	130.42
02) 23-12-2010 Working Capital	14.5 %	100 lakhs	100.00	82.14
03) 17-04-2012 Working Capital	13.5 %	300 lakhs	206.25	164.14
04) 21-03-2013 Working Capital	13.5 %	300 lakhs	150.00	126.71
05) 31-03-2014 Investment	11.5%	150 lakhs	37.5	35.08
06) 22-03-2014 Investment	11.5%	250 lakhs	62.50	59.26
07) 22-03-2014 Working Capital	13.5%	43 lakhs	10.75	11.94
08) 02-03-2015 Working Capital	13.5%	160 lakhs		- 23.31
09) 27-03-2015 Working Capital	13.5%	240 lakhs		- 32.76
10) 30-11-2015 Working Capital	13.5%	200 lakhs		- 10.11
11) 20-02-2016 Working Capital	13.5%	200 lakhs		- 2.80
Total lakhs		2093	717.00	678.67



(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans from financial institutions and bank. The loan taken from Government of Kerala was for working capital requirement.

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

(xi) The Managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule – V - to the Companies Act 2013.

xii) The Company is not a Nidhi Company.

xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

xv) The Company has not entered into any non cash transactions with directors or persons connected with him.

xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India 1934.

(Sd/-)

M.P. Ittyrah (Mem. No.018483),
Partner, M/s. MENON & MENON,
Chartered Accountants,
2nd Floor, Manchu Complex,
P.T. Usha Road, KOCHI – 682 011

Place: Ernakulam

Date: 04/02/2019



ANNEXURE - B

The Travancore Cements Limited, Kottayam- 686013

Directions under sub-section (5) of section 143 of the Companies Act, 2013 - For the year 2015-16

GENERAL

1. If the Company has been selected for disinvestment, a complete status report in terms of valuation of Assets (including intangible asset and land) and Liabilities (including committed & General Reserves) may be examined, including the mode and present stage of disinvestment process.

Not Applicable.

2. To report whether there are any cases of waiver/write off of debts/loans/interest etc., if yes, the reasons thereof, and the amount involved.

There are no cases of waivers of debts/loans/interest etc.

3. Whether proper records are maintained for inventories lying with third parties & assets received as gift from Government or other authorities?

Proper records are maintained for inventories lying with third parties. No assets have been received as gift from Government or other authorities.

4. A report on age-wise analysis of pending legal/ arbitration cases, including the reason of pendency and existence/ effectiveness of a monitoring mechanism for expenditure on all legal cases (foreign and local) may be given.

Details of pending legal/arbitration cases are as follows:-

Nature of Statute	Period to which dispute relates	Amount Disputed (in lakhs)	Forum where dispute is pending
a) Income Tax	2000-01	Rs 23.31	Commissioner of Income Tax (Appeals)
b) Service Tax	2010-11 and 2011-12	Rs 174.03	The company has filed an appeal before the Appellate Tribunal



c) Sales Tax	1996-97	Rs 13.81	Deputy Commissioner (Appeals)
	to 1998-99		
	2005-06	Rs 3.45	

MANUFACTURING SECTOR

- Whether the Company's pricing policy absorbs all fixed and variable cost of production as well as the allocation of overheads?

The pricing policy does not absorb all fixed and variable costs of production as well as allocation of overhead.

- Whether the company has utilized the Government assistance for technology up gradation/ modernization of its manufacturing process and timely submitted the utilization certificates.

The company has received loans for capital projects/working capital. However, there is diversion of funds received for capital projects, Further, the capital projects have not been completed.

- Whether the company has fixed norms for normal losses and a system for evaluation of abnormal losses or for remedial action is in existence.

The company has no fixed norms for normal losses. It also does not have a system for evaluation of abnormal losses or for remedial action.

- What is the system of valuation of by-products and finished products? List out the cases of deviation from declared policy.

There are no by-products. Finished products have been valued at lower of cost or net realizable value. Cost of materials consumed has been arrived at by adopting average cost method and not on weighted average cost method prescribed by Accounting Standard 2 of Institute of Chartered Accountants of India. However the effect of the same is not material.

- Whether the effect of deteriorated stores and spares of closed units been properly accounted for in the books.

The effect of deteriorated stores and spares of idle manufacturing units have not been properly accounted. Such items should be identified and necessary entries should be passed.

- Whether the company has an effective system for physical verification, valuation of stock, treatment of non-moving items and accounting the effect of shortage/excess noticed during physical verification.



The company has an effective system of physical verification of raw materials and finished goods. General stores, building materials, spare parts etc. includes non-moving obsolete items. This has not been identified and adequate provisions has not been made.

7. State the extent of utilization of plant and machinery during the year vis-à-vis installed capacity.

It was informed that the installed capacity is as follows:-

INSTALLED AND LICENCES CAPACITY

- | | |
|----------------------------------|--|
| a) 1. Installed capacity | 50,800 tonnes of Grey Cement or
30,000 tonnes of White Cement per annum
1,050 tonnes of Cement Paint per annum |
| 2. Licensed Capacity | 50,800 tonnes of cement per annum |
| 3. Capacity registered with DGTD | 6,000 tonnes of Cement Paint per annum |
| b) Actual Production | |

Current year in (MT)

- | | |
|-------------------|-------|
| (i) White Cement | 14407 |
| (ii) Cement Paint | 36 |
| (iii) Wall Putty | 338 |

8. Report on the cases of discounts or commission in regard to debtors and creditors where the company has deviated from its laid down policy.

The company has laid down policies from time to time for discounts/commissions with regard to debtors, and we have not noticed any deviation from laid down policies.

**OTHERS**

1. Examine the system of effective utilization of loans/ Grant-in-Aid/Subsidy. List the cases of deviation of funds.

The company has taken loan from the government of Kerala and the total loan received up to 31.3.16 amounts to Rs.20.93 crores. Most of the loan amounts was utilized for working capital.

2. Examine the cost benefit analysis of major capital expenditure/ expansion including IRR and payback period.
3. ***During the year there is no major capital expenditure/ expansion***

If the audited entity has computerized its operations or part of it, assess and report, how much of the data in the company is in electronic format, which of the areas such as accounting, sales personnel information, payroll, inventory etc. have been computerized and whether the company has evolved proper security policy for the data/software/hardware?

The company has computerized its operations except stock records for raw materials and finished goods. The software package in use is to be up graded/ replaced. We also suggest that a system audit may be conducted in order to ensure the reliability and effectiveness of the system controls of the software.



“Annexure C” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of *The Travancore Cements Limited, Kottayam- 686013*

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

We have audited the internal financial controls over financial reporting of The Travancore Cements Limited, Kottayam- 686013 (“the Company”) as of March 31, 2016 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 internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and



evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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's internal financial controls system over financial reporting is inadequate for the period ended 31st march, 2016, 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. According to the information and explanations given to us and based on our Audit the following weaknesses have been identified as at march 31st 2016.

