



# NILE LIMITED

An ISO 9001 Company  
CIN : L27029AP1984PLC004719

PLOT NO. 24 A/A, MLA COLONY, ROAD NO. 12, BANJARA HILLS,  
HYDERABAD - 500 034, INDIA Phone : +91 40 23606641 Fax : +91 40 23606640  
E-mail : ho@nilelimited.com website : www.nilelimited.com

1<sup>st</sup> September, 2021

**The Corporate Relations Department,**  
BSE Ltd., P.J.Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.

**BSE Code No.530129**

Sub: 37<sup>th</sup> Annual Report 2020-21 and Notice of 37<sup>th</sup> Annual General Meeting.

Ref: Regulation 34 of SEBI (LODR) Regulations, 2015

Pursuant to the provisions of Regulation 34 of the SEBI (LODR) Regulations, 2015, please find enclosed 37<sup>th</sup> Annual Report 2020-21 and Notice of the 37<sup>th</sup> AGM.

The Company is going to send the Annual Report to all the shareholders and other eligible persons by e-mail (electronic mode) only.

Thank You  
With regards,  
For NILE Limited

*Rajani K*

Rajani K  
Company Secretary  
F8026

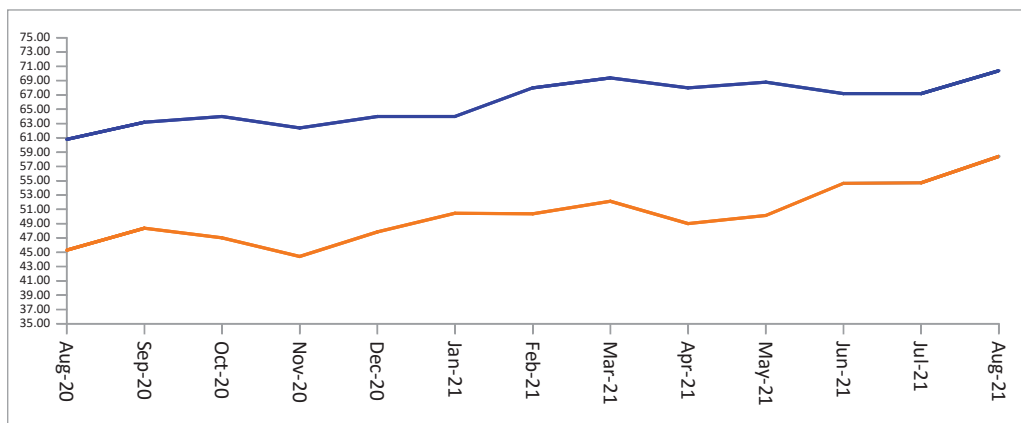




**N I L E**  
**L I M I T E D**

**37<sup>th</sup>** ANNUAL  
REPORT | **2020-21**

## LEAD PRICE MOVEMENT

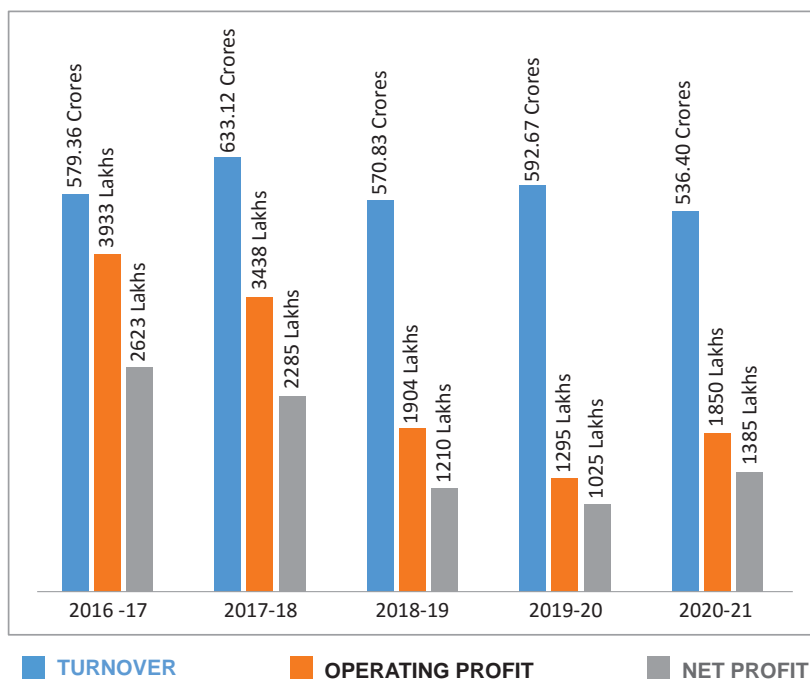


— LONDON METAL EXCHANGE PRICE IN US DOLLARS, SCALE 1 = 40 US DOLLARS

— INDIAN CRUDE LEAD PRICE IN INDIAN RUPEES, SCALE 1 = Rs.2,500/-

-Data as on the first day of each month

## LAST 5 YEARS' TURNOVER, PROFIT (in Rs.)





## 37<sup>th</sup> Annual Report

### CORPORATE INFORMATION

CIN: L27029AP1984PLC004719

#### Board of Directors

**Sri Vuyyuru Ramesh** (Executive Chairman)  
**Sri Sandeep Vuyyuru Ramesh** (Managing Director)  
**Smt Vuyyuru Rajeswari**  
**Sri S. V. Narasimha Rao**  
**Sri Vemulapalli Ashok**  
**Sri Satish Malladi** (Resigned on 10<sup>th</sup> July, 2020)  
**Sri Sridar Swamy**  
**Sri Suketu Harish Shah**  
**Dr Yeswanth Nama Venkateswwaralu**  
**Sri Kadiri Ramachandra Reddy**  
**Sri Venkateswarlu Jonnalagadda**  
 (Appointed on 12<sup>th</sup> August, 2021)

#### Audit Committee

**Sri S. V. Narasimha Rao** (Chairman)  
**Sri Vemulapalli Ashok**  
**Sri Sridar Swamy**  
**Sri Vuyyuru Ramesh**  
**Sri Sandeep Vuyyuru Ramesh**  
**Sri Kadiri Ramachandra Reddy**

#### Nomination and Remuneration Committee

**Sri Kadiri Ramachandra Reddy** (Chairman)  
**Sri Vemulapalli Ashok**  
**Sri S. V. Narasimha Rao**  
**Sri Sridar Swamy**  
**Sri Vuyyuru Ramesh**

#### Stakeholders Relationship Committee

**Sri Suketu Harish Shah** (Chairman)  
**Sri S.V. Narasimha Rao**  
**Sri Vuyyuru Ramesh**  
**Dr Yeswanth Nama Venkateswwaralu**

#### CSR Committee

**Sri Vemulapalli Ashok** (Chairman)  
**Sri Vuyyuru Ramesh**  
**Sri Sandeep Vuyyuru Ramesh**  
**Smt Vuyyuru Rajeswari**  
**Sri Suketu Harish Shah**

#### Company Secretary

**Smt Rajani Kamatham**

#### Chief Executive Officer

**Sri Kaliprasad Yalamanchili**

#### Chief Financial Officer

**Sri B. Seshagiri Rao**

#### Registered Office

Plot No.38 & 40, APIIC Industrial Park,  
 Gajulamandyam Village, Renigunta Mandal,  
 Tirupati, Chittoor Dist., Andhra Pradesh - 517520  
 Phones: 9652536808  
 Email: legal@nilelimited.com  
 Web: www.nilelimited.com

#### Corporate Office

Plot No. 24A / A, MLA Colony,  
 Road No.12, Banjara Hills,  
 Hyderabad, Telangana – 500034.  
 Phones: (40) 23606641, Fax: (40) 23606640

#### Statutory Auditors

**M/s. Gokhale & Co.**

Chartered Accountants

3-6-322, Off. No. 403, Mahavir House,  
 Basheerbagh, Hyderabad - 500029

#### Internal Auditors

**M/s. Gattamaneni & Co.,**

Chartered Accountants

# 10, Master Sai Apartments,

Sangeeth Nagar, Somajiguda, Hyderabad – 500082

Cost Auditors

**M/s. Kapardhi & Associates**

Cost Accountants

S.R.T. 148, Sanjeeva Reddy Nagar,

Hyderabad – 500038

Secretarial Auditor

**Sri V. Mohan Rao**

Company Secretary

Plot No. 305, Phase - III, Samatha Nagar,

Bhagyanagar Society, Pragathinagar Road,

Near HMT Hills, Kukatpally, Hyderabad - 500072

#### Bankers

**Kotak Mahindra Bank,**

Somajiguda, Hyderabad.

**HDFC Bank**

Road No.12, Banjara Hills, Hyderabad.

Registrar & Transfer Agent

**M/s. XL Softech Systems Ltd.**

# 3, Sagar Society, Road No.2,

Banjara Hills, Hyderabad – 500034

Phones: (40) 23545913/14/15, Fax: (40) 23553214

Contents	Page No.
Notice	2
E-Voting Process	6
Directors' Report	10
Management Discussion and Analysis Report	16
Corporate Governance Report	23
Secretarial Audit Report	34
Standalone Independent Auditors' Report	36
Standalone Balance Sheet	41
Standalone Statement of Profit and Loss	42
Standalone Cash Flow Statement	43
Standalone Notes to Financial Statements	46
Consolidated Independent Auditors' Report	65
Consolidated Balance Sheet	69
Consolidated Statement of Profit and Loss	70
Consolidated Cash Flow Statement	71
Consolidated Notes to Financial Statements	75

## NOTICE

Notice is hereby given that the 37<sup>th</sup> Annual General Meeting of the Company will be held on **Thursday, September 30<sup>th</sup> 2021 at 10:00 a.m.** through Video Conferencing or Other Audio-Visual Means to transact the following business:

### ORDINARY BUSINESS:

#### 1. Adoption of Financial Statements:

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2021, together with the reports of the Board of Directors and the Auditors thereon; and the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2021, together with the report of the Auditors thereon.

In this connection, to consider and pass the following resolutions as Ordinary Resolutions:

- i) **“RESOLVED THAT** the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2021, together with the reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted”.
- ii). **“RESOLVED THAT** the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2021, together with the report of the Auditors thereon, be and are hereby received, considered and adopted”.

#### 2. Confirmation of interim dividend paid:

To consider and pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the interim dividend FY 2020-21 of Re.1/- (Rupee One only) per share on 30,01,900 shares of ₹ 10/- each, declared in February, 2021 and paid in March, 2021, be and is hereby confirmed.”

#### 3. Reappointment of retiring Director:

To appoint a director in place of Sri Vuyyuru Ramesh (DIN: 00296642) who retires by rotation and, being eligible, offers himself for reappointment. He continues to hold his position as the Executive Chairman for the rest of his tenure.

To consider and pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT,** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Sri Vuyyuru Ramesh (DIN: 00296642), who retires by rotation and who is eligible for re- appointment, be and is hereby re-appointed as a Director subject to retirement by rotation and subject to his reappointment, he shall continue to hold the office of Executive Chairman for the remaining part of his tenure”.

#### 4. Reappointment of Statutory Auditor

To consider and pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT,** pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (Including any Statutory modifications(s) or re-enactment thereof for the time being in force), the Company hereby appoints M/s. Gokhale & Co., Chartered Accountants, (Firm Registration No.000942S), as Statutory Auditors of the Company for a second term of 5 (five) consecutive years to hold office from the conclusion of this meeting until the conclusion of the 42<sup>nd</sup> Annual General Meeting of the Company, and on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company”

### SPECIAL BUSINESS:

#### 5. Appointment of Independent Director:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**“RESOLVED THAT,** pursuant to Sections 149, 152 and 160, and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the applicable Regulations of SEBI in this regard, Sri Venkateswarlu Jonnalagadda (DIN: 00051001), who was appointed by the Board as an Additional Director in the capacity of Independent Director on 12th August, 2021, be and is hereby appointed as an Independent Director of the Company for a term of 5 years i.e. to hold office until 11th August, 2026.”

#### 6. Ratification of remuneration payable to Cost Auditors:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** in terms of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the Company do hereby confirm and ratify, the remuneration approved by the Board of Directors on the recommendations of the Audit Committee for M/s. Kapardhi & Associates, Cost Accountants, the Cost Auditors of the Company, at 75,000/- (Rupees Seventy-Five thousand only) plus GST and out of pocket expenses for the Financial Year 2021-22.”

By Order of the Board  
For Nile Limited

**Rajani K**

Company Secretary  
FCS-8026

Place: Hyderabad  
Date: 12<sup>th</sup> August, 2021

## NOTES:

1. Pursuant to the general circular nos. 20/2020, 14/2020, 17/2020 02/2021, issued by the Ministry of Corporate Affairs("MCA") and circular no. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the SEBI (hereinafter collectively referred to as "the circulars"), physical attendance of the members to the AGM venue is not required and annual general meeting (AGM) to be held through video conferencing (VC). Hence, members may attend and participate in the ensuing AGM through video conference (VC).
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf, and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the circulars through VC, the facility for the appointment of proxies by the members will not be available. However, body corporates are entitled to appoint authorized representatives to attend the AGM through VC and corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the board resolution / authorization letter to the scrutinizer by email to vmohancs@gmail.com with a copy marked to evoting@nsdl.co.in.
3. The register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to rajani@nilelimited.com
4. The members can join the AGM in the VC mode 15 minutes before, and after the scheduled time of commencement of the meeting by following the procedure mentioned in the notice. The facility of participation at the AGM through VC will be made available for 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), promoters, institutional investors, directors, Srinel, chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors etc. who are allowed to attend the AGM without "first come first served" restriction.
5. The attendance of members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the National Securities Depository Limited ("NSDL"). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the "Instructions for e-voting" section which forms part of this notice. The Board has appointed Sri V Mohan Rao, Practicing Company Secretary as the scrutinizer to scrutinize the e-voting in a fair and transparent manner.
7. In compliance with the circulars, the annual report 2020-21, the notice of the 37th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s), and uploaded on the website of the Company at [www.nilelimited.com](http://www.nilelimited.com). The notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 5 and 6 of the notice is annexed hereto. The relevant details pursuant to 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS2) issued by the Institute of Company Secretaries of India (ICSI), in respect of directors seeking appointment/re- appointment at this AGM are also annexed in the corporate governance report in directors' profiles.
9. 23<sup>rd</sup> September, 2021 will be the cut-off date for determining the voting rights. Any person holding shares in physical form, and non-individual shareholders who acquire shares of the Company and become members of the Company after the notice is sent and holding shares as of the cut-off date, i.e. 23<sup>rd</sup> September, 2021, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he / she is already registered with NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. If any one member forgot password, he/she can reset password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the notice is sent and holding shares as of the cut-off date i.e. 23<sup>rd</sup> September, 2021, may follow steps mentioned in the notice under "Instructions for e-voting".
10. Members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on 23<sup>rd</sup> September, 2021, may cast their votes electronically. The e-voting period commences on 27<sup>th</sup> September, 2021 (9:00 a.m. IST) and ends on Wednesday, 29<sup>th</sup> September, 2021 (5:00 p.m. IST). The e-voting module will be disabled by NSDL thereafter. A member will not



be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on 23rd September, 2021. A person who is not a member as on the cut-off date is requested to treat this notice for information purposes only.

11. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
12. Dividends unclaimed and unpaid for over 7 years will be transferred to the Investor Education and Protection Fund. Further, shares of such shareholders, who have not encashed any dividend warrant/instrument during the last 7 years, will be transferred to the Investor Education and Protection Fund.

Therefore, please refer to the Company website ([www.nilelimited.com](http://www.nilelimited.com)) for the list of unclaimed and unpaid dividend warrant(s) / instrument(s). Shareholders, who have not so far encashed the dividend warrant(s)/ instrument(s), are requested to seek revalidation of expired and unclaimed dividend warrant(s)/instrument(s).

Information in respect of unclaimed dividend and the last date for claiming the same are given below:

Dividend for the year	Date of declaration	Last date for claiming
2013-14: Final	30-09-2014	30-10-2021
2014-15: Final	30-09-2015	30-10-2022
2015-16: Interim	12-03-2016	12-04-2023
2016-17: Interim	08-03-2017	08-04-2024
2017-18: Interim	11-11-2017	11-12-2024
2017-18: 2 <sup>nd</sup> Interim	10-02-2018	10-03-2025
2018-19: Interim	10-11-2018	10-12-2025
2018-19: Final	30-09-2019	30-10-2026
2019-20: Interim	14-02-2020	14-03-2027
2020-21: Interim	12-02-2021	12-03-2028

13. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, XL Softech Systems Limited at [xlfield@gmail.com](mailto:xlfield@gmail.com), to receive copies of the Annual Report 2020-21 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the annual report and update of bank account details for the receipt of dividend.

