



Odisha Cement Limited

Annual Report 2014-15



ODISHA CEMENT LIMITED

(CIN: U14200OR2013PLC017132)

REGD. OFFICE: AT/PO/PS: RAJGANGPUR, DIST: SUNDARGARH, ODISHA-770017

Directors' Report for the year ended 31.03.2015

The Directors of your Company are pleased to present their Second Annual Report together with audited statement of accounts of the Company for the year ended 31st March 2015.

1.0 Business Operations:

Your Company has not started any business activity since its incorporation.

2.00 Extract of Annual Return:

The extract of Annual Return is attached at **Annexure – 1** in terms of Section 134(3) read with Section 92(3) of the Companies Act, 2013 ("**Act**") and Rule 12 of Companies (Management and Administration) Rules, 2014, which forms part of this report.

3.00 Meetings of the Board of Directors:

During the financial year 2014-15, your of Board of Directors holds five nos. of Board Meeting on 19.04.2014, 4.08.2014, 10.11.2014, 05.01.2015 & 18.03.2015.

4.00 Directors Responsibility Statement:

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed, along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company as on March 31, 2015 and of the Profit of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts of the Company on a going concern basis;
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

5.00 Conservation of Energy, etc;

Information required under Section 134(3) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with regard to conservation of energy, technology absorption and foreign exchange earnings and outgo are nil, since no business was carried on during the period under report.

6.00 Loans, Guarantees or Investments:

During the financial year no Loans, Guarantees or Investments made in pursuance to the provisions of Section 186 of the Companies Act 2013.

7.00 Particulars of Contracts or arrangements with related parties:

During the financial year no contracts or arrangement made with the related parties in pursuance to the provisions of Section 188 of the Companies Act 2013.

8.00 Particulars of Employees:

During the financial year, there was no employee who was in receipt of remuneration which in the aggregate was not less than Rs.5,00,000/- per month or Rs.60,00,000/- per annum.

9.00 Directors:

During the year under report Shri J K Jain and Shri D.D.Atal resigned from the Directorship of the Company and Shri A.K.Dalmia and Shri Amandeep, co-opted as Additional Directors and to holds office upto the date of ensuring Annual General Meeting. Shri J N Tiwari retires by rotation and being eligible for reappointment.

10.00 Auditors and Auditors Report:

M/s K D Lath & Co. Chartered Accountants, Rourkela have been appointed as Statutory Auditors in the first annual general meeting to hold the office till the conclusion of the 6th Annual General Meeting (AGM) of the Company to be held in the year 2019. However, their appointment needs to be ratified by the shareholders at the forthcoming Annual General Meeting in terms of Section 139 of the Companies Act 2013.

BY ORDER OF THE BOARD

J.N.Tiwari
Director

A.K.Dalmia
Director

Place: Rajgangpur
Date: 22-04-2015

Annexure -1

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2015

[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 : U14200OR2013PLC017132
- (ii) Registration Date : 12.07.2013
- (iii) Name of the Company : Odisha Cement Limited.
- (iv) Category / Sub-Category of the Company : Manufacturing
- (v) Address of the Registered office and contact details : AT/PO/PS – Rajgangpur, Dist : Sundargarh Odisha - 770 017, Contact No:06624 – 221212
- (vi) Whether listed company Yes / No : No
- (vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: : N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Cement	2394	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	OCL India Limited, Regd. Off:Rajgangpur, Dist: Sundargarh, Odisha. Pin-770017.	L26942OR1949PLC000185	Holding	100	2(87) of Companies Act, 2013

Category of Shareholders	No. of Shares held at the 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	
2. Non Institutions									
(a) Bodies Corp.									
(i) Indian	-	-	-	-	-	-	-	-	-
(ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
(c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	0.00	50000	50000	100.00	0.00	50000	50000	100.00	100.00

(ii) Shareholding of Promoters:

