TALAIPALLI COAL MINING PRIVATE LIMITED Hyderabad

(CIN NO:U10100TG2017PTC121116)

BALANCE SHEET AS AT MARCH 31, 2019

(₹ in Lakhs)

	NOTE	AS	AT	AS	AT
	NOTE	MARCH	31, 2019	MARCH	31, 2018
ASSETS					
Current Assets					
Financial Assets					
Cash and Cash Equivalents	3	0.93		2.55	
Other Current Assets	4	-		16.00	
Total Current Assets			0.93		18.55
Total Assets			0.93		18.55
EQUITY AND LIABILITIES					
EQUITY					
Equity Share Capital	5	9.00		9.00	
Other Equity	6	(33.37)		(33.27)	
Total Equity			(24.37)		(24.27)
LIABILITIES					
Current Liabilities					
Financial Liabilities					
Trade Payables	7	0.23		20.30	
Other Current Liabilities	8	25.07		22.52	
Total Current Liabilities			25.30		42.82
Total Equity and Liabilities			0.93		18.55
Company information and Significant accounting policies	1 & 2				

accompanying notes forming part of financial statements 12 to 14

BANGALORE FRN: 0031358

as per our report of even date attached

For K.P. RAO & CO.

CHARTERED ACCOUNTANTS

Firm Regn. No. 003135

K/Viswanath Partner

Membership No.022812

Bangalore, Dt: 17 th May, 2019

For TALAIPALLI COAL MINING PRIVATE LIMITED

CIN NO:U10100TG2017PTC121116

R.S.RAJU

11.5.11400

Director

DIN NO:00037918

UMAPATHY REDDY B

Director

DIN NO:02202915



TALAIPALLI COAL MINING PRIVATE LIMITED

Hyderabad

(CIN NO:U10100TG2017PTC121116)

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31,2019

(₹ in Lakhs)

				()	in Lakins)
	NOTE	PERIOD	ENDED	PERIO	DD EN DED
*	NOIL	MARCH 31,2019		MARCH 31, 2018	
REVENUE					
Revenue from Operations		-		-	
Total Revenue			-		-
EXPENSES					
Financial Costs	9	0.01		0.01	
Other Expenses	10	0.10		33.26	
Total Expenses			0.11		33.27
Profit/(Loss) for the year before tax			(0.11)		(33.27)
Tax Expense			-		-
Profit/(Loss) for the Year			(0.11)		(33.27)
Other Comprehensive Income			-		_
Total Comprehensive Income			(0.11)		(33.27)
Earning Per Share	13		(0.12)		(228.68)
Company information and Significant accounting policies	1 & 2				

accompanying notes forming part of financial statements 12 to 14

FRN: 003135S

as per our report of even date attached

For K.P. RAO & CO.

CHARTERED ACCOUNTANT

Firm Regn. No. 0031355

K Viswanath Partner

Membership No.022812

Bangalore, Dt: 17 th May, 2019

For TALAIPALLI COAL MINING PRIVATE LIMITED CIN NO:U10100TG2017PTC121116

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Director

DIN NO:00037918

UMAPATHY REDDY B

Director

DIN NO:02202915



TALAIPALLI COAL MINING PRIVATE LIMITED CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31,2019

(₹ in Lakhs)

			(< III Lakiis)
		Period Ended	Period Ended
		MARCH 31,2019	March 31, 2018
A.	Cash flow from operating activities		
	Net Profit/(Loss) before tax	(0.11)	(33.27)
	Adjustments:		•
	Operating profit / (loss) before working capital changes	(0.11)	(33.27)
	Changes in working capital:		
	Adjustments for (increase) / decrease in Current assets		
	Other Current Assets	16.00	(16.00)
	Adjustments for increase / (decrease) in current liabilities:		
	Trade Payables	(17.51)	42.82
	Cash generated from operations	(1.62)	(6.45)
	Net income tax (paid) / refunds		
	Net cash flow used in operating activities (A)	(1.62)	(6.45)
В.	Cash flow from investing activities		-
	Net cash flow from investing activities (B)	-	-
c.	Cash flow from financing activities		
	Proceeds from issue of share Capital	-	9.00
	Net cash flow from financing activities (C)	-	9.00
	Net increase in Cash and cash equivalents (A + B + C)	(1.62)	2.55
	Cash and cash equivalents at the beginning of the period	2.55	•
	Cash and cash equivalents at the end of the period	0.93	2.55

Notes:

- The Cash Flow Statement is prepared in accordance with the indirect method and presents the cash flows by operating, 1. investing and financing activities.
- 2. Accompanying notes on accounts form an integral part of the Cash Flow Statement.

BANGALORE FRN: 003135S

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3. Figures in bracket represents cash outflows.

as per our report of even date attached For K.P. RAO & CO.

