

NECCON POWER & INFRA IMITED
(Formerly North Eastern Cables & Conductors Pvt Ltd)



JORHAT ASSAM

**33rd ANNUAL REPORTS
2016-2017**

NECCON POWER & INFRA IMITED
(Formerly North Eastern Cables & Conductors Pvt Ltd)

BOARD OF DIRECTOR

1	Mr Murlidhar Khetan	:- Managing Director
2	Mr Jai vPrakash Khetan	:- Whole Time Director
3	Mr Basant Kumar Khetan	:- Whole Time Director
4	Mr Pradeep Kumar Khetan	:- Whole Time Director
5	Mrs Ranjana Khetan	:- Whole Time Director
6	Mrs Sneha Khetan	:- Whole Time Director
7	Mrs Kavita Khetan	:- Director
8	Mr Sharad Agarwalla	:- Independent Director
9	Mr Jugal Kisore Agarwalla	:- Independent Director
10	Miss Rainy Khetan	:- Director

STATUTORY COMMITTEES

AUDIT COMMITTEE

Mr Sharad Agarwalla	:- Chairman
Mr Jugal Kisore Agarwalla	:- Member
Mr Basant Kumar Khetan	:- Member

NOMINATION & REMUNERATION COMMITTEE

Mr Murlidhar Khetan	:- Chairman
Mr Jugal Kisore Agarwalla	:- Member
Mr Sharad Agarwalla	:- Member
Mr Nanuram Prajapat	:- Member

SECRETARIAL AUDITORS

M/S. Amit Pareek & Associates,
Company Secretaries
Ram Prasad Complex
Chattribari Guwahati-781001

CHIEF FINANCIAL OFFICER

Nanuram Prajapat

REGISTERED OFFICE

Khetan Bhawan
Seuni Ali, A T Road
Jorhat assam-785001
Website:- khetan-group.com
e-mail :- 1) necab11@yahoo.com
2) neccon_ghy@yahoo.com
Ph.No. 0376-2351433,2351505
Fax No. 0376-2351318

BRANCH/DIVISIONAL OFFICE

- 1) 416 (4th Floor) Space Cinema Complex Jaipur (Raj)
- 2) H.No.37 Tulsibala Raod Ulubari, Guwahati Assam

STATUTORY AUDITORS

M/s. Roy Atal & Atal
Chartered Accountant
Mithapukhari Road, Jorhat
Jorhat-Assam-785001

INTERNAL AUDITOR

M/s. Victor & Associates, Chartered
Accountants
Housed no. 11, Near Maghdoot Cinema
Hall
1st Floor, Opposite SAI Main Gate,
Paltan Bazar, Guwahati-08

COST AUDITORS

M/S. M/s Chittora & Co,
Cost Accountant
Jaipur Rajasthan

COMPANY SECRETARY

CS-Vishanu Prasad Agarwalla

BANKERS

Indian Bank
Canara Bank
Punjab National Bank
Bank of Baroda
State Bank of Bikaner & Jaipur

WORKS/FACTORY

- 1) Industrial Area Cinnamara Jorhat
- 2) F-44 Industrial Area Sikar (Raj.)
- 3) Bapi Ind. Area BapiDousa (Raj.)

NON CONVENTIONAL ENMERGY

Wind Power
Ak-178, Akal Chord, Fatehgarh Taluka
Jaisalmer Rajasthan

NECCON POWER & INFRA LIMITED

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DIRECTORS' REPORT

TO THE SHAREHOLDERS

Your Directors have pleasure in presenting their 33rd Annual Report and the Audited Financial Statements of the Company for the year ended **31st March 2017**.

ACCOUNTS & FINANCIAL MATTERS:

The highlights of the Financial Results of the Company for the year ended 31st March, 2017 are as under.

Particulars	(Rs. in Crore)	
	2016-17	2015-16**
Revenue from operation and other income	380.15	369.77
Less: Expenditure other than depreciation, interest	346.58	341.51
Profit before interest/depreciation	33.57	28.26
Less: Interest	11.97	10.28
Profit before depreciation	21.60	17.98
Less: depreciation	1.81	1.83
Profit before Tax	19.79	16.15
Provision for Taxation	7.05	6.84
Profit after Tax	12.74	9.31
Surplus brought forward from previous year	70.82	61.51
Balance available for appropriation	83.56	70.82
Provision for appropriation	-	-
Balance carried forward to Balance Sheet	83.56	70.82

The above figure are extracted from the standalone financial statement as per Indian General Accounting Principals (GAAP)

** Previous year figure have been re grouped and re-arranged wherever necessary.

PERFORMANCE:-

During the year, the Company's overall performance has been satisfactory. It has achieved, the total Income of the Company was Rs.380.15 crore against Rs.369.77Crore in the previous year. The Company has earned a Profit after tax of Rs.12.74core compared to Rs.9.31Crore in the previous year.

STATE OF COMPANY'S AFFAIRS

At present the Company is generating revenues from Conductors, Wind Power and EPC Contracts. Company provides to its customers, numerous ranges of products in terms of best quality and ensures them optimum satisfaction level.

Our Transmission and Distribution Conductors include

- All Aluminum Conductors (AAC)
- All Aluminum Alloy Conductors (AAAC)
- Aluminum Conductor Steel Reinforced (ACSR)

DIVIDEND:

In view of the requirement of working capital, the Directors in their discreteness decided to skip the dividend for the year in order to conserve the resources.

SHARE CAPITAL:

The authorized share capital of the company is Rs.50,00,00,000.00 consisting of 4,00,00,000 equity shares and 1,00,00,000.00 Preference Share of Rs.10/- each



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During the year, the company allotted 74,34,008 bonus equity shares, 10:3 shares of Rs. 10.00 each aggregating to Rs.7,43,40,080.00

Further the Company has also accepted share application money for amounting Rs.24,68,13,000.00 and 58,76,500 equity shares has been allotted at Rs. 42.00 per equity share at a premium of Rs.32.00 per shares.

The Issued, Subscribed and paid up Equity Shares Capital of your Company as on 31st March, 2017 stood at Rs. 38,09,05,330.00 comprising 3,80,905,330 Equity Shares of Rs. 10/- each.

DEPOSITS:

The company did not invite/ accept any deposits from public during the year under report.

RISK MANAGEMENT POLICY

The risk Management Policy of the Company elaborates the various methods in identification, assessment, monitoring and mitigation of various risks that the company may face in its business. The Company's enterprises Risk Management approaches identifies and categorizes the major risk relating to Operation and finance. The company's objective is to achieve a balance between acceptable levels of risk and reward in effectively managing operational, financial, Business and other risks.

INTERNAL FINANCIAL CONTROL:-

The Board has inter alia reviewed the adequacy and effectiveness of the Company's Internal Financial Controls relating to its financial statements.

The Board's also discussed major financial risk exposures and the steps taken by it to monitor and control such exposure. The internal control structure showed no reportable material weaknesses.

The Company's Internal Financial Control framework is in line with current best practice and effectively addresses emerging challenges of its business.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out performance evaluation taking into consideration of various aspects of the Board's functioning, composition of Board, and its Committees, execution, and performance of specific duties, obligations and governance. The Performance of evaluation of Independent Directors was completed. The Performance evaluation of Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with evaluation process.

BOARD MEETING

During the year 11 (Eleven) board Meeting and 4(four) audit committee Meeting were convened and held. The intervening gap between the meeting was within the period as prescribed under the companies Act, 2013. The intervening gap between the meetings was within the period of 120 days as prescribed under the Companies Act, 2013.

NOMINATION & REMUNERATION COMMITTEE POLICY ON REMUNERATION OF DIRECTORS, KMPs, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES:

(i) Brief description of terms of reference:

The nomination and remuneration committee has adopted a Nomination and Remuneration Policy which, inter alia, deals with the manner of selection of Board of Directors, Key Manager Persons & other senior management and their remuneration. The Board has named its "Remuneration Committee" as the "Nomination and Remuneration Committee". The brief terms of reference of the Nomination and Remuneration Committee, inter alia, include the following:



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- a. Identifying and selection of persons for appointment as directors and senior management in accordance with the criteria laid down and to recommend to the Board their appointment.
- b. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.
- c. Recommend/review remuneration of the Managing Director and Whole time Director(s) based on performance and defined assessment criteria.
- d. Recommend to the Board a policy for selection and appointment of Directors, Key Managerial Personnel and other senior management positions.
- e. Formulate and review criteria for evaluation of performance of the Board of Directors
- f. Devise a policy on Board diversity.
- g. Succession planning for the Board level and key management positions.
- h. Carry out any other function as mandated by the Board from time to time and/or enforced by any statutory notification/amendment.

(ii) Composition:

S L No.	Name of Member	Designation
1	Mr Murlidhar Khetan	Chairman
2	Mr Jugal Kisore Agarwalla	Member
3	Mr Sharad Agarwalla	Member
4	Mr Nanuram prajapat	Member

AUDIT COMMITTEE:

(i) Brief description of terms of reference:

The terms of reference stipulated by the Board to the Audit Committee includes review of the following:

- Management Discussion and Analysis of financial condition and results of operations;
- Statement of significant related party transactions submitted by Management;
- Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- Internal Audit Reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief Internal Auditor.
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditor and the fixation of Audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- The annual financial statements before submission to the Board for approval, with particular reference to following with the Management:
 - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (3C) of Section 134 of the Companies Act, 2013
 - ii. Changes, if any, in accounting policies and practices and reasons for the same.
 - iii. Major accounting entries involving estimates based on the exercise of judgment by Management
 - iv. Significant adjustments made in the financial statements arising out of Audit findings
 - v. Compliance with listing and other legal requirements relating to financial statements
 - vi. Disclosure of any related party transactions
 - vii. Qualifications in the draft Audit Report.
- Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the Management, performance of Statutory and Internal Auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with Internal Auditors any significant findings and follow up there on.

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- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with Statutory Auditors before the Audit commences, about the nature and scope of Audit as well as post-Audit discussion to ascertain any area of concern.
- To review the functioning of the Whistle Blower Mechanism.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

(ii) Composition :

The Company's Audit Committee comprises of the following members, the majority being Independent Directors:

S L No.	Name of Member	Designation
1	Mr Sharad Agarwalla	Chairman
2	Mr Jugal Kisore Agarwalla	Member
3	Mr Basant Kumar Khetan	Member

The Company continued to derive immense benefit from the deliberation of the Audit Committee comprising of two Non-Executive Independent Directors and one Chief Financial Officer Mr Nanuram Prajapat. As Mr Sharad Agarwalla who is heading the Audit Committee as Chairman having rich experience and professional knowledge in Finance, Accounts and Company Law, the members always added the value for the Company. Minutes of each Audit Committee are placed before the Board and discussed in the meeting.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted the CSR Committee, brief details whereof are provided in the Annual report on CSR activities. The Company has also framed a CSR Policy, as recommended by the CSR Committee and approved by the Board of Directors of the Company. Further, the CSR activities as mentioned in the Company's CSR Policy are carried out under the guidance of the said Committee.

The Annual Report on CSR activities as required under Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith as "**Annexure-I**" to this Report.

RELATED PARTY TRANSACTION

All transaction entered with Related Parties for the year under review was on arm's length basis and the ordinary courses of business. There are no materially significant related party transaction made by the company with Promoters, Directors, Key Managerial Personal or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transaction are places before the concerned committee as also the board for approval.

The particulars of contracts and arrangements with related parties referred to in sub section (10) of section 188 is prepared in form AOC-2 and same is annexed herewith as "**Annexure-II**" to this report

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Joint Venture during the period under review.

