

**RCI POWER (AP) LIMITED**  
**CIN: U40105AP2007PLC056402**  
**Reg Office: Ground Floor A, Water Works Road, RK Paradise,**  
**Tadipatri-515411 Andhra Pradesh**

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**NOTICE CONVENING 12<sup>th</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Twelfth Annual General Meeting of the Members of RCI Power (AP) Limited will be held on Saturday, the 17<sup>th</sup> day of July, 2021 at 11.00 A.M at "Ground Floor, Tangy Apartments, 334 Dr P V Cherian Road, Egmore, Chennai 600 008.(due to COVID the meeting is being held in Chennai as all the Shareholders are in Chennai) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Directors' Report, the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2021, the Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021, the Balance Sheet as at that date and the Auditors' Report thereon.
2. To appoint a Director in the place of Mr. A Sriram (DIN: 00053958), who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a director of the Company liable to retire by rotation.
3. To ratify the appointment of Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of 13<sup>th</sup> Annual General Meeting and in this connection, to consider and if deemed fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) the appointment of Mr. K Rajagopal, Chartered Accountant, Chennai, (Membership No.023716) as Statutory Auditor of the Company be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of the 13<sup>th</sup> Annual General Meeting and that the Board of Directors be and are hereby authorised to fix the remuneration in consultation with the Auditor.

**SPECIAL BUSINESS:**

3. Appointment of Ms. J Sharadha (DIN: .08398179) as Independent Director.

To consider and if deemed fit, to pass the following as Ordinary Resolution:

**RESOLVED THAT** pursuant to Sections 149, 150, 152, 161 and all other applicable provisions of the Companies Act, if any, read with Schedule IV of the act the appointment of Mrs. Gunti Sharadha (DIN: 08398179) as an independent director of the company (who shall not be liable to retire by rotation) for a period of 5 years with effect from 15<sup>th</sup> June, 2021 be and is hereby recommended to the members for their approval at the next general meeting of the company.

On behalf of the Board

  
**A Sriram**  
Director  
DIN:00053958

Place : Chennai  
Date : June 15, 2021

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**NOTES:**

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed in the format sent herewith, not less 48 hours before the commencement of the 12<sup>th</sup> Annual General Meeting.
2. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such person shall not act as proxy for any other person or shareholder.
3. Member/proxies should bring the duly filled Attendance slip enclosed herewith to attend the meeting.
4. The Register of Directors and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
5. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
6. Members are requested to notify the change in their address, if any immediately, so that all communications can be sent to the latest address.
7. All documents referred to in the Notice will be available for inspection at the Company's Registered Office during normal business hours on working days up to the date of the AGM.

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**DIRECTORS REPORT**

Your Directors have pleasure in presenting this 12<sup>th</sup> Annual Report of the Company together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2021. The performance highlights of the Company for the year are summarized below:

**FINANCIAL RESULTS / OPERATIONS, STATE OF AFFAIRS**

Particulars	2020 - 21	2019 - 20
Total Revenue	-	45,475
Total Expenses	5,60,955	1,02,547
Depreciation & Amortisation Expenses	-	-
Profit / (Loss) Before Tax	(5,60,955)	(57,072)
Tax Expense	(2,52,751)	-
Profit After Tax/ (Loss)	(3,08,204)	(57,072)

**COMPANY'S PERFORMANCE**

The total revenue from operations for the year ended 31<sup>st</sup> March, 2021 was Rs. Nil/- as against Rs. 45,475/- for the previous year. The (loss) before tax for the year was (Rs. 5,60,955) as compared to (Rs. 57,075) of the previous year. The (Loss) after tax for the year was Rs. (3,08,204) as compared to (Rs. 57,072) of the previous year.

**DIVIDEND**

In order to conserve the resources for future operations the Directors have not recommended any dividend for the financial year ended 31<sup>st</sup> March, 2021 and consequently, the Company has not transferred any amount to reserves.

**TRANSFER TO RESERVES**

No amount has been carried forward to General Reserve.

**SHARE CAPITAL**

The paid up Equity share capital of the Company as on 31.03.2021 was Rs. 5,00,000/-. During the year under review, the Company has not issued shares with differential voting rights, granted stock options nor sweat equity shares.

**MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD'S REPORT AND END OF FINANCIAL YEAR**

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

**DETAILS OF DEPOSITS**

The Company has not accepted Deposits covered under Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

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**PARTICULARS OF LOANS/GUARANTEES/INVESTMENTS**

There are no particulars relating to loans and guarantees covered under the provisions of Section 186 of the Companies Act, 2013 (Act).

**DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Company has adequate Internal Controls with proper checks and balances to ensure that transactions are properly authorized, recorded and reported apart from safeguarding its assets. These systems are reviewed and improved on a regular basis.

**DIRECTORS**

Ms. J Sharadha (DIN: 08398179) was appointed as an Additional Director of the company with effect from 15<sup>th</sup> June, 2021. She shall hold office up to the date of the ensuing AGM as an additional director. The appointment of Ms. J Sharadha as an independent director up to 5 years from the date of appointment has been recommended for the approval of shareholders at the ensuing AGM.

In accordance with the provisions of the Companies Act, 2013 A Sriram (DIN: 00053958), Director, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. S Jagannathan (DIN: 00057331) resigned from the company with effect from 15<sup>th</sup> June, 2021.

**APPOINTMENT OF KEY MANAGERIAL PERSONNEL**

The Company is in the process of appointing Key Managerial Personnel pursuant to section 203 of the Companies' Act 2013.

**RISK MANAGEMENT**

The Board of Directors have established a review and monitoring process with the management to ensure that the risks pertaining to the business are identified, steps are taken to manage and mitigate the same and periodical updates are discussed.

**NUMBER OF THE MEETINGS OF THE BOARD**

The Board had met Four (4) times during the financial year ended 31st March, 2021. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

**AUDIT COMMITTEE**

The board is in the process of constitution an Audit Committee pursuant to Section 177 of the Companies' Act, 2013.

**DIRECTORS' RESPONSIBILITY STATEMENT**

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

- that in the preparation of the annual financial statements for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair

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view of the state of affairs of the company as at 31<sup>st</sup> March, 2021 and of the loss of the company for the year ended on that date;

- that the directors had 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;
- that the directors had prepared the annual accounts on a going concern basis; and
- 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.

**REMUNERAION POLICY.**

The company is in the processing a drafting a remuneration policy as required under section 178(3) of the Companies Act, 2013.

**CORPORATE SOCIAL RESPONSIBILITY**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

**DECLARATION BY INDEPENDENT DIRECTOR**

The Company is not required to appoint Independent Director under section 149(4) of the Companies Act, 2013 and Rule 4 of the Companies (Appointment and Qualification of director) Rules, 2014 and hence no declaration has been obtained.

**COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTE, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB SECTION (3) OF SECTION 178**

The Company was not required to constitute a Nomination and Remuneration committee under Section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meeting of Board and its Power) Rules, 2014 and Stakeholder Relationship Committee under section 178(5) of the Companies Act, 2013.

**STAKE HOLDERS RELATIONSHIP COMMITTEE**

The company is not required to constitute a Stakeholders Relationship committee under Section 178(5) of the Companies Act, 2013.

**RELATED PARTY TRANSACTIONS**

All transactions entered by the Company with Related Parties were in the ordinary course of business and at arm's length basis and that provisions of Section 188 of the Companies Act, 2013 are not attracted. Hence the disclosure in form AOC-2 is not required. Further there are no materially significant related party transactions made by the Company with promoters, Directors and Key Managerial Personnel.

**EXPLANATION AND COMMENTS**

The report of statutory auditors is self-explanatory and having no adverse comments.

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**STATUTORY AUDITORS**

Mr. K Rajagopal (Registration No. 023716) is appointed as The Statutory Auditor of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 13<sup>th</sup> Annual General Meeting. The Statutory Auditor has confirmed his eligibility under Section 141 of the Companies Act, 2013 and has expressed his willingness to continue as the auditor of the Company and accordingly, the ratification of his appointment is recommended to the Members of the Company.

**INTERNAL AUDITORS**

The Company is not covered under the criteria prescribed in Section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014 for appointment of Internal Auditors.

