



dreamstime

# **Novopan Industries Limited**

**33<sup>rd</sup> Annual Report  
2017-18**

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## BOARD OF DIRECTORS

<b>Mr. Murali Varadarajan</b>	- Chairman & Executive Director
<b>Dr. P Krishnam Raju</b>	- Independent Director
<b>Mr. Illyas Ghouse</b>	- Independent Director
<b>Mr. Syed Ali Naqui</b>	- Director

<b>Auditors</b>	- K S Rao & Co., Flat No.505, 5 <sup>th</sup> Floor, Golden Green Apartment Errum Manzil Colony Hyderabad – 500 082
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<b>Registered Office</b>	- IDA, Phase – II, Patancheru Medak District -502 319, Telangana State
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<b>Share Transfer Registrars</b> (for both Physical & Electronic)	- XL Softech Systems Limited No.3, Sagar Society, Road No.2 Banjara Hills, Hyderabad – 500034 Phone : 040-23545913/15 Fax : 040-23545914 Email: xlfield@gmail.com
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## IMPORTANT COMMUNICATION TO MEMBERS

*The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circular stating that service of notice/documents etc., can be sent by e-mail to its members. To support this green initiative of the Government, members who have not registered their e-mail addresses, so far are requested to register their e-mail addresses, in respect of electronic holdings with Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail addresses with Company’s Share Transfer Agent, M/s XL Softech Systems Limited, No.3, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500034.*

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## NOTICE OF THE 33<sup>RD</sup> ANNUAL GENERAL MEETING

**Notice** is hereby given that the Thirty Third Annual General Meeting of the Shareholders of **NOVOPAN INDUSTRIES LIMITED** will be held at IDA, Phase II, Patancheru, Medak District - 502319, Telangana on Saturday, the 29<sup>th</sup> September, 2018 at 10.00 A M to transact the following business.

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statement of Profit & Loss for the year ended 31<sup>st</sup> March, 2018 and the Balance Sheet as on that date together with the Report of Directors' and Auditor's for the year ended 31<sup>st</sup> March, 2018.
2. To appoint a Director in the place of Mr. Syed Ali Naqui (**DIN:01513430**) who retires by rotation and being eligible, offers himself for re-appointment

By order of the Board  
**For Novopan Industries Limited**

**Murali Varadarajan**  
Executive Director  
(DIN:03602462)

Place: Hyderabad  
Date : 25<sup>th</sup> July, 2018

### Notes:

- a) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
- b) The instrument appointing the proxy in order to be valid and effective shall be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- c) Members / Proxies should bring their duly filled in attendance slips sent herewith for attending the meeting.
- d) Members who hold shares in dematerialized form are requested to bring their client ID and DP ID number to facilitate the identification of their attendance at the meeting.
- e) Members whose shareholding is in electronic mode are requested to intimate any change of address and updation of Bank Account details immediately to their respective Depository Participants and whose shareholding is in physical form to intimate such changes to M/s XL Softech Systems Limited – Share Transfer Registrar of the company.
- f) Shareholders seeking any clarification / information on the Annual Accounts are requested to forward his/her queries to the company at least 7 days prior to the meeting so that the required information can be made available at the meeting.
- g) Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or with the Depository Participant(s). Members who have not registered their email address with the Company can now register the same by submitting a duly filled-in 'E-communication Registration Form' to

M/s. XL Softech Systems Limited or Investor Service Department of the Company. Members holding shares in demat form are requested to register their email address with their Depository Participant(s) only. Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.

- h) The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.

### i) Voting through electronic means

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means.

The instructions for e-voting are as follows:

### 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/> 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 holdshares in demat account with CDSL.	16 Digit Beneficiary IDFor 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 companyFor example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - 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.
  - 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 8 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'.
    - 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:
- 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](http://www.evoting.nsdl.com).
  - Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
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?**

- 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.
- 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.
- Select "EVEN" of company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 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 [csjanardhan@gmail.com](mailto:csjanardhan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Thirty Third Annual Report and Audited Accounts of your Company, together with the Schedules and Notes thereon, for the Financial Year ended 31<sup>st</sup> March, 2018.

### FINANCIAL RESULTS:

(Rs. in Crores)

Particulars	2017-18	2016-17
Net Turnover	-	-
Gross Operating Profit (Loss)	(1.39)	1.29
Less: Interest	-	-
Profit (Loss) Before Dep. & Tax	(1.39)	1.29
Less: Depreciation	0.05	0.05
Profit/(Loss) Before Extraordinary item	(1.44)	1.24
Profit/ (Loss) Before Tax	(1.44)	1.24
Prov for Taxes of earlier years	-	0.02
Profit (Loss) After Tax	(1.44)	1.22

### PERFORMANCE:

As the entire operations of the company has been stopped at all its manufacturing units, there was no revenue from manufacturing activities during the financial year ended 31<sup>st</sup> March, 2018. Net loss for the year is Rs. 1.44 Crores, as compared to net profit of Rs.1.22 Crores earned during the previous year.

### OPERATIONS

In line with the Committee's recommendations and decision of the company for the disposal of Plant & Machineries, the Company has obtained the approval from its members and has already disposed of its machineries at all three plants.

### DE-LISTING OF EQUITY SHARES OF THE COMPANY

As the members of the company are aware GVK Projects & Technical Services Limited, promoter of the company (The Acquirer) had made an offer to the

public shareholders of the Company for the acquisition and voluntary delisting of fully paid-up equity shares of Rs.10/- each ("Shares") of the Company in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and in accordance with SEBI Delisting Regulations, the Acquirer fixed the exit price at Rs.40/- per Share ("Final Price") calculated by the reverse book building process using the electronic facility of the BSE.

Accordingly, your company had paid final price fixed to the shareholders those who have opted for exit offer process thereby the promoter group's holding in the company increased to 92.05% of equity share capital of the company (which is presently 98.11%). Further, w.e.f. 10<sup>th</sup> November, 2014 the shares are discontinued for trading from the both the listed Stock Exchanges i.e., BSE Ltd and National Stock Exchange of India Ltd.

In accordance with Regulation 21 of the SEBI Delisting Regulations, the Acquirer has provided an exit opportunity (Exit Offer) to the public shareholders who continue to hold shares in the company (Residual Shareholders). The Residual Shareholders of the company could tender their shares to the Acquirer at the Final Price of Rs.40/- per share at any time from November 10, 2014 to till November 9, 2015 (Exit Period), as per the terms and conditions set out in the exit offer letter for the exit offer sent to the Residual Shareholders by the Acquirer.