Type of holder	Process to be followed	
	Registering email address	Updating bank account details
Physical	Send a written request to the RTA of the Company, XL Softech Systems Limited at #3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad –500034, providing Folio Number, name of member, copy of the share certificate (front and back), PAN (self-attested copy of PAN card), AADHAAR (self-attested copy of Aadhaar card) for registering email address.	Send a written request to the RTA of the Company, XL Softech Systems Limited at #3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad –500034, providing Folio Number, name of member, copy of the share certificate (front and back), PAN (self-attested copy of PAN card), AADHAAR (self-attested copy of Aadhaar card) and self-attested copy of the cancelled cheque leaf bearing the name of the first holder for updating bank account details. The following additional details / documents need to be provided in case of updating bank account details: • Name and branch of the bank in which you wish to receive the dividend, the bank account type • Bank account number allotted by their banks after implementation of core banking solutions • 9-digit MICR Code Number • 11-digit IFSC
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

14. Members may note that the notice of the 37th AGM and the Annual Report 2020-21 will also be available on the Company's website, <http://www.nilelimited.com/annual-reports.html>, websites of the stock exchange, i.e. BSE, at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL <https://www.evoting.nsdl.com>.
15. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.

16. The Scrutinizer will submit his report to the Executive Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website, [www.nilelimited.com](http://www.nilelimited.com).
17. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this notice.
18. Pursuant to the amendments introduced by the Finance Act, 2020, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its members w.e.f. April 01, 2020. Payment of dividend shall be subject to Tax Deduction at Source (TDS) at applicable rates as notified by the Government of India.

## **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

### **Item No.5: Appointment of Independent Director:**

Based on the recommendations of the Nomination and remuneration Committee, the Board of Directors in its meeting held on 12th August, 2021 appointed Sri Venkateswarlu Jonnalagadda (DIN: 00051001) as an Additional Director in the status of Independent Director of the Company for a term of 5 years with effect from 12th August, 2021.

The Company has received requisite declaration from Sri Venkateswarlu Jonnalagadda pursuant to the provisions of Section 149(7) that he meets the criteria of independence as provided in Section 149(6) of the Act. It is further confirmed that, in the opinion of the Board, Sri Venkateswarlu Jonnalagadda fulfils the conditions specified in the Act and the Rules made thereunder for appointment as an Independent Director. The terms

and conditions of appointment of Sri Venkateswarlu Jonnalagadda, as an Independent Director, as approved by the Board, are open for inspection at the registered office of the Company during normal business hours. This would also be posted on the Company's website.

The Company also received a notice under Section 160 of the Companies Act, 2013 from a member, intending to nominate Sri Venkateswarlu Jonnalagadda to the office of Independent Director.

No Director or Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise, in this item.

### **Item No.6: Ratification of remuneration payable to Cost Auditors:**

Based on the recommendations of the Audit Committee, the Board of Directors appointed M/s. Kapardhi& Associates, Cost Accountants, Hyderabad for Financial Year 2021-22, at a remuneration of Rs.75,000/- plus applicable GST and reimbursement of out of pocket expenses incurred in connection with attending to the audit. In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the ratification of the shareholders is sought for the above remuneration.

No Director or Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise, in this item.

By Order of the Board  
For Nile Limited

Place: Hyderabad  
Date: 12<sup>th</sup> August, 2021

**Rajani K**  
Company Secretary  
FCS-8026



## Instructions for E-VOTING

The details of the process and manner for remote e-voting and voting during the AGM are explained below:

**Step 1:** Access to the NSDL e-voting system

**Step 2:** Cast your vote electronically on NSDL e-voting system.

**Step 1:** Access to the NSDL e-voting system

**A) Login method for e-voting and voting during the meeting for Individual shareholders holding securities in demat mode**

In terms of the SEBI circular dated December 9, 2020 on the e-voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-voting process has been enabled to all individual shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login method
Individual shareholders holding securities in demat mode with NSDL	<p><b>NSDL IDEAS Facility</b></p> <p><b>I. If you are already registered for the NSDL IDEAS facility,</b></p> <ol style="list-style-type: none"> <li>1. Please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com/">https://eservices.nsd.com/</a> either on a personal computer or mobile phone.</li> <li>2. Once the homepage of e-Services is launched, click on the “Beneficial Owner” icon under “Login”, available under the “IDeAS” section.</li> <li>3. A new screen will open. You will have to enter your user ID and password. After successful authentication, you will be able to see e-voting services.</li> <li>4. Click on “Access to e-voting” under e-voting services and you will be able to see the e-voting page.</li> <li>5. Click on options available against Company name or e-voting service provider – NSDL and you will be re-directed to the NSDL e-voting website for casting your vote during the remote e-voting period or voting during the meeting.</li> </ol> <p><b>If the user is not registered for IDeAS e-Services,</b></p> <ol style="list-style-type: none"> <li>1. The option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>2. Select “Register Online for IDeAS” or click on <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Upon successful registration, please follow steps given in points 1 - 5 above.</li> </ol> <p><b>II. E-voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a personal computer or mobile phone.</li> <li>2. Once the homepage of e-voting system is launched, click on the “Login” icon, available under the “Shareholder / Member” section.</li> <li>3. A new screen will open. You will have to enter your User ID (i.e. your 16-digit demat account number held with NSDL), Password / OTP and a verification code as shown on the screen.</li> <li>4. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page. Click on options available against Company name or e-voting service provider – NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period or voting during the meeting.</li> </ol>

Type of shareholders	Login method
Individual shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest can log in through their user ID and password. The option to reach the e-voting page will be made available without any further authentication. The URL for users to log in to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on "New System Myeasi".</li> <li>After successful login on Easi / Easiest, the user will be also able to see the e-voting Menu. The menu will have links of e-voting service provider ("ESP") i.e. NSDL portal. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi / Easiest, the option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access the e-voting page by providing demat account number and PAN from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered mobile number and email as recorded in the demat account. After successful authentication, the user will be provided links for the respective ESP i.e. NSDL, where the e-voting is in progress</li> </ol>
Individual shareholders (holding securities in demat mode) logging in through their depository participants	<ol style="list-style-type: none"> <li>You can also log in using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for the e-voting facility.</li> <li>Once logged in, you will be able to see the e-voting option. Once you click on the e-voting option, you will be redirected to the NSDL / CDSL depository site after successful authentication, wherein you can see e-voting feature.</li> <li>Click on the options available against Company name or e-voting service provider-NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period or voting during the meeting.</li> </ol>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" and "Forgot Password" option available on the above-mentioned website.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call on the toll free no.: 1800 1020 990 or 1800 22 44 30
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact on 022- 23058738 or 022-23058542-43

**B) Login method for e-voting and voting during the meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

- Visit the e-voting website of NSDL. Open the web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile phone.
- Once the homepage of e-voting system is launched, click on the icon "Login", available under 'Shareholder/Member'.
- A new screen will open. You will have to enter your User ID, Password / OTP and a verification code as shown on the screen.
- Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log in to NSDL e-services using your login credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically on NSDL e-voting system.



5. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL	16-digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your User ID is 12*****.
c) For members holding shares in physical form	EVEN Number followed by Folio Number registered with the Company. For example, if your Folio Number is 001*** and EVEN is 116022, then your User ID is 116022001***.

6. Password details for shareholders other than individual shareholders are given below:

- If you are already registered for e-voting, then you can use your existing password to log in and cast your vote.
- If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' for the system to prompt you to change your password.
- How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit Client ID for your NSDL account, or the last 8 digits of your Client ID for CDSL account, or Folio Number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details / Password?" (If you hold shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password? (If you hold shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by the above two options, you can send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number / Folio Number, your PAN, your name and your registered address.
- Members can also use the OTP (One Time Password)-based login for casting their vote on the e-voting system of NSDL.

8. After entering your password, tick on "Agree with Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on the "Login" button.

10. After you click on the "Login" button, the homepage of e-voting will open.

### Step 2: Cast your vote electronically on NSDL e-voting system

- After successfully logging in following Step 1, you will be able to see the EVEN of all companies in which you hold shares and whose voting cycle is in active status.
- Select the EVEN of Nile Limited.
- Now you are ready for e-voting as the voting page opens.
- Cast your vote by selecting the appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on the "Submit" and "Confirm" buttons when prompted.
- Upon confirmation, the message, "Vote cast successfully", will be displayed.
- You can also take a printout of the votes cast by you by clicking on the "Print" option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**Process for procuring user ID and password for e-voting for those shareholders whose email IDs are not registered with the depositories / Company Shareholders may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user ID and password for e-Voting.**

- In case shares are held in physical mode, please provide Folio Number, name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card)

2. In case shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), name of member, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card).
3. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. Login method for e-Voting and voting during the meeting for Individual shareholders holding securities in demat mode.

### **General guidelines for e-voting**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF / JPG format) of the relevant Board resolution / authorization letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [vmohancs@gmail.com](mailto:vmohancs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available in the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on the toll-free number: 1800 1020 990 /1800 224 430, or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), or contact Sri Amit Vishal, Asst. Vice President, or Ms. Pallavi Mhatre, Manager, National Securities Depository Ltd., at the designated email IDs: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) get your grievances on e-voting addressed.

### **Registration as speakers at AGM:**

Shareholders who would like to express their views or ask questions during the AGM may register themselves a speaker by sending their request from their registered email address mentioning their name, DP ID and client ID/folio number, PAN, mobile number at [rajani@nilelimited.com](mailto:rajani@nilelimited.com) from September 27, 2021 (9.00 AM) to September 29, 2021 (5.00 PM). Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

## DIRECTORS' REPORT

To

The Members,

Your directors take pleasure in presenting the 37<sup>th</sup> Annual Report on the operations of your Company and the Audited Accounts for the financial year ended 31<sup>st</sup> March, 2021, together with the Auditors' Report thereon.

### Financial Results:

Your Company's results for the year, and the comparative figures for the previous year, are given below in a summarized format:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Net Sales	53,640.63	59,267.45
Other Income	23.70	25.62
<b>Total Revenue</b>	<b>53,664.33</b>	<b>59,293.07</b>
Profit before interest and depreciation	2,500.27	2167.10
Less: Interest	274.24	451.60
Depreciation	352.20	365.62
<b>Profit before exceptional &amp; extraordinary items and tax</b>	<b>1,873.83</b>	<b>1,349.88</b>
<b>Profit before Tax</b>	<b>1,873.84</b>	<b>1349.88</b>
<b>Profit after Tax</b>	<b>1,377.23</b>	<b>1,093.18</b>
Add/less: Other Comprehensive Income	8.27	68.32
<b>Total Comprehensive Income</b>	<b>1,385.51</b>	<b>1,024.86</b>
Add: Opening balance in Statement of Profit & Loss	11,953	11,000.52
<b>Amount available for appropriation</b>	<b>13,338.51</b>	<b>12,025.38</b>
Appropriations:		
Transfer to General Reserve		-
Dividend on equity shares	30.02	60.04
Dividend Distribution Tax on Interim Dividend	-	12.34
<b>Surplus/(Deficit) carried to Balance Sheet</b>	<b>13,308.49</b>	<b>11,953.00</b>

**Note:** Previous year's figures are regrouped and presented wherever necessary.

### Dividend:

Your directors declared and paid dividends for the financial year as per the following details:

Dividend	Date of declaration	Amount per share	Paid in
Interim Dividend	12th February, 2021	Rs 1/- (10%)	March 2021

Your directors wish to inform you that no further dividends will be paid for the 2020-21 financial year.

### Operations:

Operations of the Company's two divisions for the year under review were as follows:

### Lead Division:

This year, the Lead division recorded sales of Rs 53,607 lakhs as against Rs 59,222 lakhs in the previous year, a decrease of 9.48%.

### Windmills:

The entire energy generated at Ramagiri was sold to Andhra Pradesh Southern Power Distribution Company Ltd. The total revenue was ₹ 34 lakhs against ₹ 46 lakhs in the previous year.

### Total:

The combined turnover of the Company, thus, was ₹ 53,641 lakhs for the year under review, as against ₹ 59,268 lakhs for the previous year.

### Particulars of loans, Guarantees, security and Investments:

The Company has not given any loans, guarantees or security to which provisions of section 185 and 186 of the Companies Act, 2013 are applicable. The Company has complied with the provisions of section 185 and 186 of the Companies Act 2013 with respect to investments in wholly owned subsidiaries as disclosed in notes to accounts.

### Subsidiary Companies:

Nile Limited subscribed 1,10,000 Equity shares @10 each in Nile Li-Cycle Private Limited and 2,10,000 Equity shares @ 10 each in Nirmalya Extracts Private Limited.

A separate statement containing the salient features of the financial statements of the subsidiary companies in Form AOC-1 as per the provisions of Section 129 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 as amended and is attached in Annexure A.

### Corporate Governance:

Your Company has complied with all provisions of Corporate Governance, as required under the SEBI (LODR) Regulations, 2015. A report on Corporate Governance, along with the certificate on its compliance from the Auditors, forms part of this report.

### Integrated Management System (IMS):

Management Programs for further improving the productivity and environmental aspects at both the plants have been successfully implemented during the year.

The recertification audits for both Quality Management System (ISO 9001:2015) and Environmental Management System (ISO 14001:2015) of the IMS have been successfully completed in the first week of July 2021 and the certificates for both continue to be valid.

### Management Discussion and Analysis Report:

A detailed discussion on the industry structure, as well as on the financial and operational performance, is contained in the 'Management Discussion and Analysis Report' enclosed hereto, which forms an integral part of this Report (Refer Annexure-B).

**Information as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014:**

**A. Conservation of Energy:**

The incoming power transformer at UNIT I has been shifted closer to the power control room to reduce the line losses, as part of energy conservation measures.

**B. Technology Absorption:**

The existing technology in use has been fully absorbed and no new technology adoption measures were initiated during the year.

**C. Foreign Exchange earnings and outgo:**

Total foreign exchange used and earned: (₹ in Lakhs)

Particulars	2020-21	2019-20
a) Foreign Exchange earnings on exports	Nil	Nil
b) Foreign Exchange used on account of:		
i) Foreign Travel	-	1.97
ii) Professional Charges	-	0.38
iii) Subscription charges	1.74	2.05
iv) Others / Delegate Fees	5.35	1.20
v) legal Fee	-	0.14
vi) CIF value of imports of raw material & others	8538.77	10,002.41
vii) Dividend	Nil	Nil

**Directors & Key Managerial Personnel:**

Pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Sri Vuyyuru Ramesh will retire by rotation at the ensuing annual general meeting, and, being eligible, offers himself for reappointment.

Sri Pavan Pise resigned as Company Secretary with effect from 14.09.2020.

The Board appointed Smt Rajani K as Company Secretary with effect from 15.09.2020.

The Board appointed Sri Kaliprasad Yalamanchili as Chief Executive Officer with effect from 14.09.2020.

Sri Venkateswarlu Jonnalagadda was appointed as an Additional Director (Independent Director category) of the Company with effect from 12th August, 2021.

**Statutory Auditors:**

Statutory Auditors M/s. Gokhale & Co., Chartered Accountants, Hyderabad, having Firm Registration No.000942S, hold office from 32<sup>nd</sup> Annual General meeting till the conclusion of the ensuing (37<sup>th</sup>) Annual General Meeting and are eligible for reappointment.

Your Company has received confirmation from the Auditors to the effect that their appointment, if made, will be in accordance with the limits specified under the Companies Act, 2013 and the firm satisfies the criteria specified in Section 141 of the Companies Act, 2013 read with Rule 4 of the Companies (Audit & Auditors) Rules 2014. Your Board is of the opinion that continuation of M/s. Gokhale & Co, as Statutory Auditors of the Company for an additional five years will be in the interests of the Company and therefore, members are requested to consider their re-appointment as Statutory Auditor of the

Company from the conclusion of ensuing Annual General meeting till 42<sup>nd</sup> Annual general meeting, at remuneration as decided by the board.

**Number of meetings of the Board:**

Details of the same are disclosed in the Corporate Governance Report.

**Declaration of Independence:**

All the Independent Directors have affirmed their compliance with the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013.

**Risk Management Policy:**

The Board has adopted, and is implementing, a suitable Risk Management Policy for the Company which identifies therein different elements of risk which may threaten the existence of the Company.

**Annual return:**

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at <http://www.nilelimited.com/annual-returns.html>

**Deposits:**

No deposits under Chapter V of the Companies Act, 2013 were accepted or renewed during the year.

**Composition of Audit Committee and Vigil Mechanism/ Whistle Blower Policy:**

Details of the same are disclosed in the Corporate Governance Report.

**Information as required under Section 134(3)(e), Section 178(3) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014:**

Refer Annexure C

**Disclosures pursuant to Section 197(12) and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

Refer Annexure D

**Annual Report on Corporate Social Responsibility (CSR) activities in accordance with Rule 8 of Companies (CSR Policy) Rules, 2014:**

Refer Annexure E

**Performance Evaluation:**

The Board evaluated the effectiveness of its functioning, and that of the Committees and of individual Directors. The Board sought the feedback of Directors on various parameters such as:

- Degree of fulfillment of key responsibilities
- Clarity on the functional requirements of the Directors on the Board as well as on the Committees
- Co-operation between the Directors
- Quality and dynamics of the relationship between Management and Independent Directors.

The Chairman met each of the Directors individually, and obtained the feedback.

The Directors then discussed these inputs, and also reviewed the performance of the Directors, and the Committees as well as the Board as a whole.