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

The Company has in place Prevention of Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year 2021.

No. of complaints received – Nil  
No. of complaints disposed of – Not Applicable

**SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS**

The Company has not received any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

These particulars required under Rule 8(3) of the Companies (Account) Rules, 2014 are not applicable to the Company, not being an Industrial Company.

**EXTRACTS OF ANNUAL RETURN**

The details forming part of the extract of the annual return in the prescribed form MGT.9 are annexed herewith.

**ACKNOWLEDGEMENT**

The Directors wish to place on record their sincere thanks to all concerned.

On behalf of the Board



T R Murali  
Director  
DIN: 00053922



A. Sriram  
Director  
DIN: 00053958

Place: Chennai  
Date: June 15, 2021

**K. Rajagopal, B.Sc.,FCA,ACS**  
Chartered Accountant  
Membership No: 023716

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Kesavaperumal Koil East Street,  
Mylapore, Chennai 600 004.  
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To the Members of **RCI POWER (AP) LIMITED**

**Report on the Financial Statements**

I have audited the accompanying financial statements of **RCI POWER (AP) LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of 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 are 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**

My responsibility is to express an opinion on these financial statements based on my audit. I 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.

I have conducted the audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India and u/s 143(10) of the Companies Act. Those Standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. I believe the audit evidence that I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

**Opinion**

In my opinion and to the best of my information and according to the explanations given to me, the 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:



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Chartered Accountant  
Membership No: 023716

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- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2021
- b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date.
- c) in the case of the Cash Flow Statement, of Cash Flow for the year ended on that date.

**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, I attach 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, I report that:
  - a. I have sought and obtained all the information and explanations which to the best of my knowledge and belief are necessary for the purpose of my audit;
  - b. In my opinion proper books of account as required by law have been kept by the Company so far as appears from my examination of those books;
  - c. The Balance Sheet dealt with by this Report is in agreement with the books of account;
  - d. In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e. On the basis of written representations received from the directors as on March 31, 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164 (2) of the Act of the Companies Act, 2013.
  - 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 my opinion and to the best of my information and according to the explanations given to me:
    - i. The Company does not have any pending litigations.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses
    - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

Place: Chennai  
Date : June 15, 2021  
UDIN:21023716AAAABF2782

  
K Rajagopal  
Chartered Accountant  
Membership No; 023716





**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE TO THE MEMBERS OF RCI POWER (AP) LIMITED, ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to me and the books of account and other records examined by me in the normal course of audit, I report that:

- (i)
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets are verified during the year and no material discrepancies are noticed on such verification. In my opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (a) The Company has no immovable property
- (ii) **In respect of Loan given: -**
- The Company has granted unsecured loans to the companies listed in the register maintained under section 189 of the Companies Act, 2013 ("the Act"). Since there is no Agreement regarding terms of payment, the reporting on the terms of payment of the principal and interest does not arise.
- (iii) There are no loans, investment, guarantee and security u/s 185 and 186 of the Companies Act
- (iv) The Company has not accepted any deposits from the public within the meaning of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, the provisions of clause 4(v) of the Order are not applicable.
- (v) To the best of my knowledge and belief, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, in respect of Company's products. Accordingly, the provisions of clause 4(vi) of the Order are not applicable.
- (vi) According to the information and explanations given to me, the Company has lesser Employees than the prescribed minimum under P F Act, E S I Act. The company has no statutory dues in respect of income tax, sale tax, wealth tax, service tax, customs duty, and cess are in arrears except an amount of Rs. 52.66 lacs towards Income Tax as at 31<sup>st</sup> March, 2021 for a period of more than six months from the date they become payable.
- (vii) No contribution was paid towards Gratuity since there are no employees eligible under Provisions of Gratuity Act. According to the information and explanations given to me, there are no disputes in respect of income tax, wealth tax, service tax, customs duty, Excise duty VAT and cess.
- (viii) Since the company has not borrowed funds, the question of repayment to Financial Institutions does not arise.
- (ix) The Company has not raised any Fund by way of public offer or Term Loans



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Chartered Accountant  
Membership No: 023716