Promoters are still providing an option to shareholders to exit. If any shareholder is interested in selling / disposing / transferring his/her shares may approach to the Company in writing.

### BOARD / COMMITTEE & GENERAL MEETINGS:

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year, the Board of Directors of the Company met four times on 06-05-2017, 27-07-2017, 24-10-2017 & 22-01-2018. The intervening gap between the two consecutive Meetings was within the time gap of 120 days as prescribed under section 173(1) of the Companies Act, 2013.

**Attendance of the Board of Directors:**

Name of the Director	Category	Attendance particulars	
		Board Meeting	Last AGM
Dr. P Krishnam Raju	Independent Director	4	Yes
Syed Ali Naqui	Director	4	Yes
Murali Varadarajan	Executive Director	4	Yes
Illyas Ghouse	Director	4	Yes
Issac George Anicattu*	Director	2	No

\*Vacation of office under section 164(2) w.e.f. 29.09.2017

**DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) :**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Syed Ali Naqui will be retiring by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment.

Mr. A Issac George has vacated office of Director of the company under section 164(2) of the Companies Act, 2013 with effect from 29<sup>th</sup> September, 2017.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability confirm that:

- the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the financial year ended 31<sup>st</sup> March, 2018;

- the Directors took proper and sufficient care to maintain 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;
- the Directors prepared the annual accounts for the financial year ended 31<sup>st</sup> March, 2018, on a going concern basis.

**Evaluation of Board's Performance:**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committee.

The performance evaluation of the Board was carried out during the year under review. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committee, Board culture execution and performance of specific duties, obligations and governance.

**Remuneration Policy:**

The Board on recommendation of the Nomination & Remuneration Committee framed a policy at group level for selection and appointment of Directors, Senior Management and their remuneration.

As per the provisions of the company, the Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the company, if any introduced by the Company in future.

**Board Committees:**
**Audit Committee**

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting process, reviewing the Company's established system and processes for internal financial controls, governance and reviewing the Company's Statutory and internal audit activities.

**Nomination & Remuneration Committee**

In compliance with Section 178 of the Companies Act, 2013, the Board has renamed the existing "Remuneration Committee" as "Nomination & Remuneration Committee".

The Chairman of the Board of Directors informed that some of the Directors had already relinquished the right of drawing sitting fees as the company has closed its operations during 2010. Considering the financial health of the company the Nomination and Remuneration Committee has recommended that no sitting fees will be paid to Directors and its sub-committee members of the Board and the same is agreed unanimously by the Board of Directors.

**NOMINATION AND REMUNERATION POLICY**

The objectives of the Policy

- 1) To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
- 2) To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer Companies.
- 3) To carry out evaluation of the performance of Directors,
- 4) To provide them reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

**STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB SECTION 6 OF SECTION 149**

The Independent Directors have submitted the declaration of independence, as required pursuant to section 149(6) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub section 6.

Nomination and Remuneration Committee consists of the following directors namely Dr. P Krishnam Raju, Chairman, Mr. Syed Ali Naqui & Mr. Illyas Ghouse, Members of the Committee.

Brief description of terms of reference:

- Identifying persons who are qualified to become directors and
- Identifying persons who may be appointed as Key Managerial Person, senior management in accordance with the criteria laid down and recommend to the Board for their appointment and removal;
- Carry on the evaluation of every director's performance;
- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;
- Recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity; and
- Any other matter as the Board may decide from time to time.

The Brief Policy for Selection of Directors and determining Directors' independence is annexed to this report.

**RELATED PARTY TRANSACTIONS:**

There were no related party transactions during the financial year. There are also no materially significant related party transactions made by the company with promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions if any, are placed before the Audit Committee and also Board for approval. Prior omnibus approval of the Members/Board/Audit Committee is obtained on regular /need basis for the transactions which are of a foreseen and repetitive nature.



None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Company has not granted any loans or made any investments, or provided any guarantees or securities to the parties covered under Section 185 and 186 of the Act.

**DIVIDEND:**

In view of closure of operations and losses incurred during the financial year 2017-18, no dividend is recommended by the Board of Directors.

**FIXED DEPOSITS:**

During the year under review, your company has neither invited nor accepted any deposits from the public.

**STATUTORY AUDITORS:**

M/s K S Rao & Co., Statutory Auditors was appointed on 29<sup>th</sup> September, 2017 by the Shareholders of the company for a term of 5 years i.e., from the conclusion of 32<sup>nd</sup> AGM until the conclusion of 37<sup>th</sup> Annual General Meeting.

In light of Companies (Amendment) Act, 2017 provision relating to appointment of Statutory Auditors under Section 139 (notified on 7<sup>th</sup> May, 2018), the ratification of appointment of Auditors at each AGM has been omitted. Hence the appointment continues without need of ratification at each Annual General Meeting.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

During the period under review, there are no significant material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status of the company and its future operations.

**SUBSIDIARY / ASSOCIATE COMPANIES:**

During the year under review, no company has become/ceased as subsidiary/associate to the company.

**PARTICULARS OF EMPLOYEES:**

During the period under review, there were no such employees whose particulars are required to be given under the provisions of the Companies Act, 2013.

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

The Company has a policy of prevention of sexual harassment of women at workplace at group level, which intends to provide protection against harassment of women at workplace and protection and redressal of sexual harassment and matters related to it. An internal committee has been set up at the group level to redress complaints received regarding sexual harassment. The Company has not received any complaints as there were no employees during the period under review.

**DISCLOSURE OF INFORMATION AS REQUIRED UNDER SECTION 148 READ WITH SUB RULE (5) OF RULE 8 OF COMPANIES (ACCOUNTS) RULES, 2014:**

Since the Company stopped manufacturing activity and is disposed off its undertaking(s), maintenance of cost records under section 148(1) of the Companies Act, 2013 are not applicable.

**CONSERVATION OF ENERGY, TECHNOLOGY & FOREIGN EXCHANGE:**

The information relating to Conversion of Energy, Technology Absorption, Foreign Exchange earnings and outgo as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is as per Annexure – A and forms part of this report. It may be noted that there was not expenditure on account of technology absorption during the year 2016-17.

**EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as “**Annexure - B**”.

**ACKNOWLEDGEMENTS:**

Your Directors would also like to take this opportunity to express their sincere appreciation for the valuable support of the Customers, Dealers and Traders and the trust and confidence reposed by the valued shareholders in the Company.

By order and on behalf of the Board  
**For Novopan Industries Limited**

Place : Hyderabad  
Date : 25<sup>th</sup> July, 2018

**Murali Varadarajan**  
Chairman (DIN:03602462)



**Annexure-A**

Particulars as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 relating to Conversation of Energy, Technology absorption, Foreign Exchange earnings and outgo.

Particulars	Current Year	Previous Year
<b>A. Disclosure of Particulars with respect to Conservation of Energy, Power and Fuel Consumption:</b>		
<b>1 ELECTRICITY</b>		
<b>a) Purchased Units</b> (in Lacs)	0.36	0.32
Total Amount (Rs. in Lacs)	3.23	2.79
(including demand charges)		
Rate / Unit (₹)	9.00	9.00
<b>b) Own Generation</b>		
i) Through Diesel Generator		
No of Units in lacs	-	-
Units / Litre of Diesel	-	-
Cost / Unit (₹)	-	-
ii) Through Steam Turbine	NIL	NIL
<b>2 COAL</b>		
Quantity (MT)	NIL	NIL
Total Cost (₹ in lacs)	NIL	NIL
Average Rate	NIL	NIL
<b>3 OTHERS</b>		
Consumption per unit of Production		
Electricity (Unit / Sq. Mtr.)	-	-
Coal (Kgs./ Sq. Mtr.)	NIL	NIL
<b>B. Disclosure of particulars to foreign exchange earnings and outgo: (Rs.in lacs)</b>		
Foreign Exchange outgo during the current accounting period	NIL	NIL
Foreign Exchange Earnings	NIL	NIL

**ANNEXURE B TO THE BOARD'S REPORT**
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31-03-2018

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

**FORM MGT-9**
**I. REGISTRATION AND OTHER DETAILS:**

i	CIN	:	U55101TG1984PLC004941
ii	Registration Date	:	31st August 1984
iii	Name of the Company	:	Novopan Industries Limited
iv	Category/Sub category of the Company	:	Company having share capital
v	Address of the Registered Office and	:	IDA, Phase II, Patancheru, Medak District Telangana - 502319 Tel No. 040-27902663
vi	Whether Listed company	:	No
vii	Name address and contact details of Registrar and Transfer Agent, if any	:	XL Softech Systems Ltd No 3, Sagar Society, Road No.2 Banjara Hills, Hyderabad - 500034 Phone No 040-23542914/15

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the company shall be state:-

Name and Description of main product /service	NIC Code of the product /service	% of total turnover of the company
Manufacturing of Particle Boards	16212	Not Applicable

**III. PARTICULARS OF HOLDING / SUBSIDIARY / ASSOCIATES COMPANIES: Not Applicable**
**IV. SHAREHOLDING PATTERN (Equity share capital Breakup as percentage of Total Equity):**
**i. Category - wise shareholding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change During the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
<b>A.PROMOTERS</b>									
<b>1) Indian</b>									
a) Individual/ HUF	38130791	0	38130791	97.99	38171472	0	38171472	98.10	0.11
b) Bodies Corp	2500	0	2500	0.01	2500	0	2500	0	0
Sub-total(A)(1):-	38133291	0	38133291	98.00	38173972	0	38173972	98.11	0.11
<b>2) Foreign</b>	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	0	0	0	0	0	0	0	0	0
<b>B.Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	170	170	0	0	170	170	0	0
b) Banks / FI	0	340	340	0	0	340	340	0	0
Sub-total (B)(1)	0	510	510	0	0	510	510	0	0
<b>2. Non Institutions</b>									
a) Bodies Corp.									
(i) Indian	35109	7631	42740	0.11	37166	7631	44797	0.12	0.01
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	467448	130197	597645	1.54	455054	127651	582705	1.50	-0.04
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	101972	0	101972	0.26	75000	0	75000	0.19	-0.07
c) Others (NRI)	7533	26262	33795	0.09	6958	26011	32969	0.08	-0.01
Sub-total (B)(2)	612062	164090	776152	1.99	574178	161293	735471	1.89	-0.10
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	612062	164600	776662	2.00	574178	161803	735981	1.89	-0.10
<b>Grand Total(A+B+C)</b>	38745353	164600	38909953	100	38748150	161803	38909953	100	0

**ii) Shareholding of Promoters**

Sl. No.	Shareholders Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% change in share holding
		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.	G Indira K Reddy	9524113	24.48	0	9526230	24.48	0	0
2.	G Apama Reddy	17143442	44.06	0	17143442	44.06	0	0
3.	Shalini Bhupal	11447148	29.42	0	11485262	29.52	0	0.10
4.	Krishna Ram Bhupal	16088	0.04	0	16538	0.04	0	0.04
5.	GVK Projects & Technical Services Limited	2500	0.01	0	2500	0.01	0	-0.03
	Total	38133291	98.00	0	38173972	98.11	0	0.10

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

Sr. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	At the beginning of the year	38133291	98.00	38133291	98.00	
	Increase / Decrease in Promoters Share holding during the year	40681	0.11	40681	0.11	
	The reasons for increase / Decrease (e.g. allotment/transfer/ bonus / sweat equity etc.)					
	Date					Reason
	01.04.2017					Exit offer continued by promoters
	31.03.2018					
	At the End of the year			38173972	98.11	

**V. INDEBTEDNESS**

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

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

B. Remuneration to other directors : Nil

C. Remuneration to Key Managerial Personnel Other Than MD/Manager / WTD : Nil

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

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**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF Novopan Industries Limited****Report on the Financial Statements**

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

**Management's Responsibility for the Financial Statements and for Internal Financial Controls Over Financial Reporting**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended vide the Companies (Accounting Standards) Amendment Rules, 2016. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". 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 Act.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit and to express an opinion on the Company's internal financial controls over financial reporting 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 and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting. 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 the financial statements are free from material misstatement and whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the amounts, the disclosures in the financial statements and 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. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. 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 Company's internal financial controls system over financial reporting and the financial statements.

### **Meaning of Internal Financial Controls Over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its loss and its cash flows for the year ended on that date.

### **Emphasis of Matters**

We draw attention to note 23 to the financial statements, regarding various pending disputed legal cases. Management is confident that these disputes will be decided in favour of the Company and no provision is required. Accordingly, no provision is made in the books of account for the probable liability that may arise on account of these disputes in the financial statements.