Your company has the following Subsidiary Companies as mentioned below. Further there have been no material changes in the nature of business of the Subsidiaries.

- 1) M/s LOWER SEIJUSA HYDEL POWER COMPANY PVT LTD
- 2) M/s BRAHMPUTRA INFRA POWER PVT LTD

In terms of proviso to sub section (3) of section 129 of the Act, the salient feature of the financial statement of the subsidiaries is set out in the prescribed Form AOC-1, "**Annexure-III**" which forms part of the annual report. Pursuant to the provisions of Section 136 of the Act, the financial statement of the company consolidated financial statement along with relevant documents and separate audited accounts in respect of subsidiaries are attached thereto.



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PARTICULARS OF LOAN, GUARANTEES, OR INVESTMENT

During the financial year under review, the Company did not give any loan or guarantee or provided any securities or made any investment covered under Section 186 of the companies act, 2013

VIGIL MECHANISM WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a Vigilo mechanism policy.

AUDITORS

Statutory Auditors

M/s. Roy Atal & Atal Chartered Accountant, were appointed as Auditor of the company for a term of three consecutive years to hold the office from conclusion of the 30th Annual General Meeting held in the year 2014 till the conclusion of its 33rd Annual General Meeting to be held in the year 2017, being the maximum permissible term. Accordingly, pursuant to section 139 (2) of the Companies Act 2013, (Act) they will not be eligible for re-appointment as the Auditors of the company at the forthcoming AGM.

The Board of Director places on record its appreciation of the valuable services rendered by M/s. Roay Atal & Atal., as the Auditor's of the Company. The observation of the auditors in their report on Accounts and the financial statements, read with the relevant notes are self explanatory.

Subject to the approval of the Members, the Board of Directors of the Company has recommended the appointment of M/S. Khetan Amit & Assocaites, Chartered Accountant (Firm Registration Number-328611E) as the Auditors of the Company for a period of three years commencing from the conclusion of 33rd AGM till the conclusion of 36th AGM to be held in the year 2020 pursuant to Section 139 of the Act. Requisite Resolution regarding their appointment is included in the Notice of forthcoming AGM for approval by the Members.

Cost Auditors

The Board of director, subject to the approval of the Central government, re-appointed M/S. M/s Chittora & Co, Cost Accountant Jaipur holding certificate of practice No. 18347 as a cost Auditor for conducting the Cost audit for the financial year 2017-18. Subject to section 148 of the Companies Act, 2013 read with Companies (Cost Records & Audit) Rules, 2014 issued by the MCA, the Audit committee recommended their re-appointment. The Company has also received a letter from the cost Auditor, stating that the appointment, if made, will be within the limits prescribed pursuant to the section 141 of companies Act, 2013

Secretarial Auditors.

Pursuant to the provisions of Section 204 of the companies Act, 2013 and The Companies (appointment and Remuneration of Managerial Personal) rules, 2014 the Company has appointed M/S. Amit Pareek & Associates, Company Secretaries in Practice to undertake the Secretarial audit of the Company for the Financial Year 2016-17. The Report of the Secretarial Audit Report is Annexed herewith as **Annexure-IV**

Internal Auditors

M/S **VICTOR & ASSOCIATES**, Chartered Accountant Guwahati-8, performs the duties of Internal Auditors of the Company and their report is received by the Audit committee from time to time

PARTICULARS OF EMPLOYEE

No employee of the Company was in receipt of remuneration during the financial year **2016-17** in excess of the sum prescribed under section 197(12) of the Companies act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personal) Rule, 2014



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

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under.

During the financial year **2016-17**, the Company received no complaints on sexual harassment.

DIRECTORS' RESPONSIBILITY STATEMENT:-

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) That in the preparation of the accounts for the financial year ended 31st March, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 year under review;
- c) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the Directors have prepared the accounts for the financial year ended 31st March 2017 on a 'going concern' basis;
- e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- f) That devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

DIRECTORS:

The Board is manned by Mr. Murlidhar Khetan, Managing Director –Mr. Jai Prakash Khetan, Mr. Basant Kumar Khetan, Mr. Pradip Kumar Khetan, Miss Rainy Khetan Director and Mrs. Ranjana Khetan, Mrs. Sneha Khetan and Mr Kavita Khetan Whole time Directors, Mr Jugal Kishore Agarwalla, Mr Sharad Agarwalla Independent Director. The Board has recorded its sincere appreciation for the invaluable contribution made by each of them during their tenure.

Based on the confirmation and disclosures received from the Directors under Section 149(7) of the Companies Act, 2013 and on evaluation of the relationships disclosed, the following Non-Executive Directors are considered as Independent Directors:

- a. Mr. Jugal Kishore Agarwalla (DIN: 07114060)
- b. Mr. Sharad Agarwalla (DIN: 07105755)

All Independent directors have given necessary declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013, and there has been no change in the circumstances which may affect their status as Independent director during the year.



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TRANSFER TO RESERVES:

The Company has not transferred any amount to reserves. An amount of Rs.12.74 Crore is proposed be retained in the surplus.

MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR :

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT

There are significant and material orders passed by the Regulators/courts that would impact the going concern status of the company and its future operations.

EXTRACT OF ANNUAL RETURN:-

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure-V"

PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided in the "Annexure-VI" forming part of this Report.

ACKNOWLEDGEMENT :

The Directors take the opportunity to express their heartfelt appreciation for the co-operation received from the Central Government, the State Government, valuable customers, Share Holders and others concerned with the company. We are also grateful to Indian Bank & Canara Bank for their continuing assistance and co-operation. The consortium of bankers continues to rate the company as prime customer and extend facilities at prime pricing. Your directors are also grateful to all the employees of the company for their valuable services and would like to encourage an environment of new ideas to support the company over the years to come.

For and on behalf of Board

For Neccon Power & Infra Limited


(Dr. M. D. Khetan)
Managing Director
DIN-00842354

Place :- JORHAT
Date :- 21.08.2017




(P.K. Khetan)
Whole Time Director
DIN-01227602

NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt Ltd)

ANNEXURE- V I

(Information under Section 134(3)(m) of the companies Act,2013, Read with Rules 8(3) of the Companies (Accounts) Rules,2014)

A. CONSERVATION OF ENERGY:

a) Energy conservation measures taken include:

- Continued control over idle running of machines, switching off lighting and fans during lunch time and creating an awareness in our employees for the need of conservation of energy.
- Continuous systematic maintenance of machinery.
- Continuous monitoring of fuel, gases and adjusting the fuel ratio for furnaces and other machinery.
- Improving availability of natural lighting wherever possible and thereby reducing load on electrical lighting.
- Optimizing utilization of heat treatment plant by staggering the workload.

b) Additional Investment and proposal, if any, being implemented for deduction in consumption energy Factory painting to improve natural lighting.

c) Impact of measures at (a) and (b) for reduction of energy consumption and consequent impact on the cost of production of goods.

The measures taken by the company resulted in saving in energy however, saving due to various measures taken as above are not identified and quantified separately.

B. TECHNOLOGY ABSORPTION:

a) Specific areas in which production work carried out by the company.

- Improvement of existing produce.
- Modifying and testing of product for mandatory requirement BIS specification for emission and safety standards.

b) Benefits derived as a result of above production work.

- Various improvements in existing product.
- Improvement in Quality.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO: (Amount in Rs.)

Sl. No.	Particulars	AS AT 31.3.2017	Previous Year
1	Income-Deemed export (FOB Value)	Nil	Nil
2	Expenditure in respect of		
	1) Import of Raw Materials (CIF Value)	28,20,69,094	68,59,65,596
	2) Bank Charges	23,61,581	9,24,535
	3) Interest on FLC	12,73,096	5,07,999

For and on behalf of Board
For Necon Power & Infra Limited

(Dr **M.D. Khetan**)
Managing Director
DIN-00842354
Place :- JORHAT
Date :- 21.08.2017



(**P.K.Khetan**)
Director
DIN-01227602

NECCON POWER & INFRA LIMITED

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ANNEXURE-I

Annual Report on Corporate Social Responsibility for Financial Year 2016-17

I. Brief outline of the Corporate Social Responsibility (CSR) Policy

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR)

The Corporate Social Responsibility (CSR Committee) has formulated and recommended to the Board, the following activities has been undertaken by the Company under Corporate Social Responsibility Policy (CSR Policy), and has been approved by the Board.

The key philosophy of all CSR initiatives of the Company is guided by three core commitments of Scale, Impact and Sustainability.

The Company has identified following areas of engagement which are as under:

- Rural Transformation: Creating sustainable livelihood solutions, addressing poverty, hunger and malnutrition.
- Health: Affordable solutions for healthcare through improved access, awareness and health seeking behaviour.
- Education: Access to quality education, training and skill enhancement.
- Environment: Environmental sustainability, ecological balance, conservation of natural resources.
- Protection of National Heritage, Art and Culture:
- Protection and promotion of India's art, culture and heritage.
- Disaster Response: Managing and responding to disaster.

II. Composition of CSR Committee of the Board

The CSR Committee of the Board comprises of the following members :-

S L No.	Name of Member	Designation
1	Mr Murlidhar Khetan	Chairman
2	Mr Sharad Agarwalla	Member
3	Mr Jugal Kisore Agarwalla	Member
4	Mr Basant Kumar Khetan	Member

III. Financial Details

The company is covered under the criteria mentioned in the provision of companies Act, 2013. The Company over the year is pursuing as part of its corporate Social Responsibility for promoting Education, Welfare and aspiration of the Community. The details of amount spent on CSR activities during the financial year 2016-17 are as follow

S L No.	Description	Amount (in Rupees)
1	Average Net Profit of the Company for Last three Financial Year	14,92,37,782.00
2	Prescribed CSR Expenditure	29,84,756.00
3	Amount of CSR Spent during the Year	31,00,000.00
4	Amount unspent if any	Nil
5	Manner in which the amount spent during the year	As details given below



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Details of amount spent on CSR Activities during the FY. 2016-17

S L No.	CSR Project or Activity Identified	Sector in which the Project is covered (Clause no. of Schedule VII to the Companies Act, 2013 as amended)	Project of Program (1) Local Area or other (2) Specify the State and District where projects or program was undertaken	Amount Outlay (Budget) project or program wise (Rs. in Lakh)	Amount spent on the project or programs Sub-Heads: (1) Direct Expenditure on Project or Programs (2) Overheads (Rs. in Lakh)	Cumulative Expenditure up to the reporting period i.e. FY 2016-17 (Rs. in Lakh)	Amount spend Direct or Through Implementing Agency
1	Promotion of education- North Eastern Knowledge Foundation	Clause No. 2 for promotion of education	District- Jorhat of Assam State	29.85	31.00	31.00	Implementing Agency - North Eastern Knowledge Foundation

The Company would also undertake other need based initiatives in compliance with Schedule VII to the Act. During the year, the Company has spent Rs. 31,00,000/- (more than 2% of the average net profits of last three financial years) on CSR activities.

IV. Responsibility Statement

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of CSR Projects and activities in compliance with our CSR objectives.

For and on behalf of Board
For Neccon Power & Infra Limited


(Dr **M.D. Khetan**)
Managing Director
DIN-00842354
Place :- JORHAT
Date :- 21.08.2017




(**P.K. Khetan**)
Director
DIN-01227602

NECCON POWER & INFRA LIMITED
(FORMERLY NORTH EASTERN CABLES & CONDUCTORS PVT LTD)

Annexure - II

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

There were no contracts or arrangements or transactions entered in to during the year ended 31st March 2017, which were not at arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis.