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- (x) According to the information and explanations given to me, no material fraud on or Company has been noticed or reported during the course of my audit.
- (xi) The Company is not a Nidhi Company.
- (xii) (xiii Sec 177 of the Companies Act is not applicable to the Company.
- (xiv) Since the Company has not issued Shares/ Debentures question of private placement and or preferential allotment does not arise.
- (xv) The Company has not entered into any non cash transaction with Directors or persons connected with him.
- (xvi) The Company is not required to be registered u/s 45-1A of R B I Act 1934

Place: Chennai  
Date : June 15, 2021  
UDIN:21023716AAAABF2782

*K Rajagopal*

**K Rajagopal**  
Chartered Accountant  
M. No. 023716



**K. Rajagopal, B.Sc.,FCA,ACS**  
Chartered Accountant  
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**ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE TO THE MEMBERS OF RCI POWER (AP) LIMITED, ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

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

I have audited the internal financial controls over financial reporting of ('the Company') as of 31<sup>st</sup> March, 2021 in conjunction with my audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that are operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that I 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. My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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;



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- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In my opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting are operating effectively as at 31-Mar-2021.

Place : Chennai  
Date : June 15, 2021  
UDIN:21023716AAAABF2782

  
K Rajagopal  
Chartered Accountant  
Membership No. 023716



**RCI POWER (AP) LIMITED**

**Financial Statements for the year ended March, 31 2021**

**Balance Sheet as at 31st March, 2021**

Particulars	Note No	(Amount in INR)	
		As at 31st March, 2021	As at 31st March, 2020
<b>1. Non-Current Assets</b>			
(a) Tangible Fixed Assets	2	7,48,31,750	7,48,31,750
(b) Capital Work in Progress		33,86,250	33,86,250
(b) Financial Assets			
Investments			
Loans and Advances	3	1,21,93,934	75,69,077
Other Non Current Assets		-	-
<b>Total Non Current Assets</b>		<b>9,04,11,934</b>	<b>8,57,87,077</b>
<b>2. Current Assets</b>			
(a) Inventories			
(b) Financial Assets			
Trade Receivables	4	-	46,75,276
Cash and Cash Equivalents	5	5,16,485	5,16,485
Loans and Advances		-	-
(c) Other Current Assets	6	2,58,539	2,58,539
		7,75,024	54,50,300
<b>TOTAL ASSETS</b>		<b>9,11,86,958</b>	<b>9,12,37,377</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>3. Equity</b>			
(a) Equity Share Capital	7	5,00,000	5,00,000
(b) Other Equity	8	8,52,87,398	8,55,95,602
Total Equity		8,57,87,398	8,60,95,602
<b>4. Non-Current Liabilities</b>			
(a) Financial Liabilities			
Borrowings		-	-
Long Term Liabilities		-	-
(b) Long Term Provisions		-	-
Total Non Current Liabilities		-	-
<b>5. Current Liabilities</b>			
(a) Financial Liabilities			
Borrowings			
Trade Payables	9	1,33,250	1,52,550
(b) Provisions	10	52,66,310	49,89,225
(c) Other Current Liabilities			
Total Current Liabilities		53,99,560	51,41,775
<b>Total</b>		<b>9,11,86,958</b>	<b>9,12,37,377</b>
<b>Significant accounting policies</b>	1		