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', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 2) As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended vide the Companies (Accounting Standards) Amendment Rules, 2016.
  - e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) In our opinion considering nature of business, size of operation and organisational structure of the entity, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 23 to the financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts as at 31st March, 2018. Therefore, provision for any material foreseeable losses doesn't arise.
    - iii. There are no amounts which are required to be transferred, to the Investor Education and Protection Fund by the Company.

for **KS Rao & Co.,**  
Chartered Accountants  
Firms' Registration Number: 003109S

Place : Hyderabad  
Date : 25<sup>th</sup> July, 2018

**(Pardhasaradhi Rao P)**  
Partner  
Membership Number: 224777

**ANNEXURE A TO INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 2 **Report on Other Legal and Regulatory Requirements** of the Independent Auditors' Report of even date to the members of **Novopan Industries Limited** on the financial statements for the year ended 31st March, 2018

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) According to the information and explanation given to us, the management has physically verified the fixed assets during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies have been noticed on such verification.
- (c) According to the information and explanations given to us and the records of the Company examined by us, the title deeds of immovable properties included in fixed assets register are held in the name of the company.
- (ii) The inventory has been physically verified by the Management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed in respect of such verification.
- (iii) According to the information and explanation given to us and the records of the Company examined by us, in our opinion, 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 Act. Accordingly, the provisions of Clause 3(iii)(a), (b) and (c) of the said Order are not applicable to the Company.
- (iv) According to the information and explanation given to us and the records of the Company examined by us, in our opinion, the Company has not granted any loans or made any investments, or provided any guarantees or securities to the parties covered under Section 185 and 186 of the Act. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- (v) According to the information and explanation given to us and the records of the Company examined by us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. Therefore, the provisions of Clause 3(v) of the said Order are not applicable to the Company.
- (vi) Since the Company stopped manufacturing activity and is disposed off its undertaking(s), maintenance of cost records under section 148(1) of the Companies Act, 2013 are not applicable.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including income tax, sales tax, service tax, value added tax, goods and services tax, cess and other material statutory dues, as applicable, with the appropriate authorities. As informed to us, the provisions relating to excise duty, provident fund, employees' state insurance and customs duty are not applicable to the Company;
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, customs duty, value added tax, goods and services tax, cess and other material statutory dues were outstanding, at the year end 31st March, 2018, for a period of more than six months from the date they became payable.



- (c) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales-tax and value added tax, service tax and cess which have not been deposited on account of any dispute. The particulars of dues of income tax, excise duty and customs duty as at 31st March, 2018, which have not been deposited on account of a dispute, are as follows:

<b>Nature of the Dues</b>	<b>Amount Rs. (in Lakhs)</b>	<b>Period to which the amount relates</b>	<b>Forum in which the dispute is pending</b>
The Central Excise Act, 1944	36.27	2006-2007	Hon'ble High Court of Andhra Pradesh and Telengana
Service Tax, Finance Act, 1994	6.40	2010 to 2011	Custom Excise & Service Tax Appellate Tribunal, Bangalore
	18.07	2008-2011	Custom Excise & Service Tax Appellate Tribunal, Bangalore
	25.22	2006-2010	Commissioner Customs, Central Excise and Service Tax, Hyderabad - 1
	32.38	2005-2010	Commissioner Customs, Central Excise and Service Tax, Hyderabad - 1
The Employees Provident Funds and Miscellaneous Provisions (Amendment) Act, 1996	7.62	2006-2009	Employees Provident Fund Appellate Tribunal, New Delhi
Forest Department of Andhra Pradesh – Royalty	33.19	1980-1984	Forest Department of Andhra Pradesh

- (viii) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the company has neither obtained / availed any loans or borrowings from financial institutions, banks, Government nor issued any debenture. Accordingly, the provisions of Clause 3(viii) of the Order are not applicable to the Company.
- (ix) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud/ material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (xi) According to the information and explanations given to us and the records of the Company examined by us, the managerial personnel of the Company are not paid any remuneration. Accordingly the provisions of section 197 read with Schedule V to the Companies Act is not applicable for the year.
- (xii) In our opinion, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Therefore, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions by the Company with related parties and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.

- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.
- (xv) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- (xvi) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

for **K S Rao & Co.,**  
Chartered Accountants  
Firms' Registration Number: 003109S

Place : Hyderabad  
Date : 25<sup>th</sup> July, 2018

**(Pardhasaradhi Rao P)**  
Partner  
Membership Number: 224777

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2018**

Particulars	Note No.	As at 31 <sup>st</sup> March, 2018		As at 31 <sup>st</sup> MARCH, 2017	
		Amount ₹	Amount ₹	Amount ₹	Amount ₹
<b>Equity and Liabilities</b>					
<b>Shareholders' funds</b>					
Share capital	3	38,90,99,530		38,90,99,530	
Reserves and surplus	4	(12,10,47,300)		(10,66,87,068)	
			<b>26,80,52,230</b>		<b>28,24,12,462</b>
<b>Current liabilities</b>					
Trade payables - total dues of : : micro and small enterprises (Refer Note 21)	5	-		-	
: creditors other than micro and small enterprises	6	1,64,88,954		1,64,17,075	
Other current liabilities		32,71,081		34,39,735	
			<b>1,97,60,035</b>		<b>1,98,56,810</b>
<b>Total</b>			<b>28,78,12,265</b>		<b>30,22,69,272</b>
<b>Assets</b>					
<b>Non-current assets</b>					
Tangible fixed assets	7	27,55,60,367		27,60,60,886	
Non-current investments	8	50,00,000		50,00,000	
Other non-current assets	9	12,99,514		35,11,304	
			<b>28,18,59,881</b>		<b>28,45,72,190</b>
<b>Current assets</b>					
Inventories	10	-		-	1,23,69,865
Cash and Bank Balances	12	43,70,212		36,27,392	
Short-term loans and advances	13	15,77,447		16,58,208	
Other current assets	14	4,725		41,617	
			<b>59,52,384</b>		<b>1,76,97,082</b>
<b>Total</b>			<b>28,78,12,265</b>		<b>30,22,69,272</b>
<b>General Information</b>	<b>1</b>				
<b>Summary of Significant Accounting Policies</b>	<b>2</b>				

The accompanying Notes form an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board of Directors

