

# **NARMADA CLEAN TECH**

( a subsidiary of GIDC)

## **18<sup>th</sup> ANNUAL REPORT 2017-18**



**NARMADA CLEAN TECH**

(Formerly known as NARMADA CLEAN TECH LIMITED)

Surti Bhagor, Near Gujarat Gas Office, Umarwada Road, Ankleshwar - 393 001.

Phone No. 84697 45285, 97267 45635

CIN - U40101GJ2000NPL037236



**Visit of GPCB Chairman**



**CSR Work - Distribution of Dustbins at Umarwada Village**





## NARMADA CLEAN TECH BOARD OF DIRECTORS

SR.	NAME OF DIRECTOR	PRESENT POSITION	METHOD OF APPOINTMENT
1	MS. D. THARA, IAS CHAIRPERSON	VICE CHAIRPERSON & MANAGING DIRECTOR - GIDC	BY VIRTUE OF POSITION
2	DR. BHARAT JAIN VICE CHAIRMAN	MEMBER SECRETARY, GCPC	BY NOMINATION (GIDC)
3	MR. SANJIV TYAGI- IFS, DIRECTOR	DIRECTOR-GEMI	BY NOMINATION (GIDC)
4	MR. J. G. GAMIT DIRECTOR	I/C. DY. CE, GIDC	BY NOMINATION (GIDC)
5	MR. D. V. PATEL DIRECTOR	SUPERINTENDING ENGINEER, [CG-BHARUCH], GIDC	BY NOMINATION (GIDC)
6	MR. S. T. HATHILA DIRECTOR	ASST. INDUSTRIES COMMISSIONER & GM, DIST. INDUSTRIES CENTRE, GoG	BY NOMINATION (IC)
7	DR. (PROF.) P.A. JOSHI, DIRECTOR	PROFESSOR, DDIT, NADIAD	INDEPENDENT DIRECTOR BY NOMINATION (GoI / GoG)
8	DR. RANJAN SENGUPTA, DIRECTOR	PROFESSOR IN CHEMICAL ENGINEERING & DIRECTOR INTERNAL QUALITY ASSURANCE CELL - M S U	INDEPENDENT DIRECTOR
9	MR. RAVI KAPOOR DIRECTOR	CHAIRMAN, ICC	BY NOMINATION (GIDC)
10	MR. A. A. PANJWANI DIRECTOR	PRESIDENT - JHAGADIA INDUSTRIES ASSOCIATION (JIA)	BY NOMINATION, JIA
11	MR. MAHESH. J. PATEL DIRECTOR	PRESIDENT - ANKLESHWAR INDUSTRIES ASSOCIATION (AIA)	BY NOMINATION, AIA
12	MR. B.S.PATEL DIRECTOR	PRESIDENT - PANOLI INDUSTRIES ASSOCIATION (PIA)	BY NOMINATION, PIA
13	GP. CAPT. (RETD) A.G. CHITRE, DIRECTOR	DIRECTOR - HEUBACH COLOUR LTD.	BY NOMINATION (SHARE HOLDERS, ANKLESHWAR)
14	MR. B. K. CHOUDHARY DIRECTOR	MANAGING DIRECTOR - VARDHMAN ACRYLICS LIMITED	BY NOMINATION (SHARE HOLDERS, JHAGADIA)
15	MR. MUKESH JOBANPUTRA DIRECTOR	GENERAL MANAGER, MEGHMANI ORGANICS LIMITED	BY NOMINATION (SHARE HOLDERS, PANOLI)
16	MR. ALOK KUMAR MANAGING DIRECTOR	MANAGING DIRECTOR - NCT	BY MEMBERS

### AUDITORS

**M/S. RKM & Co.,**  
Chartered Accountants,  
401, Trividh Chambers, 4<sup>th</sup> Floor,  
Opp. Fire Bridge, Ring Road,  
Surat - 395 002. Gujarat

### BANKERS

Bank of Baroda  
HDFC Bank Ltd.

### REGISTERED OFFICE:

Surti Bhagor, Nr. Gujarat Gas Office  
Umarwada Road,  
Ankleshwar-393 001  
Dist. Bharuch

### CONTENTS :

Notice to Shareholders	01
Board Report	04
Secretarial Audit Report	22
Independent Auditors Report	25
CAG Supplementary Audit Report	31
Balance Sheet	33
Income & Expenditure Account	34
Cash Flow Statement	35
Notes to Accounts	37
Attendance Slip	56
Proxy Form	58

### PAGE NO. :

## NOTICE



**NOTICE IS HEREBY** given that the 18<sup>th</sup> ANNUAL GENERAL MEETING of the Share holders of Narmada Clean Tech will be held at THE Registered office situated at Surti Bhagor, Near Gujarat Gas Office, Umarwada Road, Ankleshwar - 393 001 Dist. Bharuch, on Monday, the 29<sup>th</sup> October, 2018 at 11.30 Hrs to transact the following business;

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company as at 31st March, 2018 and the Income & Expenditure Account for the year ended on that date together with the Board's Report and Auditor's Report and supplementary CAG Audit Report thereon.
2. To appoint a Director in place of Mr. B. K. Choudhary (DIN 00307110) who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Mukesh Jobanputra, (DIN 01602351) who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Gp. Capt. A.G. Chitre (DIN 00110105) who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment.
5. To fix the remuneration of the Auditors of the Company.

**"RESOLVED THAT** pursuant to the provisions of Section 139(5) and Section 142 and all other applicable provisions, if any of the Companies Act, 2013 and Companies (Audit and Auditors) Rule 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of the Statutory Auditor of the Company appointed by Comptroller and Auditor General of India (CAG) for the financial year 2018-19, is fixed at ₹ 151000/- (Rupees One Lacs Fifty One Thousand Only) in respect of Audit of the Accounts of the Company for the year 2018-19."

### SPECIAL BUSINESS

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the Shareholder of the Company be and is hereby accorded, subject to the approval from Central Government/any other authority to whom power vested by Central Government, to modify, amend / alter the Article No.128 of the AOA, relating to The Composition of the Board of Directors in the manner and to the extent as is set out herein below with immediate effect;

**The Article No. 128: The Composition of the Board of Directors:** be and is hereby replaced by following article;

#### 128.The Composition of the Board of Directors

Sr. No.	Category of Directors and method of appointment	No. of Director in each Category
1	Director to be nominated by Gujarat Industrial Development Corporation (GIDC), which will include Vice Chairman and Managing Director of the Corporation and Directors to be nominated by the State Govt. of Gujarat, either by the Dept. of the Industries or the Industries Commissionerate.	12
2	Presidents of Ankleshwar, Jhagadia and Panoli Industries Associations will be Directors of the Board ex-officio.	3
3	Directors to be appointed by and from amongst the shareholders /member industries of the Company from Ankleshwar, Jhagadia & Panoli Industrial Estates.	6
	Total	21



The Vice Chairman & Managing Director, GIDC will be Chairman of the Company and Vice Chairman will be elected by the Board.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, Mr. A.A. Panjwani or Mr. Mahesh J. Patel or Mr. B.S. Patel, Director of the Company and Mr. Alok Kumar, Managing Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

**For Narmada Clean Tech**

(Mr. B. S. Patel)  
Director

(Mr. M. J. Patel)  
Director

(Mr. Alok Kumar)  
Managing Director

**Registered Office:** Surti Bhagor,  
Near Gujarat Gas Office Umanwada Road,  
Dist. Bharuch Ankleshwar 393001

**Date:** 03.10.2018

## NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY SHOULD BE A MEMBER, AS PER SECTION 105 OF COMPANIES ACT, 2013.
2. The instrument appointing proxy should however be deposited at the Registered office of the Company not less than 48 hours before the commencement of the meeting.
3. A person can act as a proxy on behalf of shareholders not exceeding 50 in number and holding in the aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other shareholder.
4. The Explanatory Statement as required under section 102 of the Companies Act, 2013, in respect of Special Business mentioned in the above notice is annexed hereto.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. (Section 113 of the Companies Act, 2013).
6. Members desirous of getting any information about the accounts and operations of the company are requested to send their query addressed to the Company at the Registered Office at least 7 days before the date of the meeting to enable the management to keep the information readily available at the meeting.
7. Rout map of venue of AGM is attached

### Explanatory statement pursuant to section 102 of the Companies Act, 2013

#### Item No. 6: Alteration in Article of Association

Based on request letter dated 01.03.2018 received from President of Ankleshwar Industries Association for amendment in Article of Association in clause 128 with respect to Appointment of President of Industries associations as Director on the Board by virtue of post of president, which is presently on Joint recommendation from Industries Association of Ankleshwar, Jhagadia and Panoli from amongst the shareholders/member industries of the Company. The Board approved amendment in Article of Association of the Company in their meeting held on 23.03.2018 subject to the approval from Central Government/any other authority to whom power vested by central government and Shareholders in General Meeting.

As per provisions of Section 14 and all other applicable provisions if any of the Companies Act, 2013 an alteration of the Article of Association of the Company can be made with the approval of shareholder by passing special resolution in the general meeting and with the permission of Central Government as per the direction received under the license (License under section 25 of Companies Act, 1956 (Now, Section 8 of Companies Act, 2013)), issued by Office of Registrar of Companies, Gujarat, Dadra and Nagar Haveli, dt. 29.08.2013. Hence, the resolution proposed as special resolution.

None of the Directors, Key Managerial Personnel or their relatives except directors holding position of president of Ankleshwar, Jhagadia and Panoli Industries Associations are considered interested / concerned in the proposed resolution.

A Copy of Memorandum and Article of Association of NCT is available for inspection of shareholders at the Registered Office of NCT on all its working during office hours upto the date of Annual General Meeting.

The Board recommends this resolution for approval of shareholders.

#### For Narmada Clean Tech

(Mr. B. S. Patel)  
Director

(Mr. M. J. Patel)  
Director

(Mr. Alok Kumar)  
Managing Director

Registered Office: Surti Bhagor,  
Near Gujarat Gas Office Umarwada Road,  
Dist. Bharuch Ankleshwar 393001

Date: 03.10.2018



## BOARD'S REPORT

To,  
The Members,  
Narmada Clean Tech

The Directors have pleasure in presenting the 18<sup>th</sup> ANNUAL REPORT along with audited Financial Statements of the Company for the year ended on 31st March, 2018.

### Financial Highlights 2017-18

(₹ In lakhs)

Particulars	As at 31/03/2018	As at 31/03/2017
Service Income including other income	5724.62	4934.10
Less : Expenditure	3881.89	3427.11
Earning before Finance cost, Dep. & Tax	1842.73	1506.99
Less : Depreciation	1993.75	1560.30
Earning before Finance cost & Tax	(151.02)	(53.31)
Less : Finance Cost	213.16	116.74
Profit / Loss before Tax	(364.18)	(170.05)
Less: Prior Period Adjustments & Exceptional items	21.37	(273.15)
Surplus/(Deficit) Before Tax	(385.55)	103.11
Profit / Loss transfer to Balance sheet	(385.55)	115.11

### Operation of Treatment and Conveyance Facilities:

The final effluent treatment plant (FETP) was in continuous operation during the year. The recertification obtained of ISO-14001:2015 version from ISO 14001:2004 version during the year.

On conveyance front, the separate Jhagadia Pipeline Project (JPP) was in regular stable operation during the year. The permitted capacity for this conveyance system is 35 MLD.

The existing conveyance system from FETP to Kantiyajal, with capacity of 40 MLD was in regular stable operation during the year. This system now serves the Ankleshwar and Panoli Industrial Estates, after start-up of the JPP conveyance system.

The service level to the member industries of Ankleshwar and Panoli was significantly improved to 100% from earlier level of 99.4%

NEERI is working for suggesting treatment technology improvements at FETP.

All round development efforts for skill up gradation of all employees are implemented on a continued basis.

### Change in business activities

During the year under review, there is no change in the business activities of the Company.



## Material changes and commitment occurred after the end of Financial Year and upto the date of Report

There are no material changes and commitments, which has occurred between the end of financial year and the date of Directors' Report.

## Subsidiaries, Joint Ventures and Associate Companies

The Company does not have subsidiaries, Joint Ventures and Associate Companies.

## Loans, Guarantees or Investments made under section 186 of the Companies Act, 2013

During the year under review, pursuant to provisions of section 186 of the Companies Act, 2013, no guarantee is given or security is provided by the Company in connection with loan provided to others. The Company has given loan to ARAIL, the details of which are as under;

Amount in ₹

Date	Name of Company/ person	Terms and conditions and duration	Principal amount Outstanding	Interest	Total Outstanding Amount
31.03.18	Ankleshwar Research and Analytical Infrastructure Ltd.	Provided as a Working Capital @10% interest p.a.	11,674,024/-	2,673,268/-	14,347,292/-
<b>Add :</b>	Interest Accrued for F.Y. 2017-18, @10% p.a.			947,472/-	947,472/-
		<b>TOTAL</b>	<b>11,674,024/-</b>	<b>3,620,740/-</b>	<b>15,294,764/-</b>

## Share capital

During the year under review, there is no change in the Authorized share capital of the Company.

During the year, the Company has not issued any equity shares.

## Transfer to Investor Education & Protection Fund

As per provisions of Section 125(2) of the Companies Act, 2013 pending Share Application money beyond seven years has to be transferred to Investor Education & Protection Fund.

During the year under review there is no pending share application money.

## Corporate Governance

The Company believes in transparency in its dealings and lays emphasis on integrity. The Company considers good Corporate Governance a pre-requisite for meeting the needs and aspirations of its shareholders and other stake holders. Considering this, the Annual Report has made substantial disclosures regarding the functioning of Board, committees of Board and performance of the Company.





## Committees of Board of Directors

To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to the Committees of the Board set for the purpose. The following committees are constituted;

### A. Risk & Strategy Committee :

This committee is constituted to review the status of (a) Risk Assessment & Mitigation Measures (b) Strategy Development and Strategy Implementation. Committee re-constituted during the year.

The composition of Risk & Strategy Committee is as under:

1. Mr. J. G. Gamit	Convener
2. Dr. Bharat Jain	Co-Convener
3. Dr. P A Joshi	Member
4. Mr. A. A. Panjwani	Member
5. Mr. B S Patel	Member
6. Mr. Mahesh J. Patel	Member
7. Gp. Cap. A G Chitre	Member
8. Mr. D. V. Patel	Member
9. Mr. Alok Kumar	Member

### B. Audit Committee:

The Audit Committee met five time during the year under review. All the recommendations made by the Audit Committee were accepted/ approved by the Board. Committee re-constituted during the year. The composition of Audit Committee is as under.