There was consensus that the performances of the Directors, the Committees and the Board were entirely satisfactory. There was also satisfaction regarding the co-operation and co-ordination among the Directors.

The Directors resolved to continue to guide the Company in the path of growth, with a social conscience.

#### Employees:

Top ten employees (excluding Executive Directors in terms of remuneration drawn as prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Name	Y. Kaliprasad	M.Vamsi Mohan	V.Satya Prasad	B. Seshagiri Rao	*Rajani K
Designation	Chief Executive Officer	GM-Materials	GM-Projects	GM-Finance	Company Secretary
Remuneration (₹ in Lakhs)	26.68	15.85	13.29	11.40	7.40
Nature of Employment	Permanent	Permanent	Permanent	Permanent	Permanent
Qualification	B.Tech.	B.Com.	BE/MBA	B.Com.	FCS, M.Com, LLB
Experience	34 Years	32 Years	31 Years	37 Years	11 Years
Date of Joining	26.10.2017	15.03.1989	16.04.2012	12.06.1987	02.09.2020
Age	56	59	63	60	39
Last Employment	De Dietrich Process Systems India Pvt. Ltd	--	Jaya LPG Limited	Jyothsana Chits	Madhucon Projects Limited
Shareholding in the Company (Nos.)	400	9	5	7	1
Whether a relative of a Director	No	No	No	No	No

Name	K.H.K. Srinivas	T. Hemanth Kumar	S. Mahesh Babu	R. Devender Rao	Y. Srinivasa Rao
Designation	Deputy General Manager and Plant Head	Deputy General Manager	Senior Manager-Production	Senior Manager and Plant Head	Senior Manager-Quality
Remuneration (₹ in Lakhs)	12.34	11.46	9.92	9.96	7.86
Nature of Employment	Permanent	Permanent	Permanent	Permanent	Permanent
Qualification	B.Sc.	M.Com.	D.Met.Engg.	B.Tech.	B.Sc.
Experience	29 Years	37 Years	27 Years	27 Years	20 Years
Date of Joining	22.08.1994	18.03.1987	19.08.1998	15.09.2008	01.11.2000
Age	52	58	49	49	42
Last Employment	Sri Ram Computers	Nava Bharat Ferro Alloys Ltd	Agravamshi Aluminium Ltd	Nava Bharat Ferro Alloys Ltd	Sulakshana Circuits
Shareholding in the Company (Nos.)	1	5	2	1	1
Whether a relative of a Director	No	No	No	No	No

\*Employed for only part of the year

No employee was in receipt of remuneration more than the limit prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### Directors' Responsibility Statement:

Your Directors, in terms of Section 134(5) of the Companies Act, 2013, state that:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) 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.

**RELATED PARTY TRANSACTIONS**

The Company has formulated a Policy on Related Party Transactions and manner of dealing with related party transactions which is available on the Company’s website at the link: <http://www.nilelimited.com/policies.html>. All related party transactions entered into during FY 2020-21 were on an arm’s length basis and in the ordinary course of business. No material related party transactions were entered into during the financial year by the Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY 2020-21.

**Certificate of Non disqualification of Director’ under Regulation 34(3) of SEBI (LODR) 2015:**

The Company has obtained the below certificate from Sri V. Mohan Rao, Practicing Company Secretary, confirming that none of the Directors of the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such Statutory Authority.

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C Clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Members,  
Nile Limited

I V. Mohan Rao, Practicing Company Secretary, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Nile Limited having CIN: L27029AP1984PLC004719 and having Registered Office at Plot No.38 & 40, APIIC Industrial Park, Gajulamandyam Village, Renigunta Mandal, Tirupati, Chittoor Dist. AP- 517520 (herein after referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2021, have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

SI. No.	Name of Director	DIN	Date of appointment in Company
1.	Vuyyuru Ramesh	00296642	19-12-1984
2.	Sandeep Vuyyuru Ramesh	02692185	14-08-2011
3.	Vuyyuru Rajeswari	00845598	30-09-2014
4.	S.V. Narasimharao	00025635	28-10-2003
5.	Ashok Vemulapalli	00730615	26-07-2008
6.	Sridar Swamy	01122961	30-09-2014
7.	Suketu Harish Shah	00607880	30-09-2014
8.	Yeswanth Nama Venkateswwaralu	08076913	01-03-2018
9.	Kadiri Ramachandra Reddy	00042172	10-11-2018
10	Venkateswarlu Jonnalagadda	00051001	12-08-2021

Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Hyderabad  
Date: 12.08.2021

**V. Mohan Rao**  
M.No: 6967; CP No: 5559





### **Policy on Sexual Harassment:**

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the Financial Year 2020-21, there were no cases reported under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### **Industrial Relations:**

The industrial relations in the Company continue to be very cordial and stable. Your directors would like to place on record their appreciation of the dedication and commitment of all employees of your Company.

### **Acknowledgement:**

Your directors thank the customers, vendors, investors, as well as HDFC Bank and Kotak Mahindra Bank for their continued support during the year.

For and on behalf of the Board

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN: 00296642

**ANNEXURE TO DIRECTORS' REPORT**  
**ANNEXURE-A**

(₹ In Lakhs)

S. No.	Name of Subsidiary	Financial Year	Reporting-Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover	Profit Before Tax	Provision For Tax	Profit After Tax	% of Share Holding
1	Nirmalya Extracts Private Limited	2020-21	INR	21	11.05	10.73	0.78	0	0	0	0	0	100%
2	Nile Li-Cycle Private Limited	2020-21	INR	11	10.80	0.44	0.24	0	0	0	0	0	100%

## ANNEXURE-B

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The management discussion and analysis report set out developments in the business environment and the Company's performance since the last report. The analysis supplements the Directors' report, which forms part of this annual report.

#### Industry Structure and Development:

Lead and Wind Energy are the two divisions of the Company.

Pure Lead and Lead alloys are supplied to manufacturers of Lead acid batteries.

Wind energy generated is sold to Andhra Pradesh Southern Power Distribution Company Limited.

#### Results of our operations for the year ended 31<sup>st</sup> March 2021

(₹ In lakhs)

Particulars	2021	%	2020	%
Net Sales	53,640.63	100	59,267.45	100.00
Cost of Goods sold	50,056.45	93.32	55,993.28	94.48
<b>Gross Profit</b>	<b>3,584.18</b>	<b>6.68</b>	<b>3274.02</b>	<b>5.52</b>
Selling and Marketing expenses	420.89	0.79	383.51	0.65
General and administration expenses	960.96	1.79	1200.78	2.02
<b>Operating profit before Depreciation</b>	<b>2,202.33</b>	<b>4.10</b>	<b>1,689.88</b>	<b>2.85</b>
Depreciation and Amortization	352.20	0.65	365.62	0.62
<b>Operating Profit</b>	<b>1,850.13</b>	<b>3.45</b>	<b>1,324.26</b>	<b>2.23</b>
Other income	23.70	0.04	25.62	0.04
<b>Profit before Tax</b>	<b>1,873.83</b>	<b>3.49</b>	<b>1,349.88</b>	<b>2.27</b>
Tax expenses	496.60	0.93	256.70	0.43
<b>Profit after Tax</b>	<b>1,377.23</b>	<b>2.56</b>	<b>1,093.18</b>	<b>1.84</b>
Other Comprehensive Income	8.27	0.01	68.32	0.12
<b>Total Comprehensive Income</b>	<b>1,385.51</b>	<b>2.55</b>	<b>1,024.86</b>	<b>1.72</b>

**Note:** Previous year's figures are regrouped and presented wherever necessary.

The 2020 - 2021 financial year started on a bad note, with the Covid 19 pandemic and a national lockdown. This had a severe impact on the operations of your Company during the first quarter. There was substantial improvement in the subsequent quarters, and the overall profit of your Company was better than in the previous year, even with a lower turnover.

There has been no significant impact of the second wave of the pandemic on your Company's operations.

"Consent for Establishment" has been received from the Andhra Pradesh Pollution Control Board for increasing the capacity of the Tirupathi Lead plant to 75,000 tons per annum from the existing 50,000 tons per annum. Phase 1 of this expansion, to 65,000 tons per annum, has been completed, and your Company also received "Consent for Operation" from the Andhra Pradesh Pollution Control Board for this capacity.

Phase 2 of the expansion, to 75,000 tons per annum, is under implementation.

The funding for the first phase of the expansion and the ongoing second phase is done through your Company's internal accruals.

There are no reportable developments in the manpower area. Relevant details are provided elsewhere in the document.

#### Banking arrangements:

Your Company's banking arrangements with Kotak Mahindra Bank Limited and HDFC Bank Limited are working satisfactorily, and have resulted in a reduction in finance costs.

#### Outlook:

The demand for your Company's products continues to be robust, and this is expected to continue in the immediate future.

The marginal contribution of the windmills to the profitability of your Company continues.

Part of the 12.7 acre land your Company purchased in the Gajulamandam Industrial Estate is proposed to be leased to the wholly owned subsidiary, Nirmalya Extracts Private Limited, for the establishment of the Phytochemical project. Work on this project is moving at a slow pace due to the pandemic.

The Government of Telangana accorded approval for allotment of 12 acres of land in the Maheswaram Industrial Estate near Hyderabad, for the Lithium battery recycling project, which will be implemented through the other wholly owned subsidiary, Nile Li-Cycle Private Limited.

## Opportunities and Threats:

The shift to Lithium-Ion batteries for mobility and energy storage applications is taking place in India, albeit at a slow pace. This shift is not expected to significantly impact the Lead acid battery industry, and our recycling activities, for the next several years. The existing Lead recycling activities will be the main drivers for the sales and profits of your Company for the foreseeable future.

Spent Lithium-Ion batteries are expected to be available in gradually increasing quantities over the next decade. Your Company, through Nile Li-Cycle, is gearing up to recycle these.

## Details of significant changes in Key Financial Ratios, Net Worth, along with detailed explanations therefor:

Particulars	As at 31 <sup>st</sup> March, 2021	As at 31 <sup>st</sup> March, 2020	% Change
Debtors Turnover Ratio	8.75	11.95	(26.78)
Days	42	31	35.48
Inventory Turnover Ratio	6.8	7.37	(7.73)
(Days)	54	50	8.00
Interest Coverage Ratio	7.83	3.99	96.24
Current Ratio	2.94	4.72	(37.71)
Debt Equity Ratio	0.04	0.06	(33.33)
Operating Profit Margin	3.45	2.23	54.71
Net Profit Margin	2.57	1.84	39.67
Return on Net worth	8.93	7.76	15.08

## Internal Control Systems and their Adequacy:

Your Company has an established system of internal controls for ensuring optimal utilization of various resources. Investment decisions involving capital expenditure are taken up only after due appraisal and review, and adequate policies have been laid down for approval and control of expenditure. Internal audit is carried out by a firm of Chartered Accountants to ensure adequacy of the internal control systems. The internal audit report is reviewed by the Audit Committee to ensure that all policies and procedures are adhered to, and all statutory obligations are complied with.

For and on behalf of the Board

Place: Hyderabad  
Date: 12.08.2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN-00296642

## ANNEXURE-C

**Information as required under Section 134(3)(e), Section 178(3) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014: Criteria for determining qualifications for appointment of Directors (including independent Directors):**

- Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service.
- Their financial or business literacy/skills.
- Appropriate other qualification/experience to meet the objectives of the Company, including the diversity they bring to the board.
- As per the applicable provisions of the Companies Act, 2013, Rules made there-under and the SEBI (LODR) Regulations, 2015.

The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate/s.

**Criteria for determining positive attributes of Directors (including independent Directors):**

- i. Directors are to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively, and the willingness to address issues proactively.
- ii. Actively update their knowledge and skills with the latest developments in the market conditions and applicable legal provisions.
- iii. Willingness to devote sufficient time and attention to the Company's business and discharge their responsibilities.
- iv. To assist in bringing independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct.
- v. Ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company.
- vi. To act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees.

**Criteria for determining Independence of Directors:**

Independent Directors to meet the criteria of Independence as prescribed by the Companies Act, 2013 read with the Rules made there-under, and the SEBI (LODR) Regulations, 2015, as amended from time to time.

**Criteria for evaluation of performance of Directors (including Independent Directors)**

- i. Attendance and contribution at Board and Committee meetings.
- ii. Open channels of communication with executive management and other colleagues on the Board to maintain high standards of integrity and probity.
- iii. Recognize the role which he/she is expected to play to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board.
- iv. His/her ability to monitor the performance of management and satisfy himself/herself with integrity of the financial

controls and systems in place by ensuring right level of contact with external stakeholders.

- v. His/her contribution of enhancing overall brand image of the Company.

**Criteria for evaluation of performance of Board:**

The process of evaluating the performance of the Board as a whole is the responsibility of the Independent Directors. The evaluation of Board performance involves review and discussion of Board effectiveness, including looking at:

- i. Appropriate composition of the board with the right mix of knowledge and skills;
- ii. Members of the Board meeting all applicable independence requirements;
- iii. Sufficient number of Board meetings, of appropriate length, being held to enable proper consideration of issues;
- iv. Attention to strategy and oversight of business performance;
- v. Company's systems of control being effective for identifying material risks and reporting material violations of policies and law and the Board is provided with sufficient information about material risks and problems that affects the Company's business and prospects;
- vi. Encouragement of open communication, meaningful participation, and timely resolution of issues at the Board meetings;
- vii. Board culture and relationships with management;
- viii. Effectiveness of the Chairman;
- ix. Monitoring and supervision;
- x. Management of agendas, papers, meetings and minutes;

**Criteria for evaluation of performance of Board Committees:**

The process of evaluating the performance of the Board Committees as a whole is the responsibility of all the Directors excluding members of the relevant Committee being evaluated. The performance evaluation shall be based on the following criteria:

- Performance against Committee's terms of reference;
- Performance of Chair;
- Management of agendas, papers, meetings and minutes;
- Communication with and reporting to Board;
- Relationship with management;
- Relationship with relevant stakeholders;

**Remuneration Policy:** The same is disclosed in the Corporate Governance Report.

For and on behalf of the Board

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN: 00296642

## ANNEXURE-D

Disclosures pursuant to Section 197(12) and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the Director	Ratio of the remuneration to the median remuneration of the employees* including whole time directors	Ratio of the remuneration to the median remuneration of the employees* excluding whole time directors
Vuyyuru Ramesh, Chairman	33.21	33.25
Sandeep Vuyyuru Ramesh, Managing Director	52.55	52.62
Vuyyuru Rajeswari, Director	Not Applicable	Not Applicable
S.V. Narasimha Rao, Independent Director	Not Applicable	Not Applicable
Vemulapalli Ashok, Independent Director	Not Applicable	Not Applicable
Sridar Swamy, Independent Director	Not Applicable	Not Applicable
Kadiri Ramachandra Reddy	Not Applicable	Not Applicable
Suketu Harish Shah, Independent Director	Not Applicable	Not Applicable
Yeswanth Nama Venkateswwaralu, Independent Director	Not Applicable	Not Applicable
Venkateswarlu Jonnalagadda, Independent Director	Not Applicable	Not Applicable

- ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary, in the financial year:

Name of the Directors and Key Managerial Personnel	Percentage increase/decrease in remuneration in the financial year
Vuyyuru Ramesh	(33.07)
Sandeep Vuyyuru Ramesh	54.53
Vuyyuru Rajeswari, Director	Not Applicable
S.V. Narasimha Rao, Independent Director	Not Applicable
Vemulapalli Ashok, Independent Director	Not Applicable
Kadiri Ramachandra Reddy	Not Applicable
Sridar Swamy, Independent Director	Not Applicable
Suketu Harish Shah, Independent Director	Not Applicable
Yeswanth Nama Venkateswwaralu, Independent Director	Not Applicable
Venkateswarlu Jonnalagadda, Independent Director	Not Applicable
Rajani K, Company Secretary	Nil
Kaliprasad Yalamanchili, Chief Executive Officer	11.17
B. Seshagiri Rao, Chief Financial Officer	(12.81)

- iii. The percentage decrease in the median remuneration of employees in the financial year: 20.79%
- iv. The number of permanent employees on the rolls of Company: 131 (as on 31st March, 2021).
- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.



Particulars	Average Remuneration in 2019-20	Average Remuneration in 2020-21	Average Increase/ decrease in Remuneration	% of Increase/ decrease in Remuneration
Employees* other than Managerial personnel	3.95	3.62	(0.33)	(8.35)
Managerial Personnel	110.36	113.18	2.49	2.26

\* Data pertains to employees who were employed throughout the year

**vi. Affirmation that the remuneration is as per the remuneration policy of the Company:**

It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

For and on behalf of the Board

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN: 00296642

**ANNEXURE-E****Annual Report on Corporate Social Responsibility (CSR) activities in accordance with Rule 8 of Companies (CSR Policy) Rules, 2014:****CSR policy of the Company:****CSR Vision:**

The Company's CSR efforts are directed towards achieving one or more of the following - enhancing environmental and natural capital; supporting rural development; promoting education; providing preventive healthcare, providing sanitation and drinking water; creating livelihoods for people, especially those from disadvantaged sections of society, in rural India; providing free or subsidized healthcare to the needy, promoting or sponsoring needy sports persons, artists, etc.,

**CSR Projects, Programs and Activities:**

In accordance with this policy and activities specified under the Companies Act, 2013 and any amendments thereof, the CSR activities of the Company will have the following thrust areas:

- (i) Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- (ii) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently-abled and livelihood enhancement projects;
- (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- (iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
- (v) Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- (vi) Measures for the benefit of armed forces veterans, war widows and their dependents;
- (vii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- (viii) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- (ix) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- (x) Rural development projects;
- (xi) Slum area development;
- (xii) Any other activities capturing the essence of the above mentioned areas.