The accompanying notes are an integral part of the financial statements

As per my report attached

K Rajagopal  
Chartered Accountant  
M.No: 023716



Place : Chennai  
Date : 15.06.2021  
UDIN: 21023716AAAABF2782


For and on behalf of the Board

A Sriram  
Director  
DIN: 00053958

T R Murali  
Director  
DIN 00053922

**RCI POWER (AP) LIMITED**

**Statement of Profit & Loss for the year ended 31st March, 2021**

Particulars	Note No	(Amount in INR)	
		for the year ended 31.03.2021	for the year ended 31.03.2020
I. Revenue from operations	11	-	-
II. Other Income	13	-	45,475
<b>III. Total Revenue (I +II)</b>		<b>0</b>	<b>45,475</b>
<u>III. Expenses:</u>			
<u>Direct Expenses</u>		-	-
<u>Indirect Expenses</u>			
Employee Related Expenses	12	5,60,936	1,02,465
Selling, Administration & other expenses	13	19	82
Financial costs			
<b>Total Expenses</b>		<b>5,60,955</b>	<b>1,02,547</b>
IV. Profit before tax		<b>-5,60,955</b>	<b>-57,072</b>
V. Tax expense:		-2,52,751	0
VII. Profit/(Loss) for the year		<b>-3,08,204</b>	<b>-57,072</b>
VIII. Earning per equity share:			
(1) Basic Refer Note 24(viii)		(6.16)	(1.14)
(2) Diluted Refer Note 24(viii)		(6.16)	(1.14)
<b>Statement of Significant Accounting Policies</b>	<b>1</b>		
The accompanying notes are an integral part of the financial statements			
<p>K Rajagopal Chartered Accountant M.No: 023716</p> 		<p align="right">For and on behalf of the Board</p> <p>A Sriram Director DIN: 00053958</p> <p>T R Murali Director DIN 00053922</p>	
<p>Place : Chennai Date : 15.06.2021 UDIN: 21023716AAAABF2782</p>			

RCI POWER (AP) LIMITED

Cash flow Statement for the year ended 31st March, 2021

(Amount in INR)		
Particulars	for the year ended 31.03.2021	for the year ended 31.03.2020
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax from continuing operations	-5,60,955	-57,072
Profit before tax from discontinuing operations	0	0
Profit Before Tax	-5,60,955	-57,072
Depreciation / Amortization		
Interest Expense		
Movements in Working Capital		
(Increase) / Decrease in Inventories		
(Increase) / Decrease in Trade Receivables	46,75,276	16,84,724
(Increase) / Decrease in Other Assets	-	-40,928
Increase/ (Decrease) in Trade Payables	-19,300	41,800
Increase/ (Decrease) in Provisions	2,77,086	
Increase/ (Decrease) in Other Current Liabilities	-	-16,87,407
Decrease/ (Increase) in Other Non - Current Assets		
Cash Generated from/ (used in) operations	43,72,107	-58,883
Direct Taxes (Net of Refunds)	2,52,751	-4,549
Net Cash Flow From/ (Used in) operating Activities (A)	46,24,858	-63,432
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets including intangible assets, CWIP	-	-
Net Cash Flow From/ (Used in) Investing Activities (B)	0	0
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Borrowings		
Proceeds from Loans	-46,24,858	63,432
Proceeds from Other Financial Liabilities		
Interest Paid		
Net Cash Flow From/ (Used in) Financing Activities (C)	-46,24,858	63,432
Net Increase/ (decrease) in cash and cash equivalents (A+B+C)	0	-
Cash and Cash equivalents at the beginning of the year	5,16,485	5,16,485
Cash and Cash equivalents at the end of the year	5,16,485	5,16,485
<b>NOTE:</b>		
Cash and Cash equivalents as per Balance Sheet	5,16,485	5,16,485

As per my report attached

  
K Rajagopal  
Chartered Accountant  
M.No: 023716



Place : Chennai  
Date : 15.06.2021  
UDIN: 21023716AAAABF2782

for and on behalf of the Board

   
A Sriram  
Director  
DIN: 00053958  
T R Murali  
Director  
DIN:00053922

RCI POWER (AP) LIMITED

Notes forming part of the Financial Statements for the year ended 31<sup>st</sup> March, 2021

Note No: 1

1. General information

a. The financial statements have been prepared and presented as per provisions of Schedule III of the Companies Act 2013.

b. All amounts in the financial statements are presented in rupees, except as otherwise stated.

2. Company overview

RCI WINDFARM LIMITED is an entity engaged in the business of generation of energy from wind.

Note 1: Significant accounting policies

1) Basis of preparation of financial statements

The financial statements are prepared in accordance with Generally Accepted Accounting Principles ("GAAP") applicable in India. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2006 and the provisions of the Companies Act, 1956. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The management evaluates all recently issued or revised accounting standards on an on-going basis.

2) Use of estimates

The preparation of the financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures of contingent liabilities as at the date of the financial statements and reported amounts of revenue and expenses for the year. The key estimates made by the Company in preparing these financial statements comprise provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes and the useful lives of assets. Actual results could differ from those estimates.

