

NISSAN COPPER LIMITED

Mfrs. of NISSCOP™ Brand Copper Products

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Standalone Audited Financial Results for the Quarter and Year ended 31st March 2015

	Particulars	Quarter Ended			Year Ended	
		31.03.2015 Audited	31.12.2014 Unaudited	31.03.2014 Audited	31.03.2015 Audited	31.03.2014 Audited
1	a) Net Sale/Income from Operations (Net of Excise Duty)	6.56	19.69	1.24	95.27	463.88
	b) Other Operating Income	-	-	-	-	-
	Total Income from Operations (Net)	6.56	19.69	1.24	95.27	463.88
2	Expenses					
	a. (Increase)/Decrease in stock	6.68	19.15	(0.05)	92.00	(256.91)
	b. Consumption of Raw Materials	-	-	0.11	-	860.31
	c. Purchase of traded goods	-	-	0.00	-	197.48
	d. Employee Benefit Expenses	6.35	5.52	16.71	50.70	137.41
	e. Depreciation and amortisation expenses	3,163.89	287.02	328.75	4,021.89	1,334.26
	f. Other Expenditure	3,912.97	125.71	16,103.79	4,184.02	17,191.97
	Total Expenses	7,089.89	437.40	16,449.32	8,348.61	19,464.52
3	Profit/(Loss) from operations before Other Income, Finance Costs & Exceptional Item (1-2)	(7,083.33)	(417.71)	(16,448.08)	(8,253.34)	(19,000.64)
4	Other Income	10.04	24.10	25.90	34.40	145.58
5	Profit/(Loss) from ordinary activities before finance cost & Exceptional items (3+4)	(7,073.29)	(393.61)	(16,422.18)	(8,218.94)	(18,855.06)
6	Finance Costs	2.08	-	(347.99)	7.22	881.73
7	Profit/(Loss) from ordinary activities after finance cost but before Exceptional items (5-6)	(7,075.37)	(393.61)	(16,074.19)	(8,226.16)	(19,736.79)
8	Exceptional Items	-	-	-	-	-
9	Profit/(Loss) from Ordinary Activities before tax (7-8)	(7,075.37)	(393.61)	(16,074.19)	(8,226.16)	(19,736.79)
10	Tax Expense					
	a) Current Tax	-	-	-	-	-
	b) Excess / Short provision of tax for earlier years	-	-	-	-	-
	c) Deferred Tax	(0.14)	(1.28)	0.33	-	101.58
11	Net Profit/(Loss) from Ordinary Activities after tax (9-10)	(7,075.23)	(392.33)	(16,074.52)	(8,226.16)	(19,838.38)
12	Extraordinary Items (net of tax expense)	-	-	-	-	-
13	Net Profit/(Loss) for the period	(7,075.23)	(392.33)	(16,074.52)	(8,226.16)	(19,838.38)
14	Paid-up Equity Capital	6,285.59	6,285.59	6,285.59	6,285.59	6,285.59
15	(Face Value Rs. 10/- per share)					
15	Reserve excluding Revaluation Reserve	N.A.	N.A.	N.A.	N.A.	N.A.
16	Earning Per Share (Weighted Average)					
	- Basic and Diluted (Rs.)	(11.26)	(0.62)	(25.57)	(13.09)	(31.56)
	(not annualised)*	*	*	*	*	*

Part - 2

A PARTICULARS OF SHAREHOLDING

1	Public shareholding					
	- Number of shares	45,690,422	45,690,422	45,690,422	45,690,422	45,690,422
	- Percentage of shareholding	72.69%	72.69%	72.69%	72.69%	72.69%
2	Promoters and promoters group Shareholding					
	(a) Pledged/Encumbered					
	- Number of Shares	17,165,483	17,165,483	17,125,083	17,165,483	17,125,083
	- Percentage of shares	100.00%	100.00%	99.76%	100.00%	99.76%
	(as a % of the total shareholding of promoter & Promoter Group)					
	- Percentage of shares	27.31%	27.31%	27.31%	27.31%	27.31%
	(as a % of the total share capital of the Co.)					
	(b) Non-encumbered					
	- Number of Shares	-	-	40,400	-	40,400
	- Percentage of shares	-	-	0.24%	-	0.24%
	(as a % of the total shareholding of promoter & Promoter Group)					
	- Percentage of shares	-	-	0.06%	-	0.06%
	(as a % of the total share capital of the Company)					