- a. Reconciliation of physical inventory with inventory records.
- b. Reconciliation of fixed assets with fixed asset register and identification of impaired assets.
- c. Timely recording of transactions

(Sd/-)

M.P. Ittyrah (Mem. No.018483),
Partner, M/s. MENON & MENON,
Chartered Accountants,
2nd Floor, Manchu Complex,
P.T. Usha Road, KOCHI – 682 011

Place: Ernakulam
Date: 04/02/2019

**The Travancore Cements Limited****Nattakom, Kottayam-686013 (CIN U26941KL1946SGC001213)****Balance Sheet as at 31st March, 2016****(Amount in Rs.)**

Particulars	Note No	31st March, 2016	31st March, 2015
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	27,087,420	27,087,420
(b) Reserves and surplus	2	-468,154,611	-359,306,515
(c) Money received against share warrants			-
2 Share application money pending allotment			
3 Non-current liabilities			
(a) Long-term borrowings	3	209,300,000	169,300,000
(b) Deferred tax liabilities (Net)			-
(c) Other Long term liabilities	4	598,241	722,241
(d) Long-term provisions			-
4 Current liabilities			
(a) Short-term borrowings	5	66,148,444	14,858,844
(b) Trade payables	6	29,375,133	56,176,855
(c) Other current liabilities	7	277,945,581	264,996,347
(d) Short-term provisions	8	21,825,397	19,760,056
TOTAL		164,125,604	193,595,248
II. ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	11,493,445	13,556,586
(ii) Capital work in Progress		10,629,033	-
(b) Non-current investments	10	3,062,502	2,664,718
(c) Other Non-Current Assets	11	3,361,356	8,153,800
(d) Long-term Loans & Advances	12	Nil	Nil
2 Current assets			
(a) Inventories	13	51,531,951	56,222,074
(b) Trade receivables	14	4,324,455	3,541,717
(c) Cash and cash equivalents	15	54,380,627	84,468,911
(d) Short-term loans and advances	16	25,342,235	24,987,442
(e) Other current assets			
TOTAL		164,125,604	193,595,248

See accompanying notes to the financial statements

For and on behalf of the Board

(Sd/-) SENIOR MANAGER (FINANCE)
(Sd/-) COMPANY SECRETARY
(Sd/-) CHAIRMAN AND MANAGING DIRECTOR

As per our report of even date

For MENON & MENON,
Chartered Accountants,
(Sd/-)
M.P. Ittyrah (Mem.No.018483),
Partner



The Travancore Cements Limited

Nattakom, Kottayam-686013 (CIN U26941KL1946SGC001213)

Statement of Profit and Loss for the year ended 31st March, 2016

		(Amount in `)		
Particulars		Not e	31st March, 2016	31st March, 2015
I.	Revenue from operations	17	271252864	290,057,771
II.	Other income	18	15994178	4,214,121
III.	Total Revenue (I + II)		287247042	294,271,892
IV.	Expenses:			
	Cost of Materials Consumed	19	185589100	137,676,201
	Change in Inventories of Finished Goods, Work In Progress & Stock in Trade	20	3088454	(12260489)
	Employee benefits expense	21	122788903	126,294,301
	Finance Cost	22	25124642	21,201,014
	Depreciation and amortization expenses		2554459	4,642,253
	Other expenses	23	63876026	127,412,559
	Total expenses		403021585	404,965,840
V.	Profit before exceptional and extraordinary items and tax (III-IV)		(115774543)	(110693947)
VI.	Exceptional items : Expenditure (+)/ Income (-)	24	(6926447)	39,863,891
VII.	Profit before extraordinary items and tax (V-VI)		(108848096)	(150557838)
VIII.	Extraordinary Items		0	0
IX.	Profit before tax (VII-VIII)		(108848096)	(150557838)
X	Tax expense:			
	(i) Current tax		0	0
	(iii) Deferred tax		0	0
	Total Taxes		0	0
XI	Profit (Loss) for the period from Continuing operations (VII-VIII)		(108848096)	(150557838)
XII	Profit (Loss) for the period from Discontinuing operations		0	0
XIII	Tax expense of discontinuing operations		0	0
XIV	Profit (Loss) from Discontinuing operations (after tax) (XII-XIII)		0	0
XV	Profit (Loss) for the period (XI+XIV)		(108848096)	(150557838)
XVI	Earnings per equity share:			
	Profit after Tax		(108848096)	(150557838)
	No. of equity Shares of Rs.10/- each		2708742	2,708,742
	Basic		(40)	(56)
	Diluted		(40)	(56)

See accompanying notes to financial statements

For and behalf of the Board

(Sd/-) SENIOR MANAGER (FINANCE)
(Sd/-) COMPANY SECRETARY
(Sd/-) CHAIRMAN AND MANAGING DIRECTOR

As per our report of even date

For MENON & MENON,
Chartered Accountants,
(Sd/-)
M.P. Ittyrah (Mem.No.018483),
Partner



The Travancore Cements Limited
Nattakom, Kottayam-686013
Cash Flow Statement for the year ended 31.03.2016.

(Amount in `)

	For the year ended 31.03.2016		For the year ended 31.03.2015	
A. CASH FLOW FROM OPERATING ACTIVITIES				
NET PROFIT BEFORE TAX		(108,848,096)		(150,557,838)
<i>Adjustments for:</i>				
Profit/Loss on sale of Assets	(33,141)		(437,588)	
Depreciation	2,554,459		4,642,253	
Amortisation of Share issue expenses	-	2,521,318	50,000	4,254,665
		(106,326,778)		(146,303,173)
Operating Profit before working capital changes				
<i>Adjustments for :</i>				
Decrease/Increase in Inventories	4,690,122		40,614,542	
Decrease in Trade receivables	(782,738)		(1,322,267)	
Increase in Other Non-Current Assets	4,792,445		(8,153,800)	
Increase in Long -Term Loans & Advances	-		-	
Increase in Short -Term Loans & Advances	(354,793)		8,017,471	
Decrease/Increase in Other Current Liabilities	12,949,233		167,112,900	
Decrease in Short-term borrowings	51,289,600		(129,275)	
Decrease/Increase in Trade payables	(26,801,723)		(105,397,371)	
Increase in Short Term Provisions	2,065,341		1,066,589	
Increase in Other Long term liabilities	(124,000)	47,723,488	722,241	102,531,030
Cash generated from operations		(58,603,290)		(43,772,143)
Taxes paid		0		-
Cash flow before extraordinary/prior period items		(58,603,290)		(43,772,143)
Extraordinary/Prior period items		0		-
NET CASH FLOW USED IN OPERATING ACTIVITIES (A)		(58,603,290)		(43,772,143)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets/addition to CWIP		514,893		(4,833,436)
Sale of Fixed Assets		-		456,692
NET CASH FLOW USED IN INVESTING ACTIVITIES (B)		514,893		(4,376,744)
Interest Received		0		0
C. CASH FLOW FROM FINANCING ACTIVITIES				
<i>Issue of share capital</i>				
Increase in Long Term Borrowings		40,000,000		40,000,000
Share issue expenses		0		0
NET CASH INFLOW FROM FINANCING ACTIVITIES (C)		40,000,000		40,000,000
Net increase in cash and cash equivalents (A+B+C)		(30,088,284)		(7,913,607)
Cash and cash equivalents at beginning of period		84,468,911		92,382,518
Cash and cash equivalents at end of period		54,380,627		84,468,911

Notes:

- The cash flow Statement has been prepared under the indirect method as set out in the Accounting Standard, AS-3: Cash Flow Statements issued by the Institute of Chartered Accountants of India.