CHARTERED ACCOUNTANTS

Firm Regn. No. 003135S

K Viswanath **Þ**artner

Membership No.022812

Bangalore, Dt: 17 th May, 2019

for and on behalf of the Board of

TALAIPALLI COAL MINING PRIVATE LIMITED CIN NO:U10100TG2017PTC121116

R.S.RAJU

UMAPATHY REDDY B

Director

Director

DIN NO:00037918 DIN NO:02202915



TALAIPALLI COAL MINING PRIVATE LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED MARCH 31,2019

Equity Share Capital

(₹ in Lakhs)

Description	Total
Opening balance as on 01.04.2017	-
Add: Shares issued during the year (2017-18)	9.00
Balance as at March 31, 2018	9.00
Add: Shares issued during the year (2018-19)	_
Balance as at March 31,2019	9.00

Other Equity	Other Equity				
Description	Retained Earnings	Total			
Opening Balance as on 01.04.2017	-	-			
Total comprehensive income for the year (2017-18)	(33.27)	(33.27)			
Dividends	-	**			
Balance at the end of the March 31, 2018	(33.27)	(33.27)			
Total comprehensive income for the year (2018-19)	(0.11)	(0.11)			
Dividends	-	-			
Balance at the end of the March 31,2019	(33.37)	(33.37)			

as per our report of even date attached

FRN: 0031358

For K.P. RAO & CO.

Chartered Accountants

Firm Regn. No. 0031355

K Viswanath Partner

Membership No.022812

Bangalore, Dt: 17 th May, 2019

for and on behalf of the Board of

TALAIPALLI COAL MINING PRIVATE LIMITED

CIN NO:U10100TG2017PTC121116

R.S.RAJU

UMAPATHY REDDY B
Director

Director

DIN NO:00037918

DIN NO:02202915



1. Corporate Information

The company is a Special Purpose Vehicle (SPV) formed for carrying on the business of Mine Developer and Operator (MDO) for Development and Operation of Talaipalli Coal Block located in the state of Chhattisgarh awarded by the NTPC Limited. The scope of the business to be carried on by the company as an MDO shall include Drilling and blasting, Excavation & Transportation of Overburden, Mining and Transportation of Coal, Coal Handling and allied activities, Construction of required infrastructure, undertaking community development and welfare activities of the social community.

2. Significant accounting policies:

2.1 Statement of Compliance:

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and companies (Indian Accounting Standards) Amendment Rules, 2016 as applicable

2.2 Basis for preparation of financial statements:

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and Companies (Indian Accounting Standards) Amendment Rules, 2016. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.3 Use of Estimates:

The preparation of financial statements requires the management of the Company to make estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the financial statements.

2.4 Property, Plant & Equipment:

Property, Plant & Equipment are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalised includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction / installation stage.

Mining

Hyderabad



Depreciation / amortization of Property, Plant & Equipment:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation / amortisation on Property, Plant & Equipment including assets taken on lease, other than freehold land is charged based on straight line method on an estimated useful life as assessed based on technical advice, considering the nature of the asset, estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Depreciation is provided on straight line method, in the manner stated in schedule II to the Companies Act 2013 and as per the useful lifes stated in part C to the said Schedule.

The estimated useful lives and residual values of the tangible assets are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

2.5 Impairment of Assets:

i) Financial assets

Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

Impairment loss on financial assets carried at amortised cost is measured at the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. In a subsequent period, if the amount of impairment loss decreases and the decreases can be related objectively to an event, the previously recognised impairment is reversed through profit or loss.

ii) Non-financial assets

Property, Plant & Equipment

Property, Plant and Equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the profit or loss.



2.6 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised in profit or loss.

Non-derivative financial instruments

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value

Financial asset not measured at amortised cost is carried at fair value through profit or loss (FVTPL) on initial recognition, unless the company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income.

The Company, on initial application of IND AS 109 Financial Instruments, has made an irrevocable election to present in other comprehensive income subsequent changes in fair value of equity instruments not held for trading.

Financial asset at FVTPL are measured at fair values at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss.

Financial liabilities

Financial liabilities at fair value through profit and loss are stated at fair value, with any gains or losses arising on remeasurement recognised in profit and loss.

For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.



2.7 Earnings per Share:

Basic earnings/ (loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the year and also after the Balance Sheet date but before the date the financial statements are approved by the Board of Directors.

2.8 Provision, Contingent Liabilities and Contingent Assets:

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent Liabilities and Contingent Assets are not recognized in the financial statements.

2.9 Assets recognised from the cost to obtain or fulfill with customer

The Management identifies the cost incurred to obtain or fulfil a contract with a customer based on management assessment of its recoverability in form of future bills raised with the client.