The CSR policy can also be accessed at the website of the Company at "www.nilelimited.com".

**Constitution of the CSR Committee:**

The Company has constituted a CSR Committee, which consists of five directors.

Sri Vemulapalli Ashok, Independent Director is the Chairman of the Committee, with Sri Vuyyuru Ramesh, Sri Sandeep Vuyyuru Ramesh, Smt Vuyyuru Rajeswari and Sri Suketu Harish Shah are the other members of the Committee.

**Net profit of the Company for the preceding 3 years:**

Financial Year	Net Profit (₹ in lakhs)
2019-20	1,388.12
2018-19	1,919.86
2017-18	3,534.37
<b>Total</b>	<b>6,842.35</b>
<b>Average</b>	<b>2,280.78</b>



**Prescribed CSR Expenditure (2% of above Average Net Profits) – ₹ 45.62 lakhs**
**Details of CSR spent during the financial year 2020-21:**

- Total amount to be spent during the financial year: Rs 45.65 lakhs
- Excess Amount spent during the year: ₹ 0.03 lakhs
- Manner in which the amount was spent during the financial year is detailed below:

*(Amount in ₹)*

S. No	Sector in which the project is covered	Items from the list of activities in schedule VII to the Act	Projects or programs (1) Local area or Other (2) Specify the State and district where projects or programs were undertaken	Amount spent on the projects or program subheads: 1. Direct expenditure on projects or programs 2. Overheads	Cumulative expenditure up to the reporting period	Amount spent direct or through implementing agency
1	Contribution for Covid-19 expenses	(i), (xii)	Local area Andhra Pradesh (Dist.: Chittoor)	Direct-2,00,000	2,00,000	Direct
2	Drinking water pipe line material	(i),	Local area Andhra Pradesh (Dist.: Chittoor)	Direct- 25,150	25,150	Direct
3	Temple-Construction of toilets and drinking water tank	(i)	Other Area: Karnataka (Dist.:Bengaluru )	Direct-1,00,000	1,00,000	Direct
4	Medical Van, with 7-seater Maruti EECO for the purpose of transportation of hospital patients and medical staff. (Health)	(i)	Local area Andhra Pradesh (Dist.: Chittoor)	Direct-5,00,000	5,00,000	Navajeevan Blind Relief Centre
5	Construction of building for children	(i) & (ii)	Local area Telangana (Dist.: Yadadri)	Direct-5,00,000	5,00,000	Direct
6	Underground sewerage line (200 mtrs length)	(i)	Local area Telangana (Dist.: Yadadri)	Direct-5,00,000	5,00,000	Direct
7	Distitute children (home)	(i)	Local area Telangana (Dist.: Hyderabad)	Direct-6,00,000	6,00,000	Abhaya Foundation
8	Hearing aids and education	(ii)	Local area Telangana (Dist.: Hyderabad)	Direct-5,50,000	5,50,000	Ashray Akruti
9	Baling Press (for Environment Protection)	(i)	Local area Telangana (Dist.: Ranga Reddy)	Direct-4,64,920	4,64,920	Direct
10	Construction of Toilet Complex	(i)	Local area Telangana (Dist.: Yadadri)	Direct-1,25,099	1,25,099	Direct
11	Special Education	(ii)	Local area Tamil Nadu (Dist.: Chennai)	Direct-5,00,000	5,00,000	Direct
12	Building adult education Centre	(ii)	Local area Telangana (Dist.: Hyderabad)	Direct-5,00,000	5,00,000	Rotary Club
				<b>TOTAL</b>	<b>45,65,169</b>	

**CSR Responsibility Statement:**

The CSR Committee of the Board hereby confirms that the implementation and monitoring of CSR Policy is in compliance with the CSR objectives and policy of the Company.

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman

**Vemulapalli Ashok**  
Chairman-CSR Committee

## CORPORATE GOVERNANCE REPORT

Your directors have pleasure in presenting the Corporate Governance Report for the year ended 31st March, 2021.

### COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Your Company believes that good Corporate Governance enhances the confidence of investors and helps in meeting the needs and aspirations of its. Your Company is committed to continuing the high values and traditions in transparent functioning of the organization.

### BOARD OF DIRECTORS AND MEETINGS:

#### (i) Composition:

The Company's policy is to maintain an optimum combination of Executive and Non-Executive Directors. Presently, the Board consists of ten Directors, out of whom seven are Independent, two are Executive and one is non-executive & non-independent director.

#### Composition of the Board and category of Directors are as follows:

##### Promoter and Executive Directors:

Sri Vuyyuru Ramesh (Executive Chairman)  
Sri Sandeep Vuyyuru Ramesh (Managing Director)

##### Promoter and Non-Executive Director:

Smt Vuyyuru Rajeswari

##### Non-Executive and Independent Directors:

Sri S. V. Narasimha Rao  
Sri Kadiri Ramachandra Reddy  
Sri Vemulapalli Ashok  
Sri Sridar Swamy  
Sri Suketu Harish Shah  
Sri Yeswanth Nama Venkateswwaralu  
Sri Venkateswarlu Jonnalagadda

None of the Independent Directors are related to any other Director.

#### Directors' Profiles:

Brief resume of all the Directors, nature of their expertise in specific functional areas and names of companies in which they hold Directorships, Memberships/Chairmanships of Board Committees and their shareholding in the Company are provided below:

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Sri Vuyyuru Ramesh (DIN: 00296642) will retire by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for reappointment.

#### Sri Vuyyuru Ramesh:

Sri Vuyyuru Ramesh (DIN: 00296642) born on 11<sup>th</sup> August, 1948, is the Promoter & was CMD of the Company. He has a B. Tech from IIT Madras, M.S. from the University of Wisconsin, and MBA from the University of Toronto. He has vast experience in related fields in different capacities.

As CMD, he was the CEO of the Company, responsible for overall functioning of the organization. Over the years, he has been instrumental in transforming the organization to one that is professionally managed and also made substantial contribution to the growth of the Company.

As on 31<sup>st</sup> March, 2021, he was a Director/Partner of the following Companies/LLPs:

- i) Nirmalya Extracts Private Limited
- ii) Nile Li-Cycle Private Limited

Smt Vuyyuru Rajeswari and Sri Sandeep Vuyyuru Ramesh are his spouse and son respectively.

#### Sri Sandeep Vuyyuru Ramesh:

Sri Sandeep Vuyyuru Ramesh (DIN: 02692185) born on 21<sup>st</sup> October, 1982 is a commerce graduate from the Indian Institute of Management and Commerce, and holds a postgraduate diploma in business management from the Indian School of Business.

He joined Nile Limited in June, 2009 as General Manager, Non-Ferrous Division, and has been in general/senior management roles at Nile Limited since then and is now appointed as the Managing Director of the Company.

Sri Vuyyuru Ramesh and Smt Vuyyuru Rajeswari are his parents.

As on 31<sup>st</sup> March, 2021, he was a Director/Partner of the following Companies/LLPs:

- i) Nirmalya Extracts Private Limited
- ii) Nile Li-Cycle Private Limited

He is the son of the Chairman of the Company.

#### Smt Vuyyuru Rajeswari:

Smt Vuyyuru Rajeswari (DIN: 00845598) born on 15<sup>th</sup> September, 1952 has BA degree in Economics from Madras University. Her last employment was with Canada Trust in Toronto, Canada. She is an amateur interior decorator, and a home maker.

She is neither a director nor a Chairman/Member in the Board Committees of other companies.

She is the wife of the Chairman of the Company.

Sri Vuyyuru Ramesh and Sri Sandeep Vuyyuru Ramesh are her spouse and son respectively.

#### Sri S.V. Narasimha Rao:

Sri S.V. Narasimha Rao (DIN: 00025635) born on 7<sup>th</sup> October, 1947 has a B. Tech from IIT, Madras, and MS & MBA from the University of Nebraska. He has more than thirty years of technical and senior management experience in reputed companies such as Beardsell Limited, Sumac International Limited, Shin Ho Petro Chemicals (India) Limited, Jeypore Sugars Limited, and KCP Sugars and Chemicals Limited.

He is neither a director nor a Chairman/Member in the Board Committees of other Companies.

**Sri Vemulapalli Ashok:**

Sri Vemulapalli Ashok (DIN: 00730615) born on 1st March, 1961 is an MBA from the USA, and is the promoter and Managing Director of Trigeo Technologies Private Limited, which provides GIS & CAD/CAM services. He is an experienced professional, and has expertise in commercial and managerial functions.

As on 31<sup>st</sup> March, 2021, he was a Director/Partner of the following Companies/LLPs:

- i. Trigeo Technologies Pvt. Ltd.
- ii. Visakha Finance Ltd.
- iii. Alufluoride Ltd.
- iv. Trigeo Soft Private Limited
- v. Anar Enterprises Pvt. Ltd.
- vi. VASR Ventures LLP.
- vii. Trigeo Ai Private Limited

He is member/chairman in the following Board Committees of Alufluoride Limited:

Committees	Member/ Chairman
Audit Committee	Member
Stakeholders Relationship Committee	Member
CSR Committee	Member
Nomination and Remuneration Committee	Member

**Sri Sridar Swamy:**

Sri Sridar Swamy (DIN: 01122961) born on 28<sup>th</sup> April, 1967 is a graduate in Commerce from the Bombay University, and is a Chartered Accountant.

He has over 25 years of experience in the field of investment banking. He has worked with Lazard India, KPMG India Pvt. Ltd., Taj Group of Hotels, and Indian Advisory Partners in various capacities. He has a rich experience in the field of Mergers & Acquisitions, and has advised several companies.

**As on 31<sup>st</sup> March, 2021, he was a Director/Partner in the following Companies/LLPs:**

- i. Madorwat Digital Media Pvt Ltd.
- ii. Cybernoid Healthcare Pvt. Ltd.
- iii. Atsuya Technologies Pvt. Ltd.
- iv. Nuthouse Productions LLP.

He is neither a chairman nor a member in the Board Committees of other companies.

**Sri Suketu Harish Shah:**

Sri Suketu Harish Shah (DIN: 00607880) born on 15th June, 1979, is a graduate from Mumbai University, and has an MBA, from the Indian School of Business.

He is a whole time Director of Beacon Industrial Electronics Private Limited, Mumbai. Beacon specializes in the niche area of manufacturing standard and highly customized instruments and sensors for industrial speed

measurement. He heads the production, sales and marketing functions at Beacon. He was instrumental in developing and nurturing relationships with dozens of major national and international firms in a diverse range of industries including sugar, oil & gas, shipping, fertilizers, and power generation OEMs. He has also been directly involved in product design, development, and customization for the wide range of customers Beacon caters to.

As on 31<sup>st</sup> March, 2021, he was a Director/Partner in the following Companies/LLPs:

- i) Beacon Industrial Electronics Private Limited

He is neither a chairman nor a member in the Board Committees of other companies.

**Sri Yeswanth Nama Venkateswwaralu:**

Sri Yeswanth Nama Venkateswwaralu (DIN: 08076913) born on 3rd June, 1985, is a Lecturer in Accounting, has a doctorate in accounting from Aston Business School (United Kingdom), MBA from EADA Business School (Spain), and a Member of Chartered Accountants of Australia and New Zealand.

He has vast knowledge in Accounting, Finance and related fields. Currently he is a Lecturer in Accounting, RMIT University (Melbourne, Australia). Earlier he was a Lecturer in Accounting, King's College London (London, UK), a visiting lecturer, EADA Business School (Barcelona, Spain), a visiting lecturer, Cass Business School (London, UK), and an Assistant professor, ESSEC Business School (Paris, France / Singapore). He also worked as an Analyst in the Mergers and Acquisitions group at UBS Investment Bank, an Executive in the Asset Management group at Deutsche Asset Management, a Research Associate in Investment Banking at Office Tiger Database Systems Pvt Ltd.

He is neither a director nor a chairman/member in the Board Committees of other companies.

**Sri Kadirir Ramachandra Reddy:**

Sri Kadirir Ramachandra Reddy is a graduate in Electrical Engineering from IIT, Madras and holds an M.S.E.E. degree from University of Wisconsin, Madison, Wisconsin. He has over 40 years of experience in Silicon Valley in the areas of design, manufacturing and marketing of various integrated circuits (ICs). He has successfully started several semiconductor design companies and sold them to larger companies in the last 30 years.

His ventures included Lotus Designs Corp., Silicon Logic and Startech Semiconductor, all of which were based in Silicon Valley. Prior to starting his first Company in 1982, he worked as a Section Manager at American Microsystems in Santa Clara, California. He was responsible for designing the world's first DSP chip. He has extensive experience in sub-contracting manufacturing needs of semiconductors and marketing these products worldwide. His customer list included major PC manufacturers such as Compaq Computers and communication technology companies such as Nokia Systems out of Finland.

He founded, and is on the Board of, MosChip Semiconductor in Hyderabad in 1999 to be the first Fabless Semiconductor Company in India designing, manufacturing and marketing standard products worldwide.

He is neither a chairman nor a member in the Board Committees of other companies.

**Sri Venkateswarlu Jonnalagadda:**

Sri Venkateswarlu Jonnalagadda is a Graduate in Commerce (B.Com) from Andhra University (1979) and Associate member (ACA) of the Institute of Chartered Accountants of India (ICAI) from July, 1983 and Fellow Member (FCA) from October, 1990. Membership No.022481.

He is Holding Certificate of Practice from ICAI since 24.08.1985. Presently partner of M/s. J V S L & Associates, Chartered Accountants with Head office at Hyderabad and Branches at Chennai and Visakhapatnam rendering Professional services in the fields of Accounting, Auditing, Financial Services, Taxation, Banking, Insurance, Corporate Law, Economic and Commercial Laws.

Member (Part time) of the Appellate Authority constituted under the Chartered Accountants Act, 1949 appointed by Government of India, Ministry of Corporate Affairs, for a period of 3 Years w e f 1/3/2019. Term will expire on 28/2/2022.

As on 31st March, 2021, he was a Director/Partner in the following Companies/LLPs

1. Satyam Venture Engineering Services Private Limited.
2. PSSM Media Limited

He is member/chairman in the following Board Committees:

Committees	Member/Chairman	Name of the Company
Audit Committee	Chairman	Satyam Venture Engineering Services Private Limited
Audit Committee	Chairman	PSSM Media Limited

**(ii) Details of Non Executive Directors' shareholding and attendance:**

Name of Director	Date of appointment	No of Equity Shares held as on 31 <sup>st</sup> March, 2021	Attendance at Board Meetings during 2020-21		Position in other Companies as on 31 <sup>st</sup> March, 2021			Attendance at last AGM
			No. of Meetings	%	Director-ship(s)	Committee		
						Chairman	Member	
Sri Vuyyuru Ramesh	19.12.1984	2,89,208	6 / 6	100	2	Nil	Nil	Yes
Sri Sandeep Vuyyuru Ramesh	14.08.2011	4,06,928	6/ 6	100	2	Nil	Nil	Yes
Smt Vuyyuru Rajeswari	30.09.2014	8,01,836	1 / 6	16.67%	Nil	Nil	Nil	No
Sri S.V. Narasimha Rao	30.09.2014	Nil	5/ 6	83.34%	Nil	Nil	Nil	Yes
Sri Vemulapalli Ashok	30.09.2014	Nil	5 / 6	83.34%	6	0	4	Yes
Sri Satish Malladi (Resigned on 10 <sup>th</sup> July, 2020)	30.09.2014	Nil	0/ 1	0	Nil	Nil	Nil	NA
Sri Sridar Swamy	30.09.2014	Nil	5/ 6	83.34%	3	Nil	Nil	Yes
Sri Suketu Harish Shah	30.09.2014	Nil	5/ 6	83.34%	1	Nil	Nil	Yes
Sri Yeswanth Nama Venkateswaralu	01.03.2018	Nil	5/ 6	83.34%	Nil	Nil	Nil	Yes
Sri Kadir Ramachandra Reddy	10.11.2018	Nil	5 / 6	83.34%	1	Nil	Nil	Yes

**(iii) Board Meetings:**

During 2020-21 the Board of Directors met six times on the following dates:

S.No	Date of Board Meetings
1	20.06.2020
2	02.07.2020
3	12.08.2020
4	14.09.2020
5	12.11.2020
6	12.02.2021

**AUDIT COMMITTEE:**
**Brief description of terms of reference of Audit Committee:**

The Committee comprises of non-executive and whole-time Directors and has been formed to monitor and provide effective supervision of the financial control and reporting process. The terms of reference of the Committee cover the matters specified for Audit Committee under the SEBI (LODR) Regulations, 2015 as well as Section 177 of the Companies Act, 2013. This, inter alia, includes review of the financial reporting process, internal audit process, adequacy of internal control systems, management audit and risk management policies, and also recommendation on the appointment of the statutory auditors, cost auditors, secretarial auditors, and their remuneration.