**for K S RAO & CO.**

Chartered Accountants

Firms' Registration Number: 003109S

**(Pardhasaradhi Rao P)**

Partner

Membership Number: 224777

Place : Hyderabad

Date : 25th July, 2018

**(Murali Varadarajan)**

Executive Director

(DIN: 03602462)

**(Syed Ali Naqui)**

Director

(DIN: 01513430)

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

<b>Particulars</b>	<b>Note No.</b>	<b>Current Year ₹</b>	<b>Previous Year ₹</b>
<b>Revenue</b>			
Other income	15	3,10,640	5,78,38,507
<b>Total Revenue</b>		<b>3,10,640</b>	<b>5,78,38,507</b>
<b>Expenses</b>			
Depreciation	7	5,00,519	5,00,519
Other expenses	16	1,41,70,353	4,49,37,719
<b>Total expenses</b>		<b>1,46,70,872</b>	<b>4,54,38,238</b>
<b>Profit/(Loss) before tax</b>		<b>(1,43,60,232)</b>	<b>1,24,00,269</b>
<b>Tax expense:</b>			
Current tax		-	-
Earlier Years		-	(1,59,178)
<b>Profit/(Loss) for the year</b>		<b>(1,43,60,232)</b>	<b>1,22,41,091</b>
<b>Earnings per equity share</b>			
Basic and Diluted	22	(0.37)	0.31
<b>General Information</b>	<b>1</b>		
<b>Summary of Significant</b>			
<b>Accounting Policies</b>	<b>2</b>		

The accompanying Notes form an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board of Directors

**for K S RAO & CO.**

Chartered Accountants

Firms' Registration Number: 003109S

**(Pardhasaradhi Rao P)**

Partner

Membership Number: 224777

Place : Hyderabad

Date : 25th July, 2018

**(Murali Varadarajan)**

Executive Director

(DIN: 03602462)

**(Syed Ali Naqui)**

Director

(DIN: 01513430)

**CASH FLOW STATMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

Particulars	Current Year (₹)	Previous Year (₹)
<b>A. Cash flow from operating activities</b>		
Net Profit/(Loss) before tax	(1,43,60,232)	1,24,00,269
<b>Adjustments for:</b>		
Depreciation	5,00,519	5,00,519
Interest earned	(3,09,006)	(10,51,981)
Provision and Excess Credit Balance credited back	(1,634)	(5,61,22,983)
Prior period expenses	-	50,000
Advances, Debit balances, Deposits and Investments written off	3,223	1,02,836
Loss on sale of Raw Materials	-	4,21,82,513
Provision of doubtful deposits	-	5,77,285
Provision for obsolete Inventory	1,23,69,865	-
<b>Operating Profit before working capital changes</b>	<b>(17,97,265)</b>	<b>(13,61,542)</b>
<b>Adjustments for:</b>		
Increase / (Decrease) in Trade payables	71,879	(2,25,75,933)
Increase / (Decrease) in Other current liabilities	(1,67,020)	(5,56,558)
(Increase) / Decrease in Short term loans & advances	2,475	(1,372)
(Increase) / Decrease in Other Current Assets and Other non-current assets	22,08,567	(1,31,793)
<b>Cash generation from Operations</b>	<b>3,18,636</b>	<b>(2,46,27,198)</b>
Less: Income Tax Paid (net of refund)	78,286	17,06,137
<b>Net cash flow from / (used in) operating activities</b>	<b>3,96,922</b>	<b>(2,29,21,061)</b>
<b>B. Cash flow from Investing activities</b>		
Interest received	3,45,898	10,13,677
Increase in Fixed deposits	(11,343)	(11,734)
Proceeds from Sale of Inventory	-	2,13,68,376
<b>Net cash flow from Investing activities</b>	<b>3,34,555</b>	<b>2,23,70,319</b>
<b>C. Cash flow from financing activities</b>		
<b>Net cash flow from / (used in) financing activities</b>	<b>-</b>	<b>-</b>
<b>Net increase / (decrease) in cash &amp; cash equivalents</b>	<b>7,31,477</b>	<b>(5,50,742)</b>
<b>Cash &amp; cash equivalents at the beginning of the year</b>	<b>34,63,542</b>	<b>40,14,284</b>
<b>Cash &amp; cash equivalents at the end of the year</b>	<b>41,95,019</b>	<b>34,63,542</b>

The accompanying Notes form an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board of Directors

**for K S RAO & CO.**

Chartered Accountants

Firms' Registration Number: 003109S

**(Pardhasaradhi Rao P)**

Partner

Membership Number: 224777

Place : Hyderabad

Date : 25th July, 2018

**(Murali Varadarajan)**

Executive Director

(DIN: 03602462)

**(Syed Ali Naqui)**

Director

(DIN: 01513430)

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018****1. General Information**

Novopan Industries Limited ("the company") was incorporated on 31st August, 1984 in accordance with the provisions of the Companies Act, 1956. The Company was in the business of production and sale of Plain & Melamine Faced Particle Boards and undertaking contracts. The company closed its manufacturing activity from financial year 2011-12 and exploring new lines of business.

**2. Summary of Significant Accounting Policies****a. Basis of preparation of Financial Statements:**

The financial statements have been prepared to comply in all material respects with accounting principles generally accepted in India and the applicable Accounting Standards notified under Section 133 of the Companies Act, 2013 (the Act), read with rule 7 of The companies (Accounts) Rule, 2014, as amended vide the Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies adopted in the preparation of financial statements are consistent with those followed in the previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

**b. Use of estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in India requires management, where necessary, to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised.

**c. Exceptional and Extraordinary Items**

(i) **Exceptional Items:** Items of income and expense from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the year.

(ii) **Extraordinary Items:** Extraordinary items are income or expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the enterprise and which are not expected to recur frequently or regularly.

**d. Revenue Recognition:**

Revenue is recognised when the significant risks and rewards of ownership are transferred to the buyer, revenue can be reliably measured and it is probable that future economic benefits will flow to the company.

(i) The income from sale of goods is recognised as and when sales are made. Sales are inclusive of all taxes, duties and other charges and net of trade discounts and rebates.

(ii) Contract income is recognised based on work executed.

(iii) Insurance claims are accounted for on admission by the authorities or on settlement.