Particulars Three months ended 31st March, 2015

B INVESTOR COMPLAINTS IN NUMBERS

Pending at the beginning of the quarter	0
Received during the quarter	0
Disposed off during the quarter	0
Remaining unresolved at the end of the quarter	0

Place : Mumbai
Date : 16.07.2015

Ranad
Ratanlal Mardia
Managing Director

Registered Office cum Unit II : Survey No. 168 / 2 / 1, Village: Rudana, Gram: Khanvel,
Silvassa - 396 230. U.T. of Dadra & Nagar Haveli. INDIA.

CIN-L36939DN1989PLC000377



An ISO 9001:2008 COMPANY



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Nirmal Lifestyle, L. B. S. Marg,
Mulund (W), Mumbai - 400 080.
Tel.: 2562 8290 / 91 / 6770 0107 /
2567 2233 / 5544
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**R. C. JAIN
&
ASSOCIATES**
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Members of Nissan Copper Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Nissan Copper Limited (hereinafter referred to as '**the Company**'), which comprise the balance sheet as at **31 March 2015**, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

BHOPAL BRANCH :

302, Plot No. 75 B, 1st Floor,
Kasturba Nagar,
Bhopal - 462 001. (M.P.)
Tel.: 0755 - 2600646
Email : hmjainca@rediffmail.com

SHIVPURI BRANCH :

Above Chirayu Hospital,
Near Hotel Galaxy, Mahal Colony,
Shivpuri - 473551. (M.P.)
Tel : 07492-23223
Email : g2a_ca@rediffmail.com

Website : www.rcjainca.com

AURANGABAD BRANCH :

A-2, 1st Floor, Laxmi Pralhadayan,
Near Eknath Rang Mandir,
Osmanpura, Aurangabad - 431 005. (MAH.)
Tel. 0240-2357556
Email : sskasliwal@gmail.com

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

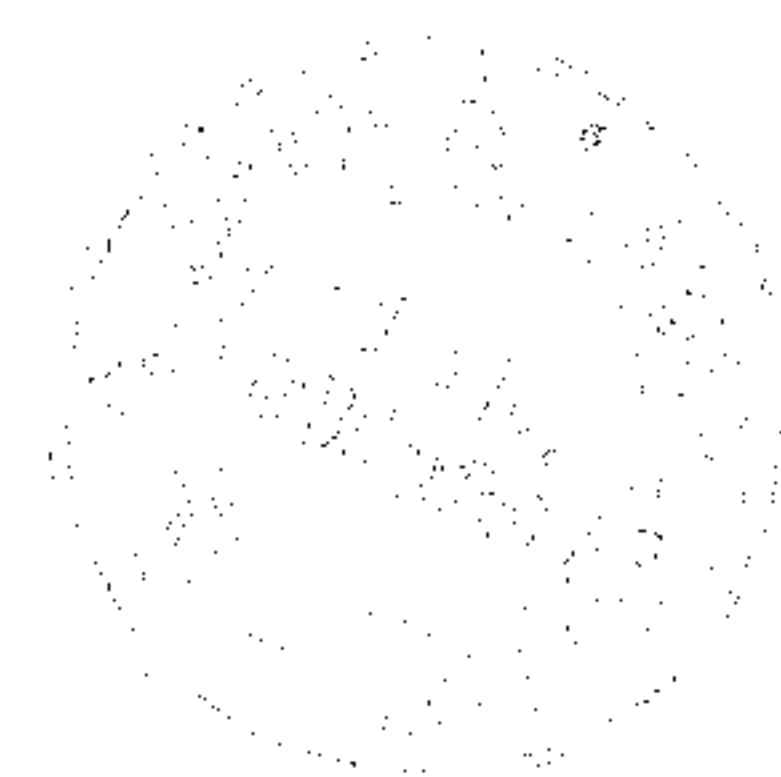
We have conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material 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 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 31 March 2015 and its profit and its cash flows for the year ended on that date, subject to the items mention below.