For and behalf of the Board

(Sd/-) SENIOR MANAGER (FINANCE)
(Sd/-) COMPANY SECRETARY
(Sd/-) CHAIRMAN AND MANAGING DIRECTOR

As per our report of even date

For MENON & MENON,
Chartered Accountants,
(Sd/-)
M.P. Ittyrah (Mem.No.018483),
Partner



Note-9 FIXED ASSETS											(Amount in `)		
SR.	DESCRIPTION	Rate %	GROSS BLOCK			TOTAL COST AS AT 31.03.2016	DEPRECIATION		TOTAL DEPRE. AS AT 31.3.2016	NET BLOCK			
			COST AS ON 01.04.2015	Additions DURING THE YEAR	Deductions / Adjustments		DEPRECIATION Upto 01.04.2015	For the year Adjustments		AS AT 31.03.2016	AS AT 31.03.2015		
Tangible Assets:													
1	Land- Free Hold	0	1,699,534	-	-	1,699,534	-	-	-	1,699,534	1,699,534		
2	Trees on leasehold land		2,505	-	-	2,505	2,504	-	2,504	1	1		
3	Factory Building	10&5	11,297,183	-	-	11,297,183	10,557,502	76,413	10,633,915	663,268	739,680		
4	Residential building	5	7,246,321	-	-	7,246,321	6,271,631	355,027	6,626,658	619,663	974,690		
5	Plant & Machinery	27.82	23,322,069	-	-	23,322,069	22,620,510	110,361	22,730,871	591,198	701,558		
6	Other Machinery/Office equipments	13.91&40	2,347,694	406,770	-	2,754,464	1,893,741	362,999	2,256,740	497,724	453,953		
7	Electrical installations	13.91	8,276,856	-	-	8,276,856	5,594,331	468,008	6,062,339	2,214,517	2,682,525		
8	Vehicles	30&25.89	4,523,299	-	471,500	4,051,799	2,116,597	724,781	2,393,453	1,658,346	2,406,702		
9	Earth Moving Machinery	30	4,062,126	-	-	4,062,126	2,777,139	215,868	2,993,007	1,069,119	1,284,988		
10	Laboratory equipment	27.82	763,278	-	-	763,278	740,468	5,606	746,074	17,204	22,811		
11	Dredger,boats and Barges	19.8	5,397,981	-	-	5,397,981	4,236,358	213,186	4,449,544	948,437	1,161,623		
12	Cutter Suction dredger	19.8	27,094,744	-	-	27,094,744	25,740,007	-	25,740,007	1,354,737	1,354,737		
13	Furniture & Fittings	91.18.1&	2,420,981	108,123	-	2,529,104	2,347,198	22,210	2,369,408	159,696	73,783		
14	Library Books		7,217	-	-	7,217	7,216	-	7,216	1	1		
TOTAL			98,461,787	514,893	471,500	98,505,180	84,905,201	2,554,459	87,011,735	11,493,445	13,556,586		
Previous Years Figures			95,619,050	4,833,436	1,990,699	98,461,787	82,234,543	4,642,253	84,905,201	13,556,586	13,384,508		
Capital work in progress			-	10,629,033	-	10,629,033	-	-	-	10,629,033			
Senior Manager(Finance)											Chairman & Managing Director		
(sd/-)			(sd/-)			(sd/-)							

**B - NOTES FORMING PART OF ACCOUNTS****Note -1****SHARE CAPITAL**

(Amount in `)

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
-Authorised		
6000000 Equity Shares of Rs. 10/- each	60000000.00	60000000
Previous Year : 6000000 Equity Shares of Rs.10/- each]		
-Issued, Subscribed and Paid up	27087420.00	27087420
* 2708742 Equity Shares of Rs.10/- each fully paid-up.		
[Previous Year : 2708742 Equity Shares of Rs.10/- each]		
TOTAL	27087420.00	27087420

Note 1.1

- a) Company has not issued any shares during the year
- b) Only Equity shares have been issued by the Company and the share holders are entitled to one vote per share
- c) All the share holders have equal rights in dividends
- d) Particulars of share holding more than 5% of share

	As at 31.03.2016	As at 31.03.2015
1) Government of Kerala 91% (Equity shares of Rs.10 each	2,465,387	2,465,387

Note-2**RESERVES AND SURPLUS**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Reserve		
Capital Reserve	31704359.18	31704359
Surplus		
In Statement of Profit & Loss		
Loss brought forward from previous Year	(391010874.19)	(240453036)
Add current year's loss	(108848095.87)	(150557838)
	(499858970.06)	(391010874)
Miscellaneous Expenditure	0	0
TOTAL	(468154610.88)	(359306515)

Note-3**LONG TERM BORROWINGS**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
- Unsecured		
Loans & Advance from Related Parties:-		
Govt of Kerala	209300000.00	169300000
TOTAL	209300000.00	169300000

1 The period of loan is 5 years. The Company has taken loans on various dates from 15-09-2010

2 Repayment of loan shall commence on the first anniversary of the withdrawal of loan.

3 Loan shall be repaid in equal quarterly installments along with interest.

4 In case of default, penal interest @ 2.5% per annum shall be charged in addition to the normal rate of interest.

5 Details of Term loan & the period of continuing default of principal and interest



Loan taken on	Purpose	Rate of Interest	Principal	Principal in default (Rs. In lakhs)	Interest in default (Rs. In lakhs)
01) 15-09-2010	Working Capital	14.5 %	150 la	150.00	130.42
02) 23-12-2010	Working Capital	14.5 %	100 la	100.00	82.14
03) 17-04-2012	Working Capital	13.5 %	300 la	206.25	164.14
04) 21-03-2013	Working Capital	13.5 %	300 la	150.00	126.71
05) 31-03-2014	Investment	11.5%	150 l	37.50	35.08
06) 22-03-2014	Investment	11.5%	250 l	62.50	59.26
07) 22-03-2014	Working Capital	13.5%	43 la	10.75	11.94
08) 02-03-2015	Working Capital	13.5%	160 la	-	23.31
09) 27-03-2015	Working Capital	13.5%	240 la	-	32.76
10) 30-11-2015	Working Capital	13.5%	200 la	-	10.11
11) 20-02-2016	Working Capital	13.5%	200 la	-	2.80
Total			20	717.00	678.67

Note-4

OTHER LONG TERM LIABILITIES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Others : HDFC Bank Vehicle loan (Ref. Note 7.a)	598240.93	722241
TOTAL	598240.93	722241

Note-5

SHORT TERM BORROWINGS - Unsecured

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Security Deposit from Stockist & Contractors	66148444.00	14858844
TOTAL	66148444.00	14858844

Note-6

TRADE PAYABLES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
For Goods Purchased (The details of suppliers covered in terms of Sec. 16 of The Micro, Small & Medium Enterprises Development Act, 2006 are not available)	29375132.51	56176855
TOTAL	29375132.51	56176855

Note-7

OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
a) Current maturities on long term debts (Ref. Note 4)	124000.00	124,759
b) Other liabilities	127652563.10	119786627
c) Interest accrued and due on Government Loan	67868250.00	49670055
d) Advance against supply of Cement & Cement paint	82072044.33	95414908
e) Oruiental Bank of Commerce	228723.45	
TOTAL	277945580.88	264996347



Note-8		
SHORT TERM PROVISIONS		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Provision for Employee Benefits:- Leave encashment	21825397.00	19760056
TOTAL	21825397.00	19760056
Note-10		
NON-CURRENT INVESTMENTS		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Investment in 500 B Class Shares of Rs 100/- each in TCE,Co-operative Bank LTD No-K-234	50000.00	50,000
Investment in Joint Venture (Akkulam Project)	3012502.00	2,614,718
Total	3062502.00	2,664,718
Note-11		
OTHER NON-CURRENT ASSETS		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
With Banks	2,806,355.60	7,598,800
With District Treasury	555,000.00	555,000
TOTAL	3,361,355.60	8,153,800
Deposit receipts are given as Security for Bank Guarantees issued by Bankers		
Note-12		
LONG TERM LOANS & ADVANCES		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Secured considered good	Nil	Nil
UnSecured considered good	Nil	Nil
Doubtful	Nil	Nil
Less : Allowance for bad and doubtful debts	Nil	Nil
TOTAL	-	-
Note-13		
INVENTORIES		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
a) Rawmaterials	22341410.25	28024872
b) work in progress	21725228.77	21726821
c) Finished goods	11641856.90	14728719
d) Stores & Spares	35575367.39	31669757
e) Loose Tools	362312.08	186129
Sub Total	91646175.39	96336298
Less: Provision for Shortage in Shell & Clinker	39863891.00	39863891
Less: Provision for Shortage in Stores & Spares	250333.00	250333
TOTAL	51531951.39	56222074
Raw Materials have been valued at average cost. Work in Progress has been valued at cost.		
Finished goods has been valued at lower of cost or net realizable value		
Stores & Spares and Loose Tools have been valued at cost		