The details of material contracts or arrangement or transaction at arm's length basis for the year ended 31st March, 2017 are as follows:

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms	Amount (in Rs.)
North Eastern Cables Pvt. Ltd	Company under same Management	365 days	Rent Paid Rs.60,000/- Per month	7,20,000.00
		365 Days	Sale	52,87,894.00
		365 Days	Purchase	18,053,006
North Eastern Educare & Research Pvt Ltd	Company under same Management	365 days	Hire Charge on Machineries	44,91,900.00

Note: Appropriate approvals have been taken for related party transactions. Advances paid have been adjusted against billings, wherever applicable.

For and on behalf of Board,
For Neccon Power & Infra Limited


(Dr M.D. Khetan)
Managing Director
DIN-00842354


(P. K. Khetan)
Director
DIN-01227602



Place: - JORHAT
Date: - 21.08.2017

ANNEXURE-III

FORM AOC-I

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

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

Part "A": Subsidiaries

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

Name of subsidiary	Brahmaputra Infra Power Private Limited	Lower SeijusaHydel Power Company Private Limited
Reporting Period for subsidiary Concerned, if different from the holding company's reporting period:	N.A.	N.A.
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.	N.A.
Share capital	14,365,000.00	100,000.00
Reserves & surplus	125,930,657.00	Nil
Total assets	841,664,814.00	238,300
Total Liabilities	841,664,814.00	238,300
Investments	2,465,750.00	Nil
Turnover	Nil	Nil
Profit before Taxation	Nil	Nil
Provision for taxation	Nil	Nil
Profit after taxation	Nil	Nil
Proposed Dividend	Nil	Nil
% of Shareholding	100%	100%

Note:

- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL



Part "B": Associates and Joint Ventures

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

Name of Associates/Joint Ventures	Name 1	Name 2
1.Latest audited Balance Sheet Date		
2.Shares of Association		
No,		
Amount of Investment in Association/ Joint venture		
Extent of holding %		
3. Description of how there is significant influence	NIL	
4. Reason why the associate/joint venture is not consolidated		
5. Net worth attributable to Shareholding as per latest audited Balance Sheet		
6. Profit/ Loss for the year		
i. Considered in Consolidation		
i. Not Considered in Consolidation		

1. Names of associates or joint ventures which are yet to commence operations: NIL

2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

For ROY ATAL & ATAL
Chartered Accountants



(S K Atal)
Partner
M.No.061729
FRN: 325672E



Place: Jorhat
Date: 21st August, 2017

For and on behalf of the Board of
Neccon Power & Infra Limited



(Dr M D Khetan)
Managing Director
DIN: 00842354



(P.K.Khetan)
Director
DIN: 01227602



ANNEXURE -IV
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

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	U27109AS1984PLC002275
2	Registration Date	27/12/1984
3	Name of the Company	NECCON POWER AND INFRA LIMITED
4	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES INDIAN NON-GOVERNMENT COMPANY
5	Address of the Registered office & contact details	A.T.ROAD, JORHAT-785001, ASSAM
6	Whether listed company	UNLISTED
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

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)			
5.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Construction / Erection of Power & Transmission Line	42202	69.70
2	Manufacture of Electronic & Electric Wires and Cables	27320	30.30
3			

III. PARTICULARS OF HOLDING/SUBSIDIARY/ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	BRAHMAPUTRA INFRA POWER PVT LTD	U40102AS2000PTC006157	Subsidiary	100	2(46)
2	LOWER SELJUSA HYDEL POWER CO PVT LTD	U40101AS2008PTC008756	Subsidiary	100	2(46)

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of total equity)									
(i) Category-wise Share Holding									

Category of Shareholders	No. of Shares held at the beginning of the year (As on 31-March-2016)				No. of Shares held at the end of the year (As on 31-March-2017)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	8,944,800	8,944,800	36.10%	-	11,628,240	11,628,240	30.53%	30.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	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)	-	8,944,800	8,944,800	36.10%	-	11,628,240	11,628,240	30.53%	30.00%
(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)	-	8,944,800	8,944,800	36.10%	-	11,628,240	11,628,240	30.53%	30.00%
B. Public									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
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) FII(s)	-	-	-	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)-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Indian	-	15,834,425	15,834,425	63.90%	-	26,462,293	26,462,293	69.47%	67.11%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	800	800	0.003%	-	1040	1,040	0.003%	30.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B) (2)-	-	15,835,225	15,835,225	63.90%	-	26,462,293	26,462,293	69.47%	67.11%
Total Public (B)	-	15,835,225	15,835,225	63.90%	-	26,462,293	26,462,293	69.47%	67.11%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total	-	24,780,025	24,780,025	100.00%	-	38,090,533	38,090,533	100.00%	97.11%

(iii) Shareholding of Promoter:

SN	Shareholder's Name	Shareholding at the beginning of the year AT 31.03.2016			Shareholding at the beginning of the year AT 31.03.2017			% 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	MURLIDHAR KHETAN	1,135,840	4.56%		1,426,112	3.88%		30.00%
2	JADPRAKASH KHETAN	1,197,400	4.83%		1,556,620	4.09%		30.00%
3	BASANT KUMAR KHETAN	1,089,600	4.40%		1,416,480	3.72%		30.00%
4	SOHANI DEVI KHETAN	1,386,960	5.60%		1,803,048	4.74%		30.00%
5	RAJANA DEVI KHETAN	502,800	2.03%		653,640	1.72%		30.00%
6	MURLIDHAR KHETAN & SONS	108,000	0.44%		140,400	0.37%		30.00%
7	PRADLEP KUMAR KHETAN	915,600	3.69%		1,190,780	3.12%		30.00%
8	SNEHA KHETAN	1,108,000	4.47%		1,440,400	3.78%		30.00%
9	NIDHI KHETAN	253,000	1.02%		328,900	0.85%		30.00%
10	DEEPIYOTI KHETAN	221,000	0.89%		287,300	0.75%		30.00%
11	KAVITA KHETAN	751,200	3.03%		976,560	2.56%		30.00%
12	PRADLEP KUMAR KHETAN (HUF)	137,600	0.56%		178,880	0.47%		30.00%
13	PAYAL KHETAN	32,000	0.13%		41,600	0.11%		30.00%
14	RAJNY KHETAN	106,000	0.43%		137,800	0.36%		30.00%
	TOTAL	8,944,800	36.10%		11,628,240	30.53%		30.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year (As on 1st April, 2016)		Cumulative Shareholding during the year (AS AT 31.03.2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			8,944,800	36.10%	8,944,800	23.48%
	Changes during the year	25.03.2017	Bonus Issue			2,683,440	7.04%
	At the end of the year					11,628,240	30.53%

(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 (As on 1st April, 2016)		Cumulative Shareholding during the year (AS AT 31.03.2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
1	VSG TRADE PVT LTD						
	At the beginning of the year			6,982,300	29.18%	6,982,300	18.33%
	Changes during the year	25.03.2017	Bonus			2,094,690	5.50%
	At the end of the year					9,076,990	23.83%
2	TOPLINE FINVEST PVT LTD						
	At the beginning of the year			5,005,875	20.20%	5,005,875	13.14%
	Changes during the year	25.03.2017	Bonus			1,501,763	3.94%
	At the end of the year					6,507,638	17.08%
3	TOOR FINANCE CO LTD						
	At the beginning of the year			2,486,250	10.03%	2,486,250	6.53%
	Changes during the year	25.03.2017	Bonus			745,875	1.96%
	At the end of the year					3,232,125	8.49%
4	MAHAK BUILDERS PVT LTD						
	At the beginning of the year			420,000	1.69%	420,000	1.10%
	Changes during the year	25.03.2017	Bonus			126,000	0.33%
	At the end of the year					546,000	1.43%
5	NORTH EASTERN CABLES (P) LTD						
	At the beginning of the year			400,000	1.61%	400,000	1.05%
	Changes during the year	25.03.2017	Bonus			120,000	0.32%
	At the end of the year					520,000	1.37%
6	BRAHMAPUTRA INFRA POWER (P) LTD						
	At the beginning of the year			360,000	1.45%	360,000	0.95%
	Changes during the year	25.03.2017	Bonus			108,000	0.28%
	At the end of the year					468,000	1.23%
7	KREESNA INDUSTRIES (I) PVT LTD						
	At the beginning of the year			180,000	0.73%	180,000	0.47%
	Changes during the year	25.03.2017	Bonus			54,000	0.14%
	At the end of the year					234,000	0.61%
8	MADHAN AGENCIES PVT LTD						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year	30.03.2017	Allot			5,876,500	15.4277%
	At the end of the year					5,876,500	15.4277%
9	JAGMAL SINGH CHOYAL						
	At the beginning of the year			100	0.0004%	100	0.0003%
	Changes during the year	25.03.2017	Bonus			30	0.0001%
	At the end of the year					130	0.0003%
10	RATAN DUTTA						
	At the beginning of the year			100	0.0004%	100	0.0002%
	Changes during the year	25.03.2017	Bonus			30	0.0001%
	At the end of the year					130	0.0003%



(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 year (As on 1st April, 2016)		Cumulative Shareholding during the year (AS AT 31.03.2017)	
				No. of shares	% of total shares	No. of shares	% of total shares
1	MURLIDHAR KHETAN						
	At the beginning of the year	NIL	NIL	1,135,640	4.58%	1,135,640	2.98%
	Changes during the year	25.03.2017	Bonus			340,652	0.89%
	At the end of the year	NIL	NIL			1,476,292	3.88%
2	BASANT KUMAR KHETAN						
	At the beginning of the year			1,089,600	4.40%	1,089,600	2.86%
	Changes during the year	25.03.2017	Bonus			326,880	0.86%
	At the end of the year					1,416,480	3.72%
3	JAI PRAKASH KHETAN						
	At the beginning of the year			1,197,400	4.83%	1,197,400	3.14%
	Changes during the year	25.03.2017	Bonus			359,220	0.94%
	At the end of the year					1,556,620	4.09%
4	PRADEEP KUMAR KHETAN						
	At the beginning of the year			915,500	3.69%	915,500	2.40%
	Changes during the year	25.03.2017	Bonus			274,680	0.72%
	At the end of the year					1,190,180	3.12%
5	RANJANA KHETAN						
	At the beginning of the year			502,800	2.01%	502,800	1.32%
	Changes during the year	25.03.2017	Bonus			150,840	0.40%
	At the end of the year					653,640	1.72%
6	SNEHA KHETAN						
	At the beginning of the year			1,108,000	4.47%	1,108,000	2.91%
	Changes during the year	25.03.2017	Bonus			332,400	0.87%
	At the end of the year					1,440,400	3.78%
7	KAVITA KHETAN						
	At the beginning of the year			751,200	3.03%	751,200	1.97%
	Changes during the year	25.03.2017	Bonus			225,360	0.59%
	At the end of the year					976,560	2.56%
8	RAJNY KHETAN						
	At the beginning of the year			106,000	0.43%	106,000	0.28%
	Changes during the year	25.03.2017	Bonus			31,800	0.08%
	At the end of the year					137,800	0.36%

V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As AT 01.04.2016)				
i) Principal Amount	6,897.25	1,059.00	-	7,956.25
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	6,897.25	1,059.00	-	7,956.25
Change in Indebtedness during the financial year				
* Addition	2,122.29	-	-	2,122.29
* Reduction	-	841.93	-	841.93
Net Change	2,122.29	(841.93)	-	1,280.36
Indebtedness at the end of the financial year (AT 31.03.2017)				
i) Principal Amount	9,019.54	217.07	-	9,236.61
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	9,019.54	217.07	-	9,236.61