Emphasis of Matter

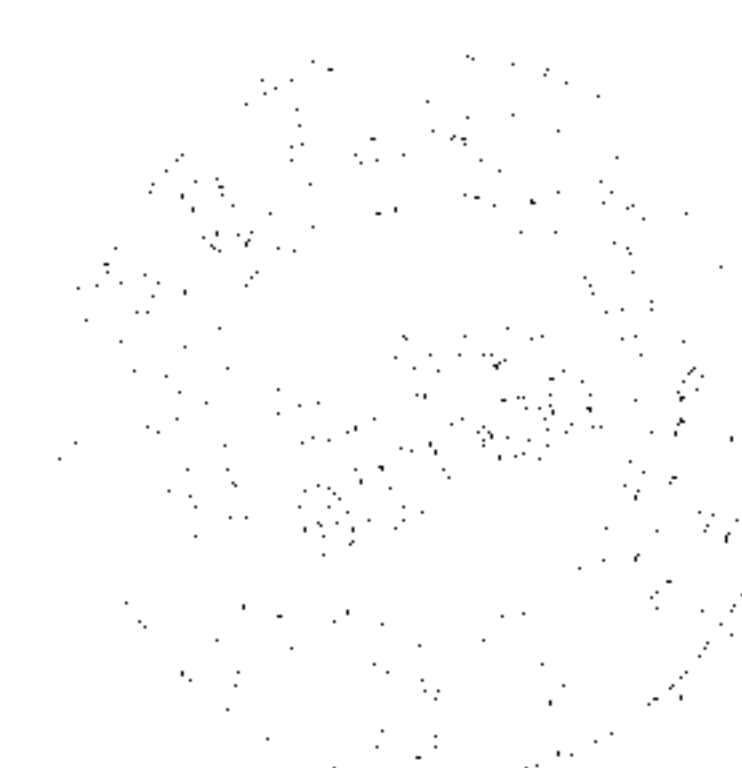
Without qualifying our report, your attention is invited to clauses mentioned in the notes to accounts annexed to and forming part of the financial statements.

- a. CDR Package approved by CDR-EG through the Master Restructuring agreement was not implemented due to inability of promoters to pay their part of contributions. The same has been disclosed in notes to account of the company.
- b. Due to insufficiency of Funds, the Company couldn't make payment of Undisputed Statutory due such as Provident Funds, Tax Deducted at Source, Profession Tax, Sales Tax and Service Tax (Payable under reverse charge) etc. Since the company has not paid the above stated amount, the company is liable to pay amount now along with interest and Penalty. The company has not made the provision for interest on TDS amounting to Rs. 3, 92,000 and penalty. The interest and penalty for the other outstanding statutory dues could not be ascertained and thus, not provided for in the books. Hence the loss and the liabilities of the company have been understated to that extent. The same has been disclosed in notes to account of the company.
- c. The interest has not been provided on the Loans taken from some of the Financial Institutions/Bankers since the company's balances in the same have been declared as Non-Performing Asset and there is no certainty of payment for such Principle/interest. As such the Loss and liabilities for the period have been understated to that extent. The same has been disclosed in notes to account of the company.
- d. The winding up petition was filed against the company u/s. 433(e) and (f) read with section 433(1)a and 434 read with section 439 of companies act, 1956 in Gujarat High Court vide Appeal no 25 of 2013. The final outcome of the original petition filed is not yet determined as the matter is still pending in the Gujarat High court. In case the final outcome of same is decided against the company it may affect the Going Concern of the company. The same has been disclosed in notes to account of the company.