Note-14

TRADE RECEIVABLES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Outstanding for a period exceeding six months from the date they are due for payment		
Good	106074.00	1894490
Doubtful	1782284.00	1782284
Less provision	1782284.00	1782284
Other debts	4218380.94	1647227
TOTAL	4324454.94	3,541,717

Note-15

CASH AND CASH EQUIVALENTS

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
-Cash and Cash Equivalents		
Cash on Hand	82017.00	128129
Balance with Banks		
: In Current Accounts	18116054.91	5060121
: In Fixed Deposit with less than 12 months maturity period	35915542.80	78205000
With Treasury Savings Bank Account	1189.00	127283
With TCE Co-op Bank LTD-K-234	265823.70	948379
TOTAL	54380627.41	84468911

Fixed Deposit Receipts for Rs.35915542.80 have been given as security for letter of Credit & Bank Gurantee issued

Note-16

SHORT TERM LOANS AND ADVANCES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
a) Unsecured considered good		
Advance to Suppliers	5938048.44	4087941
Income Tax advance	839551.00	839551
Staff advances	4746904.56	5100997
Deposits	3952983.00	4010983
Suspenses & sales Tax advance	65066.42	720972
Interest Receivable	1086301.93	1054774
Excise duty receivable	755876.00	1173764
Excise Duty paid on Goods Transfer	0.00	19924
Sales tax receivable	226479.00	3507
Income tax receivable	1594698.75	1248624
prepaid expenses	310279.00	335205
Rent receivable	650.00	650
Service Tax receivable - akkulam	5825397.00	6118737
P F Contribution Receivable	0.00	33996
T C E Co -operative Bank ltd K234	0.00	224646
LIC Premium Col. Payable	0.00	2262
Service Tax Col. Payable	0.00	10910
b) Unsecured considered Doubtful		
Advance to Suppliers	1204010.00	1204010
Less provision for Doubt full advances	1204010.00	1204010
TOTAL	25342235.10	24987442

**Note-17****REVENUE FROM OPERATION**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
<i>Sale of Products</i>		
White Cement	298291656.00	321325232.00
Wall Putty	6153729.00	3078674.00
Cement Paint	1138747.00	1543670.00
Emulsion Paint	0.00	2782.00
Less Excise Duty	34331268.00	35892587.00
TOTAL	271252864.00	290057771.00

Note-18**OTHER INCOME**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Rent	120866.00	102675
Miscellaneous Income	1792799.00	943738
Project Income : Thottapally Harbour Project	9550751.00	0.00
Profit on sale of assets	33141.00	437588
Interest on Fixed deposit with Banks	4496621.17	2730120
TOTAL	15994178.17	4214121

Note-19**COST OF MATERIAL CONSUMED**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Opening Stock	28024871.70	47883208
Add: Purchases	179905639.00	117817865
Less : Closing Stock	22341410.25	28024872
Raw Materials' Consumption	185589100.45	137676201
TOTAL	185589100.45	137676201

See Note 28 for break up of consumption

Note-20**INCREASE/DECREASE IN STOCK**

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Opening Stock		
Finished Goods	14728718.88	5247217
Work in Progress	21726821.00	18947834
Total	36455539.88	24195051
Closing Stock		
Finished Goods	11641856.90	14728719
Work in Progress	21725228.77	21726821
Total	33367085.67	36455540
(Increase)/Decrease in stock	3088454.20	(12260489)



Note-21

EMPLOYEE BENEFITS EXPENSES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Salaries & Wages	108080875.68	100949296
Contribution to Provident & Other Funds	9622402.00	21007935
Staff Welfare Expenses	5085625.40	4337070
TOTAL	122788903.08	126294301

Salaries & Wages include Rs.1705206.00 paid as Remuneration to Managing Director

Note-22

FINANCE COSTS

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Interest Expense		
Interest on Government Loans	25124642.00	21201014
TOTAL	25124642.00	21201014

Note-23

OTHER EXPENSES

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Consumptions of Store and Spares	2516742.00	8955163
Power and Fuels	10749911.00	81862930
Repairs To - Buildings	106819.00	98487
- Machinery	4475739.00	6123235
Packing Materials	6189117.00	6876532
Discounts	15552906.00	10831792
Selling & Distribution Expenses	8136509.00	4747959
Rent	123749.00	138709
Insurance	473968.00	445558
Rates and Taxes	447523.00	658445
Advertisement & Publicity	858094.00	586295
Printing & Stationery	167292.00	165334
Vehicle Maintenance	583921.00	529630
Postage,telegram & Telephone	293693.00	254522
Travelling expenses	986721.00	590707
Bank Charges	29958.23	39913
Legal Charges	109325.00	187211
Professional Charges :		
: For Consultant Services	610667.00	9314
: For Internal Audit	45225.00	51525
: For Other Services	72827.00	74473
: Expenses reimbursed	70547.00	3700
Payments to Auditors : As Auditor	125625.00	143125
Directors Sitting Fees & Travelling Exp.	146072.00	115348
Honorarium to Chairman	220000.00	240000
Misllaneous Expenditure Written off	0.00	50000
Losses on sale of fixed assets	0.00	0
Bad debts provided	0.00	0
Corporate Social Responsibility Exp.	20247.00	0
Project Expenses- Thottappaly Project&Lower Periyar	9006877.00	48477
Other Interest Paid	1877726.08	2100267
Other Expenses	654649.00	397098
TOTAL	64652449.31	126325749
Less Decrease(-)/Add Increase in Excsie Duty on stock	-776423.00	1086810
NET AMOUNT	63876026.31	127412559


Note 24
Exceptional Items

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Expenditure		
a) Provision for Shortage in Stock		
i) Limeshell	Nil	19123457
ii) Clinker	Nil	20740434
TOTAL	Nil	39863891
Income		
b) Excess provision revrsed	6926447.00	0
TOTAL	6926447.00	0

SUB SCHEDULES FOR NOTES

To Note-1	(Amount in `)			
- Reconciliation of Shares outstanding at the beginning and at the end of the reporting period	As at March 31,2016		As at March 31,2015	
	Nos	Amt(Rs)	Nos	Amt(Rs)
Opening Share Capital at the beginning of the period	2708742	27,087,420.00	2708742	27087420
Add: Shares issued During the year	0	-	0	0
Add: Rights/Bonus Shares Issued	0	-	0	0
Total	2708742	27,087,420.00	2708742	27087420
Less: Buy back of Shares	0	-	0	0
Less : Reduction in Capital	0	-	0	0
Closing Share Capital at the end of the period	2708742	27,087,420.00	2708742	27087420

To Note-1				
-List of Share holders having 5% or more Shares (In Nos)				
Name Of Shareholders	As at March 31,2016		As at March 31,2015	
	Nos	Amt(Rs)	Nos	Amt(Rs)
Government of Kerala	2,465,387	91.02	2,465,387	91.02

To Note-2				
Particulars	As at March 31,2016		As at March 31,2015	
	Nos	Amt(Rs)	Nos	Amt(Rs)
Capital Reserve				
Grant from Govt of Kerala	25000000.00		25000000	
Reserve for Rehabilitation & Development	204359.18		204359	
Expansion Reserve	5000000.00		5000000	
Investment subsidy Reserve	1500000.00	31704359.18	1500000	31704359
TOTAL		31704359.18		31704359



TO NOTE 3

Particulars	As at March 31,2016		As at March 31,2015	
	Nos	Amt(Rs)	Nos	Amt(Rs)
LONG TERM BORROWINGS				
-Secured	0	0	0	0
- Unsecured				
Loans & Advance from Related Parties:-				
Working Capital loan from Govt of Kerala	209300000.00		169300000	
Interest accrued on the above	67868250.00	277168250.00	49670055	218970055
TOTAL		277168250.00		218970055