1. Dr. Ranjan Sengupta	Chairman of Committee
2. Dr. P. A. Joshi	Member
3. Dr. Bharat Jain	Member
4. Mr. Ravi Kapoor	Member

### C. Nomination and Remuneration Committee

The Nomination and Remuneration Committee was constituted as per requirements of Section 178 of the Companies Act, 2013. Committee re-constituted during the year. The composition of Nomination and Remuneration Committee is as under ;

1. Dr. Bharat Jain	Chairman of Committee
2. Dr. P. A. Joshi	Member
3. Dr. Ranjan Sengupta	Member
4. Mr. J. G. Gamit	Member

#### **D. Share Allotment Committee**

The Share Allotment Committee has been formed in the Board Meeting of the Company dt. 19.08.2016. The Purpose of Committee is to allot the shares. The Composition of Share Allotment Committee is as under;

- |                      |                           |
|----------------------|---------------------------|
| 1. Dr. Bharat Jain   | Chairman of the Committee |
| 2. Dr. P.A. Joshi    | Member                    |
| 3. Mr. A.A. Panjwani | Member                    |

#### **Internal Auditors**

The Company has appointed M/s Surti & Talati Chartered Accountants, Ankleshwar to conduct Internal Audit of the Company for the Financial Year 2018-19.

#### **Directors/ Key Managerial Personnel**

Mr. B. K. Choudhary, Mr. Mukesh Jobanputra and Gp. Capt. A.G. Chitre retire by rotation at the forthcoming Annual General Meeting of NCT, who being eligible to offer themselves for re-appointment.

#### **Appointment and Resignation of Directors**

Mr. Mahesh J. Patel, President AIA was appointed as Nominee Director of AIA by the Board of Directors on 05.08.2017. He replaced Mr. C.A. Devani.

Mr. H.N. Mevada, Deputy Industries Commissioner and General Manager, DIC was appointed as Nominee Director (effective on approval of DIN) by the Board of Directors on 05.08.2017 from Government of Gujarat. He replaced Mr. B.P. Sangod Nominee Director of the Company.

Mr. D.V. Patel, SE- GIDC was appointed as Nominee Director of Gujarat Industrial Development Corporation by the Board of Directors on 05.08.2017. He replaced Mr. J.G. Gamit.

Mr. J.C. Chudasma ceases to be a Director w.e.f. 31.05.2017

Mr. H.N. Mevada ceases to be a Director before taking effect.

Mr. S.T. Hathila, Assistant Industries Commissioner and General Manager, DIC was appointed as Nominee Director (effective on approval of DIN) by the Board of Directors on 08.11.2017.

Mr. J.G. Gamit, I/c. Dy. CE, GIDC, Gandhinagar was appointed as Nominee Director of Gujarat Industrial Development Corporation by the Board of Directors on 24.01.2018.

#### **Changes in KMPs**

Mr. Mansukh Thummer, Chief Financial Officer (CFO) of the Company resigned from the Services of the Company and relieved on 14.04.2017.

Ms. Shilpa Kotecha, has been appointed as Chief Financial Officer (CFO) of the Company w.e.f. 18.08.2017.

Mr. Alok Kumar has been appointed as Managing Director of the Company w.e.f. 23.03.2018.

Mr. Alok Kumar Ceases to be a Chief Executive Officer (CEO) w.e.f. 20.04.2018

The Directors welcome aforesaid appointees on the Board. The Board appreciates and acknowledges the efforts and contributions of outgoing Directors.



### **Independent Directors**

Dr. P A Joshi and Dr. Ranjan Sengupta are Independent Directors on the Board of Directors of the Company. As per requirement of provisions of Section 149(6) of the Companies Act, 2013, declarations of independence have been received from them.

### **Directors' Appointment and Remuneration Policy**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee the Company has constituted Nomination and Remuneration Committee although Being Section 8 Company, it is not mandatory to form NR Committee. The composition of committee is mentioned under the head committees.

As per Article No. 128 of the Articles of Association of the Company Directors can be nominated by the Gujarat Industrial Development Corporation (GIDC), which will include Vice Chairman and Managing Director of the Corporation and Directors to be nominated by the Govt. of Gujarat, either by the Department of the Industries or the Industries Commissionerate. Further, Directors can be appointed on the joint recommendation from Industries Association of Ankleshwar, Jhagadia and Panoli from amongst the share holders/ member industries of the Company.

The Company appointed Mr. Alok Kumar as Managing Director w.e.f. 23.03.2018. The Directors except Managing Director do not receive any remuneration from the Company. Independent Directors are paid sitting fees for attending meetings of Board of Directors or any committee of Board.

### **Board Meetings**

As the company falls under section 8 of Companies Act, 2013, the Ministry of Corporate affairs had issued the notification on 5<sup>th</sup> June, 2015 related to exemptions to section 8 companies.

Pursuant to such notification, relaxation were granted to Section 173 (1) that "The Board of Directors of such companies shall hold at least one meeting within every six calendar months"

However, during the financial year 2017-18 Four Board Meetings were convened and held.

### **Director's Responsibility Statement**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement;

1. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. 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 and loss of the company for the year under review;
3. 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;
4. That the Directors have prepared the annual accounts on a going concern basis.
5. That the directors had laid down internal financial controls to be followed by the Company and such internal financial control are adequate & were operating adequately
6. That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



## Auditors

Company has received the letter from CAG on 31<sup>st</sup> July, 2018 for appointment of Auditor under section 139 of the Companies Act, 2013 for the financial year 2018-19.

CAG has appointed M/s. VCA & Associates, Chartered Accountant, Vadodara as auditor of the company for the financial year 2018-19.

## Secretarial Auditor

As per requirement of Section 204 of the Companies Act, 2013, the Board has appointed M/s. J. J. Gandhi & Co., Practising Company Secretary, to conduct Secretarial Audit for the Financial Year 2017-18. The Secretarial Audit Report for the Financial Year ended March 31, 2018 is annexed herewith marked as **Annexure D** to this Report.

## Risk Management Policy

The risk management includes identifying types of risks and its assessment, risk handling and monitoring and reporting. The operations and working of the Company can be affected on account of any of the following risk factors;

- Policy of Govt. determining parameters of treatment of Effluents and policy to deal and treat with effluents.
- Policy and direction of Gujarat Pollution Control Board (GPCB) in connection with treatment of effluents.
- Quality and quantum of effluents generated by member industries and self discipline to adhere to directed norms.
- Any accident, overflow or leakage in the onshore and offshore pipe line transmitting effluents.

## Conservation of energy, technology absorption, foreign exchange earnings and outgo.

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2015 is as per **Annexure A**.

## Related Parties Transactions

The particulars of transactions or contracts entered or arrangements made with related parties pursuant to provisions of section 188 of the Companies Act, 2013 is provided in **Annexure B** (in the format AOC2) and is attached to this Report.

## Annual Return

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is provided in Annexure C (in the format MGT9) and is attached to this Report.

## Corporate Social Responsibility (CSR)

Even though CSR is not mandatory to the Company, but the Company voluntarily spend some amount and contribute for the benefit and development of society.

## Significant/ material order passed by the Regulators/ Courts

No Significant or material order passed by Regulators or courts.



#### **Disclosure under the Sexual Harassment of Women at workplace (Prevention Of, Prohibition and Redressal) Act, 2013**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year, under review there were no incidences of sexual harassment reported and received, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **Cost records**

Maintenance of cost records is not required by the Company.

#### **Acknowledgments**

The Board acknowledges the continuous support and guidance provided by the Ministry of Commerce and Industry, Govt. of India, Govt. of Gujarat, GIDC, GPCB, Industries Associations of Ankleshwar, Jhagadia & Panoli and shareholders of the Company. The Board expresses its thanks to the employees for their efforts.

**On behalf of the Board**

**Place: Gandhinagar  
Date:03.10.2018**

**Ms. D. Thara  
Chairperson  
(DIN - 01911714)**

**Form MGT- 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31<sup>st</sup> March, 2018**



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

**I. Registration and other details**

I)	CIN:-	U40101GJ2000NPL037236
II)	Registration Date	24/01/2000
III)	Name of the Company	Narmada Clean Tech
IV)	Category / Sub Category of the Company	Indian-Non Government Company
V)	Address Of The Registered Office And Contact Details	Regd. Office - Surti Bhagor, Near Gujarat Gas Office Umarwada Road, Dist. Bharuch Ankleshwar 393001
VI)	Whether listed company	Unlisted Company
VII)	Name, address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

⇒ **II. Principal business activities of the company**

Sr. No.	Name and Description of main products/ service	NIC code of the product/ service	% to total turnover of the company
1	Running of Final Effluent Treatment Plant (FETP)		100%

**III. Particulars of Holding, Subsidiary and Associate Companies**

Sr. No.	Name and address of the company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1	Gujarat Industrial Development Corporation	Not applicable	Holding company	51.45%	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 beginning of the year				No of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
<b>A. Promoters</b>									
<b>1. Indian</b>									
a) Individual/ HUF	–	–	–	–	–	–	–	–	–
b) Central Govt.	–	–	–	–	–	–	–	–	–
c) State Govt. (s)	–	–	–	–	–	–	–	–	–
d) Bodies Corp. ( GIDC)	–	44374000	44374000	51.45	–	44374000	44374000	51.45	–
e) Banks / FI	–	–	–	–	–	–	–	–	–
f) Any other	–	–	–	–	–	–	–	–	–
<b>Sub - total (A)(1)</b>	–	44374000	44374000	51.45	–	44374000	44374000	51.45	–
<b>2. Foreign</b>									
a) NRIs Individuals	–	–	–	–	–	–	–	–	–
b) other Individuals	–	–	–	–	–	–	–	–	–
c) Bodies Corp.	–	–	–	–	–	–	–	–	–
d) Banks / FI	–	–	–	–	–	–	–	–	–
e) Any other	–	–	–	–	–	–	–	–	–
<b>Sub - total (A)(2)</b>	–	–	–	–	–	–	–	–	–
<b>Total shareholding of Promoter A = (A)(1) + (A)(2)</b>	–	44374000	44374000	51.45	–	44374000	44374000	51.45	–
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									

a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.(s)	-	-	-	-	-	-	-	-	-
d) states Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub Total (B)(1)</b>	-	-	-	-	-	-	-	-	-
<b>2. Non Institutions</b>									
a) Bodies Corp.									
i) Indian	-	41879164	41879164	48.55	-	41879164	41879164	48.55	-
ii) Overseas		-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	-	700	700	00.00		700	700	00.00	-
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	-								
c) others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub Total (B)(2)</b>	-	41879864	41879864	48.55	-	41879864	41879864	48.55	-
<b>Total public Shareholding (B) = (B)(1) + (B)(2)</b>	-	41879864	41879864	48.55	-	41879864	41879864	48.55	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	86253864	86253864	100	-	86253864	86253864	100	-

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			%Change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Gujarat Industrial Development Corporation	44374000	51.45	NIL	44374000	51.45	NIL	NIL
	Total	44374000	51.45	NIL	44374000	51.45	NIL	NIL

14 (iii) Change in Promoters' Shareholding (No Change During the year)

Sr. No.	Name	Shareholding at the beginning of the year		Date wise increase / decrease in Shareholding			Cumulative Shareholding during the year		Shareholding at the ending of the year	
		No. of shares	% of total shares of company	Date	Increase / decrease in Shareholding	Reason	No. of Shares	% of total Shares of company	No. of Shares	% of total Shares of company
1	Gujarat Industrial Development Corporation	44374000	51.45	-	-	N.A.	44374000	51.45	44374000	51.45



(iv) Shareholding Pattern of top Shareholders (other than Directors, Promoters and Holders of GDRs & ADRs)

Sr. No.	Name	Shareholding at the beginning of the year		Date wise increase / decrease in Shareholding			Cumulative Shareholding during the year		Shareholding at the ending of the year	
		No. of shares	% of total shares of company	Date	Increase / decrease in Shareholding	Reason	No. of Shares	% of total Shares of company	No. of Shares	% of total Shares of company
1	United Phosphorus Ltd.	3757570	4.36	-	-	N.A.	3757570	4.36	3757570	4.36
2	Heubach Colour Ltd.	1988681	2.31	-	-	N.A.	1988681	2.31	1988681	2.31
3	Shri Ram Alkali & Chemicals (A Davison of DCM Shriram Consolidated Ltd.)	1861134	2.16	-	-	N.A.	1861134	2.16	1861134	2.16
4	Vardhman Acrylics Ltd	1647525	1.91	-	-	N.A.	1647525	1.91	1647525	1.91
5	S. Kumar Nationwide Limited	1510000	1.75	-	-	N.A.	1510000	1.75	1510000	1.75
6	Nitrex Chemicals India Ltd.	1285570	1.49	-	-	N.A.	1285570	1.49	1285570	1.49
7	Lanxess India Pvt. Ltd.	1147200	1.33	-	-	N.A.	1147200	1.33	1147200	1.33
8	Lupin Limited.	1145190	1.33	-	-	N.A.	1145190	1.33	1145190	1.33
9	Kanoria Chemicals & Inds. Ltd.	822542	0.95	-	-	N.A.	822542	0.95	822542	0.95
10	Birla Century	750000	0.87	-	-	N.A.	750000	0.87	750000	0.87

(v) Shareholding of Directors and Key Managerial Personnel:

Sr.No.	For each of the Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	At the beginning of the year				
	• Baldevbhai Somdas Patel	100	0.0	100	0.0
	• Ashok Panjwani	100	0.0	100	0.0
	Date wise Increase/ Decrease in Share holding during the year Specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	-	-	-	-
	Increase	-	-	-	-
	Decrease	-	-	-	-
	At the End of the year	200	0.0	200	0.0

# (V) Indebtedness -

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

	Total Secured Loans excluding deposits	Unsecured Loans Total	Unsecured Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	20,00,00,000	31,82,72,950	51,82,72,950
ii) Interest due but not paid	-	3,97,30,822	79	3,97,30,901
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ ii + iii)</b>	-	23,97,30,822	31,82,73,029	55,80,03,851
<b>Change in Indebtedness during the financial year</b>				-
Addition	-	1,90,00,000	21,267	1,90,21,267
Reduction	-	-	11,55,636	11,55,636
<b>Net Change ( Addition-Reduction)</b>	-	1,90,00,000	-11,34,369	1,78,65,631
<b>Indebtedness at the end of the financial year</b>				-
I) Principal Amount	-	20,00,00,000	31,71,38,158	51,71,38,158
ii) Interest due but not paid	-	5,87,30,822	502	5,87,31,324
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ ii + iii)</b>	-	25,87,30,822	31,71,38,660	57,58,69,482