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	Name	MURLIDHAR KHETAN	JAI PRAKASH KHETAN	BASANT KUMAR KHETAN	PRADEEP KUMAR KHETAN	(Rs./Lac)
	Designation	MANAGING DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	
1	Gross salary	35.00	27.50	27.50	27.50	117.50
	(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	-	-	-	-	-
4	Commission as % of profit - others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	35.00	27.50	27.50	27.50	117.50
	Ceiling as per the Act					



B. Remuneration to other Directors

SN	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors	SHARAD AGARWALLA	JUGAL KISHORE AGARWALLA		
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (1)				-
2	Other Non-Executive Directors	RANJANA KHETAN	SNEHA KHETAN	KAVITA KHETAN	
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify (Director Remuneration)	25.00	25.00	25.00	75.00
	Total (2)	25.00	25.00	25.00	75.00
	Total (B) = (1 + 2)	25.00	25.00	25.00	75.00
	Total Managerial Remuneration				192.50
	Overall Ceiling as per the Act				

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

SN	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
					(Rs/Lac)
		Name	NANURAM PRAJAPAT	VISHNU PRAKASH AGARWAL	
		Designation	CEO	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		5.60	5.09	10.69
	(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				-
	others, specify				-
5	Others, please specify				-
	Total		5.60	5.09	10.69

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

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





AMIT PAREEK & ASSOCIATES
COMPANY SECRETARIES

405, RAM PRASAD COMPLEX
CHITRIBARI, GUWAHATI-781001
+91-361-2698440(O)
Mobile: +91-98640-30935(M)
+91-70025-07211(M)
Email: amitpareek99@yahoo.com

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST March, 2017

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

CIN: U27109AS1984PLC002275

**To,
The Members,
NECCON POWER & INFRA LIMITED
A T ROAD, JORHAT-785001 ASSAM**

I have conducted the Secretarial audit of the Compliance of applicable statutory provisions and adherence to good corporate practices by M/s NECCON POWER & INFRA LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the Corporate Conducts and Statutory Compliances and expressing my opinion thereon.

We report that:

- a. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
- b. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- c. We have not verified the correctness and appropriateness of the financial statement of the Company.
- d. The compliance of the provisions of the Corporate and other applicable Laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verifications of procedures on test basis.
- e. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on my verification of company's' books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers and authorized representatives during the conduct of Secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on **31st March, 2017** complied with the statutory provisions listed hereunder and also that the company has proper Board- processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereunder :



AMIT PAREEK & ASSOCIATES
COMPANY SECRETARIES

105, RAM PRASAD COMPLEX,
CHITRIBARI, GUWAHATI-781001
~91-361-2608446(0)
Mob: 91-98640-51935(M)
~91-70028-07211(M)
Email: amitpareek99@yahoo.com

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on **31st March, 2017** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Memorandum and Articles of Association of the Company.

I further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof on test check basis, the Company has complied with the all the laws applicable along with amendments specifically to the Company to the extent, in the manner as may be prescribed.

I have also examined compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

The Acts which are not applicable to the Company though forming part of the prescribed Secretarial Audit Report have not been considered while preparing this Secretarial Audit Report.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, and Standards.

I Further Report That:

All the decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the Meetings of the Board of Directors, of the Committees of the Board, as the case may be.

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

PLACE: GUWAHATI
DATE: 20/08/2017

FOR AMIT PAREEK & ASSOCIATES
COMPANY SECRETARIES


(AMIT PAREEK)
PROPRIETOR
FCS5714
C. P. NO. 4289

NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

INDEPENDENT AUDITORS' REPORT

**To The Members of
Neccon Power & Infra Ltd.**

Report on the Financial Statements

We have audited the accompanying financial statements of **Neccon Power & Infra Ltd.** ("the company"), which comprise the Balance Sheet as at **31 March 2017**, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

In conducting our Audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the financial statements 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 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

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;

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matters

We draw our attention to note No. 34 to financial statements of the company wherein the management has disclosed that no provision for liabilities of gratuity and leave encashment benefits on retirement on accrual basis has been made as on 31.03.2017 (As required by AS-15)

In absence of complete details quantum of the above and impact of the same on Profit could not be ascertained.

Our opinion is not modified in this matter.

Report on other Legal and Regulatory Requirements

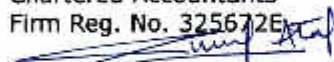
- 1. As required by the Companies (Auditor's Report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters Specified in paragraphs 3 and 4 of the Order.
- 2. As required by section 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 appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss, and 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.
 - e) On the basis of written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - g) With respect to the adequacy of the Internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure-B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - f) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to our best of our information and according to the explanations given to us :



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – **Refer Note 42.4 to the financial statements**
- ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The Company has provided requisite disclosures in the financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated the November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management. Refer Note No. 33 to the financial statements.

For ROY ATAL & ATAL
Chartered Accountants
Firm Reg. No. 325672E


(CA. Sunil Kumar Atal)

Partner
Membership No. 061729
Place: Jorhat
Dated: 21.08.2017



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

ANNEXURE-A TO THE AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of M/S. Neccon Power & Infra Ltd. on the accounts of the company for the year ended 31st March, 2017]

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

I. In respect of its fixed assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- b) All the assets have been physically verified by the management during the year. In our opinion the frequency of verification of the fixed assets by the management is reasonable having the regard to the size of the company and the nature of the assets.
- c) The title deeds of immovable properties as disclosed in fixed assets note to the financial statement are held in the name of the company

II. In respect of its Inventory:

- a) As per the Information furnished, the inventories have been physically verified during the year by the management. In our opinion, having regard to the nature and location of stocks, the frequency of physical verification is reasonable.
- b) In our opinion and according to the information and explanations given to us, procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
- c) On the basis of our examination of the records of the inventory, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical records & book records were not material and have been properly dealt with in the books of accounts.

III. According to the information and explanations given to us, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore clause (a) & (b) of the said order are not applicable.

IV. The Company has not given any loans, or made any investments, or provided any guarantee, or security as specified under section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3(iv) of the Order is not applicable.

V. The company has not accepted any deposit covered under section 73 to 76 of the Companies act, 2013.

VI. We have broadly reviewed the cost records maintained by the Company prescribed by the Central Government of India under Section 148(1) of the Act and are of the opinion that prima facie the prescribed accounts and record have been maintained. We have, however, not made a detailed examination of the cost record with a view to determine whether they are accurate or complete.

VII. In respect of statutory dues:

- a) As explained to us and verified from books of accounts, the company is generally regular in depositing undisputed statutory dues in respect of Income Tax, Service Tax, Excise duty, Custom duty, Sales Tax, EPF, ESIC, Value added Tax, Cess and Other Statutory Dues applicable to it.
- b) According to the information and explained given to us, no undisputed amounts payable in respect of Income Tax, Sales Tax, Service Tax, Excise duty, Custom duty, EPF, ESIC, Value added Tax, Cess and Other Statutory Dues were in arrears as at 31st March, 2017 for a period more than six months from the date they became payable.



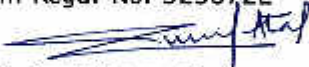
NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

c) Details of dues of Service Tax & Excise duty which have not been deposited as on 31st March, 2017 on account of disputes are given below

S L No.	Nature of Statute	Amount not paid/Involved in dispute	Period to Which it relates	Forum Where dispute is pending
1	Service Tax Cenvat disallowed -Service tax Act, 2004	Rs. 1,30,84,835.00 Service Tax	01.04.2006 to 31.03.2011	Custom, Excise and Service Tax Appellate Tribunal East Regional Bench Kolkata
		Rs. 1,19,16,571.00 Interest on Service Tax		

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to Governments, financial institutions, banks and debenture holders.
- ix. The Company has neither raised any money by way of initial public offer including debt instruments) nor has availed any term loans during the year. Accordingly report under Clause 2(ix) of the Order does not arise.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanation given to us, and the records of the company examined by us, in our opinion, managerial remuneration has been paid in accordance with the DPE Guide Lines.
- xii. According to the information and explanation given to us, the Company is not a Nidhi Company. Accordingly, report under clause 3(xii) of the order does not arise.
- xiii. According to the information and explanation given to us, and the records of the Company examined by us, in our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the standalone Ind AS Financial Statement as required by the applicable accounting standards.
- xiv. According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year except as stated in the Note No. 01 to the Standalone Financial statements.
- xv. According to the information and explanation given to us, the Company has not entered into any non cash transaction with directors or persons connected with the directors during the year other than for payment of managerial remuneration.
- xvi. According to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934

For Roy Atal & Atal,
Chartered Accountants
Firm Regd. No. 325672E


(CA. Sunil Kumar Atal)
Partner
Membership No.061729

Place : Jorhat
Date : 21.08.2017



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

Annexure B to Independent Auditors' Report

Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' of the Independent Auditors' Report of even date to the members of Neccon Power & Infra Limited on the financial statements for the year ended March 31, 2017.

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

1. We have audited the internal financial controls over financial reporting of M/s. **Neccon Power & Infra Limited** ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

2. 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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.
3. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
4. 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

5. 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



NECCON POWER & INFRA LIMITED
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- (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.

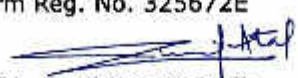
Inherent Limitations of Internal Financial Controls Over Financial Reporting

6. 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

7. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For ROY ATAL & ATAL
Chartered Accountants
Firm Reg. No. 325672E


(CA. Sunil Kumar Atal)
Partner
Membership No. 061729

Place: Jorhat
Dated: 21.08.2017



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

BALANCE SHEET AS AT 31ST MARCH 2017

Particulars	Note No.	As At March 31, 2017	As At March 31, 2016
EQUITY AND LIABILITIES			
Shareholders Fund			
a) Share Capital	1	380,905,330	247,800,250
b) Reserve and Surplus	2	1,341,790,769	1,100,718,451
c) Money received against share warrants		-	-
Share application pending allotment			
		-	-
Non-current Liabilities			
a) Long-term borrowings	3	23,772,384	116,315,043
b) Deferred tax liabilities	4	8,144,295	10,017,151
c) Other long-term liabilities		-	-
d) Long-term provisions		-	-
Current Liabilities			
a) Short-term borrowings	5	899,888,640	679,310,773
b) Trade Payables	6	1,248,349,911	1,088,777,458
c) Other current liabilities	7	466,671,439	16,501,670
d) Short-term provisions	8	71,595,500	59,095,000
Total		4,441,118,269	3,318,535,796
ASSETS			
Non-current Assets			
a) Fixed assets			
(i) Tangible Assets	9	189,562,920	156,914,508
(ii) Intangible assets		2,380	2,838
(iii) Capital work-in-progress		121,780,572	59,852,207
(iv) Intangible assets under developments		-	-
(b) Non-Current Investments	10	109,089,045	95,749,787
(c) Long-term loans and Advances	11	227,110,645	197,250,303
(d) Other Non-Current Assets		-	-
Current assets			
a) Current investments		-	-
b) Inventories	12	508,612,277	380,715,843
c) Trade receivables	13	2,615,539,433	1,787,686,407
d) Cash and bank balances	14	529,093,717	499,949,551
e) Short-term loans and advances	15	107,006,633	119,693,169
f) Other non-current assets	16	33,320,647	20,721,183
Total		4,441,118,269	3,318,535,796

Significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Roy Atal & Atal
Chartered Accountants

(S.K. Atal)

Partner

Membership No. 061729

Firm Regd No. 325672E

Place :- Jorhat

Date :- 21.08.2017



For and on behalf of the Board

(Dr M D Khetan)

Director

DIN-00842354

(P K Khetan)

Director

DIN-01227602



NECCON POWER & INFRA LIMITED
Regd. Office A T Road, Jorhat Assam-785001
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH' 2017

(Rs In Lacs)

SL. No.	Particulars	AS AT 31.03.2017	AS AT 31.03.2016
1	Operating Activities Net Profit before tax		
	Net profit before taxation & extraordinary items	1,979.22	1,614.48
	Adjustments for		
	Depreciation & amortisation Expense	180.55	183.22
	Interest received	293.98	(236.16)
	Finance Cost	1,196.62	1,028.31
	Operating Profit before Working Capital Changes	3,650.37	2,589.85
	Adjustments for		
	Increase (-) / Decrease (+) in Other current Assets	(126.00)	(117.46)
	Increase (-) / Decrease (+) in Debtors	(8,278.52)	(5,584.04)
	Increase (-) / Decrease (+) in Inventories	(1,278.96)	(584.10)
	Increase (-) / Decrease (+) in Loans and Advances	(113.72)	1,784.57
	Increase (+) / Decrease (-) in Current Liabilities & Provisions	6,164.41	4,706.77
	Outflow towards Taxation (-)	(705.58)	(683.09)
	Net Cash Flow from Operating activities	(688.00)	2,112.50
2	Investing Activities		
	Increase (-) Decrease (+) in Fixed Assets	(525.76)	(242.42)
	Increase (-) / Decrease (+) in Capital Work-in-Progress	(619.29)	(598.52)
	Interest Income	(293.98)	236.16
	Net Cash (Used in) Investing Activities	(1,439.03)	(604.78)
3	Finance Activities		
	Increase (+) / Decrease (-) in Capital	2,468.13	-
	Increase (+) / Decrease (-) in Long Term Borrowings	(925.43)	15.02
	Increase (+) / Decrease (-) in Short Term Borrowings	2,205.78	531.87
	Increase (-) / Decrease (+) in Investment	(133.39)	-
	Dividend and Tax thereon paid	-	-
	Interest Expenditure	(1,196.62)	(1,028.31)
	Net Cash Flow from Financing Activities	2,418.47	(481.42)
4	Net Decrease/increase in Cash and cash equivalent	291.44	1,026.30
5	Cash and Cash equivalent at the beginning.	4,999.50	3,973.21
6	Cash and Cash equivalent at the end	5,290.94	4,999.50


Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - "3" Cash Flow Statements".

As per our Report of even date attached.
for Roy Atal & Atal
Chartered Accountants


(S K Atal)
Partner
Membership No. 061729
Firm Regd.No.325672E
Place: Jorhat
Date :-21.08.2017

For and on behalf of The Board

(Dr M D Khetan)
Managing Director
DIN-00842354


(P K Khetan)
Whole Time Director
DIN-01227602



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	Note No.	As At March 31, 2017	As At March 31, 2016
Income			
Revenue from operation	17	3,771,482,340	3,674,100,862
Other income	18	29,960,921	23,779,053
Total revenues		3,801,443,261	3,697,879,915
Expenses			
Cost of material consumed	19	2,707,993,582	2,991,889,806
Purchase of Stock in Trade	20	-	21,279,625
Changes in inventories of FG, WIP, & SIP	21	(17,702,524)	(12,053,431)
Employee benefits expenses	22	107,233,040	80,683,258
Finance costs	23	119,662,017	102,830,957
Depreciation and amortization expenses	24	18,054,782	18,321,673
Other expenses	25	668,171,565	333,480,469
Total expenses		3,603,412,463	3,536,432,357
Profit before Exceptional Items and Tax		198,030,799	161,447,558
Exceptional items	26	108,796	-
Profit before and tax		197,922,003	161,447,558
Total Profit before tax		197,922,003	161,447,558
Tax Expenses			
Current Year Income Tax		71,550,500	59,050,000
Deferred tax		(1,872,856)	10,017,151
Wealth Tax Provision		-	(38,969)
Earlier years Income Tax		879,960	(719,650)
Profit for the year from continuing operation		127,364,399	93,139,026
Earning per equity share Basic and Diluted	27	3.34	4
Significant Accounting Policies			

Notes on Financial Statement

As per our Report of Even date

For Roy Atal & Atal

Chartered Accountants

For and on behalf of the Board


(S.K. Atal)

Partner

Membership No. 061729

Firm Regd No. 325672E

Place :- Jorhat

Date :- 21.08.2017

(Dr M D Khetan)

Director

DIN-00842354

(P K Khetan)

Director

DIN-01227602



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
1. Share Capital		
Authorised Share Capital		
Equity Shares		
4,00,00,000 Shares of Rs 10/- each	400,000,000	300,000,000
(Previous Year 3,00,00,000 Shares)		
Preference Shares (Redeemable)		
1,00,00,000 Shares of Rs 10/- each	100,000,000	100,000,000
(Previous Year 1,00,00,000 Shares)		
	500,000,000	400,000,000
Issued, Subscribed and Fully Paid up	380,905,330	247,800,250
3,80,90,533 Equity Shares of Rs		
10/- each (Previous Year		
2,47,80,025) Equity Shares of Rs		
Total	380,905,330	247,800,250

Note :- 1.1

Out of Total Equity Shares Issued during the year,

1. 74,34,008 shares were issued as Bonus Shares to existing share holders.
2. 58,76,500 shares were issued at premium of Rs. 32/- per share

Note No: - 1.2

The Details of Shareholders holding more than 5% shares

Name of the Holders	AS AT 31.03.2017		AS AT 31.03.2016	
	No. of Share	% held	No. of Share	% held
Mr. Murlidhar Khetan	-	-	1,242,440	5.01%
Mrs. Sohani Devi Khetan	-	-	1,386,960	5.60%
Madsan Agencies Pvt. Ltd	5,876,500	15.43%	-	-
Topline Finest Pvt Ltd	6,507,638	17.08%	5,005,875	20.20%
Toor Finance Co. Ltd	3,232,125	8.49%	2,486,250	10.03%
VSG Trade Pvt Ltd	9,076,900	23.83%	6,982,300	28.18%

Note No: - 1.3

Reconciliation of number and amount of equity share out standing at the beginning and at the end of the report

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Shares outstanding at the beginning of the year	24,780,025	247,800,250	22,944,925	229,449,250
(I) Issued on exercise of employees stock options	-	-	-	-
(II) Issued for consideration of Bonus Issue	7,434,008	74,340,080	-	-
(iii) Issued for cash	5,876,500	58,765,000	1,835,100	18,351,000
less :- Shares bought back	-	-	-	-
Out standing at the end of the reporting period	38,090,533	380,905,330	24,780,025	247,800,250

c. Terms/rights attached to equity shares

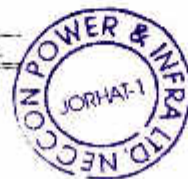
i. The company has only one class of equity shares having a par value of ₹ 100 per share. Each holder of equity shares is entitled to one vote share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case 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 amounts, in proportion to their shareholding.



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
2. Reserves and surplus		
(a) Securities Premium Reserve		
As per last Balance Sheet	376,878,768	376,878,768
Add: On issue of equity shares	188,048,000	
Less: Utilised towards Bonus share I:	74,340,080	
Closing balance	490,586,688	376,878,768
(b) General reserve		
As per last Balance Sheet	15,609,035	15,609,035
Add: Transferred from Investment U	-	
Add: Transfer from Profit & Loss Acc	-	
Closing balance	15,609,035	15,609,035
(c) Surplus in statement of profit and loss		
As per last Balance Sheet	708,230,648	615,091,622
Add: Net profit for the year	127,364,399	93,139,026
Amount available for appropriation	835,595,046	708,230,648
Less: Appropriations for		
Proposed dividend	-	-
Tax on proposed dividend	-	-
Transfer to general reserve	-	-
Closing balance	835,595,046	708,230,648
Total	1,341,790,769	1,100,718,451
3. Long Term Borrowings		
Secured Loan		
Term Loan for Wind Mill Machinery	10,393,105	18,707,920
Less: Current maturity of Long Term	8,328,000	8,293,920
	2,065,105	10,414,000
Unsecured Loan from Others		
(1) From Share Holders		
from Director	16,592,979	18,503,712
from Corporate	5,114,300	87,397,331
	21,707,279	105,901,043
Total	23,772,384	116,315,043
4. Deferred Tax Liability		
Deferred tax liabilities	8,144,295.00	10,017,151
Related to fixed Assets-Lower(Higher) Depreciation as per IT.Act		
Deferred Tax Assets		
Related to fixed Assets-Lower (Higher) Depreciation as per IT.Act		
Net Deferred tax Liability	8,144,295	10,017,151
5. Short Term Borrowings		
Working Capital Loan	899,888,640	679,310,773
Total	899,888,640	679,310,773
5.1 Working Capital loans are secured by hypothecation of present & future machinery stock of raw materials, stock in process, stores& spares, book debts outstanding receivables, and secured by way of first Paripassu mortgage on immovable property		
6. Trade Payable		
Payable for Goods and Services	1,248,349,911	1,088,777,458
Payable to Micro, Small & Medium Enterprises		
Total	1,248,349,911	1,088,777,458
6.1 Trade payable including LC bill worth Rs. 126,30,453.77/-		
Current Maturity of Long Term Debt (Refer to Note -3)		



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
7. Other Current liabilities		
Current Maturity of Long Term Debt (Refer to note -1)	8,328,000	8,293,920
Advance from Customers	416,584,232	
Tax Deducted at Source	4,819,431	2,468,288
Entry Tax Payable	1,951,544	
ESI Contribution Payable	844,922	13,844
P F Payable	1,670,267	25,554
Professional Tax Payable	49,228	8,158
Service Tax Payable	11,933,756	589,719
VAT/CST Payable	10,736,523	3,730,364
Wealth tax payable	-	81,031
Share Application Money due for refund	5,194	
Salary Payable	7,305,783	
Unpaid Expenses	2,442,558	1,290,792
Total	466,671,439	16,501,670
8. Short Term Provision		
Income Tax	71,550,500	59,050,000
Auditors Remuneration	45,000	45,000
Total	71,595,500	59,095,000
10. Non Current Investment		
Investment in equity instruments		
Investment in Associate Companies	1,099,500	1099500
Topline Finvest Pvt. Ltd. (2,19,900 Equity Shares of Rs.5/-each fully paid)		
VSG Trade Pvt Ltd (99,950 Equity Shares @ 5/- each fully paid)	499,750	499,750
North Eastern Educare & Research Pvt Ltd (500 Equity Shares of Rs 100/-each fully paid)	50,000	50,000
Investment in Subsidiary Companies		
Lower Sejulsa Hydel Power Co Pvt Ltd (1000 Equity Share of Rs 10 /- each fully paid)	100,000	100,000
Brahmaputra Infra Power Pvt Ltd (5340 Equity Shgares of Rs 1000/-each fully paid (3850 Equity Shares of Rs 10,000/- each fully paid)	93866725	93,866,725
Investment in other Listed Companies		
Reliance Power Ltd. (451 Equity Shares of Rs 281/-each)	-	126,900
NHPC Ltd. (192 Share @ 36/- each)	-	6,912
Sub Total-(A)	95,615,975	95,749,787
Other investments		
Advance to Greentech Food Park Pvt.Ltd	13,473,070	-
Sub Total-(B)	13,473,070	-
Grand Total (A+B)	109,089,045	95,749,787
10.1 Provision for diminution in value of quoted shares not provided for as detailed below		
	AS ON 31.3.2017	AS ON 31.3.2016
	Mkt Price -NSE	Mkt Price -NSE
Relince Power Ltd.-451 Equity Shares	-	22,279.00
NHPC Ltd -192 Equity Share	-	4,637.00
Market value of investment	-	26,916
Book value of investment	-	133,812
Diminution in value of investment	-	106,896