TO NOTE 18 & 19

Particulars	As at March 31,2016		As at March 31,2015	
	Nos	Amt(Rs)	Nos	Amt(Rs)
COST OF MATERIAL CONSUMED				
Raw Materials' Consumption				
Stock at Commencement	28024871.70		47883208	
Add: Purchases	179905639.00		117817865	
	207930510.70		165701073	
Less : Stock at Close	22341410.25	185589100.45	28024872	137676201
Change in Stocks				
Stock at Commencement				
Work-in Process& finished goods		36455539.88		24195051
Less: Stock at Close				
Work-in Process& finished goods		33367085.67		36455540
Stock Decreased /(Increased) by		3088454.20		(12260489)
TOTAL		3088454.20		(12260489)



TO NOTE 7 b
OTHER LIABILITIES

Particulars	As at March 31,2016	As at March 31,2015
Contribution to PF receivable	0.00	0
Gratuity receivable	167504.00	441625
Suspense	0.00	383290
Outstanding Charges	14367715.00	10705151
Sales Tax payable	3670032.00	4760025
Bank Loan recoveries payable	157525.40	15213
Excise duty payable on Finished goods	887238.00	1663661
PF Collection payable	1692706.00	1629900
ESI Payable	12089.00	1485
LIC Premium Collection payable	140705.60	0
Salaries & Wages Payable	1088255.51	950963
TDS from Contractors/Professional payable	252685.00	135527
TCE Co op Bank LTD K 234	1108434.38	0
Housing loan recoveries payable	1164.00	1164
Employees welafare fund Collection payable	633383.37	1241324
Bonus/Festival allowence payable	2298980.00	911728
Kerala Construction Workers Welafare Fund	69691.00	69691
Professional Tax collection payable	0.00	1300
Face recoveries payable	5675.00	2900
Trade union recoveries payable	18025.00	0
Canteen recoveries Payable	3.60	5997
LIC-Group Gratuity Premium Payable	67688066.00	63712940
Sales tax deducted from contractors	4437.00	4437
Service Tax col. Payable	0.00	0
Lease Rent Payable	128454.00	107045
Customs Duty Payable	0.00	1638790
Kerala State Electricity Board	22496509.00	22881435
Kerala State Maritime Development Corpn.	10763283.00	8521033
Round off	2.24	1
Total	127652563.10	1196786627



To Note- 4 & 7 a

HDFC BANK LOAN

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Vechile loan : Less than one year	124,000.00	124759
Vechile loan : More than one year	598,240.93	722241
Total	722,240.93	847000

To Note- 17

EXCISE DUTY COLLECTED

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
Excise Duty on Sale of Products	34,331,268.00	35892587
Excise Duty on Products used for other purpose	-	209450
Sale of Scrap	57,313.00	58432
Total	34,388,581.00	36160469

To Note-21

EMPLOYEE BENEFITS

Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
a) Salaries, Wages, Bonus etc.		
BONUS	2,243,402.00	14,731.00
FESTIVAL ALLOWANCE	28,800.00	880,600.00
LEAVE SALARY	2,065,341.00	1,384,315.00
SALARIES & WAGES- C. PAINT	961,963.73	1,152,238.59
SALARIES & WAGES-GENERAL	46,302,823.98	27,377,057.62
SALARIES & WAGES-MANUFACTURING	16,692,729.20	18,750,555.97
SALARIES & WAGES-MEDICAL AID	344,711.90	520,082.41
SALARIES & WAGES-PACKING	3,552,070.90	3,769,604.12
SALARIES & WAGES-SHELL	-	12,704,843.14
SALARIES & WAGES - VEHICLE MAINTENANCE	1,630,819.55	1,772,126.07
SALARY - DEPOTS & REPS	3,832,827.70	3,194,821.18
SALARY - OFFICE	8,583,319.83	7,970,771.69
SALARY - SALES	842,562.26	827,982.18
SALARIES & WAGES - MACHINERY MAINTENANCE	19,294,297.63	19,762,982.31
WORK MEN COMPENSATION	-	14,697.00
SUBSISTANCE ALLOWANCE	-	-
REMUNARATION TO MANAGING DIRECTOR	1,705,206.00	851,888.00
Total	108,080,875.68	100,949,296.28
b) Contribution to Provident & Other Funds		
Gratuity	68,126.00	11,710,809.00
Contribution to Provident Fund	8,732,534.00	8,529,198.00
Contribution to ESI	51,205.00	26,375.00
Contribution to Kerala Labour Welfare Fund	5,408.00	5,632.00
GROUP INSURANCE PREMIUM	765,129.00	735,921.00
Total	9,622,402.00	21,007,935.00
C) Staff Welfare Expenses		
CANTEEN SUBSIDY	1,912,423.00	1,133,549.00
CONTRIBUTION TO WELFARE FUND	40,010.00	42,130.00
EMPLOYEES WELFARE EXPENSES	1,639,351.40	3,092,246.00
MEDICAL AID	1,441,327.00	69,145.00
WASTE & GARBAGE REMOVAL	52,514.00	-
Total	5,085,625.40	4,337,070.00
Grand Total	122,788,903.08	126,294,301.28



To Note-17		
REVENUE FROM OPERATIONS		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
<i>Sale of Products</i>		
White Cement Sales - HO	252519636.00	241760615.00
White Cement Sales - Depot	45772020.00	44181020.00
Cement Paint Sales	1138747.00	1373769.00
Emulsion Paint	0.00	2476.00
Wall Putty Sales - HO	6021779.00	2551912.00
Wall Putty Sales - Depot	131950.00	187979.00
Excise Duty	34331268.00	35892587.00
Total	339915400.00	325950358.00
To Note-18		
MISCELLANEOUS INCOME		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
a) Rent (Income)		
Rent Received - Other Source	113864.00	97970.00
Rent Received - Post Office Nattakom	7002.00	4705.00
Total	120866.00	102675.00
B) Sundry Income		
Misc. Income : Auction Sales	2101.00	0.00
Misc. Income : Hire Charges	1850.00	1100.00
Misc. Income : Others	1500.00	15500.00
Misc. Income : Project/internalship	374000.00	0.00
Misc. Income : RTI Act	1136.00	1802.00
Misc. Income : Sale of Sundry Items	913842.00	225497.00
Misc. Income : Scrap sales	498370.00	699839.00
Total	1792799.00	943738.00
c) Profit on Sale of Asset	33141.00	437588.00
d) Interest (Income)	4496621.17	2730120.39
e) Project Income	9550751.00	0.00
e) Prior period Income	0.00	0.00
	15994178.17	



To Note-22		
FINANCE COST & INTEREST PAID		
Particulars	As at 31.03.2016	As at 31.03.2015
	Rupees	Rupees
Interest to Government Loan	25124642.00	21201014.00
KSEB Dues	1452187.00	1467679.00
Stockist Deposits	205930.00	174600.00
Buyers Credit	144189.15	0.00
Others	75419.93	457988.00
Total	27002368.08	23301281.00
To Note-23		
Packing Materials		
Particulars	As at 31.03.2016	As at 31.03.2015
	Rupees	Rupees
PACKING MATERIALS * W. PUTTY * KTM.	307,345.00	174,538.00
PACKING MATERIALS * PAINT* KOTTAYAM	46,126.00	47,065.00
PAPER BAGS CONSUMED	5,835,646.00	6,654,929.00
		-
Total	6,189,117.00	6,876,532.00
To Note-23		
Discounts		
Particulars	As at 31.03.2016	As at 31.03.2015
	Rupees	Rupees
CASH DISCOUNT * C. PAINT	598,773.00	451,136.00
CASH DISCOUNT * W. CEMENT	613,347.00	621,460.00
DEALERS DISCOUNT	6,584,030.00	3,812,009.00
PROMOTIONAL DISCOUNT * W. CEMENT	4,178,704.00	3,222,102.00
SPECIAL DISCOUNTS * W.C	321,389.00	175,399.00
SPECIAL DISCOUNTS * C.P	184,091.00	44,720.00
SPECIAL TRADE DISCOUNT * C. PAINT	1,627.00	141.00
SPECIAL TRADE DISCOUNT * W. CEMENT	2,617,430.00	2,504,825.00
REGIONAL DISCOUNT - WHITE CEMENT	-	-
PAINTERS DISCOUNT COUPON	453,515.00	-
Total	15,552,906.00	10,831,792.00