# (VI) Remuneration of Directors and Key Managerial Personnel

Sr.No	Particular of Remuneration	Name of MD/ WTD/ Manager				Total Amount Per Annum
	Name of MD/ WTD/ Manager	Alok Kumar - Managing Director (w.e.f. 23.03.2018)				
1.	Gross salary	72,670	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	72,670	-	-	-	-
	(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.	Stocks Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission	-	-	-	-	-
	-As % of profit	-	-	-	-	-
	-Other, specify	-	-	-	-	-
5.	Others, Please specify	-	-	-	-	-
	• Tax Deducted at Sources	-	-	-	-	-
	• Professional Tax	-	-	-	-	-
	<b>Total (A)</b>	<b>72,670</b>	-	-	-	-
	Ceiling as per the Act	The remuneration paid to MD is within the ceiling Limit as prescribed under the Companies Act, 2013				



## B. Remuneration to other Directors - As per Annexure

Sr. No	Particular of Remuneration	Name of Directors					Total Amount
	1. Independent Directors						
	• Fees for attending Board committee meetings						
	• Commission						
	• Other, Please specify						
	Net Salary						
	Total (1)						
	2. Other Non-Executive Directors						
	• Fees for attending board committee meetings						
	• Commission						
	• Other, Please specify						
	Net Salary						
	Total (2)						
	Total (B) = (1+2)						
	Total Managerial Remuneration						
	Overall Ceiling as per the Act	-	-	-	-	-	-

17

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

Sr. No	Particulars of Remuneration	Key Managerial Personnel				
		CEO- Mr Alok Kumar	CS- Mehul Vyas	CFO- Mansukh Thummar	CFO- Shilpa Kotecha	Total
1	Gross Salary	32,67,142	4,39,206	4,74,841	4,62,040	46,43,229
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	32,67,142	4,39,206	4,74,841	4,62,040	46,43,229
	(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	Other, Please specify	---	---	---	---	---
	Total	32,67,142	4,39,206	4,74,841	4,62,040	46,43,229

(VII) Penalties / Punishment / Compounding 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)
<b>A. Company</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>B. Directors</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>C. Other officers in default</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—

18

Place: Gandhinagar  
Date: 03.10.2018

For Narmada Clean Tech

(Ms. D. Thara)  
Chairperson  
(DIN - 01911714)

## ANNEXURE A

The Report as per Rule 8 of the Companies (Accounts) Rules 2014.

### A. Conservation of Energy

1.	The steps taken or impact on conservation of energy	At Equalization Pump House -2 Nos. (100 HP) new VFD (Variable Frequency Drive) installation for new pumps.
2.	The steps taken by the company for utilizing alternate sources of energy	---NIL---
3.	The capital investment on energy conservation equipments	₹ - 8,84,871/-

### B. Technology absorption

1.	The efforts made towards technology absorption	Online 6 Nos. dissolved oxygen meters installed in activated sludge process aeration tanks to monitor the dissolved oxygen available for bacteria to degrade the organic matter (BOD)  Online Total Nitrogen measurement instrument installed for final treated effluent monitoring.
2.	The benefits derived like product improvement, cost reduction, product development or import substitution	
3.	In case of imported technology (imported during last three years reckoned from the beginning of the financial year) > The details of technology imported > The year of import > Whether technology has been fully absorbed > If not fully absorbed. Areas where absorption has not taken place, and the reasons thereof.	---NIL---
4.	The expenditure incurred on Research and Development	---NIL---

### C. Foreign exchange earnings and Outgo

During the year, foreign exchange earnings was Rs. NIL and foreign exchange outgo was Rs. NIL.



**Annexure to Boards' Report  
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 arms length transactions under third proviso thereto.**

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into contracts or arrangements or transactions	date(s) of approval by the Board	Amount paid as advances, if any	Date of special resolution as per first proviso to section 188
-	-	-	-	-	-	-	-

20

**2. Details of material contracts or arrangement or transactions at arm's length basis**

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	date(s) of approval by the Board	Amount paid as advances, if any
Heubach Colour Pvt. Ltd -Directors	Service Provided		8,42,30,493/-		-
GEMI -Directors	Service Taken		57,60,000/-		-
Suyog Dye Chemie Pvt. Ltd Suyog Life Sciences Pvt. Ltd - Director	Service Provided		2,99,032/- 1,000/-		-
Panol Enviro Technology Ltd -Directors	Service Provided		43,25,388/-		-
Enviro Technology Ltd -Directors	Service Provided		1,83,56,059/-		-
ARAIL -Directors	Purchase / Service Taken		5,76,351/-		-
BEIL -Directors	Service Taken		3,97,74,920/-		-
Vardhman Acrylics Ltd -Director	Service Provided		1,29,32,696/-		-
Pragna Dychem Private Limited	Service Provided		2,60,476/-		-
Pragna Chemicals Industries	Service Provided		15,120/-		-

Required to be signed by the Chairman or two Directors

# Annexure - Remuneration to other Directors



Sr No	Particulars of Remuneration	Name of Directors					
		MR. D. THARA, IAS, CHAIRMAN	DR. BHARAT JAIN, DIRECTOR V.C.	SHRI D.V.PATEL, DIRECTOR V.C.	SHRI MAHESH J. PATEL, DIRECTOR	SHRI SANJIV TYAGI, IFS DIRECTOR	SHRI J. G. GAMIT, DIRECTOR
1	1.. Independent Directors						
	• Fees for attending Board committee meetings						
	• Commission						
	• Other, Please specify - INCIDENTAL CHARGES						
	<b>Total (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
2	2. Other Non-Executive Directors						
	Fees for attending board committee meetings						
	Commission						
	Other, Please specify - INCIDENTAL CHARGES	30,000	105,000	22,500	52,500	15,000	7,500
	<b>Total (2)</b>	<b>30,000</b>	<b>105,000</b>	<b>22,500</b>	<b>52,500</b>	<b>15,000</b>	<b>7,500</b>
	<b>Total (B) = (1+2)</b>	<b>30,000</b>	<b>105,000</b>	<b>22,500</b>	<b>52,500</b>	<b>15,000</b>	<b>7,500</b>
	Total Managerial Remuneration						
	Overall Ceiling as per the Act						

Sr No	Particulars of Remuneration	Name of Directors					
		SHRI S.T. HATHILA, DIRECTOR	DR. (PROF.) P.A. JOSHI, DIRECTOR	DR. RAJESH SINGH, DIRECTOR	SHRI RAVI KAPOOR, DIRECTOR	SHRI A.A. RAUWANI, VICE CHAIRMAN	SHRI D.A. DESAI, DIRECTOR
1	1.. Independent Directors						
	• Fees for attending Board committee meetings		100,000	55,000			
	• Commission						
	• Other, Please specify - INCIDENTAL CHARGES		112,500	67,500			
	<b>Total (1)</b>	<b>0</b>	<b>212,500</b>	<b>122,500</b>	<b>0</b>	<b>0</b>	<b>0</b>
2	2. Other Non-Executive Directors						
	Fees for attending board committee meetings						
	Commission						
	Other, Please specify - INCIDENTAL CHARGES	0	0	0	0	90,000	15,000
	<b>Total (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>90,000</b>	<b>15,000</b>
	<b>Total (B) = (1+2)</b>	<b>0</b>	<b>212,500</b>	<b>122,500</b>	<b>0</b>	<b>90,000</b>	<b>15,000</b>
	Total Managerial Remuneration						
	Overall Ceiling as per the Act						

Sr No	Particulars of Remuneration	Name of Directors				TOTAL
		SHRI B. S. PATEL, DIRECTOR	DR. CAJY (RET.) AS CHIEF DIRECTOR	SHRI B.K. CHOUDHARY, DIRECTOR	SHRI MUKESH JOBANPUTRA, DIRECTOR	
1	1.. Independent Directors					
	• Fees for attending Board committee meetings					155,000
	• Commission					0
	• Other, Please specify - INCIDENTAL CHARGES					180,000
	<b>Total (1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>335,000</b>
2	2. Other Non-Executive Directors					
	Fees for attending board committee meetings					
	Commission					
	Other, Please specify - INCIDENTAL CHARGES	82,500	105,000	15,000	15,000	555,000
	<b>Total (2)</b>	<b>82,500</b>	<b>105,000</b>	<b>15,000</b>	<b>15,000</b>	<b>555,000</b>
	<b>Total (B) = (1+2)</b>	<b>82,500</b>	<b>105,000</b>	<b>15,000</b>	<b>15,000</b>	<b>890,000</b>
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					
	1.. Independent Directors					



## SECRETARIAL AUDIT REPORT

(For the Financial year ended on 31st March, 2018)

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

To,  
The Members,  
Narmada Clean Tech  
Surti Bhagor Nr. Gujarat Gas Office,  
Umarwada Road, Ankleshwar, Gujarat - 393001

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by Narmada Clean Tech (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018, 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 hereinafter:

We 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, 2018, according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder.
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder. - Not Applicable as the shares of the Company are in physical mode and not in demat.
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings. - As reported to us there were no FDI, ODI and ECB transactions in the Company during the financial year under review.
5. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company as the Company is unlisted Section 8 company.

Considering representation of management and process and location of the Company, following laws are specifically applicable to the Company. Having regard to the compliance system prevailing in the Company and on examination of the relevant records on test check basis, we further report that the Company has complied with the following laws;

1. The Environment (Protection) Act, 1986
2. The Air (Prevention and Control of Pollution) Act, 1981
3. The Water (Prevention and Control of Pollution) Act, 1974

During the financial year under review, the Company has received show cause notices from the Gujarat Pollution Control Board (GPCB) which were replied by the Company.

We have also examined compliance with the applicable clauses of the following;

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.

(ii) The requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable as the Company is unlisted section 8 company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards mentioned above.

### **We further report that;**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

**for J. J. Gandhi & Co.  
Practising Company Secretaries**

**Place: Vadodara  
Date: 18<sup>th</sup> July, 2018**

**(J. J. Gandhi)  
Proprietor  
FCS No. 3519 and CP No. 2515**

This report is to be read with our letter of even date which is annexed as **Annexure** and forms an integral part of this report.





## ANNEXURE TO SECRETARIAL AUDIT REPORT

Date: 18<sup>th</sup> July, 2018

To,  
The Members,  
Narmada Clean Tech  
Surti Bhagor Nr. Gujarat Gas Office,  
Umarwada Road, Ankleshwar,  
Gujarat - 393001

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and the practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. 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.

for J. J. Gandhi & Co.  
Practising Company Secretaries

(J. J. Gandhi)  
Proprietor  
FCS No. 3519 and CP No. 2515



## INDEPENDENT AUDITORS' REPORT



To  
The Members of  
Narmada Clean Tech  
(Formerly Narmada Clean Tech Limited)

### Report on the Financial Statements

We have audited the accompanying financial statements of **Narmada Clean Tech** (Formerly : Narmada Clean Tech Limited) ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Income & Expenditure Account, the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

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

### Auditor's Responsibility

Our responsibility is to express an opinion on these 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

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



## Emphasis of Matter

We draw attention to

- a) Note 34 to the financial statements, regarding pending determination of recoverable amount of assets recognised as physically damaged in 'report of verification of assets with books of accounts' by M/s. Ambalal M. Shah & Co., Chartered Accountants. After determination of recoverable amount of these assets, impairment losses on assets, if any, has to be recognised/accounted.

Our opinion is not qualified in respect of above 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, the said Order is not applicable to the Company as the Company has obtained license to operate under Section 8 of the Act.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Income & Expenditure Account, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) 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 A**"; and
  - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 30 to the financial statements;
    - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - (iii) There were no amounts which were required to be transferred to the Investors Education and Protection Fund by the Company.
3. As required by section 143 (5) of the Act, we give in "**Annexure B**" a report on the direction and sub directions issued by Comptroller and Auditor General of India.

For RKM & Co.  
Chartered Accountants  
Firm Regn. No. 108553W

(Deepak Bhatia)  
Partner  
Membership No.102465

Place: Gandhinagar

Date: 18-07-2018

**ANNEXURE - A**  
**TO INDEPENDENT AUDITOR'S REPORT**



[Referred to in paragraph 2 (f) under "Report on Other Legal and Regulatory Requirements" section of our report on Financial Statements of Narmada Clean Tech (Formerly known as Narmada Clean Tech Limited) of even date]

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

We have audited the internal financial controls over financial reporting of **Narmada Clean Tech (Formerly known as Narmada Clean Tech Limited) ("the Company")**, as of 31st March 2018 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 Board of Directors of the Company 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

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

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



### **Opinion**

In our opinion, 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, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For RKM & Co.  
Chartered Accountants  
Firm Regn. No. 108553W**

**(Deepak Bhatia)  
Partner  
Membership No.102465**

**Place:Gandhinagar**

**Date:18-07-2018**



## ANNEXURE - B TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3 under "Report on Other Legal and Regulatory Requirements" section of our report on Financial Statements of Narmada Clean Tech (Formerly known as Narmada Clean Tech Limited) of even date)

Sr. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Response
(1)	Whether the company has clear title/lease deeds for freehold and leasehold land respectively? If not please state the area of freehold and leasehold land for which title/lease deeds are not available.	According to the information and explanation give to us and on the basis of our examination of the records of the Company, we report that the company has clear title/ lease deeds for freehold and leasehold lands, except in respect of one lease hold land, situated at Plot No. 904/1, Jaghadia Industrial Estate, admeasuring 280,000 Sq. Mtrs. (Tentative), having book value of ₹ 85,200,000 included in Fixed Assets as at March 31, 2018, for which company does not have registered lease agreement. (Refer Note No. 12 of the Financial Statements)
(2)	Whether there are any cases of waiver/ write off of debts/loans/interest etc., if yes, the reasons there for and the amount involved.	According to the information and explanation give to us and on the basis of our examination of the records of the Company, we report that there is no case of waiver/loans/interest etc. during the financial year 2017-18.
(3)	Whether proper records are maintained for inventories lying with third parties & assets received as gift/grant(s) from Government or other authorities.	According to the information and explanation give to us and on the basis of our examination of the records of the Company, the Company has maintained proper records for inventories lying with third parties. The Company has not received any assets as gift / grants from government or any other authorities. However, the company has received financial assistance considered as Grants from Government for various projects. In this regards company has maintained proper records.
(4)	Whether the Company has taken measures to prevent encroachment of idle land owned by it. Whether any land of the Company is encroached, under litigation, not put to use or declared surplus? Details may be provided.	According to the information and explanation give to us, the company has taken measures to prevent encroachment of idle land owned by it. No land of the company has been encroached or under litigation or not put to use or declared surplus.
(5)	Whether the system is vogue for identification of projects to be taken up under Public Private Partnership is in line with the guidelines/policies of the Government? Comment on deviation if any	According to the information and explanation given to us and on the basis of our examination of the records of the Company, there is no project that has been identified to be taken up under Public Private Partnership.
(6)	Whether system for monitoring the execution of works vis-a-vis the milestones stipulated in the agreement is in existence and the impact of cost escalation, if any, revenue/losses from contracts etc., have been properly accounted for in the books	The company is in the business of effluent treatment of industrial waste water and not in the business of infrastructure (i.e. building, road, power supplies etc.). As such company has not undertaken any contract for executing any infrastructure project. Hence, above sub direction is not applicable to the nature of business of the company.