**e. Fixed Assets:**

Tangible fixed assets are stated, except land which is valued at revaluation method, stated at cost less accumulated depreciation and impairment loss. Cost of acquisition of fixed assets is inclusive of freight, net of duty/tax credits availed, if any, incidental expenses relating thereto and the cost of installation/erection. Financing costs relating to acquisition of fixed assets which takes substantial period of time to make them ready for intended use are also included to the extent they relate to the period upto such assets are ready for their intended use.

**f. Depreciation:**

Depreciation on tangible fixed assets is provided under straight line method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013 except for the assets individually costing Rs 5,000/- or less, which are fully depreciated in the year of acquisition.

**g. Impairment of Assets:**

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generation unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

**h. Inventories:**

Raw materials are stated at cost on Weighted Average method less provision for obsolescence, if any. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

**i. Investments:**

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

Long term Investments are stated at cost. Provision is made for diminution in value of investments only if such decline is other than temporary. Current Investments are carried at lower of cost and fair value determined on an Individual Investment basis.

**j. Borrowing Costs:**

- (i) Borrowing costs directly attributable to the acquisition, construction / erection of qualifying assets, construction / erection of an asset that necessarily takes a substantial period of time to make them ready for its intended use are capitalized as part of the cost of the respective asset.
- (ii) All other borrowing costs are charged to revenue as and when incurred.

**k. Earnings per share**

- (i) **Basic earnings per share:** Basic earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity share holders by weighted average number of equity shares outstanding during the year.



- (ii) **Diluted earnings per share:** Diluted earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding including equity shares which would have been issued on the conversion of all dilutive potential equity shares unless they are considered anti-dilutive in nature.

**l. Taxes on Income**

Tax expense comprising of current and deferred tax, are considered in the determination of the net profit or loss for the year.

- (i) **Current tax:** Provision for current tax, estimated to arise on the profit for the year is made at the current rate of tax in accordance with the Income-tax Act, 1961.
- (ii) **Deferred Tax:** In accordance with the Accounting Standard (AS) - 22 "Accounting for taxes on income", the company recognises deferred tax liability in the accounts. Deferred tax reflects the impact of timing differences between taxable income and accounting income. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax asset is recognised only to the extent there is virtual certainty that sufficient taxable income will be available in future against which such deferred tax asset can be realised.

**m. Provisions and Contingencies**

Provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a probable obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made and such liability that may arise is termed as a contingent liability.

**n. Cash Flow Statement:**

Statement of Cash Flow has been prepared under indirect method as set out in the "Accounting Standard (AS) 3 Cash Flow Statements" issued by the Institute of Chartered Accountants of India.

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

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Investments in bank deposits with maturities of less than one year are disclosed as current assets and more than one year as non-current assets.

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**
**NOTE NO. 3**
**SHARE CAPITAL**

Particulars	As at 31 <sup>st</sup> March, 2018		As at 31 <sup>st</sup> March, 2017	
	Number of shares	₹	Number of shares	₹
<b>Authorised:</b>				
Equity Shares of ₹ 10/- each.	5,00,00,000	50,00,00,000	5,00,00,000	50,00,00,000
<b>Total</b>	5,00,00,000	50,00,00,000	5,00,00,000	50,00,00,000
<b>Issued, subscribed and paid up:</b>				
Equity Shares of ₹10/- each fully paid up	3,89,09,953	38,90,99,530	3,89,09,953	38,90,99,530
<b>Total</b>	3,89,09,953	38,90,99,530	3,89,09,953	38,90,99,530

**ii) Details of share holders holding morethan 5% of total number of shares**

Name of the Share Holder	As at 31 <sup>st</sup> March, 2018		As at 31 <sup>st</sup> March, 2017	
	Number of shares	%	Number of shares	%
Smt G Indira Krishna Reddy	95,26,230	24.48	95,24,113	24.48
Smt G Aparna Reddy	1,71,43,442	44.06	1,71,43,442	44.06
Mrs Shalini Bhupal	1,14,85,262	29.52	1,14,47,148	29.42

**iii) Reconciliation of Number of Shares Outstanding :**

Particulars	As at 31 <sup>st</sup> March, 2018		As at 31 <sup>st</sup> March, 2017	
	Number of shares	₹	Number of shares	₹
<b>Equity Shares</b>				
Balance at the beginning of the year	3,89,09,953	38,90,99,530	3,89,09,953	38,90,99,530
<b>Balance at the end of the year</b>	3,89,09,953	38,90,99,530	3,89,09,953	38,90,99,530

**iv) Rights, preferences and restrictions attached to shares Including declaration of dividend:**

The company has one class of equity shares having par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential creditors, in proportion to their shareholding.

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**
**NOTE NO. 4**
**RESERVES AND SURPLUS**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
<b>Capital Reserves</b>		
Balance at the beginning of the year	<b>27,480</b>	27,480
<b>Balance at the end of the year</b>	<b>27,480</b>	27,480
<b>Securities Premium Account</b>		
Balance at the beginning of the year	<b>27,00,00,000</b>	27,00,00,000
<b>Balance at the end of the year</b>	<b>27,00,00,000</b>	27,00,00,000
<b>Revaluation Reserve</b>		
Balance at the beginning of the year	<b>26,05,29,103</b>	26,05,29,103
<b>Balance at the end of the year</b>	<b>26,05,29,103</b>	26,05,29,103
<b>General Reserve:</b>		
Balance at the beginning of the year	<b>4,43,44,268</b>	4,43,44,268
<b>Balance at the end of the year</b>	<b>4,43,44,268</b>	4,43,44,268
<b>Central and State Subsidies:</b>		
Balance at the beginning of the year	<b>15,00,000</b>	15,00,000
<b>Balance at the end of the year</b>	<b>15,00,000</b>	15,00,000
<b>Surplus in Statement of Profit and Loss</b>		
Balance at the beginning of the year	<b>(68,30,87,919)</b>	(69,53,29,010)
Add: Profit / Loss for the year	<b>(1,43,60,232)</b>	12,24,1091
<b>Balance at the end of the year</b>	<b>(69,74,48,151)</b>	(68,30,87,919)
<b>Total</b>	<b>(12,10,47,300)</b>	(10,66,87,068)

**NOTE NO. 5**
**TRADE PAYABLES**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Dues to : Small and Micro Enterprises *		
: Creditors others than Small and Micro Enterprises	<b>1,64,88,954</b>	1,64,17,075
<b>Total</b>	<b>1,64,88,954</b>	1,64,17,075