To Note-23		
Other Selling Expenses		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
SELLING & DISTRIBUTION	7,875,340.00	4,725,212.00
SELLING EXP.* FREIGHT CH.* C.P	-	21,662.00
SELLING EXP.* FREIGHT CH.* W.C	-	1,085.00
C&F AGENTS COMMISSION	160,312.00	-
SERVICE TAX ON OUTWARD FREIGHT	100,857.00	68,674.00
Total	8,136,509.00	4,747,959.00
To Note-23		
Rent Paid		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
THANNERMUKKAM - DREDGING DIVISION	-	15,000.00
OTHERS - LEASE RENT	21,409.00	21,409.00
COIMBATORE SALES OFFICE	84,000.00	84,000.00
TVM. OFFICE	18,340.00	18,300.00
Total	123,749.00	138,709.00
To Note-23		
Rates & Taxes		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
RATES & TAXES - INSP. FEE-DREDGER,BOATS etc	4,285.00	35,957.00
RATES & TAXES -OTHERS	415,785.00	444,829.00
RATES & TAXES - KVAT/SALESTAX RENEWAL etc	3,668.00	3,050.00
RATES & TAXES -VEHICLE TAX	23,785.00	32,630.00
RATES & TAXES - WATER CESS	-	73,305.00
Total	447,523.00	589,771.00



To Note-23		
Advertisement & Publicity		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
ADVERTISEMENT * NEWSPAPERS	21,000.00	40,689.00
ADVERTISEMENT * SOUVENIRS & BANNERS	149,000.00	29,000.00
ADVERTISEMENT * NOTICES & TENDERS	688,094.00	516,606.00
ADVERTISEMENT - VISUAL MEDIA	-	-
Total	858,094.00	586,295.00
To Note-17		
Excise Duty		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
White Cement	33,510,846.00	40,689.00
Wall Putty	691,942.00	29,000.00
Cement Paint	128,480.00	516,606.00
Others	57,313.00	-
Total	34,388,581.00	586,295.00
INCREASE/DECREASE IN STOCK		
Particulars	As at 31.03.2016 Rupees	As at 31.03.2015 Rupees
White Cement	13615422.00	4258211
Cement in Process	21726821.00	18947834
Cement Paint	464147.00	504749
Aycrilic Emulsion Paint	423.00	3278
Wall Putty	469412.88	480979
Stock At Depots	179314.00	0
Total Opening Stock	36455539.88	24195051
White Cement	5328114.70	13615422
Cement in Process	21725228.77	21726821
Cement Paint	717042.00	464147
Aycrilic Emulsion Paint	423.00	423
Wall Putty	5596277.20	469413
Stock At Depots	0.00	179314
Total Closing Stock	33367085.67	36455540
(Increase)/Decrease in stock	3088454.20	(12260489)



**A- SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE FINANCIAL STATEMENTS FOR THE
FINANCIAL YEAR ENDED 31ST MARCH. 2016**

1. SIGNIFICANT ACCOUNTING POLICIES

a Basis of Accounting

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India. The Company has prepared these financial statements in accordance with the Accounting Standards specified under Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

b Use of Estimates

The presentation of financial statements in conformity with the generally accepted accounting principles require estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known /materialized.

c Revenue Recognition

Revenue on sale of goods is recognized when the significant risks and rewards of ownership of goods have been passed to the buyer. Other revenues are recognized on accrual basis.

d Fixed Assets

Fixed assets are stated at historical cost which includes taxes, duties, freight and other incidental expenses incurred for bringing the asset to the working condition required for their intended use, less depreciation.

e Depreciation/ Amortization

Depreciation on fixed assets is provided on written down value method at the rates prescribe in Schedule II to the Companies Act, 2013 over its useful life.

f Investments

Non Current Investments are stated at cost. Diminution in value, if any, which is not considered temporary in nature, is provided for.

g Inventories

Inventories are valued at lower of cost or net realizable value. Cost is arrived at on weighted average cost method.



h Employee Benefits

i. Defined Contribution Plans

The company has defined contribution plans for employees comprising of Provident Fund and Employee's State Insurance. The contributions paid/payable to these plans during the year are charged to the Statement of Profit and Loss for the year.

ii. Defined Benefit Plans(Gratuity -Funded)

The Company provides gratuity to the eligible employees under the Group Gratuity Scheme of Life Insurance Corporation of India.

iii. Long Term Employee Benefits

The Company has made provision for leave encashment benefit on the leave standing to the credit of each employee as on the date of balance sheet. Provision is made on estimation.

i Income Tax

Provision for current tax if any, is made as per the provisions of Income tax Act 1961. Deferred tax asset/liability, if any, and if substantial, appropriate provisions will be made in the accounts.

j Foreign Currency Transactions

The expenses and income in foreign exchange are accounted for at the rates prevailing on the date of transaction.

k Investment Subsidy

Investment subsidy received is treated as Capital Reserve.

l Earnings per share

Basic/ diluted earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares/ dilutive potential equity shares outstanding as at the end of the year as the case may be.

m Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the company has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates.

Contingent Liabilities are disclosed when the company has a possible obligation or a present obligation and it is probable that a cash flow will not be required to settle the obligation.

Contingent assets are neither recognized, nor disclosed in the accounts.

(Sd/-) SENIOR MANAGER (FINANCE)

(Sd/-) COMPANY SECRETARY

(Sd/-) CHAIRMAN AND MANAGING DIRECTOR

**37-DISCLOSURE UNDER THE ACCOUNTING STANDARDS****1. ACCOUNTING STANDARD 15 – EMPLOYEE BENEFITS****A. DEFINED CONTRIBUTION PLANS**

During the year, the following amounts have been recognized in the Statement of Profit and Loss on account of defined contribution plans:-

Particulars	2015 -16	2014-15
Employers contribution to PF	Rs. 87,32,534	Rs. 85,29,198
Employers contribution to ESIC	Rs. 51,205	Rs. 26,375

B. DEFINED BENEFIT PLANS

The Company provides gratuity to the eligible employees under the group gratuity scheme of Life Insurance Corporation of India. During the year an amount of Rs.60,05,126 have been provided for as premium payable under the said scheme. An amount of Rs.6,76,88,066 (Rs.6,37,12,940 for the previous year) is payable as accumulated premium as on 31st March 2016.

C. OTHER EMPLOYEE BENEFITS

Canteen Subsidy	Rs. 19,12,423
Medical Aid (Including Medical Insurance)	Rs. 14,41,327
Employee's Welfare Expenses	Rs. 16,39,351
Contribution to Employees welfare Fund	Rs. 40,010
Leave Salary	Rs. 20,65,341

2. ACCOUNTING STANDARD 18 – RELATED PARTY DISCLOSURE

(As prescribed by Companies (Accounting Standard) Rules, 2006)

A. Related Parties and nature of relationship

(i) Mr. G. Lakshman IPS, Managing Director

a) Remuneration - Rs.17, 05,206 - including

Pay revision arrears Rs.35, 616 for the year 2014-15

(ii) Mr. Saji A.J, Company Secretary

a) Salary Rs.7,83,506

b) Seasonal & Festival Advance Rs. 5,430

3. ACCOUNTING STANDARD 20 – EARNINGS PER SHARE

Particulars	Profit for the year ended 31-03-2016	Profit for the year ended 31.03.2015
Profit after taxation (in Rupees)	(105,339,405)	(150,557,838)
Weighted average number of equity shares of Rs.10 each (Fully paid up)	2708742 No's	2708742 No's
Earnings per share (Basic and diluted)	(39)	(56)



4. ACCOUNTING STANDARD 22 – ACCOUNTING FOR TAXES ON INCOME

Deferred tax asset/liability has not been taken into account in view of substantial amounts of loss for the year and carried forward losses.