## ANNEXURE - B TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3 under "Report on Other Legal and Regulatory Requirements" section of our report on Financial Statements of Narmada Clean Tech (Formerly known as Narmada Clean Tech Limited) of even date)

Sr. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Response
(7)	Whether funds received/receivable for specific schemes from central/state agencies were properly accounted for/utilised? List the cases of deviations.	According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has received government grants under different schemes. These government grants have been properly accounted for and have been properly utilised.
(8)	Whether the bank guarantees have been revalidated in time?	According to the information and explanation given to us and on the basis of our examination of the records of the Company, the bank guarantees have been revalidated in time.
(9)	Comment on the confirmation of balances of trade receivables, trade payables, term deposits, bank accounts and cash obtained.	According to the information and explanation given to us, the company has obtained confirmations in respect of all the term deposits and bank accounts. The confirmation in respect of cash has been obtained from the company. In respect of trade receivables and trade payables, confirmations have been obtained on sample basis. All the above confirmations are tallying with the balances as per books of accounts of the company (with confirmable transactions in reconciliation) except in case of loan and advances given to Ankleshwar Research & Analytical Infrastructure Ltd. (ARAIL), the party (ARAIL) has not acknowledged re-imbursement claimed by company of Painting Charges and Insurance Charges of Rs. 11,46,576/- and interest on the same of Rs. 57,376/- in financial year 2016-17. Thus, in case of loan and advances given to ARAIL, the amount totalling to Rs. 12,03,952/- remains un-reconciled.
(10)	The cost incurred on abandoned projects may be quantified and the amount actually written off shall be mentioned.	According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not abandoned any project.

**For RKM & Co.  
Chartered Accountants  
Firm Regn. No. 108553W**

**(Deepak Bhatia)  
Partner  
Membership No.102465**

**Place: Gandhinagar**

**Date: 18-07-2018**



Confidential  
By Regd. Post

कार्यालय  
प्रधान महालेखाकार (आ.एवं रा.क्षे.ले.प.), गुजरात  
**Office of the  
Principal Accountant General (E&RSA), Gujarat**

No. ES-1/A/cs/NCT/2017-18/02617

19.03.2018

To  
The Managing Director,  
Narmada Clean Tech,  
Surati Bhagor, Nr. Gujarat Gas Office, Umarwada Road,  
Ankleshwar- 393001, Dist. Bharuch  
Gujarat.

**Sub:-** Comment of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of Narmada Clean Tech for the year ended 31 March 2018.

Sir,

Please find enclosed nil comment certificate of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of Narmada Clean Tech for the year ended 31 March 2018 for being placed before the Annual General Meeting of the Company.

Under Section 143(6) of the Companies Act, 2013 the comments of the Comptroller and Auditor General of India are required to be sent by the Company to every person entitled to copies of audited financial statements under Section 136(1) of the Companies Act, 2013 and also to be placed before the Annual General Meeting of the Company at the same time and in the same manner as the Statutory Auditors' Report of the Company. The date of placing the Report of the Comptroller and Auditor General of India before the Annual General Meeting may please be intimated to this office.

Six copies of the printed accounts may please be sent to this office for our use and record.

Receipt of this letter with its enclosures may please be acknowledged.

Yours faithfully,

  
Sr. Dy. Accountant General (ES-1)

Encl: As above



**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA  
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE  
FINANCIAL STATEMENTS OF NARMADA CLEAN TECH FOR THE YEAR ENDED  
31 MARCH 2018**

The preparation of financial statements of **Narmada Clean Tech** for the year ended 31 March 2018 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the Management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act are responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 18 July 2018.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under Section 143(6)(a) of the Act of the financial statements of **Narmada Clean Tech** for the year ended 31 March 2018. This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditors and Company personnel and a selective examination of some of the accounting records. On the basis of my audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors' Report.

For and on behalf of the  
Comptroller and Auditor General of India

(H. K. Dharmadarshi)

Pr. Accountant General (E&RSA), Gujarat

Place: Ahmedabad

Date: 14 SEP 2018

**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Balance Sheet As At March 31, 2018**



Amount in ₹

Particulars	Note No.	As At March 31	
		2018	2017
<b>I EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
a Share Capital	2	855,659,066	855,659,056
b Reserves & Surplus	3	928,378,917	966,933,828
		<b>1,784,037,983</b>	<b>1,822,592,884</b>
<b>2 Deferred Government Grants</b>	4	<b>656,767,340</b>	<b>698,609,480</b>
<b>3 Non Current Liabilities</b>			
a Long Term Borrowings	5	314,884,286	314,863,029
b Other Long Term Liabilities	6	6,460,211	13,547,370
c Long Term Provisions	7	6,713,688	4,273,431
		<b>328,058,185</b>	<b>332,683,830</b>
<b>4 Current Liabilities</b>			
a Short Term Borrowings	8	202,254,374	203,410,000
b Trade Payable	9		
- Total outstanding dues of micro enterprises and small enterprises		1,114,168	668,414
- Total outstanding dues of creditors other than micro enterprises and small enterprises		21,909,994	27,588,260
c Other Current Liabilities	10		
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		78,790,762	50,393,039
d Short Term Provision	11	585,304	439,741
		<b>304,654,602</b>	<b>282,499,454</b>
<b>Total</b>		<b>3,073,518,110</b>	<b>3,136,385,648</b>
<b>II ASSETS</b>			
<b>1 Non Current Assets</b>			
a Fixed Assets:	12		
i Tangible Assets		2,328,095,840	2,522,652,831
ii Intangible Assets		56,770,617	56,501,624
iii Capital Work in Progress		244,648,948	200,430,892
		<b>2,629,515,405</b>	<b>2,779,585,347</b>
b Investments	13	585,935	595,591
c Long Term Loans and Advances	14	11,674,024	11,674,024
d Other Non Current Assets	15	82,176,691	68,606,961
		<b>2,723,952,055</b>	<b>2,860,461,923</b>
<b>2 Current Assets</b>			
a Inventories	16	15,979,411	17,245,219
b Trade Receivables	17	94,185,879	50,963,795
c Cash and Bank Balances	18	216,800,675	192,863,463
d Short-Term Loans and Advances	19	15,304,074	12,547,100
e Other Current Assets	20	7,296,015	2,304,148
		<b>349,566,054</b>	<b>275,923,725</b>
<b>Total</b>		<b>3,073,518,110</b>	<b>3,136,385,648</b>
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 38		

The notes referred to above form an integral part of the financial statements.

As per our audit report of even date attached

**RKM & CO.**  
Chartered Accountants  
Firm Registration No.108553W

For and on behalf of the Board

Dr. B. P. Jain  
Vice Chairman  
DIN. 02199751

Dr. Ranjan Sengupta  
Director  
DIN. 07004757

Dr. P. A. Joshi  
Director  
DIN. 02281321

Deepak Bhatia  
Partner  
Membership No. : 102465

Alok Kumar  
Managing Director  
DIN. 07611595

Shilpa Kotecha  
Chief Financial Officer  
PAN. BCYPK3442D

Mehulkumar Vyas  
Company Secretary  
PMN. ALWPV9503C

Place : Gandhinagar  
Date : 18th July 2018

Place : Gandhinagar  
Date : 18th July 2018





**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Income and Expenditure Account for the Year ended March 31, 2018**

Amount in ₹

Particulars	Note No.	For the year ended March 31	
		2018	2017
I Revenue from Operations	21	510,305,316	462,849,964
II Other Income	22	62,156,230	30,560,458
<b>III Total Revenue ( I + II )</b>		<b>572,461,546</b>	<b>493,410,422</b>
<b>IV Expenses</b>			
a Cost of Materials Consumed	23	23,004,801	14,853,252
b Employee Benefits Expense	24	55,127,471	53,964,197
c Finance Cost	25	21,316,443	11,674,205
d Depreciation and Amortisation	12	199,374,763	156,029,853
e Other Expenses	26	310,056,027	273,893,456
<b>V Total Expenses</b>		<b>608,879,505</b>	<b>510,414,963</b>
<b>VI Surplus / (Deficit) Before exceptional and extraordinary items and tax</b>		<b>(36,417,958)</b>	<b>(17,004,541)</b>
<b>VII Exceptional Items</b>			
Loss on assets (including assets w/off)		224,231	-
<b>VIII Prior Period Items</b>	27	1,912,722	(27,315,072)
<b>IX Surplus / (Deficit) Before tax</b>		<b>(38,554,911)</b>	<b>10,310,531</b>
<b>X Tax Expenses</b>			
Excess Provision of Income Tax		-	1,200,223
Adjustment of Deferred Tax Liability		-	-
<b>XI Surplus / (Deficit) for the year</b>		<b>(38,554,911)</b>	<b>11,510,754</b>
<b>Earning/ (Loss) Per Equity Share</b>	28		
Basic		(0.45)	0.14
Diluted		(0.45)	0.14
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 38		

The notes referred to above form an integral part of the financial statements.

As per our audit report of even date attached

**RKM & CO.**  
Chartered Accountants  
Firm Registration No.108553W

For and on behalf of the Board

**Deepak Bhatia**  
Partner  
Membership No. : 102465

**Dr. B. P. Jain**  
Vice Chairman  
DIN. 02199751

**Dr. Ranjan Sengupta**  
Director  
DIN. 07004757

**Dr. P A Joshi**  
Director  
DIN. 02281321

**Alok Kumar**  
Managing Director  
DIN. 07611595

**Shilpa Kotecha**  
Chief Financial Officer  
PAN. BCYPK3442D

**Mehulkumar Vyas**  
Company Secretary  
PAN. ALWPV9503C

Place : Gandhinagar  
Date : 18<sup>th</sup> July, 2018

Place : Gandhinagar  
Date : 18<sup>th</sup> July, 2018



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Cash Flow Statement for the year ended on 31st March, 2018**



Amount in ₹

Sr No	Particulars	For the year ended on March 31st, 2018	For the year ended on March 31st, 2017
<b>A</b>	<b>Cash flow from Operating Activities</b>		
	Surplus / (Deficit) for the year	(38,554,911)	10,310,531
	Adjustments for:		
	Interest Income	(16,383,949)	(12,374,167)
	Depreciation and Amortisation	199,374,763	156,029,853
	Grant against Depreciation	(41,842,140)	(14,775,294)
	Profit/(Loss) on Asset	224,231	(4,544)
	Interest and Finance charges	21,316,443	11,674,205
	Provision for Gratuity	-	(165,757)
	Provision for Leave Encashment	1,340,206	992,372
	Provision for Super Annuation	101,711	5,569
	Provision for Sick Leave	1,143,903	-
	Provision for Diminution in value of Investment	9,656	27,661
	Provision for Obsolete Inventory	(365,607)	1,435,269
	Reversal of Provision for Doubtful Debt	-	(2,109,245)
	Provision for Doubtful Debt	1,278,851	3,028,103
	<b>Operating Profit before Working Capital Changes</b>	<b>127,643,157</b>	<b>154,074,556</b>
	<b>Movements in Working Capital:</b>		
	Decrease / (Increase) in Inventories	1,631,415	(4,625,408)
	Decrease / (Increase) in Trade Receivables	(44,500,935)	(392,765)
	Decrease / (Increase) in Loans & Advances	(2,756,974)	(2,864,757)
	Decrease / (Increase) in Other Assets	(5,722,447)	(1,959,430)
	(Decrease) / Increase in Trade Payables	(5,232,512)	6,050,933
	(Decrease) / Increase in Others Liabilities	21,310,564	17,702,374
	<b>Cash generated from Operations</b>	<b>92,372,268</b>	<b>167,985,503</b>
	Direct Taxes Paid	(12,839,150)	(5,992,538)
	<b>Net Cash Used In Operating Activities - A</b>	<b>79,533,118</b>	<b>161,992,965</b>
<b>B</b>	<b>Cash Flow from Investing Activities</b>		
	Purchase of Fixed Assets (Including Capital WIP)	(49,529,052)	(211,446,763)
	Proceed for Sale of Assets	-	5,888
	Interest	16,383,949	12,374,167
	<b>Net Cash Used In Investing Activities - B</b>	<b>(33,145,103)</b>	<b>(199,066,708)</b>
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Issue of Share Capital	10	23,790,000
	Share Application money Refund	-	(7)
	Interest and Finance Charges	(21,316,443)	(11,674,205)
	Receipt Of Government Grant	-	30,033,000
	Proceeds from Long Term Borrowings	21,267	1,913,166
	(Repayment of ) Long Term Borrowings	(10)	(3,101,000)
	Proceeds from Short Term Borrowings	-	1,950,000
	(Repayment of ) Short Term Borrowings	(1,155,626)	-
	<b>Net Cash from Financing Activities - C</b>	<b>(22,450,803)</b>	<b>42,910,954</b>
	Net (Decrease)/Increase in Cash & Cash Equivalent (A+B+C)	23,937,212	5,837,211
	Cash & Cash Equivalents as at beginning of the Year	192,863,463	187,026,252
	<b>Cash &amp; Cash Equivalents as at End of the Year</b>	<b>216,800,675</b>	<b>192,863,463</b>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Cash Flow Statement for the year ended on 31st March, 2018**

**Notes:**

- 1 The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Accounting Standard - 3 on 'Cash Flow Statements' as notified under the Companies (Accounting Standard) Rules, 2006.
- 2 Components of Cash and Cash equivalents. Amount in ₹

Particulars	2017-18	2016-17
Cash on hand	74,166	88,465
Balance with banks:		
In Current Account	10,372,961	63,462,160
In working capital account	832,743	24,503,450
In Fixed Term Deposit Account	205,520,805	104,809,388
<b>Cash and Cash equivalents closing balance as per Cash Flow</b>	<b>216,800,675</b>	<b>192,863,463</b>
- 3 Figures in bracket indicates cash outflows.
- 4 Previous year's figures have been regrouped / reclassified, wherever necessary to conform to the current year's classification.