3. Inventories : Investments are stated at cost

4. Contingent Liabilities : NIL

5. The Company has incurred a loss of Rs. 3,08,204/- for the year ended as at 31.03.2021 as against a loss of Rs. 57,072/- for the previous year. There is no change in the accounting policy.

6. Tangible Assets: Fixed Assets are stated at historical cost. Cost includes related taxes (net of Cenvat), duties, freight, insurance etc. attributable to acquisition and installation of assets and borrowing cost incurred up to the date of commencing operations.

7. Depreciation / Amortization: Since the company has only Land and Capital Work in progress Depreciation / Amortization does not arise.

8. The Company has no construction contract.

9. Revenue Recognition: The company has leased out land and lease rental for 7.96 M.W. has been charged on work completed out of 15 MW.





10. There is no effect on account of change in foreign exchange as the company is not having any foreign currency transaction during the year.
11. The Company has not obtained / availed any Grant from Government.
12. Employee Benefits: The Company is not having any employee on its role during the year under review and hence the provisions of The Employees' Provident Fund and Miscellaneous Provisions Act and Gratuity Act, is not applicable.
13. The Company has not borrowed any amount during the year.
14. The Company has no Lease agreement
15. Taxes on Income: Since the company has accumulated Losses, Income tax provision has been made for MAT.
16. The Company has no Intangible Assets.
17. Impairment of Assets: Not Applicable as there are no fixed assets in the company.
18. No provision has been made for contingent assets and contingent liabilities
19. The following are not applicable : Accounting for Investment AS 13, Accounting for Amalgamation AS 1, Segment reporting.AS 17, Consolidated financial statement AS 21,Investment in Associate companies AS 23, Discontinuing operation, AS 24, Interim financial reporting AS 25 and Joint Venture AS 27.
20. Related party disclosure

List of Related Parties:

Entities with common directors

- 1) RCI Power Ltd
- 2) RCI Wind Farm (30MW) Pvt Ltd
- 3) RCI Wind Farm (50MW) Pvt Ltd

Holding Company

Premier Energy and Infrastructure Ltd

Loans and advances given to / taken from related parties:


Related Party	Relationship	Opening Balance DR (CR)	Received during the year	Paid during the year	Closing Balance DR (CR)
RCI Power Ltd	Common director	75,69,077	17,35,143	63,60,000	1,21,93,934

21. Figures have been regrouped and reclassified wherever necessary

for and on behalf of the board

  
K Rajagopal  
Chartered Accountant  
Membership No.023716



  
A Sriram  
Director  
DIN: 00053958

  
T R Murali  
Director  
DIN: 00053922

Place: Chennai  
Date : June 15, 2021  
UDIN: 21023716AAAABF2782

RCI POWER (AP) LIMITED

Note 2

Fixed Assets

Asset	Gross Block				Depreciation				(Amount in INR) Net Block	
	Opening balance as on 01.04.20	Additions	Deletions	Closing Balance as on 31.03.2021	Opening balance as on 01.04.20	Additions	Deletions	Closing Balance as on 31.03.2021	As at 31st March, 2021	As at 31st March 2020
Tangible asset										
Leasehold Land	7,48,31,750	-	-	7,48,31,750	-	-	-	-	7,48,31,750	7,48,31,750
Previous Year	7,48,31,750			7,48,31,750					7,48,31,750	7,48,31,750
Capital Work in Progress	33,86,250			33,86,250	-	-	-	-	33,86,250	33,86,250
Previous Year	33,86,250			33,86,250	-	-	-	-	33,86,250	33,86,250
<b>Total</b>	<b>7,82,18,000</b>	<b>-</b>	<b>-</b>	<b>7,82,18,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,82,18,000</b>	<b>7,82,18,000</b>
Previous year	7,82,18,000			7,82,18,000	-	-	-	-	7,82,18,000	7,82,18,000