5. ACCOUNTING STANDARD 27 – JOINT VENTURE

The Company has entered into a joint venture agreement with the Kerala State Maritime Development Corporation for the dredging and beautification (of the side protection) works of Akkulam Lake awarded by the Government of Kerala for a total contract value of 29 crores. As per the direction of the Government of Kerala, the work is to be carried out in joint venture with Kerala State Maritime Development Corporation Ltd and the company as the lead party. The profit/loss is to be shared equally by the parties. However, the Company is responsible for the execution of the work. The Government of Kerala has given the full contract value in advance. The value of work done every year is adjusted against the advance received and the profit earned has been shared till 31st March 2014. The share of profit/loss for the year ended 31st March 2016 has not been ascertained and not taken into account.

6. ACCOUNTING STANDARD 28 – IMPAIRMENT OF ASSETS

The Company is in the process of ascertaining the details of impaired assets and the necessary adjustments will be made in the books of accounts on ascertaining the details.

7. ACCOUNTING STANDARD 29 – PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

a) M/s Indian Oil Corporation Limited has claimed Rs.41,54,066/- towards supply of furnace oil and pending before the court. The company has disputed the claim since the claim relates to shortages in the supply of furnace oil.

b) M/s General Chemical Industries claimed Rs.50,000 towards value of Flint Pebbles supplied and the case is pending before Honourable City Civil Court, Calcutta. The company has disputed the claim since the goods supplied were of inferior quality.

c) The Income Tax Department had claimed an amount of Rs.23,31,170 including interest for the assessment year 2000-01. The demand was raised due to dis-allowance of the claim for provision made for shortage in stock amounting to Rs.46,13,711. The matter is pending before commissioner of Income Tax (Appeals).

d) The commissioner of Central Excise, Customs and Service Tax has issued order dated 27-07-2016 against the company on appeal filed by the company for waiver of interest and penalty for the delay in remitting the Service Tax. The liability towards interest for the delayed payments and penalty amounts to Rs.1,74,02,813. The company prefers an appeal against the order before the due date.



e) Sales Tax & Vat

- | | |
|---|---------------|
| 1) Sales Tax demand for the assessment years 1996-97 to 1998 - 99 of Coimbatore Office. | Rs.13, 81,364 |
| 2) Vat demand for the assessment year 2005-06 | Rs. 3, 45,807 |

As per the orders of Sales tax authorities, an amount of Rs.4,40,128 has been paid till 31-03-2009 and is included in Schedule No.12, under the head 'Loans and Advances'. Besides, Bank guarantee for Rs.12, 11,236 have also been executed for the assessment years 1995-96, 1996-97, 1997-98 and 1998-99.

- f) 1) Bank Guarantee issued by Bankers: Rs. 1,35,000
- 2) Letter of Credit issued by Bankers: Rs. 3,24,00,000

(Sd/-) SENIOR MANAGER (FINANCE)
 (Sd/-) COMPANY SECRETARY
 (Sd/-) CHAIRMAN AND MANAGING DIRECTOR



NOTES FORMING PART OF THE ACCOUNTS

Note 25

Vide Government Order No. 37/06/Revenue dated 07/02/2006, lease rent was increased from Rs. 21,409/- to Rs. 13,24,688.50 per annum with effected from the year 1985 onwards resulting in a liability of Rs. 3,12,78,708 up to the year 2008-09. The Company vide letter no. 1245 dated 03/07/2009, requested the Government to withdraw the above mentioned Government Order and either to maintain the statusquo prior to the issue of it or to transfer title of the property to the Company. Considering the Company's representation, Government of Kerala vide order No. 177/2010/Revenue, dated 18/05/2010 has restored old lease fee of Rs. 21,409/- up to the year 2009-2010. The Lease Rent has not revised by the Government till date. Accordingly, the lease rent at the existing rate of Rs. 21,409/- payable for the current year is included in rent paid.

Note 26

In addition to remuneration, the Managing Director was provided with a Staff Car for Official duties. The car when used for non-duty purpose by Managing Director, recovery is made as per the existing Government rules. Travelling expenses amount Rs.325, 914/- reimbursed is included in 'Travelling Expenses'. The remuneration of Rs. 1705206.00 paid to the Managing Director includes salary pay arrears of Rs.35616.00 relating to previous year.

Note 27

Some of the balance under Sundry Debtors, Creditors and Loans and Advances are subject to confirmation.

Note 28

Detailed particulars of raw materials consumed:

No.1	For White Cement	Current year		Previous year	
		Qty.M.T	Amount (Rs)	Qty.M.T	Amount (Rs)
	Lime shell	0	0	9032	20,648,378
	Waste Sandy Clay	0	0	1231	(86255)
	White Clay	0	0	1171	1,012,369
	White Gypsum	575	2,030,992	657	1,998,787
	Lime Sludge	0	0	218	39,606
	Imported W.Clinker	13,832	180,187,254	8403	112,010,682
	Other Direct Expenses		27,897		0

(Sd/-) SENIOR MANAGER (FINANCE)
(Sd/-) COMPANY SECRETARY
(Sd/-) CHAIRMAN AND MANAGING DIRECTOR



2	For Cement Paint White Cement	28625	0	28625	0
	Titanium Dioxide	0.180	26645	0.424	62,764
	Aluminium Stearate	0.347	33,769	0.586	57,028
	Red Oxide	0.261	20,011	0.589	45,159
	Calcite Powder	6.050	22,853	23.500	88,770
	Other Raw Materials		273,040		514,192
3	For Wall Putty		2,966,639		1,112,211
	GRAND TOTAL		185,589,100		137,676,201

Break up of consupction

Particulars	For the Year ended 31/03/2016		For the tear ended 31/03/2015	
	%	Amount	%	Amount
Imported Clinker	97.09	180,187,254	81.36	112,010,682
Indigenous	2.91	5,401,846	18.64	25,665,519
Total	100.00	185,589,100	100.00	137,676,201

NOTE 29

Particulars of opening & closing stocks of goods produced :

No		Closing stock 31/03/2016		opening stock 01/04/2015	
		Quantity Tonnes	Value Rs.	Quantity Tonnes	Value Rs.
1.	Cement & Cement in process				
	(a) White cement	272.698	5,244,719	709.000	13,615,422
	Stock at depot	0.000	83,396	10.000	179,314
	(b) Cement in process:				
	White slurry	26.000	198,312	26.000	198,312
	White clinker	897.000	21,526,917	897.000	21,528,509
2.	Cement Paint	20.758	717,042	17.000	464,147
3.	Wall Putty	89.772	5,996,277	30.000	469,413
4.	Emulsion Paint (in liters)	8.000	423	8.000	423
Total			33,367,086		36,455,540



Note 30

Value of Imports on CIF basis

1. Raw Materials. (Less CVD etc. Rs.26,973,829+ freight From Cohin port to factory Rs. 18,062,003)	Rs.174, 296,735.00
2. Components & Spare Parts	Nil
3. Capital Goods	Nil
4. Packing Materials	Nil

Expenditure in Foreign Currency during the financial year USD 2214726.00

Note 31

Provision for Leave Encashment:

The Company has made provision for leave encashment benefit based on the leave standing to the credit of the employees as on 31.03.2016. Liability for leave encashment as at 31st March 2016 amounts to Rs.21, 825,397.00. The leave salary paid/provided during the current year amounting Rs.2, 065,341.00 was included under the head "Salaries, Wages & Bonus"

Note 32

The following Income tax claims are under dispute and hence not provided for:

a) Income tax demand for the assessment year 2000-01 Pending before the Honourable Supreme Court of India	Rs.23.31 lakh
b) Income tax demand for the assessment year 2001-02	Rs.2, 24,702

Note 33

Accounting Standard 17 on segment reporting is not applicable to the Company, as its products form part of a single business segment viz., Cement and Cement products. Moreover, since the Company confines its revenue generating activities within India, there is only one geographical segment as far as the Company is concerned.