\* Based on the information available with the company, Refer Note : 21

**NOTE NO. 6**
**OTHER CURRENT LIABILITIES**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Liabilities for: expenses	31,78,277	33,52,204
: other finance	22,551	17,278
Deposits refundable	20,000	20,000
Advances received from customers	<b>50,253</b>	50,253
<b>Total</b>	<b>32,71,081</b>	<b>34,39,735</b>

**TANGIBLE FIXED ASSETS**
**NOTE NO. 7**

Particulars	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	As at 01.04.2017	Additions during the year	Deductions during the year	As at 31.03.2018	Up to 31.03.2017	for the year	On deductions	As at 31.03.2018	As at 31.03.2017
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Land*	27,03,75,661 (27,03,75,661)	-	-	27,03,75,661 (27,03,75,661)	-	-	-	27,03,75,661 (27,03,75,661)	27,03,75,661 (27,03,75,661)
Buildings	5,20,14,426 (5,20,14,426)	-	-	5,20,14,426 (5,20,14,426)	4,63,29,201 (4,58,28,682)	5,00,519 (5,00,519)	-	4,68,29,720 (4,63,29,201)	51,84,706 (56,85,225)
<b>Total</b>	<b>32,23,90,087</b>	<b>-</b>	<b>-</b>	<b>32,23,90,087</b>	<b>4,63,29,201</b>	<b>5,00,519</b>	<b>-</b>	<b>4,68,29,720</b>	<b>27,60,60,886</b>
<b>Previous Year</b>	<b>(32,23,90,087)</b>	<b>-</b>	<b>-</b>	<b>(32,23,90,087)</b>	<b>(4,58,28,682)</b>	<b>(5,00,519)</b>	<b>-</b>	<b>(27,60,60,886)</b>	<b>(27,65,61,405)</b>

\* Including revaluation.

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**
**NOTE NO. 8**
**NON-CURRENT INVESTMENTS**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
<b>Non Trade, Unquoted</b>		
Investments in Preference Shares:		
5,00,000(2017:5,00,000) Shares of 7% Redeemable Non-Convertible Non-cumulative Preference Shares of Rs 10/- each in Cygnus Real Estates Private Limited	<b>50,00,000</b>	50,00,000
<b>Total</b>	<b>50,00,000</b>	50,00,000

**NOTE NO. 9**
**OTHER NON-CURRENT ASSETS**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
<b>Unsecured, Considered Good</b>		
Deposits paid under protest	6,31,793	3,31,793
Deposits recoverable	12,45,006	37,56,796
Less: Provision for doubtful deposits	(5,77,285)	(5,77,285)
<b>Total</b>	<b>12,99,514</b>	<b>35,11,304</b>

**NOTE NO. 10**
**INVENTORY**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Raw materials (at cost)	<b>6,46,33,398</b>	6,46,33,398
Less: Provision for Obsolete Inventory	<b>6,46,33,398</b>	5,22,63,533
<b>Total</b>	<b>-</b>	1,23,69,865

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**
**NOTE NO. 11**
**TRADE RECEIVABLES**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Outstanding for a period exceeding six months from due date	-	-
Unsecured, Considered Good	15,22,938	15,22,938
Doubtful	15,22,938	15,22,938
Less: Provision for bad and doubtful debts	15,22,938	15,22,938
<b>Total</b>	-	-

**NOTE NO. 12**
**CASH AND BANK BALANCES**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Cash Equivalents		
Balances with banks in current accounts	41,95,019	34,63,542
Other Bank Balances		
Fixed deposits (maturing within 12 months)	1,75,193	1,63,850
<b>Total</b>	<b>43,70,212</b>	<b>36,27,392</b>

**NOTE NO. 13**
**SHORT-TERM LOANS AND ADVANCES**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
<b>Unsecured, Considered Good</b>		
Tax deducted at Source	14,61,073	15,39,359
Income-tax Refund receivable	75,821	75,821
Balances with Government Authorities	38,080	38,080
Advance for Expenses	2,473	4,948
<b>Total</b>	<b>15,77,447</b>	<b>16,58,208</b>

**NOTE NO. 14**
**OTHER CURRENT ASSETS**

<b>Particulars</b>	<b>As at 31<sup>st</sup> March, 2018 ₹</b>	<b>As at 31<sup>st</sup> March, 2017 ₹</b>
Interest accrued	4,725	41,617
<b>Total</b>	<b>4,725</b>	<b>41,617</b>

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018****NOTE NO. 15****OTHER INCOME**

<b>Particulars</b>	<b>For the year ended 31st March, 2018 ₹</b>	<b>For the year ended 31st March, 2017 ₹</b>
Interest Income	3,09,006	10,51,981
Provisions and credit balances written back	1,634	5,61,22,983
Prior Period Income	-	23,994
Miscellaneous Income	-	6,39,549
<b>Total</b>	<b>3,10,640</b>	<b>5,78,38,507</b>

**NOTE NO. 16****OTHER EXPENSES**

<b>Particulars</b>	<b>For the year ended 31st March, 2018 ₹</b>	<b>For the year ended 31st March, 2017 ₹</b>
Power and fuel	3,22,920	2,79,268
Contract Labour charges	61,044	3,59,918
Repairs to: Buildings	-	2,87,400
: Others	-	200
Printing and Stationery	37,225	40,701
Communication costs	23,725	30,041
Rates and taxes	3,96,628	3,99,128
Advertisement	7,430	5,985
Payments to Auditor: Statutory Audit	1,00,000	1,00,000
: Tax Audit	-	35,000
: Service tax	18,000	23,250
Travelling and Conveyance	21,754	42,104
Legal and Professional Charges	6,55,133	2,64,697
Gardening expenses	-	38,221
Miscellaneous expenses	1,49,764	1,16,613
Loss on sale of Raw Materials	-	4,21,82,513
Provision for Obsolete Inventory	1,23,69,865	-
Provision for doubtful deposits	-	5,77,285
Advances, Debit balances and Deposits written off	3,223	1,02,836
Bank charges	3,642	2,559
Prior period expenses	-	50,000
<b>Total</b>	<b>1,41,70,353</b>	<b>4,49,37,719</b>



**17. Deferred Tax:**

Deferred tax asset, arising on account of carry forward losses is not recognised due to lack of virtual certainty of reversal.