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in share holding 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 /encumb ered to total shares	
1	OCL India Ltd	49994	99.99	0.00	49994	99.99	0.00	0.00
2	Damodar Das Atal	1	0.00	0.00	1	0.00	0.00	0.00
3	Jai Narayan Tiwari	1	0.00	0.00	1	0.00	0.00	0.00
4	Ganesh W Jirkuntwar.	1	0.00	0.00	1	0.00	0.00	0.00
5	Ashwini Kumar Dalmia	1	0.00	0.00	1	0.00	0.00	0.00
6	Sambhu Dayal Agarwal	1	0.00	0.00	1	0.00	0.00	0.00
7	Rajib Mohanty	1	0.01	0.00	1	0.01	0.00	0.00
	Total	50000	100.00	0.00	50000	100.00	0.00	0.00

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	50000	100.00	50000	100.00
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	0.00	0.00	50000	100.00
3	At the End of the year	50000	100.00	-	-

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

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	-	-	-	-
2	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	-	-	-	-
3	At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP		Shareholding at the beginning of the year		Cumulative Shareholding during the year.	
	Name of the Director/KMP	Remarks	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	D.D.Atal	At the beginning of the year	1	0	1	0
		At the End of the year	1	0	-	-
2.	J.N.Tiwari	At the beginning of the year	1	0	1	0
		At the End of the year	1	0	-	-
3.	J.K.Jain	At the beginning of the year	1	0	1	0
		Decrease	1	0	0	0
		At the End of the year	0	0	0	0
4	A.K.Dalmia	At the beginning of the year	0	0	0	0
		Increase	1	0	1	0
		At the End of the year	1	0	-	-

V. INDEBTEDNESS:

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

	Secured excluding deposits	Loans	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year.					
(i) Principal Amount.	-	-	-	-	-
(ii) Interest due but not paid	-	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-	-
Total (i+ii+iii)					
Change in Indebtedness during the financial year.					
- Addition	-	-	-	-	-
- Reduction	-	-	-	-	-
Net Change					
Indebtedness at the end of the financial year.					
(j) Principal Amount.	-	-	-	-	-
(ii) Interest due but not paid	-	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-	-
Total (i+ii+iii)	-	-	-	-	-

(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		NA	NA	NA	NA	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission					
	- as % of profit	-	-	-	-	-
	- Others, specify...	-	-	-	-	-
5.	Others, please specify					
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		NA	NA	NA	NA
1.	Independent Directors				
	- Fee for attending board / committee meetings	-	-	-	-
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	Total (1)				
2.	Other Non-Executive Directors				
	- Fee for attending board / committee meetings.	-	-	-	-
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. Remuneration to key managerial personnel other than MD/Manager/WTD.

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total Amount
		N.A	NA	NA	NA
1.	Gross salary.				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ODISHA CEMENT LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ODISHA CEMENT LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and 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.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - 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 Investor Education and Protection Fund by the Company.

For K.D Lath & Co
Chartered Accountants
(Firm's Registration No. 306011E)

Sudhir Lath
(Partner)
(Membership No. 059396)

Place of Signature: Rourkela
Date: 22.04.2015

ANNEXURE TO THE AUDITOR'S REPORT

Referred to in paragraph '1' under Report on Other Legal and Regulatory Requirements section of our report of even date on the accounts for the year ended on 31st March 2015 of Odisha Cement Limited

- 1) As the Company has not purchased any fixed assets, clause (1) (a)&(b) of the order are not applicable.
- 2) As the Company does not have any inventory; clause (2)(a),(b)&(c) of the order are not applicable.
- 3) The Company has not granted any loans, secured or unsecured to Companies, Firms and other parties covered in under Section 189 of the Companies Act 2013.
- 4) As the Company has not started its business operations, clause (4) of the order is not applicable.
- 5) According to the information and explanations given to us, the Company has not accepted any deposits from public.
- 6) The Central Government has prescribed maintenance of cost records under section 148 (1) of the Companies Act 2013. However, as the Company has not started its business activity the requirement to maintain such records does not arise.
- 7) As there are no statutory dues, clause (7)(a),(b) & (c) of the order are not applicable.
- 8) As the Company has not been registered for a period of more than 5 years, clause (8) of the order is not applicable
- 9) As the Company has not taken any loans from Financial Institution or banks, clause (9) of the order is not applicable
- 10) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from Banks or Financial institution.
- 11) The Company has not raised any fund on term loans.
- 12) According to information and explanation given to us no case of fraud on or by the Company has been noticed or reported during the year under audit.