The amortization of contract costs recognised as asset shall be done on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates.

the Mangement shall updated the amortization to reflet a significant change in the entities expected timing of transer to the customer of the goods or serivces to which the asset relates. Such as change shall be accounted for as a change in accounting estimate in accordance with INDAS 8.

Hyderabad



TALAIPALLI COAL MINING PRIVATE LIMITED

Notes forming part of Financial statements

			(₹ in La khs)
		As on	As on
		MARCH 31,2019	March 31,2018
3	Cash and Cash Equivalents		
	Balances with Scheduled Banks		
	In Current Accounts	0.93	2.55
	Total	0.93	2.55
4	Other Current Assets		
	Advances to Suppliers, Sub Contractors and Others		
	Considered Good	-	16.00
	Total		16.00





					(₹ in La khs)
		As at March 31,	2019	As at March 31,	2018
		Number of	A	Number of	
		Shares	res Amount	Shares	Am o unt
5	Share Capital				
	Authorised				
	Equity Shares of ₹ 10/- each	90,000	9.00	90,000	9.00
	Issued, Subscribed and Fully Paid up				
	Equity Shares of ₹ 10/- each	90,000	9.00	90,000	9.00
	Total	90,000	9.00	90,000	9.00

5.1 Reconcilation of the numbers of shares and amount outstanding at the beginning and end of the reporting period

Equity Shares of ₹10/- each fully paid up Balance at the beginning of the period Add: Allotment made during the period Balance at the end of the period

As at March 31,2019		As at March	31, 2018	
Number of Shares	Amount (Rs. In Lakhs)	Number of Shares	Amount (Rs. In Lakhs)	
90,000	9.00	90,000	9.00	
90,000	9.00	90,000	9.00	

5.2 Rights, preferences and restrictions attached to equity shares

The equity shares of the Company having par value of ₹ 10/- per share rank pari passu in all respects including voting rights and entitlement to dividend. Repayment of the capital in the event of winding up of the Company will inter alia be subject to the provisions of Companies Act 2013, the Articles of Association of the Company and as may be determined by the Company in General Meeting prior to such winding up.

5.3 Details of shares held by the holding company and subsidiaries of the holding company

	March 31,20	19	As at March 31,	2018
	Number of	A	Number of	A
_	Shares	Amount	Shares	Amount
Equity Shares of ₹ 10/- each fully paid up				
NCC Limited	45,900	4.59	45,900	4.59
BGR Mining & Infra Private Limited	44,100	4.41	44,100	4.41

5.4 Details of shares held by each shareholders holding more than 5% shares in the Company

	_	March 31	,2019	As at March 31, 2018		
		Number of	0/	Number of	0.4	
		Shares %		Shares	%	
	Equity Shares of ₹ 10/- each fully paid up					
	NCC Limited	45,900	51%	45,900	51%	
	BGR Mining & Infra Private Limited	44,100	49%	44,100	49%	
					(₹ in Lakhs)	
6	Other Equity		As on		As on	
Ü	—		March 31,2019		March 31, 2018	
	Opening Balance		(33.27)			
	Profit / (Loss) for the year		(0.11)		(33.27)	
	Total		(33.37)	Q.RAO &	(33.27)	
				* BANGALODE		

			(₹ in Lakhs)
		As on	As on
		March 31,2019	March 31,2018
7	Trade Payables		
	Trade Payables-Others	0.13	4.19
	Outstanding liabilities	0.10	16.10
	Total	0.23	20.30
8	Other Current Liabilities		
	Advances from Holding Company	3.26	1.33
	Advances from Consortium Member	21.81	19.40
	TDS & Other Statutory Payables	-	1.80
	Total	25.07	22.52



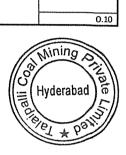


TALAIPALLI COAL MINING PRIVATE LIMITED

Notes to the financial statements

					(₹in Lakh
		Year	Ended	Ye	ar Ended
		March	31,2019	Marc	h 31, 2018
9	Finance Costs				
	Other Borrowing Costs	1			
	Commission on - Bank Guarantees & Other Bank Charges	0.01		0.01	
			0.01		0.
	Total		0.01		0.
10	Other Expenses				
	Travelling and Conveyance		-		1.
	Office Maintenance		-		0.
	Postage, Telegrams and Telephones		-		0.
	Legal and Professional Charges		-		31.
	Filling Charges		•		0.
	Auditors' Remuneration (Refer note 11.1)		0.10		0.
	Total		0.10		33.
10.1	Auditors' Remuneration				
	(Excluding service tax and education cess thereon)				
	Statutory Audit fee		0.10		0.
	Tax Audit fee				
	Total	.			0.