Necon Power & Infra Limited
Note No:-9:- Fixed Assets As At 31.03.2017

Sl. No.	Assets	As at 31.03.2016	Additions	Disposal / Sales	As at 31.03.2017	As at 31.03.2016	For the 31.03.2017	Disposal /	As at 31.03.2017	As at 31.03.2016	NET BLOCK
A TANGIBLE ASSETS (Own Assets)											
1 Land & Development											
1)	Factory Land Development	14,167,126.81	-	-	14,167,127	-	-	-	-	14,167,127	14,167,127
2)	Land at Seoni Ail Jorhat-I	352,000.00	-	-	352,000	-	-	-	-	352,000	352,000
3)	Land at Seoni Ail Jorhat-II	57,500.00	-	-	57,500	-	-	-	-	57,500	57,500
4)	Land at Jalpur C-19 House	4,817,700.00	-	-	4,817,700	-	-	-	-	4,817,700	4,817,700
5)	Land at Haring Kundli	31,327,888.00	2,586,554	-	33,914,442	-	-	-	-	33,914,442	31,327,888
6)	Land at Pacharpur Ind.	801,050.00	1,927,800	-	2,728,850	-	-	-	-	2,728,850	801,050
7)	Land at Greentech Mega Food Park	-	2,703,780	-	2,703,780	-	-	-	-	2,703,780	-
8)	Plot at Vishalnagar Jalpur	-	12,681,431	-	12,681,431	-	-	-	-	12,681,431	-
2 Building											
1)	Factory Building	38,835,272.20	-	-	38,835,272	16,850,621	2,069,652	-	18,920,273	19,914,999	21,984,651
2)	Jalpur Recs. House	1,212,096.00	-	-	1,212,096	915,482	14,446	-	929,928	283,168	296,614
3)	Jalpur Office Pwdl.	727,650.00	-	-	727,650	431,058	12,498	-	443,556	284,994	296,592
4)	Staff Quarter Meerut	259,830.00	-	-	259,830	183,660	3,710	-	187,370	72,450	76,175
5)	MD House Renovation	8,360,846.00	-	-	8,360,846	1,263,775	345,648	-	1,609,423	6,751,423	7,097,071
6)	Gly. Office Building	554,310.00	7,817,798	-	7,817,798	111,027	111,027	-	7,706,771	-	-
7)	Air Condition	77,370.00	627,599	-	1,181,909	162,982	125,310	-	268,242	833,617	391,328
8)	Inverter & Battery	129,592.00	85,972	-	165,562	25,448	23,132	-	49,580	113,962	51,272
9)	CC TV & Camera	54,404,305.72	4,808,853	44,603	59,168,556	41,941,537	6,690,876	-	57,156	45,755,978	97,736
10)	Pant & Machinery (WP)	88,320,059	-	-	88,320,059	42,564,081	27,720	-	50,604,694	8,563,852	17,462,768
11)	Generator Set	1,207,170	620,000	-	1,827,170	745,297	101,760	-	42,564,081	45,755,978	43,755,978
12)	Office Equipment	1,295,009	996,708	-	2,252,413	1,034,937	156,942	-	847,057	980,113	462,873
13)	Computer & Accessories	2,446,934	2,134,314	466,683	4,114,565	1,915,106	585,163	-	1,154,540	1,097,873	260,072
14)	Electrical & Installation	3,016,489	-	-	3,016,489	2,599,523	103,971	-	2,036,920	2,077,645	531,828
15)	Tools & Implements	4,357,184	1,437,906	-	5,795,090	1,731,392	532,364	-	2,703,494	312,995	416,966
16)	Furniture & Fixture	5,378,691	5,311,391	33,660	10,656,422	3,980,126	586,892	-	2,263,756	3,531,334	2,625,792
17)	Fire Equipment	90,000	-	-	90,000	53,567	16,421	-	4,527,202	1,398,565	1,398,565
18)	Vehicles- Motor Car	25,861,144	7,020,557	2,907,610	29,974,091	16,438,347	4,070,352	-	69,988	20,012	36,433
19)	Vehicles- Two Wheelers	3,553,399	697,292	-	4,250,691	1,826,512	516,860	-	11,671,609	9,422,797	9,422,797
Sub-Total of A-		291,610,815	51,457,955	3,491,860	339,576,910	134,696,307	18,054,324	2,736,641	150,013,990	189,562,920	156,914,508
B INTANGIBLE ASSETS											
1)	Computer Software	47,600	-	-	47,600	44,762	458	-	45,220	2,380	2,380
Sub-Total of B-		47,600	-	-	47,600	44,762	458	-	45,220	2,380	2,380
C Capital Work in Progress											
1)	Factory Building at Kundli	11,763,455	54,396,527	-	66,159,982	-	-	-	-	66,159,982	11,763,455
2)	Office at NPS DLF Capital	38,083,111	3,240,492	-	41,323,603	-	-	-	-	41,323,603	38,083,111
3)	Jalpur New Office	10,005,641	-	-	10,005,641	-	-	-	-	10,005,641	10,005,641
4)	Bapi Factory Building Extension	-	4,291,346	-	4,291,346	-	-	-	-	4,291,346	-
Sub-Total of C-		59,852,207	61,928,365	-	121,780,572	-	-	-	-	121,780,572	59,852,207
Grand Total of (A+B+C)		351,510,622	113,386,320	3,491,860	461,405,082	134,741,069	18,054,782	2,736,641	150,059,210	311,345,872	216,769,553
Previous Year		266,579,921	94,625,182	9,694,461	351,510,622	125,601,917	18,321,673	9,182,520	134,741,069	216,769,553	140,978,005



Neccon Power & Infra Limited
Regd. Office A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
11. Long term loans and advances		
(Unsecured, considered good, unless otherwise stated)		
Security Deposits	4,177,729	5,937,430
Advance for Capital Works	2,400,000	2,400,000
Advance for others to related parties	152,435,881	127,599,881
Advance Income Tax & TDS	66,579,182	57,409,815
Income Tax Refund Due	1,517,853	3,903,177
Total	227,110,645	197,250,303
11.1 Loans & Advances to related parties		
Brahmaputra Infra Power	152,332,581	127,512,581
Lower Seijusa	103,300	87,300
	152,435,881	127,599,881
12 Inventories		
(At lower of cost and net realizable value, unless stated otherwise)		
Raw Material	100,746,918	103,854,201
Packing Material	4,453,641	3,898,475
Finished Goods	50,410,887	32,902,254
Scraps	1,075,581	881,690
Erection WIP	25,052,206	98,596,109
Work Contract Materials	326,873,044	125,368,971
Stock In Transit	-	15,214,143
Total	508,612,277	380,715,843
13 Trade Receivable		
Trade Receivables	2,615,539,433	1,787,686,407
(Unsecured, Considered good)		
Total	2,615,539,433	1,787,686,407
13.1 Out of above:		
Outstanding Exceeding six month	319,843,939	186,221,697
Other Trade Receivables	2,295,695,495	1,601,464,710
	2,615,539,433	1,787,686,407
14 Cash & Bank Balance		
Balances with Bank		
Balance in Current Accounts	86,399,174	185,307,301
Held as margin money or security against BG/LC	423,315,622	310,795,918
Cash in Hand	19,378,921	3,846,332
Total	529,093,717	499,949,551
15 Short Term Loans & Advances		
(Unsecured, considered good)		
Advances to suppliers and others	67,115,807	87,761,085
VAT Input Credit not Utilised	1,874,990	6,269,218
Union Excise & Service Tax Authority	38,015,836	25,662,866
Total	107,006,633	119,693,169
16 Other Current Assets		
Prepaid expenses	29,683,914	17,084,450
Insurance Claim Receivable	3,636,733	3,636,733
Total	33,320,647	20,721,183



Necon Power & Infra Limited
Redg. Office At A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
17. Revenue from Operations		
Sale of Goods	1,243,922,697	1,320,832,903
Sale of Services	-	-
Works Material Supply	2,228,127,208	2,365,475,786
Sale of Services	410,052,192	127,724,074
Erection Works	9,272,156	(1,483,195)
Other Operating Revenues	3,891,374,253	3,812,549,568
Less:		
Excise duty	119,891,913	138,448,706
Total	3,771,482,340	3,674,100,862
17.1 Out of the above		
A) A) Sale of Goods		
Domestic Sale		
Mfg. & Trading Goods Sale	1,235,529,325	1,313,977,689
Electricity Power Sale	8,393,372	6,855,214
Deemed Export Sale	-	-
	1,243,922,697	1,320,832,903
Less:- Sale Transferred to Contract Division	-	-
	1,243,922,697	1,320,832,903
B) Works Material Supply		
Domestic Sale	2,228,127,208	1,977,473,321
Deemed Export Sale	-	388,002,465
	2,228,127,208	2,365,475,786
C) Erection Works		
Domestic Sale	410,052,192	82,176,405
Deemed Export Sale	-	45,547,669
	410,052,192	127,724,074
18. Other Income		
Dividend	111	705
Interest Income	29,398,029	23,615,959
Rent Received	152,500	-
Profit on Sale of Fixed Assets	410,281	162,389
Total	29,960,921	23,779,053
19. Cost of Material Consumed		
Raw Material		
Opening stock	229,223,172	255,483,240
Add: Purchases	2,878,676,685	2,934,714,865
	3,107,899,857	3,190,198,105
Less: Closing stock	427,619,962	229,223,172
	2,680,279,895	2,960,974,933
Less :- Material Transferred to Contract Division	-	-
	2,680,279,895	2,960,974,933
Other Materials (Packing Materials)	28,513,687	31,190,339
Cost of Raw material consumed	2,708,793,582	2,992,165,272
Less:		
Insurance Claim	800,000	275,466
Total	2,707,993,582	2,991,889,806
20. Purchase of Stock in Trade		
Trading Goods Purchase	-	21,279,625
Total	-	21,279,625