- e. Due to Lack of funds, the Manufacturing unit of the company situated at silvassa is not in operation. Since the operating cost of the same is huge, the management is not in a position to operate it. The same has been disclosed in notes to account of the company.
- f. An appeal filed against the assessment order for the financial year 2005-2006, 2006-2007, 2008-2009 and 2009-2010 under Maharashtra Value Added Tax Act, 2002 is still pending. Since appeal is still pending, the provision for the same has not been made by the Company. The company is optimistic on the same being accepted. However, if it is dismissed the company shall have to face both penalty and prosecution. The company has made short provision for the same, loss and liabilities of the company have been understated to that extent. The same has been disclosed in notes to account of the company.
- g. During the year, the company has written off long outstanding dues from debtors as the same was not recoverable from them. The company has written these off after the long follow up with the debtors but without any legal action to recover the same. As and when the amount is received from any or all of the debtors the same shall be offered as income of the year in which it has been received. The loss of the company has increased to that extent. The same has been disclosed in notes to account of the company. The company has written back due payable to creditors and outstanding loans due to insufficiency of funds.
- h. During the year, assessment under Section 23 of the Maharashtra Value Added Tax Act, 2002 was completed. The final amount payable under the assessment for different years is as follows:

Financial Year	VAT Liability Payable	CST Liability Payable	Total
2007-2008	21,848,944	852,892	22,701,836
2010-2011	172,202,935	3,681,734	175,884,669
Total	194,051,879	4,534,626	198,586,505



- The company has not made the provision for FY 2007-08 and for FY 2010-11 short Provision has been made by the company as the company is in the process of filing an appeal against the said order. The same has been shown as contingent liabilities in notes to account of the company.
- i. The Criminal Complaints no 2288, Complaints no 2289, Complaints no 2331, Complaints no 2332 filed by India Factoring & Finance Solution Pvt Ltd u/s 138 R/W 141 of The Negotiable Instruments Act, 1881 is pending in the Court of Metropolitan Magistrate, 58th Court at Bandra. The same has been disclosed in notes to account of the company.
 - j. The Criminal Complaints filed by Bibby Financial Services India Pvt Ltd u/s 138 R/W 141 of The Negotiable Instruments Act, 1881 is pending in the Court of Shri Sukh Preet Singh, Judicial Magistrate, 1st Class Gurgaon Haryana. The same has been disclosed in notes to account of the company.
 - k. Deferred tax assets should be 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. Considering that no viable future taxable income is expected to accrue to the company, and on the basis of the principle of prudence, no recognition has been done for deferred tax asset during the year. The same has been disclosed in notes to account of the company.
 - l. The company has not complied with the provision of companies Act 2013 regarding appointment of woman director. Since the Provision of Companies Act has not been complied for the company and every director of Company are liable to be penalised. The company has not made the provision of the penalty and hence to that extent the Loss of liabilities the company is understated. The same has been disclosed in notes to account of the company.
 - m. In accordance with AS 13 "*Accounting for Investments*", Long term investments are usually carried at cost. However, when there is decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognize the decline. Owing to the aforesaid clause of the relevant Accounting Standard, during the



year Long Term investment made in foreign subsidiary NC Middle East has been written off due to uncertainty in its recoverability in the future years.

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;