For and on behalf of
K.D. Lath & Co.
Chartered Accountants
(Firm's Registration No. 306011E)

Sudhir Lath
(Partner)
(Membership No. 059396)

Place: Rourkela
Date: 22.04.2015

ODISHA CEMENT LIMITED

CIN:U14200OR2013PLC017132

Registered Office: At/Po/Ps: Rajgangpur-770017, Dist-Sundargarh, Odisha

BALANCE SHEET AS AT 31ST MARCH' 2015

Particulars	Note No.	(Amount in Rs.)	(Amount in Rs.)
		As at 31.03.2015	As at 31.03.2014
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	2	500,000.00	500,000.00
(b) Reserves and surplus	3	(55,235.40)	(36,437.00)
(2) Current liabilities			
(a) Trade payables	4	8,989.00	5,618.00
(b) Short-term provisions	5	8,850.00	3,320.00
TOTAL		462,603.60	472,501.00
II. ASSETS			
(1) Non-current assets			
(a) Deferred Tax Assets (Net)	6	7,725.00	7,725.00
(2) Current assets			
(a) Cash and cash equivalents	7	440,566.60	454,018.00
(b) Other current assets	8	14,312.00	10,758.00
TOTAL		462,603.60	472,501.00

Summary of significant accounting policies and other notes forming part of the financial Statements

1

As per our Report of Even date

For K.D Lath & Co.
Chartered Accountants
FRN: 306011E

For ODISHA CEMENT LIMITED
on behalf of the Board

J.N.Tiwari, Director

Sudhir Lath
(Partner)
Mem. No. 059396

A.K.Dalmia, Director

Place: Rajgangpur
Date: 22-Apr-15

ODISHA CEMENT LIMITED

CIN:U14200OR2013PLC017132

Registered Office: At/Po/Ps: Rajgangpur-770017, Dist-Sundargarh, Odisha

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH' 2015

Particulars	Note No.	(Amount in Rs.)	(Amount in Rs.)
		2014-15	2013-14
I Other income	9	28,686.00	10,758.00
II Total Revenue		28,686.00	10,758.00
III Expenses			
a. Other expenses	10	38,624.40	51,600.00
Total expenses		38,624.40	51,600.00
IV Profit before tax (II - III)		-9,938.40	(40,842.00)
V Tax expense:			
(1) Current Tax		8,860.00	3,320.00
(2) Deferred Tax		,0.00	-7,725.00
VI Profit /(Loss) for the period (XI + XIV)		-18,798.40	-36,437.00
VII Earnings per equity share:			
(1) Basic & Diluted	11	(0.38)	(0.73)

Summary of significant accounting policies and other notes forming part of the financial