**Composition:**

The Audit Committee consists of 4 Non-Executive Independent Directors and 2 Executive Promoter Directors with Sri S. V. Narasimha Rao as the Chairman, Sri Vemulapalli Ashok, Sri Kadiri Ramachandra Reddy, Sri Sridar Swamy, Sri Vuyyuru Ramesh, and Sri Sandeep Vuyyuru Ramesh as members.

Company Secretary of the Company acts as Secretary to the Committee.

**Details of attendance at Audit Committee meetings held during the year 2020-21:**

Name of Member	20.06.2020	12-08-2020	12-11-2020	12.02-2021
Sri S.V. Narasimha Rao	Yes	Yes	Yes	Yes
Sri Vemulapalli Ashok	Yes	Yes	Yes	Yes
Sri Satish Malladi (up to 10.07.2020)	No	NA	NA	NA
Sri Sridar Swamy	Yes	Yes	Yes	Yes
Sri Vuyyuru Ramesh	Yes	Yes	Yes	Yes
Sri Kadiri Ramachandra Reddy	NA	Yes	No	No
Sri Sandeep Vuyyuru Ramesh	Yes	Yes	Yes	Yes

**NOMINATION AND REMUNERATION COMMITTEE:**
**Brief Description of terms of reference of Nomination and Remuneration Committee:**

The terms of reference of the Committee cover the matters specified for the Nomination and Remuneration Committee under the SEBI (LODR) Regulations, 2015 as well as Section 178 of the Companies Act, 2013.

This, inter alia, includes identifying persons who are qualified to become Directors and who may be appointed in the senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal, formulating criteria for determining qualifications, positive attributes, and independence of directors, recommending remuneration policy for directors, key managerial personnel and other employees to the Board.

The Company does not pay remuneration to the Non- Executive Directors of the Company except for the payment of sitting fees for attending such Meetings of the Board or Committees thereof. Remuneration of the Whole Time Directors is recommended by the Nomination and Remuneration Committee, fixed by the Board, and approved by the shareholders.

**Composition:**

The Nomination and Remuneration Committee consists of 4 Non-Executive Independent Directors and 1 Executive Promoter Director with Sri Kadiri Ramachandra Reddy as Chairman and Sri S. V. Narasimha Rao, Sri Vemulapalli Ashok, Sri Sridar Swamy, and Sri Vuyyuru Ramesh as members.

Company Secretary of the Company acts as Secretary to the Committee.

**Details of attendance at Nomination and Remuneration Committee meetings held during the year 2020-21:**

Name of Member	12-08-2020	14-09-2020
Sri S.V. Narasimha Rao	Yes	No
Sri Vemulapalli Ashok	Yes	Yes
Sri Sridar Swamy	Yes	No
Sri Kadiri Ramachandra Reddy	Yes	Yes
Sri Vuyyuru Ramesh	No	Yes

**Remuneration Policy:**

The Board of Directors have established a Nomination and Remuneration Committee. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors have adopted this remuneration policy. This remuneration policy applies to the directors, key managerial personnel and other employees of the Company. The objective of these guidelines is to ensure that the Company can attract, motivate and retain employees. The remuneration shall be based on conditions that are market competitive and at the same time aligned with shareholders' interests. Remuneration shall be determined on the basis of individual performance and responsibility, both in the short-term and long term.

At least once a year, the Board of Directors shall monitor compliance with the Remuneration Policy. If necessary, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors may alter the policy.

At the annual performance and appraisal interview, the individual employees and managers shall evaluate and document their performance in the past year and set new goals.

The remuneration of the Executive Board is intended to ensure the Company's continued ability to retain qualified Executive Board members. The Nomination and Remuneration Committee shall submit its recommendations on adjustments in remuneration of the Executive Board members for the approval of the Board of Directors. The remuneration of the Executive Board shall consist of fixed salary, supplements, and incentive programs. Subject to individual agreement, members of the Executive Board are also entitled to a Company car, phone and other fixed benefits. The Annual Report shall specify the remuneration paid to each Executive Board member.

To the extent legally acceptable under applicable law, the Board of Directors may deviate from this policy in individual cases, if justified by extraordinary and exceptional circumstances.

**Remuneration of Executive Directors:**

(₹ In Lakhs)

Particulars	Vuyyuru Ramesh, Executive Chairman	Sandeep Vuyyuru Ramesh, Managing Director
Salary	22.58	70.00
Perquisites	2.26	5.88
Commission	62.82	62.82
<b>Total</b>	<b>87.66</b>	<b>138.70</b>

**Remuneration of Non-Executive Directors for 2020-21**

(Amount in ₹)

Name of Director	Sitting fees paid for		Total
	Board meetings	Committee meetings	
Smt Vuyyuru Rajeswari	7,500	0	<b>7,500</b>
Sri S.V Narasimha Rao	37,500	45,000	<b>82,500</b>
Sri Vemulapalli Ashok	37,500	30,000	<b>67,500</b>
Sri Sridar Swamy	37,500	25,000	<b>62,500</b>
Sri Suketu Harish Shah	37,500	20,000	<b>57,500</b>
Sri Yeswanth Nama Venkateswwaralu	37,500	15,000	<b>52,500</b>
Sri Kadiri Ramachandra Reddy	37,500	15,000	<b>52,500</b>
<b>TOTAL</b>	<b>2,32,500</b>	<b>1,50,000</b>	<b>3,82,500</b>

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

**Brief Description of terms of reference of Stakeholders Relationship Committee:**

To deal with investors' complaints regarding transfer/transmission of shares, non-receipt of certificates, dividends, annual reports, dematerialization of shares and such other matters, the Company has set up a Committee of Directors known as Stakeholders Relationship Committee.

**Composition:**

Stakeholders Relationship Committee consists of 4 Directors with 3 Non-Executive Independent Directors and 1 Executive Promoter Director. Sri Suketu Harish Shah is the Chairman of this Committee, and Sri Vuyyuru Ramesh, Sri S. V. Narasimha Rao and Sri Yeswanth Nama Venkateswwaralu are members.

Company Secretary of the Company acts as Secretary to the Committee.

**Number of shareholder complaints received, and resolved during the financial year 2020-21:**

Type of Complaint	Pending on 01.04.2020	Received during FY 2020-21	Resolved during FY 2020-21	Pending on 31.03.2021
Non receipt of Dividend	Nil	Nil	Nil	Nil

**Details of attendance at Stakeholders Relationship Committee meetings held during the year 2020-21:**

Name of Member	20-06-2020	12-08-2020	12-11-2020	12-02-2021
Sri Satish Malladi (up to 10.07.2020)	No	NA	NA	NA
Sri Vuyyuru Ramesh	Yes	Yes	Yes	Yes
Sri S.V. Narasimha Rao	Yes	Yes	Yes	Yes
Sri Suketu Harish Shah	Yes	Yes	Yes	Yes
Sri Yeswanth Nama Venkateswwaralu	NA	Yes	Yes	Yes

**CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:**

Pursuant to Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee with Sri Vemulapalli Ashok as Chairman, Sri Vuyyuru Ramesh, Smt Vuyyuru Rajeswari, Sri Sandeep Vuyyuru Ramesh and Sri Suketu Harish Shah are the members of the Committee.

Company Secretary of the Company acts as Secretary to the Committee.

**Details of attendance at CSR Committee meeting held during the year 2020-21:**

Name of Member	20-06-2020
Sri V Ashok	NA
Sri Vuyyuru Ramesh	Yes
Sri Sandeep Vuyyuru Ramesh	Yes
Smt Vuyyuru Rajeswari	No
Sri Suketu Harish Shah	NA
Sri Satish Malladi (up to 10.07.2020)	No

**Particulars of past 3 AGMs:**

Financial Year	2017 – 2018
Venue	Plot No.38 & 40, APIIC Industrial Park, Gajulamandyam Village, Renigunta Mandal, Tirupati, Chittoor Dist., Andhra Pradesh – 517520
Date	06-07-2018
Time	11.00 A.M.
Whether Special resolutions passed	No
Financial Year	2018-19
Venue	Plot No.38 & 40, APIIC Industrial Park, Gajulamandyam Village, Renigunta Mandal, Tirupati, Chittoor Dist., Andhra Pradesh – 517520
Date	30-09-2019
Time	10.00 A.M.
Whether Special resolutions passed	Yes
Financial Year	2019 – 20
Venue	The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM.
Date	30-09-2020
Time	10.00 A.M.
Whether Special resolutions passed	Yes

**Skills/Expertise/Competencies of the Board of Directors:**

The Board of Directors have identified the skills/expertise/competencies fundamental for the effective functioning of the Company namely knowledge on Company's businesses, policies and culture, major risks / threats and potential opportunities and knowledge of the industry in which the Company operates, technical / Professional skills and specialized knowledge in relation to Company's business and General Management, Business Strategy, Corporate Strategy, Governance practices, Financial management. All the Directors possess skills/expertise and competencies as stated above

**General Shareholder Information:**

i)	37 <sup>th</sup> Annual General Meeting	30 <sup>th</sup> September, 2021 @ 10:00 A.M.
ii)	Venue	The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated January 13, 2021 and as such there is no requirement to have a venue for the AGM. For details, please refer to the notice of this AGM.
iii)	Financial Year	2020-21
iv)	Listing on Stock Exchange	The BSE Ltd., Mumbai
v)	Company Scrip Code	BSE 530129
vi)	Demat ISIN Numbers in NSDL & CDSL	INE445D01013

## Stock Market Data (BSE Ltd.)

Month	Share Price		Volume	
	High Price	Low Price	No. of Shares	Total Turnover (₹)
Apr-20	214.90	165.00	24,246	45,81,001
May-20	196.00	166.10	17,872	32,36,161
Jun-20	250.00	184.00	76,256	1,66,03,452
Jul-20	274.00	210.00	59,243	1,38,74,772
Aug-20	363.90	234.35	1,57,836	4,81,99,282
Sep-20	310.20	245.10	32,076	89,33,768
Oct-20	288.00	243.95	33,261	87,13,072
Nov-20	303.00	253.05	48,090	1,35,00,548
Dec-20	331.80	273.00	49,843	1,52,62,993
Jan-21	419.00	300.00	1,38,621	5,09,80,468
Feb-21	370.00	323.00	82,183	2,85,02,904
Mar-21	388.00	295.00	1,08,895	3,74,80,417

**REGISTRAR AND SHARE TRANSFER AGENT**

(for both Demat and Physical segments)

**M/s. XL Softech Systems Ltd.**

# 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad – 500034.

Phones: (040) 23545913/14/15; Fax: (040) 23553214

Contact person: Sri R. Ramprasad (Manager)

**SHARE TRANSFER SYSTEM:**

Transfer of securities in physical form is registered and, duly transferred share certificates are dispatched within time, provided the documents are in order.

With respect to the shares in Demat mode, the procedure adopted is as per the provisions of Depositories Act, 1996.

**Distribution of shareholding as on 31<sup>st</sup> March, 2021:**

Shareholdings of Nominal value of Number of shares held	Shareholders Nos.	Shareholders %	Share Amount (in ₹)	Share Amount (%)
Up to 5000	5,745	93.78	47,53,780	15.84
5,001 - 10,000	212	3.46	16,29,630	5.43
10,001 - 20,000	90	1.47	12,55,580	4.18
20,001 - 30,000	23	0.38	5,88,930	1.96
30,001 - 40,000	12	0.20	4,34,250	1.45
40,001 - 50,000	8	0.13	3,74,550	1.25
50,001 - 1,00,000	15	0.24	10,97,430	3.66
1,00,001 & above	21	0.34	1,98,84,850	66.24
<b>Total</b>	<b>6,126</b>	<b>100.00</b>	<b>3,00,19,000</b>	<b>100.00</b>

**Shareholding pattern as on 31<sup>st</sup> March, 2021:**

Category	No. of shares	% of total capital
<b>Promoter and promoter group</b>	15,13,891	50.43
<b>Public</b>		
<b>Institutions</b>	Nil	Nil
<b>Non-Institutions</b>		
Bodies Corporate	41880	1.40
Individuals	13,41,266	44.12
IEPF	16531	0.55
<b>Others</b>		3.31
NRIs	1,11,517	0.19
Clearing Member	1,884	
<b>Total</b>	<b>30,01,900</b>	<b>100.00</b>



**Dematerialisation of shares:**

Shares dematerialised as on 31<sup>st</sup> March, 2021 were as under:

Depositories	No. of shares	% of total capital
NSDL	2353271	78.40
CDSL	575837	19.18
<b>Total</b>	<b>29,29,108</b>	<b>97.58</b>

**PLANT LOCATIONS:**

Lead:	NFD-I:	Survey No. 556, Panthangi (Village), Choutuppal (Mandal), Yadadri Bhuvanagiri (District), Telangana – 508 252.
	NFD-II:	Plot No. 38 & 40, APIIC Industrial Park, Gajulamandyam (Village), Renigunta (Mandal), Tirupati, Chittoor (District), Andhra Pradesh – 517 520.
Wind Farm:		Ramagiri (P.O.), Dharmavaram (Mandal), Anantapur (District), Andhra Pradesh – 515 672

**ADDRESS FOR COMMUNICATION:**

(Corporate Office)

**Nile Limited,**

Plot No.24A/A, MLA Colony, Road No.12, Banjara Hills,  
Hyderabad – 500034.

E-mail: [legal@nilelimited.com](mailto:legal@nilelimited.com)

Phone: 040-23606641/42/43

Fax: 040-23606640

For and on behalf of the Board

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN: 00296642

## Declaration of Code of Conduct

This is to confirm that the Board has laid down a Code of Conduct for all Board members and senior management personnel of the Company. The Code of Conduct has also been posted on the website of the Company ([www.nilelimited.com](http://www.nilelimited.com)). It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on 31<sup>st</sup> March, 2021, as envisaged in the SEBI (LODR) Regulations, 2015.

For and on behalf of the Board

Place: Hyderabad  
Date: 12-08-2021

**Vuyyuru Ramesh**  
Executive Chairman  
DIN: 00296642

**Other Disclosures:**

**Related Party disclosures:**

**Related Parties:** Name of the related parties and their Relationship:

- (1) Key Management Personnel (KMPs):
  - (i) Sri Vuyyuru Ramesh, Executive Chairman
  - (ii) Sri Sandeep Vuyyuru Ramesh, Managing Director
  - (iii) Smt Rajani K, Company Secretary
  - (iv) Sri B. Seshagiri Rao, Chief Financial Officer
  - (v) Sri Kaliprasad Yalamanchili, Chief Executive Officer
- (2) Directors other than KMPs:
  - (i) Smt Vuyyuru Rajeswari
  - (ii) Sri S.V. Narasimha Rao
  - (iii) Sri Sridar Swamy
  - (iv) Sri Vemulapalli Ashok
  - (v) Sri Suketu Harish Shah
  - (vi) Sri Kadiri Ramachandra Reddy
  - (vii) Sri Yeswanth Nama Venkateswwaralu
  - (ix) Sri Venkateswarlu Jonnalagadda
- (3) Others (Companies and LLPs in which some of the Directors are interested):
  - (i) Trigeo Technologies Pvt. Ltd.
  - (ii) Moschip Technologies Ltd.
  - (iii) Beacon Industrial Electronics Pvt. Ltd.
  - (iv) Trigeo soft Private Limited
  - (v) Trigeo Ai Private Limited
  - (v) Anar Enterprises Pvt. Ltd.
  - (vi) Visakha Finance Ltd.
  - (vii) Alufloride Ltd.
  - (viii) Madorwat Digital Media Pvt. Ltd.
  - (ix) Cybernoid Healthcare Pvt. Ltd.
  - (x) Atsuya Technologies Pvt. Ltd.

- (xi) VSR Ventures LLP
- (xii) Nuthouse Productions LLP
- (xiii) Nirmalya Extracts Private Limited
- (xiv) Nile Li-Cycle Private Limited
- (xv) Satyam Venture Engineering Services Private Limited.
- (xv) PSSM Media Limited

Details of transactions with related parties during the year:

(₹ in lakhs)

Sl. No.	Particulars	Current Year ₹	Previous year ₹
a)	Remuneration to - Key Management Personnel	277.22	248.23
b)	Interest on unsecured loans to - Key Management Personnel - Related parties - Others	4.24 2.76 0	38.70 24.51 0
c)	Unsecured loans payable to: - Key Management Personnel - Related parties - Others	- - -	308.06 205.37 -
d)	Entity where Control Exists – Subsidiary – - Investment in Nirmalya Extracts Pvt Ltd - Reimbursement of Expenses - Investment in Nile Li-Cycle Private Limited - Reimbursement of Expenses from Nile Li-Cycle	20.00 0.64 11.00 0.23	1.00 0.03

The policy on dealing with Related Party Transactions can be accessed at the website of the Company “[www.nilelimited.com](http://www.nilelimited.com)”. There were no materially significant related party transactions which may have potential conflict with the interests of the Company. Further, during the year there were no transactions with the entities belonging to the promoter or

promoter group which holds 10% or more shareholding in the Company.