Note 34

The interest payable on Govt. of Kerala loan of Rs. 20.93 crores was calculated at a rate including penal interest up to 31-03-2015. Interest has been reworked applying normal interest and penal interest wherever applicable and excess interest provided up to 31-03-2015 amounting to Rs. 6926447.00 has been reversed and disclosed as Exceptional item- income.

Note 35

Previous year's figures have been regrouped wherever found necessary.

Note 36

Since the financial result is negative no deferred tax asset/liability for the year 2015-16 has been provided.

(Sd/-) SENIOR MANAGER (FINANCE)
(Sd/-) COMPANY SECRETARY
(Sd/-) CHAIRMAN AND MANAGING DIRECTOR



OFFICE OF THE ACCOUNTANT GENERAL (ECONOMIC AND REVENUE SECTOR AUDIT) KERALA, THIRUVANANTHAPURAM

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF THE TRAVANCORE CEMENTS LIMITED, KOTTAYAM FOR THE YEAR ENDED 31 MARCH 2016.

The preparation of financial statements of **The Travancore Cements Limited, Kottayam** for the year ended **31 March 2016** in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the Company. The statutory auditors appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated **04 February 2019**.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **The Travancore Cements Limited, Kottayam** for the year ended **31 March 2016** under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act.

**For and on behalf of
The Comptroller and Auditor General of India**

**K.P. ANAND
ACCOUNTANT GENERAL (E&RSA), KERALA**

Thiruvananthapuram
Dated: 04.04.2019



THE TRAVANCORE CEMENTS LIMITED
(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)

ATTENDANCE SLIP

I hereby record my presence at the adjourned 69th Annual General Meeting of the Company held on Monday, 23rd September 2019 at 11.00 a.m. at Nattakom, Kottayam- 686013.

Member's Folio/DPID Client ID No.

Name & Address of Shareholder:

Joint Shareholder :

Signature of the Member/
Joint Members/Proxy

Note :

1. Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
2. Electronic copy of the notice of the AGM along with attendance slip and proxy form is being sent to all members whose e-mail address is registered with the company/depository participants unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this attendance slip.
3. Physical copy of the Annual Report 2015-16 along with attendance slip and proxy form is sent in the permitted modes to all members whose e-mail is not registered or have requested for a hard copy.

ELECTRONIC VOTING INFORMATION

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD



THE TRAVANCORE CEMENTS LIMITED

(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the adjourned 69th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the adjourned 69th AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. Members, who cast their votes by remote e-voting prior to the AGM, may attend the meeting but will not be entitled to cast their votes once again.
- IV The remote e-voting period commences on Friday, 20th September 2019 at 9.00 am and ends on Sunday, 22nd September 2019 at 5.00 pm. During this period members of the company holding shares either in physical form or dematerialized form as on the cut off date 17th September 2019 being the record date for the purpose of voting, may cast their vote electronically. The remote e-voting module shall be disable by NSDL for voting thereafter. Once the vote on a resolution is cast by the member shall not be allowed to change it subsequently.
- V. Process and manner for remote e-voting are as under

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.



2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [https:// eservices.nsdl.com/](https://eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?

If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID.



Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.



7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to _____<Please mention the e-mail ID of Scrutinizer> with a copy marked to evoting@nsdl.co.in.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

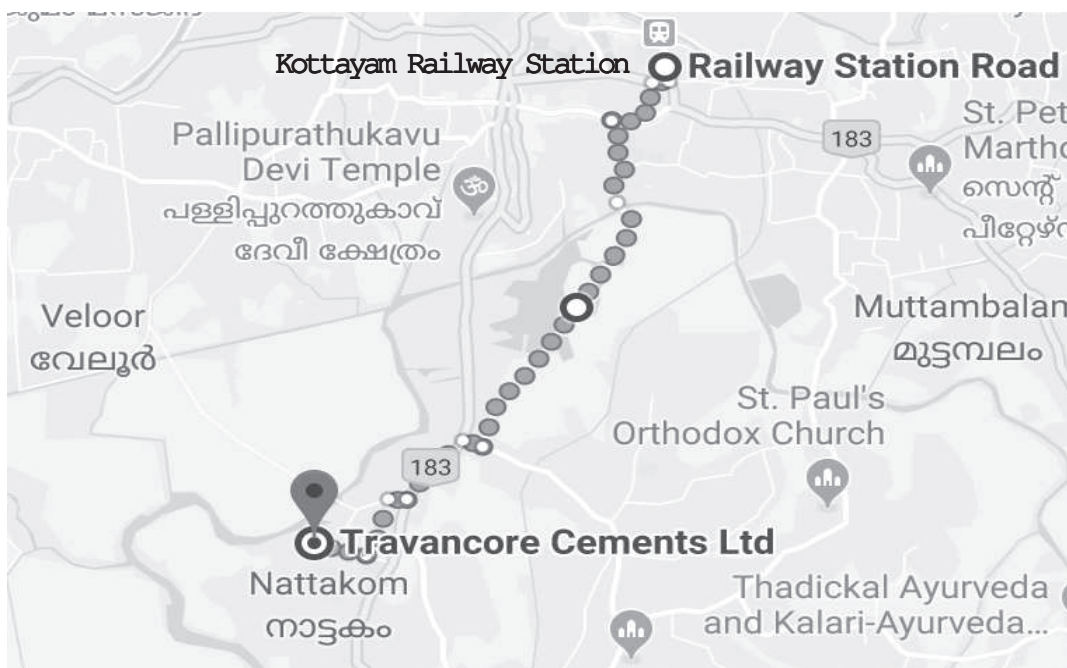
- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM:

- VI. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- VII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September 2019.
- VIII A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- IX Mr. Krishna Prasad R.S., Practicing Company Secretary (Membership No.7080) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- X. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” or “Poling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.



- XI. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the (AGM), a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company in www.travcement.com and on the website of NSDL
- XIII. The Results of e-voting and voting at the meeting, if any, on resolutions shall be aggregated and declared on or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite numbers of votes in favor of the Resolutions.
- XIV. The notice of the adjourned 69th AGM is placed in the website of the Company www.travcement.com
- XV. For further clarifications or grievances please contact: cstravcement@gmail.com

Route Map of the AGM Venue -The Travancore Cements Ltd.



From Nedumbassery Airport - 97 km

From Kottayam Railway Station - 6.2 km

From Kottayam KSRTC - 4.1 Km



FORM No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U26941KL1946SGC001213
Name of the company : THE TRAVANCORE CEMENTS LTD
Registered office : NATTAKOM, KOTTAYAM- 686013
Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :
I/We, being the member (s) of shares of the above named company, hereby appoint

Name:
Address:
E-mail Id:
Signature:, or failing him

Name:
Address:
E-mail Id:
Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the adjourned 69th Annual General Meeting of the Company, to be held on Monday, 23rd September 2019 at 11.00 a.m. at the registered office and at any adjournment thereof in respect of such resolution as indicated below:-

Sl. No.	Resolution
Ordinary Business	
1	To receive, consider and adopt the Directors' Report and the Audited Statements of Accounts for the year ended 31 st March 2016 with the reports of the Auditors and Accountant General (Audit), Kerala, thereon.

Signed this.... day of..... 2019

Affix Rs.1/-
Revenue
Stamp

Signature of shareholder.....signature of Proxy holder(s).....

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.