1

As per our Report of Even date

For K.D Lath & Co.
Chartered Accountants
FRN: 306011E

For ODISHA CEMENT LIMIT
on behalf of the Board

Sudhir Lath
(Partner)
Mem. No. 059396

J.N.Tiwari, Director

A.K.Dalmia, Director

Place: Rajgangpur
Date: 22-Apr-15

ODISHA CEMENT LIMITED

CIN:U14200OR2013PLC017132

Registered Office: At/Po/Ps: Rajgangpur-770017, Dist-Sundargarh, Odisha

CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2015

	(Amount in Rs.) 2014-15	(Amount in Rs.) 2013-14
A. CASHFLOW FROM OPERATING ACTIVITIES		
Profit/Loss (-) before tax from continuing operations	-9,938.40	-40,842.00
Adjustment for :		
Interest receipt on Fixed Deposit	-28,686.00	-10,758.00
Operating profit before working capital changes	<u>-28,686.00</u>	<u>-10,758.00</u>
Adjustments for Working Capital changes		
Increase/(decrease) in trade payables	3,371.00	5,618.00
Increase/(decrease) in short term provisions	0.00	
decreas/(Increase) in other Current Assets	<u>-3,554.00</u>	<u>-10,758.00</u>
Cash generated from Operations	<u>-38,807.40</u>	<u>-56,740.00</u>
Tax Paid (Net)	-3330.00	0.00
Net Cash from Operating Activities	<u><u>-42,137.40</u></u>	<u><u>-56,740.00</u></u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Interest receipt on investment	28,686.00	10,758.00
Net Cash generated / (-) used in Investing Activities	<u>28,686.00</u>	<u>10,758.00</u>
C. CASHFLOW FROM FINANCING ACTIVITIES		
Share Capital received		500,000.00
Net Cash from Financing Activities	<u>0.00</u>	<u>500,000.00</u>
Net changes in Cash and bank balances	<u><u>-13,451.40</u></u>	<u><u>454,018.00</u></u>
Net Increase / (-)Decrease in Cash and Bank balances		
Balance at the end of the year	440,566.60	454,018.00
Balance at the beginning of the year	<u>454,018.00</u>	<u>0.00</u>
	<u><u>-13,451.40</u></u>	<u><u>454,018.00</u></u>

Note:

The cash flow has been prepared under the " Indirect Method" as setout in the Accounting Standard-3 on cash flow statement.

For K.D Lath & Co.
Chartered Accountants
FRN: 306011E

For ODISHA CEMENT LIMITED
on behalf of the Board

Sudhir Lath
(Partner)
Mem. No. 059396

J.N.Tiwari, Director

Place:
Date: 22-Apr-15

A.K.Dalmia, Director

ODISHA CEMENT LIMITED

CIN: U14200OR2013PLC017132

Registered Office : At/Po/Ps:RAJGANGPUR-770017,Dist-Sundargarh, Odisha

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 1: SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation

These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis (unless otherwise stated hereinafter) in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Sec 129 & 133 of the Companies Act, 2013 of India. The accounting policies applied by the company are consistent with those used in previous year.

2. Use of Estimates

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amount reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which they materialize.

3. Taxes on Income

- i) Current tax on income is determined on the basis of taxable income computed in accordance with the applicable provision of the Income Tax Act, 1961.
- ii) Deferred tax is recognized for all timing differences between the accounting income and the taxable income for the year, and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.
- iii) Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized, except in the case of unabsorbed depreciation or carry forward of losses under the Income Tax Act, 1961, deferred tax asset is recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.
- iv) Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will be in a position to avail of such credit under the provisions of the Income Tax Act, 1961.

4. Investments.

Investments are either classified as current or long term based on the Managements intention. Current investments are carried at the lower of cost and fair value. Long term investments are carried at cost and provision recorded to recognize any decline, other than temporary, in the carrying value of each investment.

5. Earnings per share.

Basic and diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity share outstanding during the year.

6. Provisions, Contingent Liabilities and Contingent Assets

The Company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure of contingent liability is made when there is a possible obligation or a present obligation that will probably not require outflow of resources or where a reliable estimate of the obligation can not be made. Contingent Assets neither recognised nor disclosed in the financial statement.

ODISHA CEMENT LIMITED

CIN:U14200OR2013PLC017132

Registered Office: At/Po/Ps: Rajgangpur-770017, Dist-Sundargarh, Odisha

Notes to Balance Sheet

	(Amount in Rs.)	(Amount in Rs.)
	2014-15	2013-14
Note 2		
Share Capital		
Authorised Share Capital:		
1,00,000 Equity Shares of Rs. 10 each (PY-1,00,000)	1,000,000.00	1,000,000.00
Issued, Subscribed and Paid up:		
50,000 Equity Shares of Rs. 10 each (PY-50000)	500,000.00	500,000.00
TOTAL	500,000.00	500,000.00

2.1 The reconciliation of the number of shares outstanding is set out below:

	As at 31.03.2015	As at 31.03.2014
Particulars	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	50000	0
Add: Shares issued in Cash	0	50000
Equity Shares at the end of the year	50000	50000

2.2 All Shares out of the issued, subscribed and paid up share capital were allotted with equal Voting Rights and there is no any restriction has been imposed regarding distribution of dividends and repayment of capital on such shares.