**Strictures and penalties:**

No penalty or strictures have been imposed on the Company by either Stock Exchange or SEBI or any Statutory Authority for Non-compliance on any matter related to capital markets during the last three years.

**Whistle Blower Policy:**

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise concerns relating to any actual or possible violation of the Code of Conduct adopted by the Company or any event that could affect the business or reputation of the Company. Further, the mechanism as adopted by the Company encourages employees to report genuine concerns or grievances and provides adequate safeguards against victimization of Whistle Blower who avails of such mechanism and direct access to Chairman of the Audit Committee in exceptional cases.

The entire contents of the Whistle Blower policy of the Company can be accessed at the website of the Company at [www.nilelimited.com](http://www.nilelimited.com).

It is hereby affirmed that no personnel have been denied access to the Audit Committee in accordance with Whistle Blower Policy.

**Compliance:**

At every Board Meeting, a statement of compliance with all Laws and regulations as certified by the MD and the Company Secretary is placed for noting by the Board. The Board reviews the compliance with all the applicable Laws and gives appropriate directions, wherever necessary.

**CEO & CFO CERTIFICATION:**

The CEO & CFO have given a certificate to the Board as contemplated in the SEBI (LODR) Regulations, 2015.

**FINANCIAL RESULTS:**

The quarterly results of the Company for the financial year 2020-21 were published in Financial Express/MINT and Prajasakthi.

The results were also displayed on the website of the Company at [www.nilelimited.com](http://www.nilelimited.com).

**Commodity price risk or hedging activities:**

Your Company hedged part of the raw material purchases to protect against London Metal Exchange price volatility.

**Credit Rating:**

Since the Company has not issued any debt instruments and has not had any fixed deposit programme or any scheme or proposal that involves mobilization of funds, disclosure of credit rating is not applicable.

**Acceptance of recommendations of Committees by the Board of Directors:**

In terms of the Listing Regulations, there have been no instances during the year when the recommendations of any of the Committees were not accepted by the Board.

**Fees paid to Gokhale & Co, Statutory Auditors:**

During FY 2020-21, a total fee of ₹ 5.99 lakhs was paid by the Company for all services to M/s. Gokhale & Co, Statutory Auditors.

**PCS Certificate:**

Sri V. Mohan Rao, Practicing Company Secretary, Hyderabad has certified that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities Exchange Board of India/Ministry of Corporate Affairs or any such Statutory Authority. A copy of certificate received from him is enclosed to this report.

**Auditor's Certificate on Corporate Governance:**

As required by Schedule V of the Listing Regulations, a certificate from the Statutory Auditors is enclosed to this Board's Report.

**Familiarization Programme for Independent Directors:**

The familiarization programme along with terms and conditions of appointment of Independent Directors is disclosed on the Company's website <http://www.nilelimited.com/policies.html>.

## Auditors' certificate on Corporate Governance

To  
The Members of  
**Nile Limited**

We have examined the compliance of conditions of Corporate Governance by NILE LIMITED ("the Company") for the year ended on 31st March, 2021, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to review of the procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Regulations, as applicable.

We state that no investor grievances are pending for a period exceeding one month against the Company as on March 31, 2021 as per the records maintained by the Stakeholders Relationship Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Gokhale & Co**  
Chartered Accountants  
Firm Regn. No.000942S

Place: Hyderabad  
Date: 11.06.2021

**Padam Kumar Kaliya**  
Membership No.243378

## COMPLIANCE CERTIFICATE BY CEO & CFO

### [Regulation 17(8) of SEBI (LODR) Regulations, 2015]

- A. We have reviewed financial statements and the cash flow statement for the year 2020-21 and that to the best of our knowledge and belief:
- (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee
- (1) Significant changes in internal control over financial reporting during the year;
  - (2) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statement; and
  - (3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Hyderabad  
Date: 11-06-2021

**B.Seshagiri Rao**  
Chief Financial Officer

**Sandeep Vuyyuru Ramesh**  
Managing Director



## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 09 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

### To

The Members

### NILE LIMITED

CIN: L27029AP1984PLC004719

Plot No.38 & 40, APIIC Industrial Park,  
Gajulamandyam Village, Renigunta Mandal,  
Tirupati, Andhra Pradesh- 517520

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s.NILE LIMITED** (hereinafter called the Company), vide its **CIN: L27029AP1984PLC004719**. Secretarial Audit was conducted in a manner that provided us reasonable basis for evaluating the corporate conducts/statutory compliance and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 complied with the Statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of;

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there-under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed there-under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India , 1992 ('SEBI Act');
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not applicable as the Company has not issued any securities;**
- e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not applicable as the Company has not issued any ESOP of securities;**
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- **Not applicable as the Company has not issued any debt securities;**
- g) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents) Regulations, 1993;- **Not applicable as the Company is not registered as registrar to issue and share transfer agent during the financial year under review;**
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- **Not applicable as the Company has not delisted/ propose to delist from any stock exchange during the financial year under review;**
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;- **Not applicable** as the Company has not bought back/ propose to buy back any of its securities during the financial year under review;
6. Other Laws applicable to the Company;
  - i. Industrial Disputes Act, 1947
  - ii. The Payment of Wages Act, 1936
  - iii. The Minimum Wages Act, 1948
  - iv. Employee State Insurance Act, 1948
  - v. The Employee Provident Fund and Miscellaneous Provisions Act, 1952
  - vi. The Payment of Bonus Act, 1965
  - vii. The Payment of Gratuity Act, 1972
  - viii. The Contract Labour(Regulation and Abolition) Act, 1970
  - ix. Competition Act, 2002
  - x. The Income Tax Act, 1961
  - xi. Shops and Establishments Act, 1948

- xii. Legal Metrology Act, 2009
- xiii. The Customs Act, 1962
- xiv. AP/Telangana Tax on Professions, Trades, Callings and Employments Act, 1987
- xv. CGST Act, IGST Act, APSGST Act, TSGST Act.
- xvi. Environmental Acts

We have also examined compliance with the applicable clause of the Listing Agreements entered into by the Company with BSE Ltd., Mumbai.

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

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in

advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

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

Date: 12<sup>th</sup> August, 2021  
Place: Hyderabad

**V.MOHAN RAO**  
**COMPANY SECRETARY**  
**FCS NO.6967; CP NO.5559**

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

## "ANNEXURE A"

**To**  
**The Members**  
NILE LIMITED

Plot No.38 & 40, APIIC Industrial Park,  
Gajulamandyam Village, Renigunta Mandal,  
Tirupati, Andhra Pradesh- 517520

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date: 12<sup>th</sup> August, 2021**  
**Place: Hyderabad**

**V.MOHAN RAO**  
**COMPANY SECRETARY**  
**FCS NO.6967; CP NO.5559**



## INDEPENDENT AUDITOR'S REPORT

To  
The Members  
NILE LIMITED  
Hyderabad.

### Report on the Standalone IND-AS Financial Statements

#### Opinion

We have audited the accompanying standalone IND-AS financial statements of Nile Limited, which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid IND-AS financial statements give the information required by the Companies Act, 2013 ("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, 2021, and its profit and loss statement including statement of Other comprehensive Income, its cash flows and the statement of changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances.</p> <p>Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sale of products is recognized on dispatch of products. Revenue from export sales is recognized on shipment of products. Revenue from products is stated exclusive of Goods and Service Tax (GST), returns and applicable trade discounts and allowances.</p> <p>Revenue from services is recognized as per the terms of contract with customers when the related services are performed or the agreed milestones are achieved.</p> <p>Revenue from sale of Wind Power is recognized as per terms of PPA on supply of power.</p>	<p><b>We have performed the following audit procedures in relation to revenue recognition:</b></p> <p>Assessing the appropriateness of the Company's revenue recognition policies in line with IND AS 115 – "Revenue from contracts with customers"</p> <p>Understanding the Revenue recognition policy, evaluating the design and implementation of Company's control in respect of revenue recognition.</p> <p>Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognised in the correct period.</p> <p>Testing the effectiveness of such controls over revenue cut off at year-end.</p>
2	<p><b>Provision, Contingent Liabilities and Contingent Assets</b></p> <p>Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.</p>	<p>We have reviewed the contingent liabilities and provisions as on 31.03.2021 and validated the correctness of the reporting policy applied by the management as per the relevant accounting standards as notified.</p>

Sr. No.	Key Audit Matter	Auditor's Response
3	Employee Benefits as per IND AS -19	<p>The Company has classified various benefits to employees into Defined Contribution Plan and Defined Benefit Plan.</p> <p>Defined Contribution Plan consists of contribution to Provident Fund.</p> <p>Defined Benefit Plan consists of Gratuity and Leave Encashment.</p> <p>As per the IND-AS 19 we have transferred the Actuarial Gain/Loss on Defined Obligation to Other Comprehensive Income which shall not be reclassified to Profit and Loss Statement as per the Actuarial Valuation Report.</p>

#### Other Key Audit Matter:

- Owing to the COVID-19 pandemic, the Company is taking appropriate measures to ensure the safety and well-being of all its employees and ensuring full compliance with the directives issued by the Government in this regard.
- The Management has exercised due care, in concluding on significant accounting judgements and estimates, inter-alia, recoverability of receivables, inventory, based on the information available to date, both internal and external, to the extent relevant, while preparing these financial results as of year ended March 31, 2021. Based on the assessment of current indicators of future economic conditions, the management does not envisage any significant impact on its financial results and financial position as on March 31, 2021.

#### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

***We have nothing to report in this regard.***

#### Management's Responsibility for the Standalone 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 standalone IND-AS financial statements that give a true and fair view of

the financial position, financial performance, including other comprehensive income, cash flows and the statement of changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND-AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the companies (Indian Accounting Standards) Rules, 2015, as amended. 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 IND-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our responsibility is to express an opinion on these IND-AS 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 of the standalone IND-AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the IND-



AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the IND-AS 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 IND-AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the IND-AS 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 IND-AS financial statements.

#### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order 2016 (' the order '), issued by the Central Government of India in terms of Subsection 11 of Section 143 of the Companies Act, 2013, we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.

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 including the statement of Other Comprehensive income, the Cash Flow Statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid IND-AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies

(Accounts) Rules, 2014 and Companies (Indian Accounting Standards) Rules, 2015, as amended.

- (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) 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 disclosed impact of pending litigation in Notes on IND-AS Financial Statements under 'contingent liabilities and commitments to the extent not provided for'.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

**For Gokhale & Co**  
Chartered Accountants  
Firm Regn. No. 000942S

Sd/-  
**Padam Kumar Kaliya**  
Partner

Place: Hyderabad  
Date: 11<sup>th</sup> June, 2021

Membership No. 243378  
UDIN: 21243378AAAAFF5546

## Annexure-A to the Auditor's Report dated June 11, 2021 issued to the Members of Nile Limited

As required by the Companies ( Auditor's Report ) Order, 2016 issued by the Central Government of India in terms of Sub-section (11) of section 143 of the Companies Act, 2013 (18 of 2013 ) and on the basis of such checks, as we considered appropriate, we further report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management according to a phased programme designed to cover all assets on rotation basis. In respect of assets verified according to this programme, which is reasonable, no material discrepancies were noticed.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable property are held in the name of the Company.
- (ii) The inventory has been physically verified by the management at reasonable intervals and in our opinion, the frequency of verification is reasonable. No material discrepancies were noticed in physical verification between the physical stocks and the book stocks
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, our comments on sub-clause (a), (b) and (c) of clause (iii) of paragraph 3 of the order are Nil.

(iv) The Company has not given any loans, guarantees or security to which provisions of section 185 and 186 of the Companies Act, 2013 are applicable.

The Company complied with the provisions of Section 185 and 186 of the Companies Act, 2013 with respect to investments in wholly owned subsidiaries as disclosed in notes to accounts.

(v) In our opinion and according to the information and explanation given to us, with regard to the deposits accepted, the Company has complied with the directives issued by the Reserve Bank of India, and the provisions of sections 73 to 76 and other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. No order has been passed by the Company law board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal against this Company in any matter relating to the deposits accepted by the Company.

(vi) As per the information and explanation furnished to us, maintenance of Cost records has been specified by the Central Government U/s. 148(1) of the Act for this Company and we are of the opinion that, the prescribed

accounts and records have been made and maintained by the Company. However, we have not conducted any audit of the same.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted or accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, Goods and service Tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities and there are no such amounts outstanding due for a period of more than six months as at the Balance Sheet date.

(b) According to the information and explanations given to us, following are the details of statutory dues which have not been deposited on account of disputes. Apart from this there are no other disputed dues of income tax or duty of customs or duties of excise pending payment :

Name of the statute	Nature of dues	Amount (Rs in lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks
Central Excise Act, 1944	Excise duty payable under the Act	1664.64	Nov 2009 to June 2017	Custom Excise and Service Tax Appellate Tribunal (CESTAT)	An amount of Rs 124.84 lakhs has been pre deposited for the appeal before CESTAT.  Detailed reasoning is as mentioned in Notes to Accounts under "Contingent Liabilities".

(viii) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings from financial institutions, bank and Government. The Company has not issued debentures.

(ix) During the year no money was raised by way of initial public offer or further public offer (including debt instruments) by the Company.

(x) On the basis of information and explanations give to us no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid or provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly paragraph 3 (xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of records of the Company transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required

by the applicable accounting standards.

(xiv) The Company has not made any preferential allotment / private placement of shares/fully or partly convertible debentures during the year under review. Hence, compliance to the provision of section 42 of Companies Act, 2013 is not applicable.

(xv) According to the information and explanations given to us and based on our examination of records, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly paragraph 3 (xv) of the Order is not applicable. Hence, compliance to the provision of section 192 of Companies Act, 2013 is not applicable

(xvi) According to the information and explanations given to us and based on our audit, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Gokhale & Co**  
Chartered Accountants  
Firm Regn. No. 000942S

Sd/-  
**Padam Kumar Kaliya**  
Partner

Place: Hyderabad  
Date: 11<sup>th</sup> June, 2021

Membership No. 243378  
UDIN: 21243378AAAAFF5546

## Annexure - B to the Auditors' Report

Report on the Internal Financial Controls over Financial Reporting in terms of  
Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the Internal Financial Controls over financial reporting of Nile Limited ('the Company') as of March 31, 2021 in conjunction with our audit of the IND-AS 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 based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### 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 our 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 were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of Internal Financial Control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Gokhale & Co**  
Chartered Accountants  
Firm Regn. No. 000942S

Sd/-  
**Padam Kumar Kaliya**  
Partner

Place: Hyderabad  
Date: 11<sup>th</sup> June, 2021

Membership No. 243378  
UDIN: 21243378AAAAFF5546

## Standalone Balance Sheet as at 31st March, 2021

(₹ in lakhs)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
<b>(1) ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	2	3,688.67	2,948.62
(b) Right to Use of Asset		106.32	46.82
(c) Capital work-in-progress		45.89	36.97
(d) Financial Assets			
(i) Loans & Deposits	4	101.55	99.21
(ii) Investments		32.00	-
		<b>3,974.43</b>	<b>3,131.62</b>
<b>(2) Current assets</b>			
(a) Inventories	5	8,242.31	6,474.84
(b) Financial Assets			
(i) Investments	3	3.04	2.05
(ii) Trade receivables	6	8,312.09	6,073.28
(iii) Cash and cash equivalents	7	21.22	41.64
(iv) Other Financial Assets	9	67.13	18.91
(c) Other Current assets	8	1,169.85	1,772.31
		<b>17,815.64</b>	<b>14,383.03</b>
<b>Total Assets</b>		<b>21,790.07</b>	<b>17,514.65</b>
<b>(II) EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity Share capital	10	300.19	300.19
(b) Other Equity	11	15,123.14	13,787.09
		<b>15,423.33</b>	<b>14,087.28</b>
<b>(2) LIABILITIES</b>			
<b>(i) Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Loans & Deposits	12	45.48	177.35
(b) Non- Current Provisions	13	118.45	45.82
(c) Deferred tax liabilities (Net)	14	133.52	154.83
		<b>297.45</b>	<b>378.00</b>
<b>(ii) Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	15	647.57	897.42
(ii) Trade payables	16	455.15	354.24
(iii) Other Financial Liabilities	17	4,424.20	1,507.93
(b) Other Current Liabilities	18	451.54	233.08
(c) Current Provisions	19	90.83	56.70
		<b>6,069.29</b>	<b>3,049.37</b>
<b>Total Equity and Liabilities</b>		<b>21,790.07</b>	<b>17,514.65</b>
<b>Significant Accounting Policies</b>	1		

The accompanying notes are an integral part of the financial statements

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**Chartered Accountants  
(Firm Regn. No.000942S)Sd/-  
**Padam Kumar Kaliya**  
Partner  
Membership No : 243378Sd/-  
**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642Sd/-  
**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185Sd/-  
**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195HSd/-  
**Rajani K**  
Company Secretary  
FCS-8026Place : Hyderabad  
Date : 11-06-2021