**RKM & CO.**  
Chartered Accountants  
Firm Registration No.108553W

**For and on behalf of the Board**

**Deepak Bhatia**  
Partner  
Membership No. : 102465

**Dr. B. P. Jain**  
Vice Chairman  
DIN. 02199751

**Dr. Ranjan Sengupta**  
Director  
DIN. 07004757

**Dr. P A Joshi**  
Director  
DIN. 02281321

**Alok Kumar**  
Managing Director  
DIN. 07611595

**Shilpa Kotecha**  
Chief Financial Officer  
PAN. BCYPK3442D

**Mehulkumar Vyas**  
Company Secretary  
PAN. ALWPV9503C

Place : Gandhinagar  
Date : 18<sup>th</sup> July, 2018

Place : Gandhinagar  
Date : 18<sup>th</sup> July, 2018

**Notes to the Financial Statements for the year ended March 31, 2018**

**Note No. 1: Significant Accounting Policies**

**1. Background of the Company**

Narmada Clean Tech ("the Company" or "NCT") is registered as public limited company under the Companies Act, 2013. The Company has obtained license under Section 8 of the Companies Act, 2013 dated August 30, 2013. The Company is subsidiary of Gujarat Industrial Development Corporation (GIDC). GIDC is a corporation setup under the Gujarat Industrial Development Act, 1962. NCT is jointly promoted by Member Industries of Ankleshwar, Jhagadia and Panoli Industrial Estates.

The main object of the Company is to receive treated industrial effluent from Ankleshwar, Jhagadia & Panoli Industrial Estates, through effluent carrying network, which is developed, operated & maintained by NAA/GIDC and to polish it further at Final Effluent Treatment Plant (FETP) upto marine standards and then to convey deep into the sea with the help of 43.6 km onshore and 9.3 km offshore pipelines through scientifically designed diffuser at marine outfall point, which is identified by NIO where instantaneous dispersion and tremendous dilution is available.

The present consent to operate for FETP operating at village Piraman is 40 MLD. The conveyance line has been operative from Jhagadia to Kantiyajal of capacity 35 MLD and booster pumping station has been installed at kantiyajal.

NCT has been empowered by Gujarat Pollution Control Board (GPCB) and GIDC to monitor the quality and quantity of effluent being discharged by its member industries into the effluent carrying network leading to NCT. NCT has installed flow measuring devices for quantity measurement and set up a monitoring cell to monitor the quality. The member industry has to treat its trade effluent upto the norms stipulated by GPCB to them and thereafter to dispose to the FETP, NCT. NCT further polishes it upto marine standards and disposes off deep into the sea. NCT is having strict and strategic monitoring and control policy for imparting discipline so far as quality and quantity of effluent is concerned, from its member industries. NCT has also retained third, independent, schedule-I based party for parallel monitoring.

As per GPCB Guidelines it is essential to have membership of NCT pipeline project for Members Industries of Ankleshwar, Jhagadia and Panoli Industrial Estate. NCT collects Capital Commitment Charges (CCC) as contribution from new member based on the water consumption of the units and the rates as approved by management. Out of Capital Commitment charges (CCC) paid by member industry, 70% of CCC will be kept as Interest Free Security Deposit (towards performance of contract for Provision of Services). Security Deposit will be refundable at the time of final closure of particular unit and for balance 30% Equity Shares be issued as per Articles of Association.

NCT has been appointed as a Special Purpose Vehicle (SPV) by DIPP, (GoI) under Industrial Infrastructure Upgradation Scheme (IIUS), 2003. As SPV, NCT has set up following five projects which have been commissioned and put into the operation successfully. NCT has appointed Resource Organizations (ROs) for operation and maintenance of these projects.

Sr No	Project	RO
1	Final Effluent Treatment & Conveyance Plant (FETP)	NCT
2	Disaster Prevention & management Centre (DPMC)	Notified Area Authority, Ankleshwar
3	Augmentation of existing effluent disposal system	Notified Area Authority, Ankleshwar
4	Centre for Excellence	Ankleshwar Inds. Association
5	Clean Technology Development Centre (CTDC)	Ankleshwar Research & Analytical Infrastructure Ltd.

FETP being a prime project, operated and maintained by NCT itself. FETP and 55km long conveyance system has been commissioned in December 2006. Further, Jhagadia-Kantiajal Pipeline has also been laid down and become operative in November 2016 with booster pumping station. NCT is having revenue collection strategy and price matrix. Recurring cost based on this price matrix has been charged to the user industries. Other projects are being operated and maintained by respective ROs.



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

**Notes to the Financial Statements for the year ended March 31, 2018**

**2 Basis of Preparation**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared in accordance with the Accounting Standards specified in Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

**3 Use of Estimates**

The preparation of the financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Such estimates and assumptions are based on evaluation of relevant facts and circumstances as on date of the financial statements. Differences between actual results and estimates, if any, are recognized in the periods in which the results are known / materialize.

**4 Fixed Assets & Intangible Assets**

- a) Fixed assets are stated at their cost of acquisition / construction less depreciation and impairment, if any. The cost comprises of the purchase price and any attributable cost for bringing the asset to its working condition for its intended use; like freight, duties, taxes and other incidental expenses, net of CENVAT recoverable.
- b) The Company capitalises to project assets all the cost directly attributable and ascertainable, to completing the project. These costs include expenditure of pipelines, plant and machinery, cost of laying of pipeline, cost of survey, commissioning and testing charge, detailed engineering and interest on borrowings attributable to acquisition of such assets.
- c) Gains or losses arising from disposal/retirement of fixed assets, which are carried at cost, are recognized in the Statement of Profit and Loss.
- d) Capital Work in Progress - CWIP includes expenditure incurred on assets, which are yet to be commissioned and capital inventory.
- e) All the identifiable and ascertainable expenditure including direct, indirect expenses, incidental and related to construction incurred during the period of construction on a project, till it is commissioned, is kept as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective fixed assets.
- f) Intangible Assets includes amount paid towards obtaining the Right of Use (ROU) of land and Right of Way (ROW) permissions for laying the pipeline network. The Company capitalises software as Intangible Asset in terms of Accounting Standard -26 "Intangible Assets" where it is expected to provide future enduring economic benefits.

**5 Depreciation & Amortization**

- a) Depreciation on fixed assets has been provided on Straight Line Method over useful lives of asset as prescribed in Part C of Schedule II to the Companies act 2013.
- b) Depreciation, on additions / deletions of fixed assets during the year, has been provided proportionately from the date of assets put to use / sold.
- c) Cost of leasehold land is amortized equally over the period of lease.
- d) No amortization is charged on ROU/ROW of land being perpetual in nature.

**6 Impairment**

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.



**Notes to the Financial Statements for the year ended March 31, 2018**

**7 Revenue Recognition**

- a) The Revenue is recognized on Effluent Treatment Charges (ETC) based on the water discharges and tariff of policy based on level of COD discharged by the respective Members unit. The revenue on Supplementary bill and penalty are recognized when the level COD discharged by the Member units are higher than the permissible limit.
- b) The interest is being charged to the Members @ 12% p.a., where the payment is realized after the date it is due and are recognized on grounds of prudence and on the basis of certainty of collection.
- c) Interest on fixed deposits with banks is recognised on time proportionate basis.
- d) Interest on delayed payment of Capital Commitment Charges is recognized on realization basis.
- e) All other income and expenditure are recognized and accounted for on accrual basis.

**8 Grant**

- a) Grants are recognised for where it is reasonably certain that the ultimate collection will be made.
- b) Grants related to specific depreciable assets are treated as deferred income which is recognized in the income and expenditure on a systematic and rational basis over the useful life of the assets.
- c) Grants related to revenue expenditure are credited to Income and Expenditure under 'Other Income' or deducted from the related expenses.
- d) Grant / Capital Subsidy for various projects which are in the nature of Promoter's Contribution are treated as Capital Reserve.

**9. Contribution from Members Industries**

- a) Contributions from Members Industries (of Ankleshwar, Jhagadia and Panoli Industrial Estate) for various projects which are in the nature of Promoter's Contribution are treated as Capital Reserve.

**10. Inventories**

Inventories of Raw Materials, Stores and Spares are valued at lower of cost and net realisable value. Cost is determined on First in First out (FIFO) Method.

**11. Investments**

Current investments are carried at cost or fair value determined category wise, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the investments. Such reduction being determined and made for each investment individually.

**12. Employee Benefits**

- a) Post employment benefits under defined benefit plans are recognized as an expense in the profit and loss account for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable towards contributions. The present value is determined using the market yields of government bonds, at the balance sheet date, at the discounting rate.
- b) Short term employee benefits and post employment benefits under defined contribution plans are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related services is rendered.
- c) Other long-term employee benefits are recognized as an expense in the profit and loss account for the period in which the employee has rendered services. Estimated liability on account of long-term benefits is discounted to the current value, using the yield on government bonds, as on the date of balance sheet, as the discounting rate.
- d) Actuarial gains and losses in respect of post employment and other long-term benefits are charged to the profit and loss account.



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

**Notes to the Financial Statements for the year ended March 31, 2018**

**13 Borrowing Costs**

Interest and other costs in connection with the borrowing of funds to the extent they relate to the acquisition / construction of qualifying fixed assets as defined in Accounting Standard 16 on "Borrowing Costs" are capitalized as part of the cost of such assets up to the date of commissioning. The Expenses incurred in connection with the arrangement of borrowings are capitalized over the period of the borrowing and every year such cost is apportioned to assets based on the actual amount borrowed during the year. All other borrowing costs are recognized as expense in the period in which they are incurred and charged to the profit and loss statement.

**14 Taxation**

Tax expense comprises current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

Deferred tax reflects the impact of timing differences between taxable income and accounting income originating during the year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rate enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax asset is recognized on carried forward losses (if any) under tax laws, only to the extent that there is virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized. At each reporting date, the unrecognized deferred tax assets is reassessed and recognized to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against the current tax liabilities.

**15 Earnings Per Share (EPS)**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of any dilutive potential equity shares.

**16. Provision, Contingent Liabilities and Contingent Assets**

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

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 or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets are neither recognised nor disclosed in the financial statements.

**17 Cash Flow Statement**

The Cash Flow Statement is prepared by the "Indirect Method" set out in Accounting Standard 3 on "Cash Flow Statements" and presents the cash flows by operating, investing and financing activities of the company. Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand, current account balances with Banks and demand deposits with banks.

**Notes to the Financial Statements for the year ended March 31, 2018**

**18. Prior Period Adjustments and Pre-paid Expenses.**

In respect of the transactions pertaining to the one or more prior periods, the expenditure / (income) relating to prior period as a result of errors or omission in the preparation of financial statements, is shown under the head "Prior Period Adjustments Account" in the profit and loss statements as per the provisions of Accounting Standard 5 on "Net Profit or Loss for the period, Prior Period Items and Changes in Accounting Policies.

**19. Event Occurring after Balance Sheet Date**

Material adjusting events (that provides evidence of condition that existed at the balance sheet date) occurring after the balance sheet date are recognized in the financial statements. Non adjusting events (that are indicative of conditions that arose subsequent to the balance sheet date) occurring after the balance sheet date that represents material change and commitment affecting the financial position are disclosed in the reports of the board of directors.





**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
<b>2 Share capital</b>			
<b>2.1 Authorised Share Capital</b>		1,100,000,000	1,100,000,000
	110,000,000 (P.Y. 110,000,000) Equity Share of ₹ 10 each		
<b>2.2 Issued &amp; Subscribed Share Capital</b>		863,873,630	863,873,630
	86,387,364 (P.Y. 86,387,363) Equity Share of ₹ 10 each		
<b>2.3 Paidup Share Capital</b>		862,538,640	862,538,630
	86,253,864 (P.Y. 86,253,863) Equity Share of ₹ 10 each		
	Less: Calls Unpaid (In Arrears)	(7,413,234)	(7,413,234)
	Add: Forfeited shares (133,500 shares of ₹ 10 each, ₹ 4 paid up)	533,660	533,660
		<b>855,659,066</b>	<b>855,659,056</b>

Note : During financial year 2015-16, 1 share was allotted to Devanshi Dyestuff out of O & M Deposit kept with the company. The effect of this transaction is given in this year financial statement.

**2.4 Rights, preferences and restrictions attached to Equity Shares**

- i The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-.
- ii Each holder of equity shares is entitled to one vote per share which can be exercised either personally or by an attorney or by proxy.
- iii Company has been registered under Section 8 of the Companies Act 2013. Hence it can not distribute the profit by way of dividend to its members.
- iv The number of shares stated as issued, subscribed and paid up share capital is calculated as follows:

Particular	Issued & Subscribed Share Capital		Paid up Share Capital	
	2018	2017	2018	2017
No. of shares as per last balance sheet	86,387,364	82,224,880	86,253,864	82,091,380
Add: Allotment of Shares during the year	-	4,162,484	-	4,162,484
<b>No. of shares as at the last date</b>	<b>86,387,364</b>	<b>86,387,364</b>	<b>86,253,864</b>	<b>86,253,864</b>

**2.5 Shareholding by Prescribed Entities**

Name of the Entity(Nature of Relationship)	As at 2018		As at 2017	
	No. of Shares Held	Amount in ₹	No. of Shares Held	Amount in ₹
Gujarat Industrial Development Corporation (Holding Company)	44,374,000	443,740,000	44,374,000	443,740,000
<b>Total</b>	<b>44,374,000</b>	<b>443,740,000</b>	<b>44,374,000</b>	<b>443,740,000</b>

**2.6 Details of shareholders holding more than 5% shares in the Company:**

Name of Shareholder	As at 2018		As at 2017	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Gujarat Industrial Development Corporation	44,374,000	51.45%	44,374,000	51.45%
<b>Total</b>	<b>44,374,000</b>	<b>51.45%</b>	<b>44,374,000</b>	<b>51.45%</b>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)