2.3 The details of Shareholders holding more than 5% Shares:

	As at 31.03.2015		As at 31.03.2014	
Name of the Shareholder	No. of Shares	% held	No. of Shares	% held
OCL INDIA LTD. (Holding Company)	50000	100.00%	50000	100.00%

ODISHA CEMENT LIMITED

CIN:U14200OR2013PLC017132

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Notes to Balance Sheet

	(Amount in Rs.) 2014-15	(Amount in Rs.) 2013-14
Note 3		
Reserves and surplus		
(i) Surplus in Profit & Loss Account		
Balance as per last Balance Sheet	(36,437.00)	-
Add: Profit/(Loss) after tax during the year	(18,798.40)	(36,437.00)
	(55,235.40)	(36,437.00)
TOTAL	(55,235.40)	(36,437.00)
Note 4		
Trade payables		
(i) on account of services received		
K.D.LATH & CO, Chartered Accountants	8,989.00	5,618.00
TOTAL	8,989.00	5,618.00
Note 5		
Short-term provisions		
Others		
Provision for tax	8,850.00	3,320.00
TOTAL	8,850.00	3,320.00
Note : 6		
Deferred Tax Asset/ Liability		
Preliminary Expenses		
Timing Difference	25,000.00	25,000.00
Deferred Tax Asset	7,725.00	7,725.00
Note 7		
Cash and cash equivalents		
Balances with banks		
Current account with Axis Bank Ltd.	115,434.60	154,018.00
Other Bank Balances		
Bank Deposit with original maturity with 12 months	325,132.00	300,000.00
TOTAL	440,566.60	454,018.00
Note 8		
Other current assets		
Interest accrued but not due	11,443.00	10,758.00
Tax Deducted at Source	2,869.00	-
TOTAL	14,312.00	10,758.00

ODISHA CEMENT LIMITED

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Notes to Profit & Loss Statement

	(Amount in Rs.) 2014-15	(Amount in Rs.) 2013-14
Note 9		
Other income		
Interest on FD	28,686.00	10,758.00
TOTAL	28,686.00	10,758.00

Note 10

Other expenses

Payment to Auditors		
For Audit Fees	5,618.00	5,618.00
For Tax Matter fee	3,371.00	-
Others	3,371.00	
Office & General Expenses	-	200.00
Printing & Stationery	-	5,995.00
Consultancy Charges	20,570.00	2,247.00
ROC Filing fee	1,200.00	1,125.00
Bank Charges	4,494.40	-
Preliminary Expenses Written off	-	36,415.00
TOTAL	38,624.40	51,600.00

Note 11

Earnings per equity share:

(i) Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in crore)	-18,798.40	-36,437.00
(ii) Weighted Average number of equity shares used as denominator for calculating EPS	50,000.00	50,000.00
(iii) Basic and Diluted Earnings per share (₹)	-0.38	-0.73
(iv) Face Value per equity share (₹)	10.00	10.00

ODISHA CEMENT LIMITED

CIN: U14200OR2013PLC017132

Registered Office : At/Po/Ps:RAJGANGPUR-770017,Dist-Sundargarh, Odisha

Note 12: Contingent liabilities, not provided for and Capital & other commitments: NIL

Note 13: Related Party Disclosure:

Parties exercising control over the Company:

Related Party	Relationship	Transaction with related party
OCL India Ltd	Holding company	NIL

Note 14: MICRO, SMALL AND MEDIUM SCALE BUSINESS ENTITIES:

There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days during the year and as at March 31, 2015. This information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company

Note 15: SEGMENT REPORTING (AS-17)

The Company operates in a single business and geographical segment.

For and on behalf of

K.D. Lath & Co.

Chartered Accountants

Firm Registration No.306011E

Sudhir Lath

Partner

M. No. 059396

For ODISHA CEMENT LIMITED

Director

J.N.Tiwari

Director

A. K. Dalmia

Place: Rajgangpur

Date: 22nd April 2015