## Standalone Statement of Profit and Loss for the year ended 31st March, 2021

(₹ in lakhs)

Particulars	Note No.	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>I. Income</b>			
(1) Revenue from operations	20	53,640.63	59,267.45
(2) Other income	21	53,640.63 23.70	59,267.45 25.62
<b>Total Income (I)</b>		<b>53,664.33</b>	<b>59,293.07</b>
<b>II. Expenses</b>			
(a) Cost of materials consumed	22	41,768.33	47,977.30
(b) Changes in inventories of finished goods and work-in-progress	23	1,299.45	1,709.19
(c) Employee benefits expense	24	846.28	814.60
(d) Other Expenses	25	7,250.00	6,624.88
<b>Total Expenses (II)</b>		<b>51,164.06</b>	<b>57,125.97</b>
<b>III. Earnings before Interest, Tax, Depreciation and Amortisation expenses (I-II)</b>		<b>2,500.27</b>	<b>2,167.10</b>
Depreciation and amortisation expense	2	352.20	365.62
Finance Costs	26	274.24	451.60
<b>IV. Interest, Depreciation and Amortisation Cost</b>		<b>626.44</b>	<b>817.22</b>
<b>V. Profit before Tax (III-IV)</b>		<b>1,873.83</b>	<b>1,349.88</b>
<b>VI. Tax Expenses</b>			
(a) Current tax		516.25	365.31
(b) Prior period tax		0.00	(6.53)
(c) Deferred tax		(19.65)	(102.08)
<b>Total Tax</b>		<b>496.60</b>	<b>256.70</b>
<b>VII. Profit After Tax (V-VI)</b>		<b>1,377.23</b>	<b>1,093.18</b>
<b>VIII. Other Comprehensive Income</b>			
(a) (i) Items that will not be reclassified to profit or loss		6.61	(54.58)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(1.66)	13.74
(b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>IX. Total Comprehensive Income for the period (VII+VIII)</b>		<b>1,385.50</b>	<b>1,024.86</b>
<b>Earnings per equity share of ₹ 10/- each – Basic &amp; Diluted</b>		<b>46.15</b>	<b>34.14</b>
Significant accounting policies & Notes to the financial statements	01/26		

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**

 Chartered Accountants  
(Firm Regn. No.000942S)

 Sd/-  
**Padam Kumar Kaliya**  
Partner  
Membership No : 243378

 Sd/-  
**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642

 Sd/-  
**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185

 Sd/-  
**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195H

 Sd/-  
**Rajani K**  
Company Secretary  
FCS-8026

 Place : Hyderabad  
Date : 11-06-2021

Standalone Cash Flow Statement for the year ended 31st March, 2021

(₹ in lakhs )

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>A. Cash Flow From Operating Activities :</b>		
<b>Profit before tax</b>	1,882.03	1,295.30
<u>Adjustments for :</u>		
a. Depreciation	350.60	365.62
b. Loss on Sale and discarded / demolition of Assets	(0.30)	(0.29)
c. Interest expense	228.87	379.54
d. Unrealized Gain on Mutual Funds	(0.09)	(0.04)
<b>Operating profit before working capital changes</b>	<b>2,461.12</b>	<b>2,040.12</b>
Add/(Less): Adjustments for Working capital changes		
a. Decrease/(Increase) in Long term Loans & Deposits	(2.33)	27.85
b. Decrease/(Increase) in Other Current assets	577.12	(597.84)
c. Decrease/(Increase) in Other Financial Assets	(48.21)	(1.86)
d. Decrease/(Increase) in Trade receivables	(2,238.81)	(463.63)
e. Decrease/(Increase) in Inventories	(1,767.47)	2,238.13
f. (Decrease)/Increase in Trade payables	100.91	139.97
g. (Decrease)/Increase in Other Financial Liabilities	3,134.71	(1,710.95)
h. (Decrease)/Increase in Non- Current Provisions	6.23	6.09
i. (Decrease)/Increase in Current provisions	(17.07)	21.49
<b>Cash generated from operations</b>	<b>2,206.20</b>	<b>1,699.37</b>
Cash flow before Extraordinary items	2,206.20	1,699.37
Extraordinary items	-	-
Cash flow before Prior period adjustments	2,206.20	1,699.37
Prior period adjustments	-	6.53
Tax paid	(433.70)	(424.45)
<b>Net cash flow from operating activities</b>	<b>1,772.50</b>	<b>1,281.45</b>

## Standalone Cash Flow Statement for the year ended 31st March, 2021

(₹ in lakhs )

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>B. Cash Flow From Investing Activities :</b>		
a. Purchase of Tangible Fixed assets	(1,076.78)	(138.76)
b. Proceeds from Sale of Fixed assets	0.30	1.21
c. (Purchase)/Sale of Mutual Fund	(1.91)	1.04
d. Purchase of Equity Shares in Wholly owned Subsidiaries	(31.00)	(1.00)
<b>Net cash used in investing activities</b>	<b>(1,109.39)</b>	<b>(137.51)</b>
<b>C. Cash Flow From Financing Activities :</b>		
a. Changes in short-term borrowings from Banks	(249.85)	(548.95)
b. Repayment of sales tax deferment	(171.19)	(110.72)
c. Interest paid	(205.01)	(351.78)
d. Dividend paid	(30.02)	(60.04)
e. Dividend tax paid	-	(12.34)
f. Changes in Operating Lease Liability	(27.45)	(28.95)
<b>Net cash used in financing activities</b>	<b>(683.52)</b>	<b>(1,112.78)</b>
Net (decrease)/increase in cash and cash equivalents	(20.42)	31.18
Opening cash and cash equivalents	41.64	10.46
Closing cash and cash equivalents	<b>21.22</b>	<b>41.64</b>

The above cash flow statement has been prepared using indirect method, in accordance with IND-AS 7, Cash flow statements.

Previous year figures have been restated wherever necessary to confirm to this year's classification.

Per and subject to our report of even date.

**For Gokhale & Co**  
Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-  
**Padam Kumar Kaliya**  
Partner  
Membership No : 243378

**For and on behalf of the Board of Directors**

Sd/-  
**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642

Sd/-  
**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185

Sd/-  
**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195H

Sd/-  
**Rajani K**  
Company Secretary  
FCS-8026

Place : Hyderabad  
Date : 11-06-2021

**Standalone Statement of Changes in Equity for the year ended 31st March 2021**

(All Amounts in Lakhs except the data and where otherwise stated)

**A. Equity Share Capital (refer note 10)**

Particulars	Number of Shares	Amount
As at 1st April 2019	3,001,900	300.19
Changes during the year	-	-
As at 31st March 2020	3,001,900	300.19
Changes during the year	-	-
As at 31st March 2021	3,001,900	300.19

**A. Other Equity (refer note 11)**

Particulars	Reserves and Surplus					OCI		Total
	Securities Premium Reserve	Revaluation Reserve	General Reserve	Investment in Subsidy Reserve	Deferred Revenue	Retained Earnings	Changes in FV of Equity Instruments	
<b>Balance as at 1st April 2019</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>56.38</b>	<b>11,000.52</b>	-	<b>12,858.12</b>
Impact on Deferred Revenue due to IND AS	-	-	-	-	(23.51)	-	-	(23.51)
Profit for the year	-	-	-	-	-	1,093.18	-	1,093.18
Payment of Dividend (Rs 2 per Eq Share)	-	-	-	-	-	(60.04)	-	(60.04)
Dividend Distribution Tax	-	-	-	-	-	(12.34)	-	(12.34)
Other Comprehensive Loss	-	-	-	-	-	(68.32)	-	(68.32)
<b>Balance as at 31st March 2020</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>32.87</b>	<b>11,953.00</b>	-	<b>13,787.09</b>
Impact on Deferred Revenue due to IND AS	-	-	-	-	-19.44	-	-	(19.44)
Profit for the year	-	-	-	-	-	1,377.23	-	1,377.23
Payment of Dividend (Re 1 per Eq Share)	-	-	-	-	-	(30.02)	-	(30.02)
Dividend Distribution Tax	-	-	-	-	-	-	-	-
Other Comprehensive Loss	-	-	-	-	-	8.28	-	8.28
<b>Balance as at 31st March 2021</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>13.43</b>	<b>13,308.49</b>	-	<b>15,123.14</b>

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**Rajani K**

Company Secretary

FCS-8026

Place : Hyderabad

Date : 11-06-2021



## SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE STANDALONE FINANCIAL STATEMENTS

### Corporate Information

Nile Limited (the Company) is a public Company domiciled in India and is incorporated under the provision of Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The registered office of the Company is located at Plot No.38 & 40, APIIC Industrial Park, Gajulamandyam Village, Renigunta Mandal, Tirupati, Chittoor Dist, AP- 517520 India. The Company is primarily engaged in the manufacture of Pure Lead for battery consumption.

These separate financial statements were authorized for issue in accordance with a resolution of the Directors on 11<sup>th</sup> June, 2021.

### Basis of Preparation of Standalone Financial Statements:

For all periods up to and including the year ended March 31, 2021, the Company prepared its Standalone Financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013. These Financial statements for the year ended March 31, 2021 have been prepared in accordance with Indian Accounting Standards ("Ind-AS") consequent to the notification of The Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. The Standalone Financial statements have been prepared on historical cost basis except for certain financial Instruments that are measured at Fair Value at the end of each reporting period as explained in the policies set out below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

### Operating Cycle:

All assets have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Act and Ind AS 1 – Presentation of Financial Statements, based on the nature of the products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

### Significant Accounting Policies :

#### **a. Property, Plant and Equipment:**

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of purchase price inclusive of taxes, commissioning expenses, etc. upto the date the asset is ready for its intended use. Fixed assets which were revalued are carried at revalued figures. Expenditure directly related to expansion projects has been Capitalised.

Cost includes non-refundable taxes, duties, freight, borrowing costs and other incidental expenses related to the acquisition and installation of the respective assets

and includes deemed cost which represents the carrying value of property, plant and equipment recognized as at April 1, 2016 measured as per the previous Accounting Standards notified under Section 133 of the Act, read together with Rule 7 of the Companies (Accounts) Rules, 2014, which the Company elected in accordance with Ind AS 101.

Assets under installation or under construction as at the Balance sheet date are shown as Capital work-in-progress. Advances paid towards acquisition of assets are shown as Capital Advances.

Fixed assets which are found to be not usable or retired from active use or when no further benefits are expected from their use are removed from the books of account and the difference if any, between the cost of such assets and the accumulated depreciation thereon is charged to Statement of Profit & Loss.

Depreciation on Tangible assets is provided under Straight-Line method over the useful lives of assets estimated by the management, except on Office equipment and furniture and fixtures, which are charged under written value method (WDV). Depreciation on additions/deletions during a period is charged on pro rata basis from the date of addition or deletion, as the case may be.

The Management estimated the useful life of fixed assets as follows.

Buildings	30 Years
Plant and Machinery	10 Years
Office Equipment	5 Years
Computers	3 Years
Furniture and Fixtures	10 Years
Vehicles - Motor cars	8 Years
Vehicles – Scooters and mopeds	10 Years

As per the requirement of IND AS 116 "Leased Assets", during the year ended 31.03.2021, "Right to Use Leased Asset" has been created of Rs 83,88,816/- for the machinery taken on operating lease. Accordingly, the Intangible Asset created has been amortized based on renewed tenure of contract for leased machinery. During the year ended 31.03.2021, amortization expense of Rs 24,38,585/- has been debited to Profit and Loss Statement.

#### **b. Fair Value measurement of Financial Instruments:**

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or liability, the Company uses market-observable data to the extent available. Where Level 1 inputs are not available, the fair value is measured using valuation techniques, including the discounted cash flow model, which involves various judgments and assumptions. The Company also engages third party qualified valuers to perform the valuation in certain cases like Gratuity and Leave Encashment. The

appropriateness of valuation techniques and inputs to the valuation model are reviewed by the Management.

**c. Impairment of Assets:**

In accordance with Ind AS 36 the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is treated as impaired when the carrying cost exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in a prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

S.no	Particulars	Current Year ₹	Previous year ₹
(a)	Amount of impairment losses recognized in the Statement of Profit & Loss.	-Nil-	-Nil-
(b)	Amount of reversal of impairment losses recognized in the Statement of Profit & Loss.	-Nil-	-Nil-
(c)	Amount of impairment losses recognized directly against revaluation surplus	-Nil-	-Nil-
(d)	Amount of reversals of impairment losses recognized directly in revaluation surplus	-Nil-	-Nil-

**d. Employee Benefits:**

Retirement benefits to employees comprise of payments under Defined Contribution Plans like Provident Fund and payments under Defined Benefit Schemes like Gratuity and Leave encashment.

Payments under defined contribution plans are charged to revenue on accrual. The liability in respect of defined benefit schemes is arrived based on actuarial valuation made at the end of the year by using projected unit credit method.

Short-term employee benefits such as wages, salaries and short-term compensated absences like bonus and other non-monetary benefits are provided for as per Company's Rules on best estimate basis.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Re-measurements are not reclassified to profit or loss in subsequent periods.

**e. Valuation of Inventories:**

Inventories are valued at the lower of cost and net realizable value. Net realizable value represents the estimated selling price in the Ordinary course of business

less estimated cost of completion and estimated cost necessary to make the sale.

Cost is arrived at by using weighted average method and includes all costs of purchases, conversion and other costs incurred in bringing the inventories to their present location and condition.

**f. Investments:**

Investments intended to be held for more than one year are treated as long term and others as short-term. Short-term investments are carried at the lower of cost or quoted / fair value, computed category wise and long term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

Investment in two of its Subsidiaries has been carried at Cost less accumulated impairment, if any.

*The Company has made an investment in Mutual Fund which is measured at Fair Value and recognized through Profit and Loss Statement (FVTPL) as per IND AS- 109 – refer note 3 of financial statements.*

**g. Prior period expenses / Income:**

The Company follows the practice of making adjustments through "expenses/income under/over provided" in previous years in respect of material transactions pertaining to that period prior to the current accounting year.

**h. Government grants:**

Government grants available to the Company are recognized when there is a reasonable assurance that the conditions attached to the grant will be complied with and reasonably certain that grants will be received.

**i. Tax Expense:**

Deferred tax resulting from "Timing Difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the Balance Sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

Provision is made for tax on Income as per the applicable provisions of Income Tax Act, 1961.

For items recognized in OCI or equity, deferred / current tax is also recognized in OCI or equity.

**j. Foreign Exchange Transactions:**

Transactions denominated in other than functional currency (foreign currency) are accounted for initially at the exchange rate prevailing on the date of transaction. Foreign Currency monetary Assets and Liabilities are translated at year end exchange rates. Fluctuations, if any, due to change in exchange rates between the dates of transactions and the dates of crystallization are debited / credited to Statement of Profit & Loss and if fluctuations are related to 100% advance payment for import of goods, then the difference is added/reduced to/from respectively to the cost of materials imported.

**k. Derivative instruments and hedge accounting**

The Company's activities expose primarily to the financial risks of changes in commodity prices in Lead, on International Commodity Exchanges. The Company uses Futures/Options contracts to hedge these risks. The Company does not use derivative financial instruments for trading or speculative purposes. The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on the use of financial derivatives. The gains or losses on hedging activities are recognized in Statement of Profit and Loss.

**l. Revenue Recognition**

Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sale of products is recognized on dispatch of products. Revenue from export sales is recognized on shipment of products. Revenue from products is stated exclusive of Goods and Service Tax (GST), returns and applicable trade discounts and allowances.

Revenue from services is recognized as per the terms of contract with customers when the related services are performed or the agreed milestones are achieved.

Revenue from sale of Wind Power is recognized as per terms of PPA on supply of power.

Interest income on general deposits with Bank and others is recognized on time proportion basis.

*IND-AS 115 "Revenue from contracts with Customers" has been effective from 1<sup>st</sup> April, 2018 – the Company has evaluated the norms as per IND-AS 115 and there are no material impact on the revenue of the Company. The obligation of performance is at the point of time as there is no customised production in the Company, the revenue is recognised based on "Delivery" i.e when the control of goods or services is with the customer.*

**m. Financial instruments, Financial assets & Financial liabilities**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Transaction costs directly attributable to the acquisition of financial asset or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on the trade date i.e. the date when the Company commits to purchase or sell the asset.

The classification of financial instruments depends on the objective of the Company's business model for which it is held and on the substance of the contractual terms / arrangements. Management determines the classification of its financial instruments at initial recognition.

**(i) Financial assets**

**Recognition:** Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognized at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

**Classification:**

Financial assets are classified as those measured at

- (a) amortised cost, where the financial assets are held within a business model solely for collection of cash flows arising from payments of principal and/ or interest as per contractual terms. Such assets are subsequently measured at amortised cost using the effective interest method, less any impairment loss.
- (b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognized in other comprehensive income.
- (c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognized in the Statement of Profit and Loss in the period in which they arise.

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as FVTPL.

"Investment in Mutual Fund is classified for measurement at fair value through profit or loss. Actual cost of Investments is Rs 2.95 lakhs and the FMV as on 31.03.2021 is Rs 3.04 lakhs the difference of Unrealised gain in recognized in Profit or Loss Statement under Other Income."