**Notes to the Financial Statements for the year ended March 31, 2018**

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
2.7	The Company has not bought back any equity shares, has not allotted any shares as fully paid up pursuant to contracts without payment being received in cash and has not allotted bonus shares, for the period of five years immediately preceding March 31, 2018.		
<b>3 Reserves and Surplus</b>			
<b>3.1 Government Grant as Promoters Contribution for Various Projects</b>			
As per last Balance Sheet		1,085,451,030	1,759,922,980
Received during the year		-	27,343,000
		1,085,451,030	1,787,265,980
Less : Transfer to Government Grant for Jhagadia Project		-	701,814,950
Closing Balance		<b>1,085,451,030</b>	<b>1,085,451,030</b>
<b>3.2 Members Contribution as Promoter's for Various Projects</b>			
As per last Balance Sheet		<b>138,729,817</b>	<b>138,729,817</b>
<b>3.3 Income &amp; Expenditure Account :</b>			
As per last Balance Sheet		(257,247,019)	(268,757,773)
Adjustments:			
Surplus / (Deficit) of Income & Expenditure Account		(38,554,911)	11,510,754
Closing Balance		<b>(295,801,930)</b>	<b>(257,247,019)</b>
		<b>928,378,917</b>	<b>966,933,828</b>
<b>4 Deferred Government Grants</b>			
<b>4.1 Government Grant for Jhagadia Project</b>			
As per last Balance Sheet		687,463,343	-
Transfer from Government Grant as Promoters Contribution for Various Projects		-	701,814,950
Received during the year		-	-
		687,463,343	701,814,950
Adjusted for Depreciation and impairment		(38,608,386)	(14,351,607)
Closing Balance		<b>648,854,957</b>	<b>687,463,343</b>
<b>4.2 Government Grant for Construction of RCC Road</b>			
As per last Balance Sheet		11,146,137	8,879,824
Received during the year		-	2,690,000
		11,146,137	11,569,824
Adjusted for Depreciation and impairment		(3,233,754)	(423,687)
Closing Balance		<b>7,912,383</b>	<b>11,146,137</b>
		<b>656,767,340</b>	<b>698,609,480</b>
Note :			
Upto last year, Government Grants for specified assets have been reflected under the head 'Reserve & Surplus'. For more appropriate presentation of financial statement and for compliance with Accounting Standard 12 - 'Accounting for Government Grants', it is in the current year reflected under the this head of 'Deferred Government Grants'.			
<b>5 Long Term borrowings:</b>			
<b>a. Unsecured Borrowings</b>			
<b>5.1 Interest Free Refundable Deposit (IFRD)</b>		237,791,490	237,791,490
<b>5.2 Operation &amp; Maintenance Deposit (O&amp;M Deposits) - Member Industries</b>		33,835,746	33,814,489
<b>5.3 Security Deposit - Member Industries</b>		43,257,050	43,257,050
		<b>314,884,286</b>	<b>314,863,029</b>
		<b>314,884,286</b>	<b>314,863,029</b>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
5.4	IFRD is unsecured deposits taken from member towards capital contribution and are repayable on closure of business by the member.		
5.5	O & M Deposits are collected from members towards the treatment of effluent discharged by them. The deposit value is decided based on the discharge capacity of the unit. The same is unsecured and the company is paying interest at the rate of 5% per annum. The O & M Deposits are repayable on closure of business by the member.		
5.6	Security Deposits is taken from members towards performance of contract for providing services. The security deposits are repayable on closure of business by the member.		
<b>6</b>	<b>Other Long term Liabilities</b>		
6.1	Trade Payable	5,723,533	5,723,533
6.2	Retention Money	736,678	7,823,837
		<b>6,460,211</b>	<b>13,547,370</b>
<b>7</b>	<b>Long Term Provisions</b>		
	<b>Provision for Employee Benefits :</b>		
7.1	Leave Encashment	5,249,141	3,922,708
7.2	Super Annuation	555,904	350,723
7.3	Sick Leave	908,643	-
		<b>6,713,688</b>	<b>4,273,431</b>

7.3 The Company's gratuity plan is funded whereas Leave encashment and sick leave is not funded. The following table sets out the status of the gratuity plan and Leave encashment plan as required under Accounting Standard AS - 15 "Employee Benefits" and the reconciliation of opening balances of the present value of the defined benefit obligation.

**I Changes in Present Value of Obligations:**

Particulars	Gratuity		PL Encashment	
	For period ended		For period ended	
	2018	2017	2018	2017
Present Value of Obligation as at the beginning of the year	3,778,984	3,320,467	4,258,979	3,266,607
Current Service Cost	600,760	480,900	389,749	352,683
Interest Cost	284,180	268,294	320,275	263,942
Actuarial (Gain)/ Loss on obligations	59,229	(194,222)	645,408	533,474
Benefits paid	-	(96,455)	(15,226)	(157,727)
Present value of Obligation as at the end of the year	<b>4,723,153</b>	<b>3,778,984</b>	<b>5,599,185</b>	<b>4,258,979</b>

**II Reconciliation of opening and closing balances of fair value of plan assets**

Fair Value of Plan Assets at the beginning of the year	3,888,677	3,154,710
Expected Return on Plan Assets	292,429	254,901
Contributions	1,448,194	599,729
Actuarial Gain / (Loss) on Plan Assets	(17,622)	(24,208)
Benefit paid	-	(96,455)
Fair Value of Plan Assets at the end of the year	<b>5,611,678</b>	<b>3,888,677</b>

**III The amount recognised in Balance Sheet:**

Present value of Obligation as at the end of the year	4,723,153	3,778,984	5,599,185	4,258,979
Fair Value of Plan Assets at the end of the year	5,611,678	3,888,677	-	-
Net Liability/(Assets) recognized in Balance sheet	<b>(888,525)</b>	<b>(109,693)</b>	<b>5,599,185</b>	<b>4,258,979</b>

**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)



**Notes to the Financial Statements for the year ended March 31, 2018**

Amount in ₹

Particulars	Gratuity		PL Encashment	
	For period ended		For period ended	
	2018	2017	2018	2017
<b>IV Amount recognised in Income and Expenditure Account:</b>				
Current Service Cost	600,760	480,900	389,749	352,683
Interest Cost	(8,249)	13,393	320,275	263,942
Net Actuarial (gain) / Loss recognised in the year	76,851	(170,014)	645,408	533,474
<b>Expenses Recognised in the Income and Expenditure A/c</b>	<b>669,362</b>	<b>324,279</b>	<b>1,355,432</b>	<b>1,150,099</b>

**V Assumptions:**

Mortality Table	(Indian Assured Life Mortality)	
	2006-08	2006-08
Discount Rate	7.87%	7.52%
Expected Rate of Return on Planned Assets	7.87%	7.52%
Rate of increase in compensation levels	7.00%	7.00%

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

**VI Amount pertaining to plan is as follows**

Particular	2017-18	2016-17	2015-16
Present Value of defined value obligations	4,723,153	3,778,984	3,320,467
Fair value of plan assets	5,611,678	3,888,677	3,154,710
Surplus/(Deficit) in Plan	888,525	109,693	(165,757)
Experience adjustments			
on plan assets (Loss)/Gain	(17,622)	(24,208)	(27,374)
on plan Liabilities Loss/(Gain)	59,229	(194,222)	(48,697)

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
<b>8 Short Term Borrowings</b>			
<b>a Secured (Repayable on Demand)</b>			
8.1 Working Capital Finance From Bank (Refer note 8.4)		-	-
<b>b Unsecured</b>			
8.2 Deposits		2,254,374	3,410,000
8.3 Loan From GIDC (Refer note 8.5)		200,000,000	200,000,000
		<b>202,254,374</b>	<b>203,410,000</b>
		<b>202,254,374</b>	<b>203,410,000</b>
8.4 First pari-passu charge on present / future movable and immovable fixed assets and book debts / other receivables of the Company and exclusive charge over stock of the Company. Effective Rate of Interest being 12%.			
8.5 The loan from GIDC is repayable in 3 years or on receipt of subsidy from the government. Effective rate of interest being 9.5%.			
<b>9 Trade Payables</b>			
Trade Payables (Refer note 9.1)			
Outstanding dues of micro enterprises and small enterprises		1,114,168	668,414
Outstanding dues of creditors other than micro enterprises and small enterprises		21,909,994	27,588,260
		<b>23,024,162</b>	<b>28,256,674</b>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017

**9.1 Additional disclosure in respect of dues to micro, small and medium enterprises :**

i. Principal amount remaining unpaid and interest thereon	1,114,168	668,414
ii. Interest paid in terms of Section 16	-	-
iii. Interest due and payable for the period of delay in payment	-	-
iv. Interest accrued and remaining unpaid	-	-
v. Interest due and payable even in succeeding years	-	-

The above information has been determined to the extent such parties could be identified on the basis of information available with the Company regarding the status of suppliers under the MSME.

**10 Other Current Liabilities**

**10.1 Outstanding dues of micro enterprises and small enterprises**

a. Creditor for capital Expense	-	-
---------------------------------	---	---

**10.2 Outstanding dues of creditors other than micro enterprises and small enterprises**

a. Current Maturities of Long Term Debt	-	-
---	---	---

**From Banks**

b. Interest accrued on borrowings (GIDC Loan)	58,730,822	39,730,822
c. Retention money	12,898,915	2,697,320
d. Statutory Dues	2,826,473	2,018,440
e. Other Payables	2,486,380	2,037,617
f. Creditor for capital Expense	1,848,172	3,908,840
	<b>78,790,762</b>	<b>50,393,039</b>
	<b>78,790,762</b>	<b>50,393,039</b>

**11 Short Term Provisions**

**Provision for Employee Benefits :**

11.1 Gratuity (Net of Planned asset)	-	-
11.2 Leave Encashment	350,044	336,271
11.3 Sick Leave	235,260	-
11.4 Super Annuation	-	103,470
	<b>585,304</b>	<b>439,741</b>



**Assets Procured out of Own Fund**

Particulars	GROSS BLOCK					DEPRECIATION / AMORTISATION / IMPAIRMENT					NET BLOCK AS AT	
	Opening Balance	Additions during the year	Deduction during the year	Adjustment	Closing Balance	Opening Balance	Depreciation for the year	Prior Year Depreciation	Deduction/ Adjustment (Reversal)	Closing Balance	31/03/2018	31/03/2017
Building	17,697,647	845,275	-	-	18,542,922	3,780,253	643,818	-	-	4,424,071	14,118,851	13,917,394
Plant & Machinery	67,355,511	3,015,408	-	-	70,370,919	20,257,437	2,384,867	-	-	22,642,304	47,728,615	47,098,074
Furniture & Fixtures	2,478,556	105,059	-	-	2,583,615	1,235,118	151,121	-	-	1,386,239	1,197,376	1,243,438
Vehicles	2,013,874	-	13,475	-	2,000,399	1,233,443	258,331	-	13,475	1,478,299	522,100	780,431
Office Equipments	2,117,814	838,108	96,601	-	2,859,321	1,225,016	319,419	-	91,771	1,452,664	1,406,657	892,798
Computer	2,686,584	533,900	-	-	3,220,484	2,114,631	309,197	-	-	2,423,828	796,656	571,953
Laboratories Equipment	1,346,326	964,320	116,413	-	2,194,233	526,250	145,466	-	59,387	612,329	1,581,904	820,076
Electrical Installation	22,740,019	1,876,705	18,350	-	24,598,374	6,796,791	2,389,719	-	14,138	9,172,372	15,426,002	15,943,228
Pipeline	46,536,828	-	-	-	46,536,828	18,069,985	3,111,501	-	-	21,181,486	25,355,342	28,466,843
<b>TOTAL (A)</b>	<b>164,973,159</b>	<b>8,178,775</b>	<b>244,839</b>	<b>-</b>	<b>172,907,095</b>	<b>55,238,924</b>	<b>9,713,439</b>	<b>-</b>	<b>178,771</b>	<b>64,773,592</b>	<b>108,133,503</b>	<b>109,734,235</b>
<b>Work in progress (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>6,592,989</b>	<b>1,115,375</b>

**Assets Procured out of Own Fund as well as Grant and Members Contribution**

Particulars	GROSS BLOCK					DEPRECIATION / AMORTISATION / IMPAIRMENT					NET BLOCK AS AT	
	Opening Balance	Additions during the year	Deduction during the year	Adjustment	Closing Balance	Opening Balance	Depreciation for the year	Prior Year Depreciation	Deduction/ Adjustment (Reversal)	Closing Balance	31/03/2018	31/03/2017
Freehold Land	11,793,855	-	-	-	11,793,855	-	-	-	-	-	11,793,855	11,793,855
Leasehold Land	99,326,759	-	-	-	99,326,759	6,491,719	953,164	-	-	7,444,883	91,881,876	92,835,040
Building	449,579,337	-	-	-	449,579,337	80,828,920	14,512,293	-	-	95,341,213	354,238,124	368,750,417
Plant & Machinery	624,662,040	-	30,018	-	624,632,022	233,854,492	20,059,472	-	13,955	253,900,009	370,732,013	390,807,548
Furniture & Fixtures	6,182,627	-	-	-	6,182,627	4,225,676	776,371	-	-	5,002,047	1,180,580	1,956,951
Vehicles	3,339,743	-	-	-	3,339,743	3,172,758	-	-	-	3,172,758	166,985	166,985
Office Equipments	5,030,772	-	19,350	-	5,011,422	4,409,558	86,256	-	18,383	4,477,431	533,991	621,214
Computer	2,152,665	-	128,100	-	2,024,565	2,049,084	-	-	121,695	1,927,389	97,176	103,581
Laboratories Equipment	28,249,643	-	5,988,462	-	22,261,181	19,085,003	3,050,237	-	4,045,708	18,089,532	4,171,649	9,164,640
Electrical Installation	156,141,821	-	-	-	156,141,821	57,385,679	17,430,775	-	-	74,816,454	81,325,367	98,756,142
Pipeline	2,065,690,277	-	-	(1,417,498)	2,064,272,779	627,728,055	132,738,929	-	34,926	760,432,058	1,303,840,721	1,437,962,222
<b>TOTAL (C)</b>	<b>3,452,149,539</b>	<b>-</b>	<b>6,165,930</b>	<b>(1,417,498)</b>	<b>3,444,566,111</b>	<b>1,039,230,944</b>	<b>189,607,497</b>	<b>-</b>	<b>4,234,667</b>	<b>1,224,603,774</b>	<b>2,219,962,337</b>	<b>2,412,918,595</b>
<b>Work in progress (D)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>238,055,959</b>	<b>199,315,517</b>