11 Fair value measurements

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

	Fair value	As at March 31,2019		As at March 31, 2018	
	hierarchy	Carrying amount	Fair value	Carrying amount	Fai r value
Financial assets					
Financial assets at amortised cost:					
- Cash and cash equivalents	Level 2	-	-	-	_
		As	at	A	s at
	Fair value	March 31,2019		March 31, 2018	
	hierarchy	Carrying amount	Fair value	Carrying amount	Fair value
Financial liabilities					
Financial liabilities at amortised cost:					
- Other financial liabilities	Level 2	0.13	0.13	5.99	5.99

The fair values of the financial assets and financial liabilities included above have been determined in accordance with generally accepted pricing models.



12 Related Party Transactions

12.1 Following is the list of related party and relationships

	Related Party	Relationship			
	NCC Limited	Holding Company			
	BGR Mining & Infra Private Ltd	Enterprise having Significant Influence			
	R.S.RAJU	Key Managerial Personne	l		
	UMAPATHY REDDY BATHINA	Key Managerial Personne			
		Period ended	Year ended		
		March 31,2019	March 31, 2018		
.2.2	Transactions during the year with related parties				
	NCC Limited				
	Share Capital	-	4.59		
	Incorporation & Other Expenses	1.94	1.33		
	Total	1.94	5.92		
	BGR Mining & Infra Private Limited				
	Share Capital	_	4.41		
	Advance Amount	2.41	19.40		
	Total	2.41	23.81		
2.3	Balances as at end of the year ended 31st March 2019				
	NCC Limited				
	Share Capital	4.59	4.59		
	Trade Payables-Others	3.26	1.33		
	Total	7.85	5.92		
	BGR Mining & Infra Private Limited				
	Share Capital	4.41	4.41		
	Advance Amount	21.81	19.40		
	Total	26.22	23.81		

13 Earning Per Share

	Year ended March 31,2019	Year ended March 31, 2018	
Net Loss after tax available for equity shareholders Weighted average number of equity shares for basic and diluted EPS	(` in lakhs) (0.11) (in Nos.) 90,000	(` in lakhs) (33.27) (in Nos.) 14,548	
Face Value per share Basic and Diluted EPS	(in `) 10.00 (in `) (0.12)	(in `) 10.00 (in `) (228.68)	





14 Financial instruments

Capital management

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The Company funds its operations through issue of equity capital.

For the purpose of capital management, capital includes issued equity capital and revenue reserves. There is no debt on the Company.

The following table summarises the capital of the Company:

(₹ in Lakhs)

g		(ni Lakiis)
	As at	As at
	March 31,2019	March 31, 2018
Equity and Other Equity	(24.37)	(24.27)
Cash and cash equivalents	0.93	2.55
Net debt	0.93	2.55
Total capital (equity + net debt)	(23.45)	(21.72)

Categories of financial instruments

/₹ in Lakhs

Mining

Hyderabad

Categories of financial instruments		(₹ in Lakhs)			
	As at	As at			
	March 31,2019	March 31, 2018			
Financial assets					
Measured at amortised cost					
Financial liabilities					
Measured at amortised cost	0.13	5.99			
		1			

Financial risk management objectives

The company's business activities are currently not exposed to any variety of financial risk viz., market risk, credit risk and liquidity risk.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. During the current period, the Company has no financial instruments whose fair values are susceptible to change due to market prices.

Interest rate risk

The Company has not dealt in any debt instruments during the year. Hence there is no interest rate risk applicable to the Company.

Equity risks

The Company does not currently have any investments into equity instruments. There are no equity risks applicable to the Company presently.

Credit risk management

Credit Risk refers to the risk for a counter party default on its contractual obligation resulting a financial loss to the company. The maximum exposure of the financial assets represents amounts recoverable in the nature of reimbursement of expenses from related parties.

The credit risk on cash and bank balances is limited because the counterparties are banks with high credit ratings assigned by credit rating agencies.

Liquidity risk management

The Company manages liquidity risk by maintaining adequate balances in the form of cash and bank. There are no significant risks relating to liquidity applicable to the Company.



The table below provides details regarding the contractual maturities of financial liabilities including estimated interest payments as at March 31, 2019:

	Carrying amount	Upto 1 year	1-3 year	More than 3 year	Tota I contracted cash flows
Other financial liabilities	25.07	25.07	*	-	25.07
Total	25.07	25.07	-	-	25.07

The table below provides details of financial assets as at March 31, 2019:

BANGALORE FRN: 003135S

TO ACCOU

	(₹ in Lakhs)
	Carrying
	amount
Other financial assets	-
Total	-

For K.P. RAO & CO.

Chartered Accountants

Firm Regn. No. 003135S

K Viswanath Partner

Membership No.022812

Bangalore, Dt: 17 th May, 2019

TALAIPALLI COAL MINING PRIVATE LIMITED

CIN NO:U10100TG2017PTC121116

UMAPATHY REDDY B

Mining

Hyderabad

Director Director

DIN NO:00037918 DIN NO:02202915