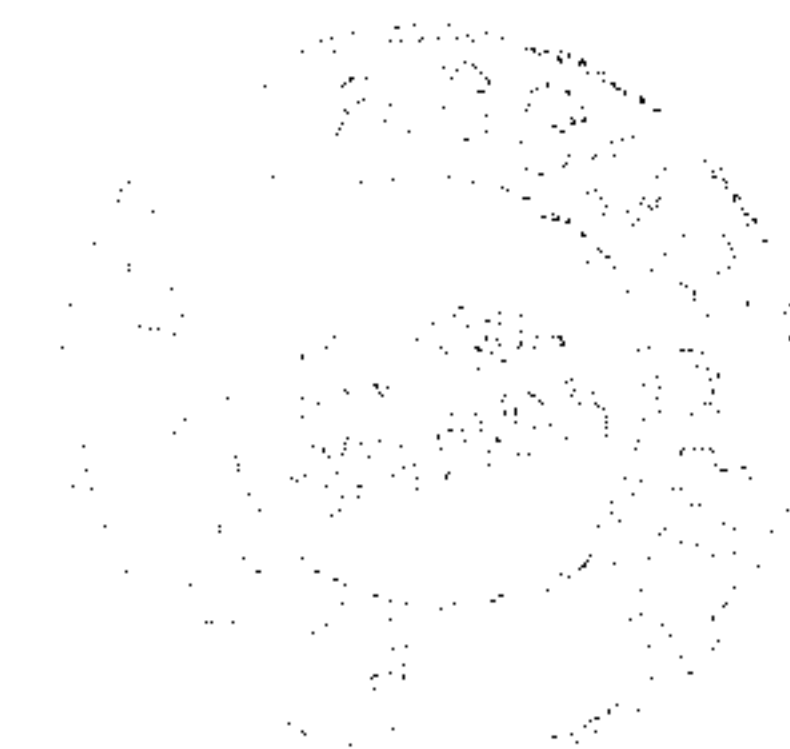
(c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

(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 31 March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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 has not disclosed the impact of pending litigations on its financial position in its financial statements. Since the appeal against the order is still pending the same has been shown as contingent liabilities in financial statement.



ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

We further report the following:-

- a) Pending confirmations and reconciliation, the balances under the heads Sundry Creditors, Loans Liabilities, Loans & Advances, Deposits and of the Sundry Debtors remain as per book balance the impact of which cannot be quantified at this stage
- b) The effect of qualification given above on the profit as well as assets and liabilities of the company could not be ascertained for the want of details in respect of (a) above.

For R.C. JAIN & ASSOCIATES

Chartered Accountants

FRN No. 103952W

Place: - Mumbai

Date: 26th May, 2015

R.C.Jain

(Partner)

M. NO.038096

Annexure to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2015, we 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 five years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (ii) (a) The Company has conducted physical verification of the inventory during the year at reasonable time intervals.

(b) The procedures adopted for the physical verification of the inventory are commensurate in relation to the size and nature of the business of the Company.

(c) No material discrepancies were noticed on physical verification of the inventory.
- (iii) (a) The Company has granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

(b) The overdue amount of such loan advanced during the year is Rs. 52, 94,302.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and sale of goods. The activities of the Company do not involve purchase of inventory and the sale of services.



We have not observed any major weakness in the internal control system during the course of the audit.

- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has prescribed maintenance of the cost records under section 148(1) of the Companies Act, 2013, in respect to the company's products. During the year under review, the company has not maintained the cost records as per the prescribed guidelines. The Cost Audit for the period was also not conducted as per the said Guidelines.
- (vii) (a) According to the records of the Company, the company has not defaulted in depositing the undisputed statutory dues including, Investor Education and Protection Fund, Employees' State Insurance, Sales Tax, Wealth Tax, , Customs Duty, Excise Duty, Cess, and other statutory dues except TDS, Service Tax (Payable Under Reverse charge), Provident funds and Profession Tax amounting of Rs 25,00,704/- undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2015 for a period of more than six months from the date of becoming payable.
- (b) According to the information and explanations given, there are no dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of any dispute, except as under:

Name of the Statute (Nature of Dues)	Forum where dispute is pending	Amount	Period
Income tax Act 1961 , Income Tax (penalty)	CIT(A)	Rs. 396,528	FY 2003-04