<b>Total Tangible Assets (E) [(A) + (C)]</b>	<b>3,617,122,698</b>	<b>8,178,775</b>	<b>6,410,769</b>	<b>(1,417,498)</b>	<b>3,617,473,206</b>	<b>1,094,469,868</b>	<b>199,320,936</b>	<b>-</b>	<b>4,413,438</b>	<b>1,289,377,366</b>	<b>2,328,095,840</b>	<b>2,522,652,831</b>
<b>INTANGIBLE ASSETS</b>												
Right of Way/Right of use in Land	56,298,433	-	-	-	56,298,433	-	-	-	-	-	56,298,433	56,298,433
Software	206,949	322,820	-	-	529,769	3,758	53,827	-	-	57,585	472,184	203,191
<b>Total Intangible Assets (F)</b>	<b>56,505,382</b>	<b>322,820</b>	<b>-</b>	<b>-</b>	<b>56,828,202</b>	<b>3,758</b>	<b>53,827</b>	<b>-</b>	<b>-</b>	<b>57,585</b>	<b>56,770,617</b>	<b>56,501,624</b>
<b>TOTAL ASSETS (E+F)</b>	<b>3,673,628,080</b>	<b>8,501,595</b>	<b>6,410,769</b>	<b>(1,417,498)</b>	<b>3,674,301,408</b>	<b>1,094,473,626</b>	<b>199,374,763</b>	<b>-</b>	<b>4,413,438</b>	<b>1,289,434,951</b>	<b>2,384,866,457</b>	<b>2,579,154,455</b>
<b>Previous Year</b>	<b>2,372,501,384</b>	<b>1,273,156,784</b>	<b>36,590</b>	<b>28,006,502</b>	<b>3,673,628,080</b>	<b>933,824,674</b>	<b>156,029,853</b>	<b>-</b>	<b>4,619,100</b>	<b>1,094,473,626</b>	<b>2,579,154,455</b>	<b>1,438,676,711</b>
<b>Capital Work in Progress (B) + (D)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>244,648,948</b>	<b>200,430,892</b>
<b>Previous year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>200,430,892</b>	<b>1,285,493,070</b>

**Note :** 1. Lease hold land includes ₹. 8.52 Crores (P.Y. ₹. 8.52 Crores) in respect of which lease-deed is pending execution.  
2. Amount as shown in adjustment column in Gross Block shows the amount which has been wrongly classified in previous year as capital asset instead of fixed deposit. The same have been rectified here. Refer Note No. 27 of financial statement.  
3. The following assets not found on physical verification has been w/off during the year

Asset	Gross Value as on 1st April, 2017	Accumulated Depreciation as on 1st April, 2017
Plant & Machinery	30,018.00	13,955.00
Electric Installation	18,350.00	14,138.00
Laboratories Equipment	116,413.00	59,387.00
Office Equipment	96,601.00	91,771.00
<b>Total</b>	<b>261,382.00</b>	<b>179,251.00</b>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
<b>13 Investments</b>			
	<b>(Long Term - At Cost)</b>		
	In Unquoted Fully Paid Up Equity Shares of 100,000 Equity Shares of ₹ 10 each in Ankleshwar Research & Analytical Infrastructure Limited.	1,000,000	1,000,000
	Less: Provision for diminution in value of Investment	(414,065)	(404,409)
		<b>585,935</b>	<b>595,591</b>
<b>14 Long Term Loans and Advances</b>	<b>(Unsecured, Considered Good)</b>		
<b>14.1 Inter Corporate Loan</b>		11,674,024	11,674,024
		<b>11,674,024</b>	<b>11,674,024</b>
<b>15 Other Non Current Assets</b>			
<b>15.1 Receivables: (Due From Members)</b>	<b>(Unsecured, Considered Good unless otherwise stated)</b>		
	Outstanding Trade receivables	11,616,686	10,337,835
	Considered Doubtful	11,616,686	10,337,835
	Less : Provision for bad and doubtful debt	(11,616,686)	(10,337,835)
		-	-
<b>15.2 Security Deposits (Refer note 15.5)</b>		22,992,731	23,209,623
<b>15.3 Income Tax Receivable</b>		55,563,220	42,724,070
<b>15.4 Interest receivable on Inter Corporate Loan</b>		3,620,740	2,673,268
		<b>82,176,691</b>	<b>68,606,961</b>
<b>15.5</b>	Includes ₹ 2,674,766 as fixed deposits and accrued interest thereon pledged with respective authorities (P.Y. ₹ 2,513,036).		
<b>16 Inventories</b>			
	Raw Material	1,810,676	3,143,911
	Stores and Spares (Includes stock in transit of ₹ Nil; P.Y. ₹ NIL)	16,472,244	16,770,424
		18,282,920	19,914,335
	Less: Provision for Obsolete Inventory	(2,303,509)	(2,669,116)
		<b>15,979,411</b>	<b>17,245,219</b>
<b>17 Trade Receivables (Due from members)</b>	<b>(Unsecured, Considered Good unless otherwise stated)</b>		
i	Debts outstanding for a period more than Six Months from due date of repayment	2,381,992	1,909,944
ii	Others	91,803,887	49,053,851
		<b>94,185,879</b>	<b>50,963,795</b>
<b>18 Cash &amp; Bank Balances</b>			
<b>18.1 Cash and Cash Equivalent</b>			
a	Balances with bank in Current Account	10,372,961	63,462,160
b	Balances with bank in Working Capital Account	832,743	24,503,450
c	Cash on Hand	74,166	88,465
		<b>11,279,870</b>	<b>88,054,075</b>

**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)



**Notes to the Financial Statements for the year ended March 31, 2018**

Amount in ₹

Note No.	Particulars	As At March 31,	
		2018	2017
<b>18.2 Other Bank Balances</b>			
a	Balances with bank in Fixed Deposit Accounts	205,520,805	104,809,388
		205,520,805	104,809,388
		<b>216,800,675</b>	<b>192,863,463</b>
<b>18.3</b>	Fixed Term Deposits with bank includes ₹ 20,395,000 (P.Y. ₹ 19,395,000) deposits is given as margin money to the bank for issue of guarantee.		
<b>19 Short Term Loans &amp; Advances</b>	(Unsecured, Considered Good unless otherwise stated)		
19.1	Balance with Tax Authority	767,337	101,467
19.2	Advance to Suppliers	523,012	8,307,647
19.3	Advance for Capital Goods	9,487,200	-
19.4	Prepaid Expenses	4,523,326	4,124,536
19.5	Advances to Employees	3,199	13,450
		<b>15,304,074</b>	<b>12,547,100</b>
<b>20 Other Current Assets</b>			
20.1	Interest Accrued	6,407,491	2,194,454
20.2	Gratuity Planned Assets(net of Gratuity Provision)	888,525	109,694
		<b>7,296,015</b>	<b>2,304,148</b>





**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	For the year ended March 31,	
		2018	2017
<b>21</b>	<b>Revenue from Operations</b>		
21.1	Effluent Treatment Charges	508,471,281	462,226,719
21.2	Other Operating Revenue		
	Other Income	1,834,035	623,245
		<u>1,834,035</u>	<u>623,245</u>
		<b>510,305,316</b>	<b>462,849,964</b>
	Less : Excise Duty	-	-
		<u><b>510,305,316</b></u>	<u><b>462,849,964</b></u>
<b>22</b>	<b>Other Income</b>		
22.1	<b>Interest Income</b>		
	Interest from Bank (FDR Interest)	11,975,776	8,677,363
	Interest on Loans and Advances	1,052,748	1,110,124
	Interest on Income Tax Refund	913,673	298,350
	Interest on Security Deposits	852,760	914,659
	Interest on LIC Superannuation Plan	6,332	-
	Interest on O & M Charges	1,582,660	1,373,671
		<u><b>16,383,949</b></u>	<u><b>12,374,167</b></u>
22.2	Grant against Depreciation	41,842,140	14,775,294
22.3	Reversal of Provision for Doubtful Debtors	-	2,109,245
22.4	Reversal of Provision for Sick Leave	608,547	-
22.5	Scrap Sale	-	8,150
22.6	Liquidated Damages	-	21,874
22.7	Quality Default & Restoration Penalty	3,320,686	1,227,184
22.8	Other Income	908	44,544
		<u><b>62,156,230</b></u>	<u><b>30,560,458</b></u>
<b>23</b>	<b>Cost of Material Consumed</b>		
23.1	<b>Raw material</b>		
	Opening Stock	3,143,911	1,577,838
	Add: Purchases	6,809,184	6,947,184
	Less: Closing Stock	(1,810,676)	(3,143,911)
		<u><b>8,142,419</b></u>	<u><b>5,381,111</b></u>
23.2	<b>Stores spares</b>		
	Opening Stock	16,770,424	13,711,089
	Add: Purchases	14,564,202	12,531,476
	Less: Closing Stock(Includes ₹ Nil as stock in transit P.Y. ₹ Nil)	(16,472,244)	(16,770,424)
		<u><b>14,862,382</b></u>	<u><b>9,472,141</b></u>
		<u><b>23,004,801</b></u>	<u><b>14,853,252</b></u>
<b>24</b>	<b>Employee Benefit Expenses</b>		
24.1	Salary Wages & Bonus	52,054,710	51,405,180
24.2	Contribution to Provident Fund	2,267,930	1,909,776
24.3	Staff & Labour Welfare Expenses	804,831	649,241
		<u><b>55,127,471</b></u>	<u><b>53,964,197</b></u>



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)



Notes to the Financial Statements for the year ended March 31, 2018

Amount in ₹

Note No.	Particulars	For the year ended March 31,	
		2018	2017
<b>25</b>	<b>Finance Cost</b>		
25.1	Interest Expenses	21,021,467	11,009,963
25.2	Other Borrowing Cost	294,976	664,242
		<b>21,316,443</b>	<b>11,674,205</b>
<b>26</b>	<b>Other Expenses</b>		
26.1	Power & Fuel Charges	166,055,251	152,634,085
26.2	Rent	7,541,755	6,810,405
26.3	Repairs & Maintenance	43,495,310	26,274,833
26.4	Insurance	6,299,834	5,820,348
26.5	Rates & Taxes	1,091,393	4,641,722
26.6	Effluent Treatment Process Expenses	56,492,922	45,982,079
26.7	Legal & Professional Expenses	4,352,845	5,800,568
26.8	Payment to Auditors *	145,000	172,500
26.9	Provision for Doubtful Debts	1,278,851	3,028,103
26.10	Loss on Diminution in Value of Investment	9,656	27,661
26.11	Miscellaneous Expenses	23,293,210	22,701,152
		<b>310,056,027</b>	<b>273,893,456</b>
	* Payment to auditors		
	Statutory Audit Fees	150,000	172,500
	Tax Audit/12A Audit Fees	17,500	-
		<b>167,500</b>	<b>172,500</b>
<b>27</b>	<b>Prior Period Items (Net) Expenses</b>		
	Sick Leave Expenses	1,752,450	-
	Legal & Professional Charges	185,000	-
	Telephone Expenses	49,478	-
	AMC of Instrument	18,151	-
	Rent, Rates & Taxes	160,404	-
	Water Charges	339,763	-
	Interest on late payment of water charges	7,361	-
	TSDC Charges	-	795,540
	Consultancy/TPI for Civil	250,000	-
		<b>2,762,607</b>	<b>795,540</b>
	Less:		
	<b>Income</b>		
	F.D. Interest	814,959	-
	Depreciation of earlier years w/back	34,926	-
	GIDC Interest - Kantiajal/Jaghadia Project	-	17,571,616
	Crop & Land Compensation	-	10,434,886
	Interest on GIDC excess provided in earlier years	-	104,110
		<b>1,912,722</b>	<b>(27,315,072)</b>

\* Out of Prior period expenses of ₹ 2,762,607/-, ₹ 760,157/- are related to expenses which were omitted to be entered in the prior years.

\*\* During the year, company has started provisioning of accumulating compensated absences (non-vesting). The amount of provision of sick leave as on 31-03-2017 was ₹ 1,752,450/-, which has been shown under the head prior period expenses.

\*\*\* During the last year, Consultancy/TPI for Civil paid has been paid of ₹ 250,000/- for third party inspection of slope at Amlakhadi Slope. This amount was wrongly treated as CWIP in prior years.

\*\*\*\* In the earlier years, fixed deposits which were kept as security deposit (non-refundable) with different departments were capitalised in fixed assets. As these fixed deposits are in the name of the company and maturity amount have to be received by the company, these fixed deposits have again been reflected as fixed deposits in the current year and correspondingly cost of fixed assets has been reduced. The interest which were accrued and depreciation claimed on the same upto 31st March, 2017 are shown under the head prior period income.



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)

Notes to the Financial Statements for the year ended March 31, 2018

		Amount in ₹	
		For the Year Ended March 31,	
		2018	2017
<b>28 Earning / (Loss) Per Share - Basic &amp; Diluted</b>			
(a) Net Surplus / (Deficit) After Tax		(38,554,911)	11,510,754
(b) Total Weighted Average Number of Shares		86,253,864	83,286,988
(c) Basic & Diluted Earning / (Deficit) per share in rupees		(0.45)	0.14
(d) Total Weighted Average Number of Shares for Diluted Earning		86,253,864	83,286,988
(e) Diluted Earning / (Deficit) per share in rupees		(0.45)	0.14
<b>29</b>	Company has not incurred any expenditure or received any income in foreign currency. More over materials consumed are procured from indigenous market.		
<b>30 Contingent Liabilities and Commitments</b>			
(a) Contingent Liabilities			
i Bank Guarantee		19,805,580	18,805,580
ii Money for which the company is contingently liable for Matters under dispute under Service Tax (net of advances of ₹ 175,478; previous year ₹ 101,467)		563,119	1,942,582
iii Money for which the company is contingently liable for Matters under dispute under Income Tax (net of advances of ₹ Nil; previous year ₹ Nil)		203,775,161	198,535,111
iv Claims against company not acknowledged as debt		1,249,333,127	1,247,853,828
(b) Commitments			
i Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances of ₹ 126,782,488; previous year ₹ Nil)		19,162,587	12,160,463
ii Estimated amount of contracts remaining to be executed on revenue account and not provided for (net of advances of ₹ 62,112,872; previous year ₹ Nil)		121,459,573	36,360,417

**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Notes to the Financial Statements for the year ended March 31, 2018**



**31 Related Party Transaction:**

The following related party transactions were carried out during the year ended March 2018 in the ordinary course of business:

Amount in ₹

Name of the Related Party	Nature of Relationship	Nature of Transaction	For the Year Ended	
			March 31, 2018	March 31, 2017
Gujarat Industrial Development Corporation	Holding Company	Payment For Various Charges	2,985,293	2,697,348
		Loans Taken During The Year	19,000,000	19,000,000
		Interest Paid During the year (Rev.)	19,000,000	8,972,164
		Interest Paid During the year (Cap.)	-	10,027,836
		Shares allotted During the year	-	23,790,000
		Loan outstanding Balance	258,730,822	239,834,932
Ms. D. Thara	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri A.A. Panjwani	Key Management Personnel	No Transactions except Incidental Charges Paid		
Dr. Sanjiv Tyagi	Key Management Personnel	No Transactions except Incidental Charges Paid		
Dr. (Prof.) P.A. Joshi	Key Management Personnel	No Transactions except Sitting Fees and Incidental Charges Paid		
Shri Bharat Jain	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri J.G. Gamit	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri D.V. Patel	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri B.S. Patel	Key Management Personnel	No Transactions except Incidental Charges Paid		
GP, CAPT. (Retd) A.G. Chitre	Key Management Personnel	No Transactions except Incidental Charges Paid		
Dr. Ranjan Sengupta	Key Management Personnel	No Transactions except Sitting Fees and Incidental Charges Paid		
Shri Mahesh Patel	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri B.K. Chaudhary	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri Mukesh Jobanputra	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri C. A. Devani	Key Management Personnel	No Transactions except Incidental Charges Paid		
Shri Alok Kumar	Key Management Personnel (Managing Director & CEO)	Remuneration	3,339,812	2,880,700
Shri Ranjan Mehta	Key Management Personnel ( CFO)	Remuneration	-	896,929
Shri Mansukh Thummar	Key Management Personnel ( CFO)	Remuneration	474,841	116,456
Ms Shilpa Kotcha	Key Management Personnel ( CFO)	Remuneration	462,040	-
Smt. Megha Sori	Key Management Personnel ( CS)	Remuneration	-	402,947
Shri Mehulkumar Vyas	Key Management Personnel ( CS)	Remuneration	439,206	70,962
Bharuch Enviro Infrastructure Ltd	Significant Influence Exists	Procurement of Goods/Services	39,774,920	24,520,282
		Outstanding Receivables	-	2,205,989
		Outstanding Payable	364,753	609,833
		Outstanding Balance Of Share Capital Allotted	1,070,000	1,070,000
Enviro Technology Limited	Significant Influence Exists	Income Charged For Various Activities	18,356,059	16,704,979
		Interest Paid	40,500	40,500
		Outstanding Receivables/(Payable)	(36,450)	(36,450)
		Outstanding Balance Of Share Capital Allotted	3,379,030	3,379,030
		Outstanding Balance Of Various Deposits	810,000	810,000
Ankleshwar Research Analytical Infrastructure Ltd	Significant Influence Exists	Procurement Of Goods/Services	576,351	1,626,786
		Loans/Advances Granted	1,403,086	1,146,576
		Loans/Advances Collected Back	1,120,163	-
		Interest received on loan	1,052,748	11,10,124
		Outstanding Receivables (Advances)	282,923	-
		Outstanding Payables	33,210	41,176
		Outstanding Investments	1,000,000	1,000,000
		Outstanding Balance Of Loans /Interest	15,294,764	14,347,282
Panoli Enviro Technology Limited	Significant Influence Exists	Income Charged For Various Activities	4,325,368	4,023,357
		Interest Paid	15,397	15,397
		Outstanding Receivables/(Payable)	(13,857)	(13,857)
		Outstanding Balance Of Various Deposits	307,938	307,938
Heubach Colour Private Limited	Significant Influence Exists	Income Charged For Various Activities	84,230,493	78,628,367
		Interest Paid	180,144	180,144
		Outstanding Receivables/(Payable)	(162,128)	(162,128)
		Outstanding Balance Of Share Capital Allotted	19,886,810	19,886,810
		Outstanding Balance Of Various Deposits	11,913,140	11,913,140
Suyog Dya Chemie Pvt. Ltd	Significant Influence Exists	Income Charged For Various Activities	299,032	856,833
		Interest Paid	1,731	1,731
		Outstanding Receivables/(Payable)	(1,731)	(1,731)
		Outstanding Balance Of Share Capital Allotted	1,200,000	1,200,000
		Outstanding Balance Of Various Deposits	34,625	34,625



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Notes to the Financial Statements for the year ended March 31, 2018**

The following related party transactions were carried out during the year ended March 2018 in the ordinary course of business:

Name of the Related Party	Nature of Relationship	Nature of Transaction	Amount in ₹	
			For the Year Ended March 31, 2018	March 31, 2017
Suyog Life Sciences Private Limited	Significant Influence Exists	Income Charged For Various Activities	1,000	1,000
Snahal Impex Private Limited	Significant Influence Exists	Outstanding Balance Of Various Deposits	560,000	560,000
Gujarat Environment Management Institute	Significant Influence Exists	Procurement of Goods/Services	5,760,000	5,500,000
Vardhman Acrylics Ltd.	Significant Influence Exists	Income Charged For Various Activities	12,932,696	8,499,620
		Interest Paid	72,684	72,684
		Outstanding Receivables/(Payable)	(65,415)	(65,415)
		Outstanding Balance Of Share Capital Allotted	16,475,250	16,475,250
		Outstanding Balance Of Various Deposits	1,453,680	1,453,680
Pragna Dychem P. Ltd.	Significant Influence Exists	Income Charged For Various Activities	260,476	-
		Interest Paid	1,096	-
		Outstanding Receivables/(Payable)	(1,096)	-
		Outstanding Balance Of Share Capital Allotted	192,000	-
		Outstanding Balance Of Various Deposits	469,384	-
Pragna Chemical Industries	Significant Influence Exists	Income Charged For Various Activities	15,120	-
		Interest Paid	122	-
		Outstanding Receivables/(Payable)	(122)	-
		Outstanding Balance Of Various Deposits	2,430	-

**Note :**

Sitting Fees and Incidental Charges paid to all Directors of ₹ 890,000 (P.Y: ₹ 768,500) is not included in the above disclosure.

- 32** The Company operates in only one business segment of 'Treatment of effluent and disposing it off in deep Sea' as primary segment. There is no secondary segment. In view of this, no separate disclosure is required under Accounting Standard 17.
- 33** Balances of trade receivables, loans & advances, other liabilities, IFRD, O & M Deposits and Security Deposits are subject to confirmations by the parties.
- 34** The company had appointed a firm of Chartered Accountants for verification of fixed assets and its reconciliation with books of account. As per their report, some of the assets are physically damaged. The company is in process to determine the recoverable amount of these assets, so as to recognise impairment loss. Necessary entries of impairment loss of fixed assets will be passed after determination of recoverable amount of these fixed assets.
- 35** - Loans given and investments made are given under the respective heads.  
- Loans have been utilized by the recipients for their business purpose.  
- There are no corporate guarantees given by the company in respect of loans as at March 31, 2018.
- 36** The Company has been registered under section 12AA of the Income Tax Act 1961, with effect from February 06, 2015 i.e. from Financial Year 2014-15. Consequently the company has no taxable income and hence no provision is made in respect of income tax for the current year.
- 37** The company does not have material timing difference and hence deferred tax adjustment is not made.



**Narmada Clean Tech**  
(Formerly Known as Narmada Clean Tech Limited)  
**Notes to the Financial Statements for the year ended March 31, 2018**



38 The previous year's figures have been regrouped / rearranged so as to conform to the current year's classification.

As per our audit report of even date attached

**RKM & CO.**  
**Chartered Accountants**  
**Firm Registration No.108553W**

**For and on behalf of the Board**

**Deepak Bhatia**  
**Partner**  
**Membership No. : 102465**

**Dr. B. P. Jain**  
Vice Chairman  
DIN. 02199751

**Dr. Ranjan Sengupta**  
Director  
DIN. 07004757

**Dr. P A Joshi**  
Director  
DIN. 02281321

**Alok Kumar**  
Managing Director  
DIN. 07611595

**Shilpa Kotecha**  
Chief Financial Officer  
PAN. BCYPK3442D

**Mehulkumar Vyas**  
Company Secretary  
PAN. ALWPV9503C

**Place : Gandhinagar**  
**Date : 18<sup>th</sup> July, 2018**

**Place : Gandhinagar**  
**Date : 18<sup>th</sup> July, 2018**



**NARMADA CLEAN TECH**  
**(a subsidiary of GIDC)**

(Formerly known as Narmada Clean Tech Limited)  
Surti Bhagor, Nr. Gujarat Gas Office, Umarwada Road, Ankleshwar 393 001

18<sup>th</sup> Annual General Meeting - Monday, 29<sup>th</sup> October, 2018 at 11.30 Hrs. at Registered Office: NCT Administrative Building, Nr. Gujarat Gas Office, Umarwada Road, Ankleshwar.

**ATTENDANCE SLIP**

Reg. Folio No.:

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company and hold \_\_\_\_\_ shares. I hereby record my presence at the 18<sup>th</sup> Annual General Meeting being held at FETP, NCT Administrative Building, Nr. Gujarat Gas Office, Umarwada Road, Ankleshwar on Monday, 29<sup>th</sup> October, 2018 at 11.30 Hrs.

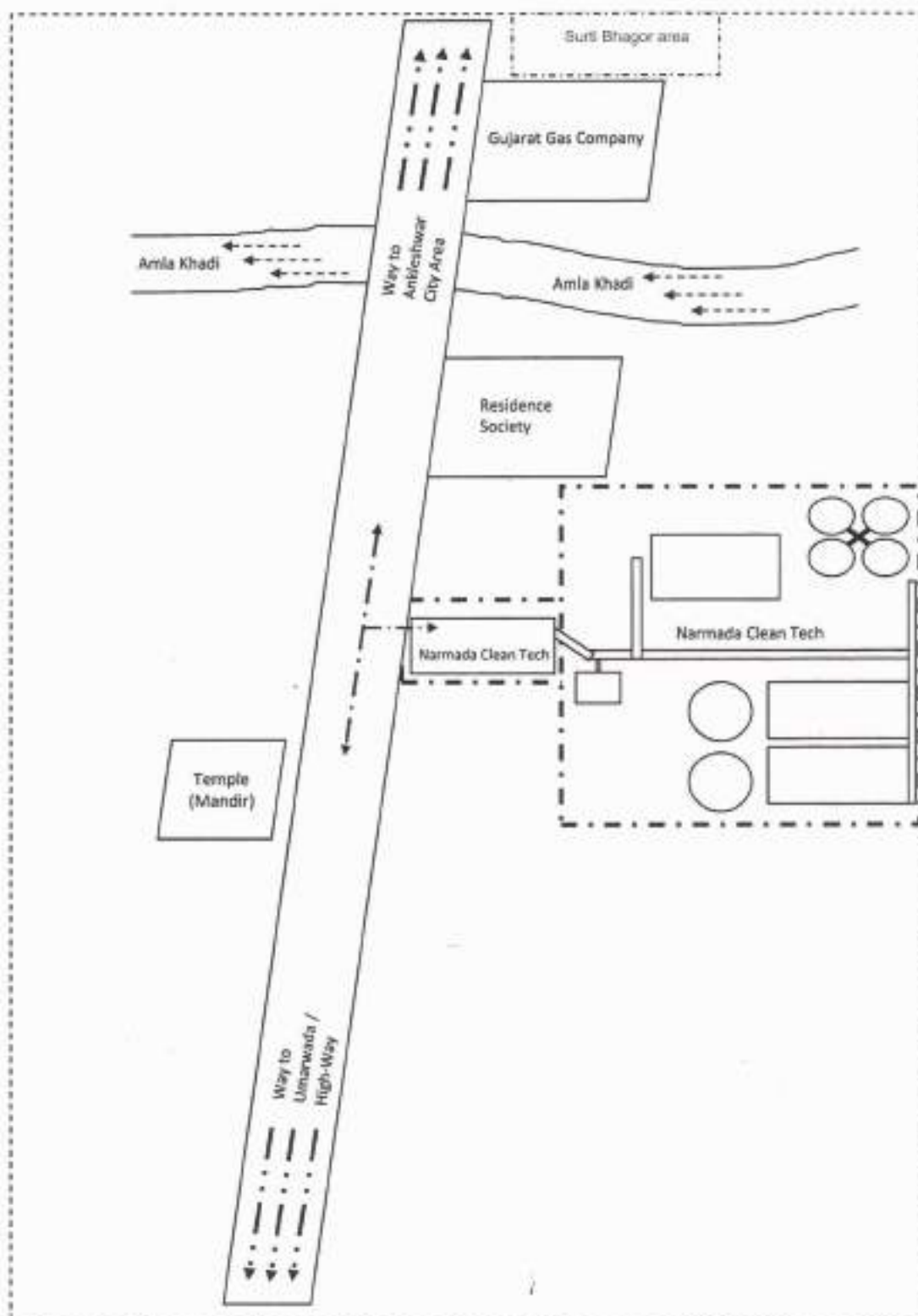
\_\_\_\_\_  
Name of the Member/Proxy in Block Letters  
Notes:

\_\_\_\_\_  
Member's/Proxy's Signature

1. A member/proxy wishing to attend the meeting must complete this Admission Slip and hand it over at the entrance.
2. If you intend to appoint a proxy, please complete the proxy form below and deposit it at the Company's Registered Office at least 48 hours before the meeting.

## Route Map to the Venue of the Annual General Meeting

Venue: Narmada Clean Tech  
Surti Bhagor, near Gujarat gas office, Umarwada Road  
Ankleshwar -393001  
Land Mark: Gujarat Gas Company





## PROXY FORM

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

CIN	U40101GJ2000NPL037236
Name of the company :	Narmada Clean Tech
Registered office :	Surti Bhagor, Near Gujarat Gas Office Umarwada Road, Dist. Bharuch Ankleshwar 393001

Name of member(s):	
Registered address:	
E-mail Id:	
Folio No./ Client Id:	DP Id:

I/We, being the member (s) of Narmada Clean Tech holding shares of the above named company, hereby appoint

1. Name:.....Address:.....

E- Mail ID:.....Signature:..... or failing him;

2. Name:.....Address:.....

E- Mail ID:.....Signature:..... or failing him;

3. Name:.....Address:.....

E- Mail ID:.....Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18<sup>th</sup> Annual general meeting of the company, to be held on the Monday, 29<sup>th</sup> October, 2018 at 11.30 Hrs. at Registered office of the company at Surti Bhagor, Near Gujarat Gas Office Umarwada Road, Dist. Bharuch Ankleshwar 393001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution(S)	Type of Resolution	For	Against
1.	Adoption of Audited Financial Statements	Ordinary		
2.	Re-appointment of Mr. B. K. Choudhary, Director	Ordinary		
3.	Re-appointment of Mr. Mukesh Jobanputra, Director	Ordinary		
4.	Re-appointment of Gp. Capt. A.G. Chitre, Director	Ordinary		
5.	To fix remuneration of Auditor of the Company.	Ordinary		
6.	Alteration in Article of Association	Special		

Signed this.....day of ..... 2018

Signature of shareholder .....

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

Affix  
Revenue  
Stamp

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





Employee Training





**Sports Week Celebration at NCT**