Necon Power & Infra Limited
Redg. Office At A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At March 31, 2017	As At March 31, 2016
21. Changes in inventories of finished goods, work-in-progress and stock in trade		
A) Opening Stock		
Finished Goods	32,902,254	21,395,537
Scraps	881,690	334,976
	<u>33,783,944</u>	<u>21,730,513</u>
B) Closing Stock		
Finished Goods	50,410,887	32,902,254
Scraps	1,075,581	881,690
	<u>51,486,468</u>	<u>33,783,944</u>
Net Increase/Decrease	(17,702,524)	(12,053,431)
22. Employees Benefits Expenses		
Salaries and Wages	72,195,098	55,940,144
Director Remuneration	19,250,000	18,950,000
Staff Welfare	3,677,511	2,519,658
Bonus	1,032,250	
Allowances	8,927,407	3,029,100
Staff/Labour Compensation	400,000	
E S I Contribution	729,695	97,980
P F Contribution	1,021,079	146,376
Total	107,233,040	80,683,258
23. Finance costs		
Interest to Suppliers & others	3,697,862	3,596,271
Interest on Unsecured Loan	20,546,923	10,690,303
Interest on OCC/SBS/LC	93,505,781	85,829,978
Interest on VAT/CST/ET	117,451	2,115
Interest on Excise/Service Tax	52,095	89,569
Interest on ITDS	61,720	221
Interest on Term Loan for Machinery	1,680,185	2,622,500
Total	119,662,017	102,830,957
24. Depreciation and Amortisation exp.		
Depreciation	18,054,782	18,321,673
(Refer to Note.09)		
Total	18,054,782	18,321,673
25. Other Expenses		
Manufacturing Expenses		
Commission on Purchase	555,660	1,221,436
Custom & Clg.expenses	-	1,627,511
Exchange Gain/loss	-	1,334,064
Freight, Cartage , & Handling Charge	66,840,146	78,522,590
Labour Cess on Contract	14,484,084	
Machinery Hire Charges	4,072,400	3,206,000
Maintenance of machinery	5,374,427	8,281,452
Power & Fuel Expenses	6,832,703	6,156,425
Sand, Bricks, Stone Chips	710,409	
Site Development, Soil Testing & Blue Print Charge	310,005	
Stores & spares	1,639,427	1,236,269
Sub Contract Charge	348,132,906	117,392,421
Net Direct/ Manufacturing Expenses	448,952,167	218,978,168



Necon Power & Infra Limited
Redg. Office At A T Road, Jorhat Assam-785001

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2017

Particulars	As At	As At
	March 31, 2017	March 31, 2016
Advertisement & Publicity	2,071,511	1,116,095
Audit Fee	50,000	70,000
Bank Charges	76,543,316	38,364,198
Capital expenditure	-	35,900
Commission & Liasion Charges	1,127,473	2,349,683
Conveyance	3,054,771	1,189,508
Discount & Roundoff	10,742,490	2,360,322
Donation & Charity	4,300,861	4,676,588
Earlier Year Expenses	251,912	564,929
Electricity & Water Charges	2,347,142	2,296,400
Entry tax	-	156,862
Entertainment Expenses	434,098	
Festival expenses	19,144	25,270
Forest Royalty	-	55,000
General Expenses	1,031,054	389,947
Inaqural Function expenses	30,000	57,248
Insurance	16,115,159	7,035,306
Keyman Insurance Premium	56,580	56,580
Late Filling/Delivery Charge	-	577,490
Labour Cess		4,799,122
Legal & Licence	515,615	1,206,756
Loss on Theft	-	161,301
Maintenance of Building,Store& Office	6,082,743	1,116,876
Maintenance of Computer	400,454	
Maintenance of Other	4,446,939	1,803,712
Maintenance of Vehicle	12,314,168	9,861,222
Membership Fees	157,097	177,200
Paper & Periodicals	119,410	112,506
Penalty on Taxes	28,400	16,800
Postage & Telegram	439,193	429,013
Printing & Stationery	2,964,773	1,609,347
Professional Consultancy Fee	6,918,856	3,126,275
Professional Tax	7,500	7,500
Rent for Office,Factory & Godwon	9,181,349	5,791,349
Security Written off (VAT Security)	100,000	
Security expenses	1,580,934	1,760,394
Service Tax	35,046,816	8,342,773
Site development exp.	-	1,516,944
Telephone Expenses	1,909,769	1,378,221
Tender fees	1,355,811	834,987
Testing & Laboratory Expenses	3,514,609	523,056
Travelling Expenses	9,025,031	8,549,621
VAT Demand & Input Written off	4,934,421	
Total	668,171,565	333,480,469
26. Exceptional Items		
Loss on Sale of Fixed Assts	-	-
Long Term Capital Loss	108,796	
Total	108,796	-
27. Earning per Share		
Net Profit after tax as per Statement of Profit & Loss	127,364,399	93,139,026
Number of Equity Sharesused as denominator for EPS	38,090,533	22,944,925
Basic and Diluted Earning per Share	3.34	4.06
Face Value per Equity Share	10	10



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

Notes to the financial Statement for the Year ended March 31, 2017

Company Overview :

M/S. Neccon Power & Infra Limited is a closely held company domiciled in India, incorporated under the company Act, 1956 with the Registrar of Companies - Assam , Meghalaya, Manipur, Tripura, Mizoram, Nagaland & Arunachal Pradesh - Shillong. The Company Include carrying on business for Manufacturing of Electrical Conductor, Generation of Power and Commissioning /Installation & Renovation of Power Sub-Station for all types of EPC/Trunkey Project Works.

Note--:28:- Summary of Significant accounting policies :

A. Basis of preparation of financial statements:

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 to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, as amended, and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on 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. Accounting policies not specifically referred to otherwise are consistent and are in consonance with generally accepted accounting principles.

B. Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amount of assets and liabilities on the date of Financial Statements and the reported amount of revenues and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

C. Revenue Recognition:

Revenue is primarily derived from sale of Conductor, Power and related Service from EPC Turnkey Project .

- Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Sales comprises sale of goods and services, net of trade discounts. Interest income is recognized on accrual basis. Dividend income is recognized when the right to receive dividends is unconditionally established.
- The company presents revenues net of indirect taxes its statement of profit and loss.

D. Provision and contingent liabilities:

Provisions: Provisions are recognised when the Company has a present legal obligation, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent liabilities: Contingent liabilities are disclosed when there is a possible 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. Contingent Liabilities are not provided for in the accounts and disclosed by way of notes, if any.

Contingent assets: Contingent assets are neither recognized nor disclosed.

Provisions, Contingent Liabilities and Contingent assets are reviewed at each Balance Sheet date.

E. Tangible assets:

Tangible assets are stated at cost, less accumulated depreciation and impairment if any, direct costs are capitalized until such assets are ready for use.



NECCON POWER & INFRA LIMITED
(Formerly North Eastern Cables & Conductors Pvt. Ltd)

F. Intangible assets:

Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

G. Depreciation:

- (a) Depreciation on tangible assets is provided on the WDV method over the useful lives of assets estimated by the Companies Act, 2013 and Accounting Standard -6, Depreciation of assets purchase/sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimate useful lives basis.
- (b) Depreciation and amortization method, useful lives and residual value are reviewed periodically, including at each financial year.

H. Employee Benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

Post employment and other long term employee benefits are recognised as an expense in the Profit and Loss account for the year in which the employee has rendered services.

I. Foreign currency transactions

- i. Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction.
- ii. Monetary items denominated in foreign currencies, if any at the yearend are restated at year end rates.
- iii. Non monetary foreign currency items are carried at cost.
- iv. Any income or expense on account of exchange difference either on settlement or on translation is recognised in the Profit and Loss Account.

J. Income tax/Deferred tax:

(a) Income tax

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax based on the tax liability computed, after considering tax allowance and exemptions. Provision are recorded when it estimated that a liability due to disallowance or other matter is probable. Minimum alternate tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the Balance Sheet if there is convincing evidence that the company will pay normal tax after the tax holiday period and the resultant assets can be measured reliably. The company offsets, on a year on year basis, the current tax assets and liability, where it has a legally enforceable right and where it intends to settle such assets and liabilities on net basis.

(b) Deferred tax

Deferred tax resulting from timing differences between books and tax profits is the accounted for at the current rate of tax/substantively enacted tax rates as on the Balance Sheet date, to extent that timing difference are expected to crystallize. Deferred tax assets are recognized where realization is reasonably certain whereas in case of carried forward losses or unabsorbed depreciation, deferred tax assets are recognized only if there is a virtual certainty of realization supported by convincing evidence. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each balance sheet date.



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(c) Earnings per share:

Basic earnings per share are computed by dividing the net profit after tax by weighted average number of equity share outstanding during the period. Diluted earnings per share are computed by dividing the profit after tax by the weighted average number of equity share.

(e) Investment:

Investments are Long term Investment and are stated at Cost, provision is made to recognize a decline, other than temporary, in the value of Long Term Investment.

Current Investments are carried at cost or market rate whichever is less, on individual investment basis.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

(f) Cash and cash equivalents:

Cash and cash equivalents comprise cash and cash deposit with bank and corporations. The company considers all highly liquid Investments with are remaining maturity at the date of purchase of three months or less that are readily convertible to known amounts of cash to be cash equivalents.

(g) Cash flow statement:

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

(h) Inventories:

Item of Inventories comprising of un-processed are measured at lower of cost or net realizable value after providing for obsolescence, if any. Item of Inventories comprising of processed are measured at net realizable value after reducing normal gross profit margin in ordinary course of business. Cost of Inventories comprises of cost of purchase, cost of conversion and other cost incurred in bringing them to their respective present location and condition netted to discount received. Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated cost necessary to make sale.

(i) Employee Retirement / Terminal Benefit:

Gratuity/ leave encashment benefits are accounted for on cash basis.

(j) Borrowings cost:

Borrowing cost includes interest, amortization of ancillary cost incurred in connection with the arrangement of borrowings and exchange difference arising from foreign currency borrowings to the extent they are regarded as on adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. Any income earned on the temporary investment of those borrowings is deducted from the borrowing costs incurred. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

(k) Impairment of Assets:

All assets other than inventories, investments, and deferred tax assets, are reviewed for impairment, wherever events or changes in circumstance indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount



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29. Quantity & Value of Raw Material Consumed

Particulars	Quantity (in MT)			Amount (in Rs.)		
	Aluminum	Steel Wire	Alloy	Aluminum	Steel Wire	Alloy
Opening stock	696.822	233.977	5.600	9,22,27,075	1,07,45,746	8,81,380
Add: Purchase	5,937.220	2,014.656	-	82,95,33,630	10,05,92,475	-
Total	6,634.042	2,248.633	5.600	92,17,60,705	11,13,38,221	8,81,380
Closing Stock	597.218	285.743	5.600	8,47,59,630	1,51,05,908	8,81,380
Consumed	6,036.824	1,962.890	-	83,70,01,075	9,62,32,313	-
Previous Year	6489.174	1903.594	-	89,48,05,242	9,11,17,594	-

The Materials consumed are indigenous Rs.2,45,78,44,771.00 and imported for Rs.25,01,48,811.00 (Previous year indigenous Rs.2,27,47,60,052.94 and imported for Rs.68,62,14,880.50)

30. Quantitative details in respect of Finished Goods :

Products	Unit	Opening Stock	Production during the year	Sales during the year (Incl. sample and scrap)	Closing Stock
AA Conductor	KM	209.750	943.500	935.000	218.250
AAA Conductor	KM	0	8181.785	7356.165	826.620
ACSR Conductor	KM	345.748	5749.339	5664.994	430.093
Aluminum Wire	MT	5.050	586.550	591.600	0

31. Turnover in Value

	AT 2016-17	AT 2015-16
ACSR Conductor	82,42,58,359	86,04,03,206
AAAC Conductor	24,71,28,452	29,86,71,381
AAC Conductor	4,17,71,546	
Aluminum Wire	12,08,41,536	8,34,42,690
Earth/Ground Wire	-	23,22,412
Steel Wire	-	6,91,482
RM Scraps	15,29,432	6,74,933
Trading Goods	-	6,77,71,585
Wind Power	83,93,372	68,55,214
Works Contract	2,63,81,79,400	2,49,31,99,860
Total	3,88,21,02,097	3,81,40,32,763



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32. Expenditure/Income in Foreign Currency on Account of	<u>AT</u> 31.03.2017	<u>AT</u> 31.03.2016
Value of Raw Raw Materials Import (CIF Basis)	28,20,69,094	68,59,65,596
Bank Charges	23,61,581	924535
Interest on LC	12,73,096	5,07,999
Export Receipts (FOB Value)	Nil	Nil