**18. Earnings per equity share:**

<b>Basic Earnings per equity share</b>	<b>for the year ended 31st March, 2018</b>	<b>for the year ended 31st March, 2017</b>
Profit/(Loss) for the periods Rs	(1,43,60,232)	1,22,41,091
Weighted average number of equity shares of Rs 10/- each fully paid up	3,89,09,953	3,89,09,953
Basic Earnings per equity share Rs	(0.37)	0.31

Since, the Company does not have any dilutive securities, the basic and diluted earnings per share are the same.

**19. Commitments and Contingent Liabilities not provided for:**

<b>S. No.</b>	<b>Particulars</b>	<b>As at 31 March, 2018 Rs</b>	<b>As at 31 March, 2017 Rs</b>
I	Towards Bank Guarantee	1,19,068	1,19,068
II	The Company received a demand from Assistant Provident Fund Commissioner (Compliance) for payment of Rs 7,61,604/- towards Provident Fund due on account of contract labour for the period March 2006 to March 2009 as principal employer. The Company contested the same before Employees Provident Fund Appellate Tribunal, New Delhi. As per the directions of Appellate Tribunal the Company has deposited Rs. 3,00,000/- which is shown as deposits paid under protest under "Other Non-current assets".	7,61,604	7,61,604
III	<b>Central Excise Department:</b> a) The Excise Department filed an appeal before Hon'ble CESTAT, Bangalore against refund of Excise Duty of Rs 36,26,892/- on account of abatement of Octroi claimed by the company which was decided in Company's favour. Consequently, Department filed further appeal in this regard before the Hon'ble High Court of Telangana & Andhra Pradesh.	36,26,892	36,26,892

S. No.	Particulars	As at 31 March, 2018 Rs	As at 31 March, 2017 Rs
IV	<b>b) Commissioner of Customs, Central Excise &amp; Service tax:</b>		
	i) Reversal of Cenvat Credit on Transportation of Finished Goods for the period: April 2008 to March 2011 (against which an amount of Rs.1,31,793/- is paid as pre-deposit and shown as deposits paid under protest under Other Non-current Assets)	24,47,176	24,47,176
	ii) Service tax on Corporate guarantee fee for FY 2006 to 2009	25,22,064	25,22,064
	iii) Service tax credit on out ward freight for the period 2005-06 to 2009-10	32,38,317	32,38,317
V	<b>Claims against the Company not acknowledged as debts</b> <b>Royalty and Interest to Forest Department:</b> Claim by Forest Department, Government of erstwhile Andhra Pradesh for Rs 50.83 lacs towards Royalty on account of wood supplied from 1980 to 1984 and for Rs 13.02 lacs towards interest thereon out of which the Company had accepted the claim to the extent of Rs 30.65 lacs towards Royalty, which is provided.	33,19,244	33,19,244

**20.** The Company has not manufactured any goods during the current year and there are no transactions in foreign currency. Hence, the additional information as required under Clause 5 of Part II of Schedule III to the Companies Act, 2013 is not furnished.

**21. Disclosure under “Micro, Small and Medium Enterprises Development Act, 2006”:**  
As per the information available with the company, there are no dues to micro and small enterprises as on 31st March, 2018.

**22.** The Company has closed its manufacturing activity of particle Board during the financial year 2011-12, disposed off the plant and machinery and declared voluntary retirement to its employees. Presently the Company is exploring new lines of business. Hence the financial statements are prepared under going concern basis.

**23. Employee Benefits:**

Since the company has no employees, provision for Gratuity or Leave encashment as required under Accounting Standards (AS) 15 “Employee Benefit” does not arise.

**24. Segment Reporting:**

The company has closed its manufacturing activity. Hence disclosure of segment information as prescribed by the Accounting Standard 17 "Segment Reporting" is not applicable.

**25. Related Party Disclosure:**

Disclosures as required by the Accounting Standard (AS) – 18 of the Institute of Chartered Accountants of India are given below:

**Key Management Personnel** : Mr. Murali Varadarajan, Executive Director

**During the year there are no transactions with related parties and no amount is outstanding as on 31st March, 2018.**

- 26.** In the opinion of the Board of Directors of the company, the current assets, loans and advances are expected to realize in the ordinary course of business approximately the value at which they are stated in accounts.
- 27.** The balances in personal accounts are subject to confirmations and reconciliations.
- 28.** The comparative figures in the financial statements as at and for the year ended 31st March, 2017 have not been audited by us.
- 29.** Figures of the previous year have been regrouped / rearranged to conform to those of the current year.

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As per our report of even date  
**for K S RAO & CO.**  
Chartered Accountants  
Firms' Registration Number: 003109S

For and on behalf of Board of Directors

**(Pardhasaradhi Rao P)**  
Partner  
Membership Number: 224777

Place : Hyderabad  
Date : 25th July, 2018

**(Murali Varadarajan)**  
Executive Director  
(DIN: 03602462)

**(Syed Ali Naqui)**  
Director  
(DIN: 01513430)



**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]

**NOVOPAN INDUSTRIES LIMITED**

**CIN: U55101TG1984PLC004941**

Regd. Office: IDA, Phase II, Patancheru, Medak District – 502319, Telangana, India.

33<sup>rd</sup> Annual General Meeting held on Friday, the 29<sup>th</sup> September, 2018 at 10.00 a.m.

Name of the Member \_\_\_\_\_

Registered Address : \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

E mail : \_\_\_\_\_

Folio No /Client ID:D P ID:

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

Name :

E mail:

Address :

Signature :

Or failing him / her

Name :

E mail:

Address :

Signature:

**NOVOPAN INDUSTRIES LIMITED**

**CIN: U55101TG1984PLC004941**

Regd. Office: IDA, Phase II, Patancheru, Medak District – 502319, Telangana, India

**Attendance slip**

33<sup>rd</sup> Annual General Meeting held on Friday, the 29<sup>th</sup> September, 2018 at 10.00 a.m.

Registered Folio no / DP ID No / Client ID No:

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Number of Shares held

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 33<sup>rd</sup> Annual General Meeting of the Company at IDA, Phase II, Patancheru, Medak District – 502319, Telangana State.

Name of the member / proxy

Signature of member/proxy

**BOOK - POST**

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**NOVOPAN INDUSTRIES LIMITED**

CIN: U55101TG1984PLC004941

IDA, Phase - II, Patancheru,  
Medak District - 502 319, Telangana State, India.  
E-mail : [investor@novopan.in](mailto:investor@novopan.in)