**RCI POWER (AP) LIMITED**

Notes Forming part of Financials Statements as at 31st March, 2021

	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
<b>Note 3</b>		
<b>Long Term Loans &amp; Advances</b>		
Advances to Related Parties		
<b>Total</b>	1,21,93,934	75,69,077
	<b>1,21,93,934</b>	<b>75,69,077</b>
<b>Note 4</b>		
<b>Sundry Debtors</b>		
Sundry Debtors (Unsecured, Considered Good)		
<b>Total</b>	-	46,75,276
	-	-
	-	<b>46,75,276</b>
<b>Note 5</b>		
<b>Cash and bank balances</b>		
Balance with banks		
in Current account		
in Deposits account	12,134	12,134
<b>Total</b>	5,04,351	5,04,351
	<b>5,16,485</b>	<b>5,16,485</b>
<b>Note 6</b>		
<b>Other Current Assets</b>		
Interest accrued and not due		
<b>Total</b>	2,58,539	2,58,539
	<b>2,58,539</b>	<b>2,58,539</b>
<b>Note 7</b>		
<b>Share Capital</b>		
<b>Authorized Share Capital:</b>		
2,50,000 (Previous Year 2,50,000) Equity shares of Rs.10 each	25,00,000	25,00,000
<b>Issued, Subscribed and Fully Paid up Share Capital:</b>		
50,000 (Previous Year 50,000) Equity shares of Rs.10 each	5,00,000	5,00,000
<b>Total</b>	<b>5,00,000</b>	<b>5,00,000</b>
<b>Reconciliation of number of shares</b>		
	As at March 31, 2021	As at March 31, 2020
Number of equity shares at the beginning of the year	50,000	50,000
Add: Issue on Amalgamation	-	-
Number of equity shares at the end of the year	50,000	50,000
<b>Number of shares held by share holders more than 5% of total shares</b>		
<b>Name of the Shareholder</b>	<b>% of holding</b>	<b>31.03.21</b>
Premier Energy and Infrastructure Limited	99.99%	49,994
		49,994
<b>Terms / Rights attached to Equity shares:</b>		
The company is presently having one class of equity shares having a par value of Rs. 10/= per share. Every share holder is entitled to one vote per share.		
In the event of winding up of the company, the Equity Shareholders will be entitled to receive the assets of the company. The distribution will be in proportion to the number of equity shares held by the shareholders.		
<b>Note 8</b>		
<b>Reserves and Surplus</b>		
<b>Revaluation reserve</b>		
Opening balance		
Add: On revaluation of fixed assets	7,48,31,750	7,48,31,750
<b>Closing balance</b>	-	-
	7,48,31,750	7,48,31,750
<b>Surplus from Profit &amp; Loss account</b>		
Opening balance		
Add: Current year surplus	1,07,63,852	1,08,20,924
<b>Closing balance</b>	(3,08,204)	(57,072)
	1,04,55,648	1,07,63,852
<b>Total</b>	<b>8,52,87,398</b>	<b>8,55,95,602</b>



Notes Forming part of Financials Statements as at 31st March, 2021

	(Amount in INR)	
	As at March 31, 2021	As at March 31, 2020
<b>Note 9</b>		
<b>Other Current Liabilities</b>		
Trade Payables		
<b>Total</b>	1,33,250	1,52,550
	<b>1,33,250</b>	<b>1,52,550</b>
<b>Note 10</b>		
<b>Short Term Provisions</b>		
Provision for Taxation (net of advance tax)		
<b>Total</b>	52,66,310	49,89,225
	<b>52,66,310</b>	<b>49,89,225</b>
<b>Note 11</b>		
<b>Other Income</b>		
Interest on Fixed Deposit		
<b>Total</b>	-	45,475
	-	<b>45,475</b>
<b>Note 12</b>		
<b>Selling, Administration &amp; other expenses</b>		
Audit Fees		
Service Charges	10,000	10,000
Office Maintenance	20,000	40,500
Other Expenses	-	42,220
ROC Filing Fees	-	315
Rates & Taxes	1,100	7,000
Printing & Stationery	-	1,800
Interest on Income Tax	-	630
	5,29,836	
	<b>5,60,936</b>	<b>1,02,465</b>
<b>Note 13</b>		
<b>Finance costs</b>		
Bank charges		
	19	82
	<b>19</b>	<b>82</b>