33. In pursuance to Notification No. GSR 308(E) dated 30th March 2017, details of Specified Bank Notes (SBNs) held and transaction during the period 08.11.2016 to 30.12.2016 are provided in the Table below:-

Particulars	SBNs	Other Denomination Notes	Total
Closing cash in hand as on 08.11.2016	74,02,300	10,76,486	84,78,786
(+) Permitted Receipts		39,20,666	39,20,666
(-) Permitted payments	6,02,300	39,93,461.00	45,95,761
(-) Amount deposited in banks	68,00,000	Nil	68,00,000
Closing cash in hand as on 30.12.2016	Nil	10,03,691	10,03,691

34. No employee of the Company was in receipt of remuneration during the financial year 2014-15 in excess of the sum prescribed under section 197(12) of the Companies act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personal) Rule, 2014
35. Previous periods figure have been regrouped/rearranged, wherever considered necessary to confirm to current period presentation.
36. Balance of the sundry creditors, sundry debtors, unsecured loan and advance are subject to confirmation and reconciliation.
37. The company has not sought actuarial valuation of gratuity and leave encashment benefit as on 31.03.2017. Nonretirement and accordingly provision for liability for the same as required by "Accounting Standard on accounting of retirement benefit in the Financial Statement of employers (AS -15) issued by the Institute of Chartered Accountants of India, could not be provided for and financial effect of the same on profit could not be ascertained.
38. The Company has sought details from suppliers who had permanent registration certificate as Small Scale Industrial Undertaking issued by the Directorate of Industries of a State or Union Territory, in the absence of such information, the amount (also bifurcation for 30 days and more than 30 days) and interest due as per the "Interest on delayed payment to small scale & ancillary industries undertaking Act, 1993" is not ascertainable as on Balance Sheet date.
- 39. Segmental Reporting :**
The Group's operations predominantly relate to provide development of transmission line of power in three primary segment viz. manufacturing of transmission line conductors, established of transmission Power Substations on turnkey basis and Manufacturing of Electricity Energy through Wind Power Unit. The Group considers the business segment as the primary segment and geographical Segment based on the location of the customers as secondary segment



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A) Business Segment :-

SL. No.	Consolidated Profit & Loss Account	Manufacturing & Trading Division	Works Contract Division	Wind Power Generation Division	Total
FY-2016-17					
1	Revenue from operation	88,28,51,420	2,88,86,30,920	83,93,372	3,77,98,75,712
2	Operating expenses, net	83,67,20,408	2,50,96,57,899	70,90,756	3,35,34,69,063
3	Segmental operating income	4,65,16,632	37,89,73,021	13,02,616	42,67,92,269
4	Un-allocable expenses				13,92,17,507
5	Profit for the year before interest				28,75,74,762
6	Interest expenses				11,96,62,017
7	Other income				3,00,09,258
8	Net Profit before taxes				19,79,22,003
9	Provision for tax				7,05,57,604
10	Net Profit after tax				12,73,64,399

SL. No.	Consolidated Profit & Loss Account	Manufacturing & Trading Division	Works Contract Division	Wind Power Generation Division	Total
FY 2015-16					
1	Revenue from operation	94,52,09,979	2,72,20,35,669	68,55,214	3,67,41,00,862
2	Operating expenses, net	87,02,15,280	2,43,32,13,432	78,34,683	3,31,12,63,395
3	Segmental operating income	7,49,94,700	28,88,22,236	(-) 9,79,469	36,28,37,467
4	Un-allocable expenses				12,21,75,616
5	Profit for the year before interest				24,06,61,851
6	Interest expenses				10,28,30,957
7	Other income				2,36,16,664
8	Net Profit before taxes				16,14,47,558
9	Provision for tax				6,83,08,532
10	Net Profit after tax				9,31,39,026

B) Geographical Segment:-

The company business activity falls within a single geographical, hence it has no other reportable segments.

40. Price Variation

The sum of Rs.36,77,326.00 which had been credited to the "Revenue from Operation Account" during the FY 2015-16 had been deducted from "Revenue from Operation Account" of the current year.

41. Transfer Pricing

The company has specified domestic transaction with parties as provided for in the Income Tax Act, 1961. In the opinion of the management, the Company maintains documents as prescribed by the Income Tax Act to provide that these specified domestic transactions are at arm's length and the aforesaid legislation will not have any material impact on the financial statement, particularly on the amount of tax expenses and that of provision for taxation.



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42. CONTINGENT LIABILITY:

- 1) Contingent liability not provided for counter guarantee given for guarantee issued by bank

S L No.	Name of Bank	AT 2016-17	AT 2015-16
1	Indian Bank Jorhat Branch	2,24,89,14,803	2,27,33,58,420
2	Bank of Baroda Jorhat Branch	42,03,99,229	10,85,97,557
3	Canara Bank Jorhat Branch	39,78,57,541	23,10,76,472
4	United Bank of India Guwahati	45,18,34,608	-

- 2) Contingent liability not provided for corporate guarantee given on behalf of subsidiary Company M/s Brahmaputra Infra Power Pvt Ltd to State Bank of India Jorhat for sanction of Term Loan Rs 25.50crore
- 3) Excise duty payable on unsold stock of finished goods is consistently accounted for on the clearance basis of the goods from the factory. The amount of excise duty payable on the unsold stock of finished goods not cleared from the factory on 31.03.2017 is estimated at Rs. 63,01,447.00 (Previous Year Rs.41,12,782.00) Non provision of the liability will not affect either the profit for the year or the reserve & surplus as on 31st March, 2017
- 4) Contingent liability not provided for dues of Service Tax & Excise duty which have not been deposited as on 31st March, 2017 on account of disputes are given below

S L No.	Nature of Statute	Amount not paid/Involved in dispute	Period to Which it relates	Forum Where dispute is pending
1	Service Tax Cenvat disallowed -Service tax Act,2004	Rs. 1,30,84,835.00 Service Tax Rs. 1,19,16,571.00 Interest on Service Tax	01.04.2006 to 31.03.2011	Custom, Excise and Service Tax Appellate Tribunal East Regional Bench Kolkata

43. Related Party Disclosers

Companies in the Group have entered in to transactions with the following related parties as identified by the management and relied upon by the Auditors.

S.L. No.	Name of Related Parties	
1) Subsidiary Companies		
	1) Brahmaputra Infra Power Pvt Ltd	2) Lower Seijusa Hydel Power Co. Pvt Ltd
2) Associate/Enterprises over which key management personal and their relatives have significant influence		
	1) North Eastern Cables Pvt Ltd	5) Murlidhar Khetan & Sons
	2)North Eastern Educare & Research Pvt Ltd	6) Jai Prakash Khetan & Sons
	3) Topline Finvest Pvt Ltd.	7) B K Khetan & Sons
	4) VSG Trade Pvt Ltd	8) P K Khetan (HUF)
3) Key Management Personal and their relatives- Whole time Director & Relatives		
	1) Mr Murlidhar Khetan	7) Mrs Sneha Khetan
	2) Mr Jai Prakash Khetan	8) Mrs Kavita Khetan
	3) Mr Basant Kumar Khetan	9) Mrs Deepjyoti Khetan
	4) Mr Pradeep Kumar Khetan	10) Mrs Payal Khetan
	5) Mrs Sohani Devi Khetan	
	6) Mrs Ranjana Devi Khetan	



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The following transaction was carried out with the related parties in the ordinary course of business as disclosed in the audited accounts of the individual companies.

S L No.	Nature of Transaction & Relationship	AS AT 31.03.2017	AS AT 31.03.2016
A	Sales- Associates		
1	North Eastern Cables Pvt Ltd	52,87,894	-
B	Purchase from Associate		
1	North Eastern Cables Pvt Ltd.	1,80,53,006	35,85,410
C	Loans & Advances- to Subsidiary		
1	Brahmaputra Infra Power Pvt Ltd	15,22,32,581	12,75,12,581
2	Lower Seijusa Hydel Power Co.Pvt.Ltd	1,03,300	87,300
D	Remuneration to Directors		
1	Mr Murlidhar Khetan	35,00,000	35,00,000
2	Mr Jaiprakash Khetan	27,50,000	30,00,000
3	Mr Basant Kumar Khetan	27,50,000	30,00,000
4	Mr Pradeep Kumar Khetan	27,50,000	30,00,000
5	Mrs Ranjana Khetan	25,00,000	25,00,000
6	Mrs Sneha Khetan	25,00,000	25,00,000
7	Mrs Kavita Khetan	25,00,000	27,50,000
E	Remuneration-to Director's Relatives		
1	Miss Rainy Khetan	8,40,000	3,37,500
2	Deepjyoti Khetan	3,36,000	5,19,750
F	Rent Paid- Director & Relatives		
1	Mr Murlidhar Khetan	4,20,000	3,60,000
2	Mr Basant Kumar Khetan	3,24,000	2,52,000
3	Mr Pradeep Kumar Khetan	3,24,000	2,52,000
4	Mrs Ranjana Khetan	3,09,000	3,00,000
5	Mrs Kavita khetan	1,44,000	1,20,000
6	Mrs Sneha Khetan	1,44,000	1,20,000
	Rent Paid- to Associate		
1	North Eastern Cables Pvt Ltd.	7,20,000	6,60,000
2	North Eastern Educare & Research Pvt Ltd	44,91,900	34,35,000
G	Interest Paid- Director & relatives		
1	Mr Murlidhar Khetan	74,033	73,397
2	Mr Jai Prakash Khetan	3,60,390	6,84,055
3	Mr Basant Kumar Khetan	11,56,650	1,30,745
4	Mr Pradeep Kumar Khetan		2,92,775
6	Mrs Ranjana Khetan	5,42,666	3,61,833
H	Interest Paid- Associates		
1	Toor Finance Co Ltd.	3,84,310	-
2	Topline Finvest Pvt.Ltd	31,771	-
3	VSG Trade Pvt.Ltd	1,84,890	-



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I Loan Taken					
	Name of Persons & Relationship	Amount outstanding at the year ended 31.03.2017	Maximum amount outstanding during the year	Amount outstanding at the year ended 31.03.2016	Maximum amount outstanding during the year
	From Director' & Relatives				
	Mr Murlidhar Khetan	Nil	29,91,098	29,24,468	29,24,468
1	Mr Basant Kumar Khetan	1,38,53,655	1,38,53,655	28,37,670	28,37,670
2	Mr Jal Prakash Khetan	Nil	94,00,649	94,00,649	94,00,649
3	Mrs Ranjana Devi Khetan	27,39,324	61,90,925	33,40,925	33,40,925
	Associates				
1	Topline Finvest Pvt Ltd	5,58,594	10,00,000	-	1,55,30,000
2	Toor Finance Co.Ltd	3,45,879	9,30,32,877	97,42,877	7,69,50,000
3	VSG Trade Pvt Ltd	1,66,401	87,93,226	87,93,226	1,12,00,000

44. The Company has taken into consideration the Provision of Accounting Standard 28 Impairment of Assets. The Company does not have any asset which would require impairment and provisions.

Signature to Note on Financial Statement

As per our Report of even date attached.

For and on behalf of The Board

For Roy Atal & Atal

Chartered Accountants

Firm Regd No. 325672E

(CA Sunil Kumar Atal)

Partner

Membership No. 061729

(DrM.D. Khetan)

Managing Director

DIN-00842354

(P.K. Khetan)

Whole Time Director

DIN-01227602

Place: Jorhat

Date : 21.08.2017