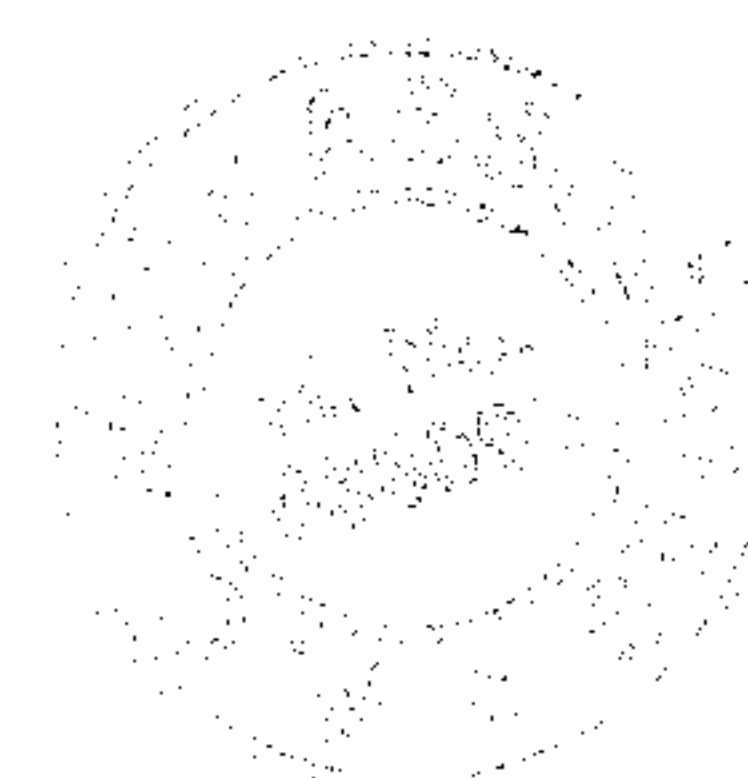
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 2,97,00,000	FY 2006-07
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 3,91,54,546	FY 2007-08
Income tax Act 1961 ,			
Income Tax	CIT(A)	Rs. 236,949,210	FY 2010-11
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 1,79,00,000	FY 2004-05
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 9,40,00,000	FY 2005-06
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 43,05,893	FY 2008-09
Income tax Act 1961 ,			
Income Tax	CIT(A)	Rs. 2,88,434,638	FY 2008-09
Income tax Act 1961 ,			
Income Tax	ITAT	Rs. 38,454,130	FY 2009-10
Income tax Act 1961 ,			
Income Tax	CIT(A)	Rs. 165,707,310	FY 2011-12
Excise Duty	Hon'ble CESTAT	Rs. 85,904,087	FY 2006-07
Excise Duty (Penalty)	Hon'ble CESTAT	Rs. 85,904,087	FY 2006-07
Excise Duty	Hon'ble CESTAT	Rs. 31,335,656	FY 2007-08
Excise Duty (Penalty)	Hon'ble CESTAT	Rs. 31,335,656	FY 2007-08



Sales Tax	Joint Commissioner of Sales Tax (Appeal)	Rs. 7,828,812	FY2005-06
Sales Tax	Joint Commissioner of Sales Tax (Appeal)	Rs. 11,542,470	FY 2006-07
Sales Tax	Joint Commissioner of Sales Tax (Appeal)	Rs. 25,916,588	FY 2008-09
Sales Tax	Joint Commissioner of Sales Tax (Appeal)	Rs. 66,558,666	FY 2009-10
Sales Tax	Assistant Commissioner of Sales Tax (Investigation)	Rs. 22,701,836	FY 2007-08
Sales Tax	Assistant Commissioner of Sales Tax (Investigation)	Rs. 175,884,669	FY 2010-11
Sales Tax	Assistant Commissioner of Sales Tax (Investigation)	Rs. 43,793,824	FY 2011-12

(c) According to the information and explanations given to us the amounts which were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under has been transferred to such fund within time.

(viii) The accumulated loss of the company is more than fifty percent of its net worth at the end of the financial year. The company has incurred cash loss during the year. In immediately preceding financial year also the company had incurred cash loss.



- (ix) According to the records of the Company examined by us and the information and explanations given to us, the Company has defaulted in repayment of dues to the public financial institution as at the balance sheet date. The amount of Default and Period of default cannot be determined due to non availability of Information.
- (x) In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xi) Based on the information and explanation given to us, term loan was applied for the purpose for which the loan was obtained.
- (xii) During the course of our examination of books and records of the Company, carried out in accordance with auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For R.C. JAIN & ASSOCIATES
Chartered Accountants

FRN No. 103952W

Place: - Mumbai

Date: 26th May, 2015

R.C.Jain

(Partner)

M. NO.038096