**(ii) Financial liabilities**

Borrowings, trade payables and other financial liabilities are initially recognized at the value of the respective contractual obligations. They are subsequently measured at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective

interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial liabilities are derecognized when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry. The difference between the carrying amount of the financial liabilities derecognized and the consideration paid and payable is recognized in the Statement of Profit and Loss.

**n. Borrowing Costs:**

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

**o. Provisions, Contingent Liabilities and Contingent Assets:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.

**p. Earnings per Share:**

The basic Earnings Per Share (“EPS”) is computed by dividing the net profit after tax for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit after tax and after OCI for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**q. Dividend :**

Under Indian GAAP, proposed final dividend is recognized as a liability in the period to which they relate, irrespective of when they are approved. Under Ind AS, such dividend is recognized as a liability when approved by shareholders.

In the Current year (FY 2020-21), the Company has declared an Interim dividend of Rs 1.00 per share (10% being FV Rs 10/-) in the board meeting held on 12<sup>th</sup> February,2021 being record date 25<sup>th</sup> February,2021.

**Reclassification and Other Miscellaneous items:**

The Company has done the following reclassification’s as per the requirements of Ind-AS:

- i) Re-Measurement gain/loss on defined benefit plans are re-classified from Statement of Profit and Loss to OCI.

**Other Comprehensive Income :**

Ind-AS requires preparation of Statement of Other Comprehensive Income in addition to Statement of Profit and loss.

**IND-AS 101 exemptions applied:**

The Company has adopted following exemptions from retrospective application of certain requirements under IND-AS 101 – First time adoption of Indian Accounting Standards:

- The Company has elected to continue with carrying value as recognized in its Indian GAAP Financial statements of Property, Plant and Equipment as deemed cost at transition date, i.e., 1<sup>st</sup> April, 2016 in accordance with Ind-AS 101- First time adoption of Indian Accounting Standards.

**SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS**

Preparation of the financial statements requires management to make judgements, estimates and assumptions, as described below, that affect the reported amounts and the disclosures. The Company based its assumptions and estimates on parameters available when the financial statements were prepared and reviewed at each Balance Sheet date. Uncertainty about these assumptions and estimates could result in outcomes that may require a material adjustment to the reported amounts and disclosures.

**I. Employee Benefits ( Ind AS-19):**

The Company has classified various benefits to employees as under:

**A) Defined Contribution Plans:**

**i) Provident Fund:**

Provident fund is operated through the Regional Provident Fund Authority under the scheme. The Company is required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. This fund is recognized by Income tax authorities. The Company has recognized the following amounts in the Statement of Profit and Loss for the year:

(₹ in lakhs)

Sl.No.	Particulars	2020-21 ₹	2019-20 ₹
a)	Contribution to provident fund	37.58	46.05

**B) Defined Benefit Plan**

- i) Gratuity
- ii) Leave Encashment

Leave encashment is payable to eligible employees who have earned leaves during the employment and / or on superannuation as per the Company’s policy.

Actuarial Valuation in respect of Gratuity and Leave Encashment has been carried out by an independent actuary as at the Balance Sheet date and the details are as under:



Sl. No.	Particulars	Gratuity		Leave Encashment	
		Current Year	Previous Year	Current Year	Previous Year
i)	<b>Discount Rate</b>	6.92%	6.73%	6.91%	6.73%
	Salary Escalation	5.00%	5.00%	5.00%	5.00%
	Rate of return on Plan assets	6.92%	7.00%	0%	0%
	Expected average remaining working lives of employees	14 years	14 years	14 years	14 years
ii)	<b>Changes in present value of obligation</b>	₹	₹	₹	₹
	Present value of obligations as at beginning of year	200.13	139.67	35.38	26.57
	Interest cost	11.75	10.49	2.08	1.65
	Current Service Cost	12.66	15.09	11.57	2.47
	Past Service Cost	--	--	0	--
	Benefits Paid	(50.98)	(5.01)	(9.09)	(10.00)
	Actuarial (gain)/ loss on obligations	(9.99)	39.88	3.38	14.70
	Present value of obligations as at end of year	163.57	200.13	43.31	35.38
iii)	<b>Changes in fair value of plan assets</b>				
	Fair value of plan assets at beginning of year	181.36	171.90	--	--
	Adjustment to Opening Balance				
	Expected return on plan assets	11.76	13.02	--	0
	Contributions	24.32	1.72	--	--
	Benefits Paid	(50.98)	(5.01)	(9.09)	(10.00)
	Actuarial gain/(loss) on Plan assets	(0.74)	(0.27)	--	--
	Fair value of plan assets at the end of year	164.78	181.36	--	--
iv)	<b>Reconciliation of present value of defined obligations and Fair value of plan assets</b>				
	Closing balance of present value of obligation	163.57	200.13	43.31	35.38
	Closing balance of fair value of plan assets	164.78	181.36	--	--
	Funded (asset) / liability recognized in the Balance Sheet	(1.21)	18.77	--	--
	Unfunded liability recognized in the Balance Sheet	--	--	43.31	35.38
v)	<b>Actuarial Gain/Loss recognized</b>				
	Actuarial (gain)/ loss on obligations	(9.99)	39.88	3.38	14.70
	Actuarial (gain)/ loss for the year - plan assets	0.74	(0.27)	0	--
	Actuarial (gain)/ loss recognized in the year	(9.25)	39.88	3.38	14.70
vi)	<b>Amounts recognized in the Balance Sheet</b>				
	Present value of obligations as at the end of year	163.57	200.13	43.31	35.38
	Fair value of plan assets as at the end of the year	164.78	181.36	--	--
	Funded status	1.21	(18.77)	(43.31)	(35.38)
	Unrecognized actuarial (gains)/losses	0	--	0	--
	Net asset/(liability) recognized in balance sheet	1.21	(18.77)	(43.31)	(35.38)
vii)	<b>Expenses Recognized in the Statement of Profit &amp; Loss</b>				
	Current Service cost	12.66	15.09	11.57	2.47
	Interest Cost	11.75	10.49	2.08	1.65
	Expected return on plan assets	(11.76)	(13.02)	--	0
	Net Actuarial (gain)/ loss recognized in the year	(9.25)	40.15	3.38	14.70
	Past Service Cost	--	--	0	0
	Gratuity Directly paid by Company			0	0
	Expenses recognized in statement of Profit and loss	3.40	52.72	17.02	18.81

**Segment Reporting – ( Ind AS-108):**

For management purposes, the Company is organized into two operating divisions – Lead and Wind energy. Lead Division produces Lead and Lead alloys and the Windmills generate electrical energy. However, for the purpose of segment reporting as per IND-AS 108, Segment Reporting, since Wind energy division is not meeting the criteria laid down in the Standard as a

reportable segment, the same is not considered as a reportable segment. Hence, the operations are reported under one segment only.

The Company primarily operates in India and therefore the analysis of Geographical segment is demarcated into its Indian and overseas operations as under:

Particulars	For FY 2020-21	For FY 2019-20
Revenue (Net Sales):	(in Rupees)	(in Rupees)
India	53640.63	59267.45
Overseas	-	-

### **Related party disclosures (Ind AS-24):**

#### **(a) Name of the Related party and Relationship:**

##### **(1) Key Management Personnel:**

- (i) Vuyyuru Ramesh, Executive Chairman
- (ii) Sandeep Vuyyuru Ramesh, Managing Director
- (iii) Rajani K, Company Secretary
- (iv) B Seshagiri Rao, Chief Financial Officer
- (v) Kaliprasad Yalamanchili, Chief Executive Officer

##### **(2) Related parties:**

Vuyyuru Rajeswari, Director (relative of Executive Chairmen & Managing Director)

##### **(3) Entity where Control Exists - Subsidiary:**

- (i) Nirmalya Extracts Private Limited
- (ii) Nile Li-Cycle Private Limited

#### **(b) Particulars of transactions with related parties:**

(₹ in lakhs)

Sl. No.	Particulars	Current Year	Previous year
		₹	₹
a)	Remuneration to - Key Management Personnel	277.22	248.23
b)	Interest on unsecured loans (Fixed deposits) to – - Key Management Personnel	4.24	38.70
	- Related parties	2.76	24.51
c)	Unsecured loans (Fixed deposits) payable to: - Key Management Personnel	-	308.06
	- Related parties	-	205.37
d)	Entity where Control Exists – Subsidiary – - Investment in Nirmalya Extracts Pvt Ltd	20.00	1.00
	- Reimbursement of Expenses from Nirmalya extract Pvt Ltd	0.64	0.03
	- Investment in Nile Li-Cycle Pvt Ltd	11.00	-
	- Reimbursement of Expenses from Nile Li-Cycle Pvt Ltd	0.23	-

### **Details of Investments made in wholly owned subsidiaries (Disclosure as per section 186)**

Name of the Company in which investment was made	Amount of investment (Rs.)	Type of investment	Remarks
Nirmalya Extracts Private Limited	21,00,000	2,10,000 Equity shares @10 each	For the purpose of business activities
Nile Li-Cycle Private Limited	11,00,000	1,10,000 Equity shares @10 each	For the purpose of business activities

**Leased Assets (Ind AS-116):**

The Company has taken certain equipment under non-cancellable operating lease agreements for a period of 72 months. The lease rental charges during the year ended March, 2021 is ₹ 27.45 lakhs (Previous year ₹ 28.95 lakhs) and maximum obligation on long-term non-cancellable operating lease payable as per the respective agreements are as follows:

(₹ in lakhs)

	Particulars	Current year (₹)	Previous year (₹)
i)	Obligation on Non-cancellable operating leases:		
	a) not later than one year	22.95	28.95
	b) later than one year and not later than five years	91.80	22.57
	c) later than five years	17.21	Nil
ii)	Total of minimum sub-lease payments expected	0	Nil
iii)	Lease payments paid during the year	27.45	28.95
	Operating Lease Liability at the beginning of year	48.37	73.07
iv)	Operating Lease liability addition during the year	83.89	
	Operating Lease Liability at the end of the year	108.76	48.37
		3.96	4.25
v)	Interest on Operating Lease Liability recognized during the year in P&L		
	Amortization of Right to Use Asset debited to P&L during the year	24.39	26.25
iv)	Sub lease payments received or receivable recognized in the statement of P&L during the period	Nil	Nil
v)	General description of significant leasing arrangements		
	a) Description of the assets taken on operating lease	Liquid Oxygen Storage Equipment & Oxyfuel Burner System	
	b) Basis on which contingent rent payments are determined	As per the terms of the lease agreement	As per the terms of the lease agreement
	c) Terms of renewal or purchase options and escalation clauses of lease arrangements	As per the terms of the lease agreement	As per the terms of the lease agreement
	d) Restrictions imposed by lease agreements, if any	Nil	Nil

During the current FY 2020-21, there was a change in Lease Agreement (increase in tenure of agreement) with respect to machineries taken on operating lease. IND AS 116 "Leases" – "Modification to Lease", the Company has complied with the accounting measures as per the remeasurement of Operating Lease Liability and Right to Use Asset procedures mentioned in the IND AS 116.

**Earnings Per Share ( Ind AS – 33 ):**

(₹ in lakhs)

Particulars	Current year	Previous year
a) Net profit for the year (₹)	13,85.50	10,24.87
b) Weighted average no. of Equity shares outstanding during the year	30,01,900	30,01,900
c) Basic and diluted earnings per share (₹)	46.15	34.14
d) Nominal value of shares (fully paid up) (₹)	10/-	10/-

**Contingent Liabilities and commitments :-**

(to the extent not provided for)

**(A) Contingent Liabilities:**

(i) Claims against the Company not acknowledged as debt:

- a) The Commissioner of Central Excise, Tirupati, had issued a show-cause notice C.No.127/TCCE/2014-Adjn. (C.Ex.) dated 03.09.2014 alleging short payment of central duty on clearances of excisable goods manufactured in the guise of job work and cleared the same to M/s. Amara Raja Batteries Ltd. Subsequently, three more periodical Show Cause Notices were also issued on the same issue. Details of the Show Cause Notices are provided below:

S.No.	SCN No.	Date	Period Covered	Duty Demanded
1	127/TCCE/2014-Adjn. (C.Ex.)	03.09.2014	11/2009-02/2014	₹ 852.37
2	14/TCCE/2015-Adjn (C.Ex)	09.03.2015	03/2014-12/2014	₹ 205.12
3	98/TCCE/2015-Adjn. (C.Ex)	06.01.2016	01/2015-10/2015	₹ 174.96
4	21/TCCE/2017-Adjn (C.Ex)	27.11.2017	11/2015-06/2017	₹ 432.19

The main contention of the Show cause notices were that M/s. Nile Limited has cleared job worked goods to M/s. Amara Raja Batteries and claimed exemption under Notification No. 214/86 dated 25.03.1986, however, the said exemption is not available to M/s. Nile Limited inasmuch as they have contravened the provisions of the exemption notification as when providing job work services on the goods of M/s. Amara Raja Batteries Limited, M/s. Nile Limited had used their own inputs to manufacture the final products and therefore are not eligible for the said exemption.

The above Show cause notices were adjudicated and decided by the Commissioner of Central Tax, Tirupati vide **Order-in-Original No. TTD-EXCUS-000-COM-03 to 06-19-20 dated 31.07.2019**. The adjudicating authority had confirmed the above demands along with interest and penalties.

M/s. Nile Limited has filed an appeal along with a pre-deposit appeal amount of ₹ 124.85 lakhs, before the Hon'ble Customs, Excise and Service Tax Appellate Tribunal (CESTAT) Hyderabad against the order passed by the Commissioner of Central Tax, Tirupati. The issue is pending before the CESTAT and has not been listed as of 31.03.2021.

**(ii) Guarantees and letters of credit:**

- Letters of Credit issued by Bankers – ₹ NIL (Previous year - ₹ 147.66 lakhs).
- Customer bills discounted with Banks backed by LC – ₹ NIL/- (Previous year NIL)
- Customers bills discounted with Banks – ₹ 4263.01 lakhs (Previous Year ₹ 1008.88 lakhs)

**(iii) Other money for which the Company is contingently liable:**

Amount claimed by a supplier, not accepted as liability – ₹ 197.74 lakhs (Previous year ₹ 197.74 lakhs). The City Civil Court, Secunderabad, in their order dated 2<sup>nd</sup> June, 2016, directed the Company to pay ₹ 39.22 Lakhs plus interest @18% p.a. from the date of filing of the suit till the date of realisation.

The Company preferred an appeal before the Hon'ble High Court at Hyderabad. The Hon'ble High Court on 31<sup>st</sup> October, 2016 gave an interim stay on the trial court's order, and directed the Company to deposit ₹ 60 Lakhs to the credit of the suit. Accordingly, the Company deposited ₹ 60 Lakhs to the credit of the suit. Based on legal opinion, no liability will arise to the Company in this regard.

**(B) Commitments:**

Estimated amount of works remaining to be executed on capital account, net of advances – ₹ NIL/- (Previous Year ₹ NIL)

**Financial Risk Management Objectives and policies :**

The Company's financial liabilities comprise short-term borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents and deposits.

The Company has a Risk Management Policy based on which risks are identified, measured and managed. The Board of Directors review these risks and related risk management policy.

The different kinds of risks the Company exposed to and its mitigation is discussed as under:

**I) Market risk:**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and commodity price risk.

**(i) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's raw material purchase activity. Such foreign currency exposures are mostly hedged by the Company.

**(ii) Commodity price risks**

The Company is effected by the price volatility of lead in the open market. The Company's operating activity requires supply of lead on a continuous basis. Due to significant volatility in the lead price, the Company enters into purchase contract with vendors wherein the prices are linked to the quoted London Metal Exchange rates. Similarly, the Company's selling price of lead to battery manufacturers are linked to such rates.

As the Company's significant revenue is linked to cost of lead, the impact of change in lead prices on Company's profit is not expected to be significant.

**II) Credit risk :**

Credit risk is the risk that the counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).



### Trade receivables

Impairment analysis is performed at each reporting date on an individual basis for all the large customers. In addition to a number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

The calculation is based on historical data of credit losses. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in these financial statements as the Company does not hold collateral as security.

The Company has evaluated the concentration of risk with respect to trade receivables as low based on historical data.

### Capital Management :

The Company's objective when managing capital (defined as net debt and equity) is to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefit for other stakeholders, while protecting and strengthening the Balance Sheet through the appropriate balance of debt and equity funding. The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions and strategic objectives of the Company.

### Additional Information as required under Part II of Schedule III to the Companies Act, 2013 to the extent applicable to the Company:

- i) Details of imported & indigenous Raw Materials, Spare parts and components consumed and their percentage to total consumption.

₹ in lakhs

	Year ended with March, 2021		Year ended with March, 2020	
	(%) to total consumption	Value ₹	(%) to total consumption	Value ₹
(a) Raw Materials:				
Indigenous	79.18	33070.66	75.73	36333.27
Imported	20.82	8697.67	24.27	11644.03
<b>TOTAL</b>	<b>100.00</b>	<b>41768.33</b>	<b>100.00</b>	<b>47977.30</b>
(b) Spare parts & Components				
Indigenous	99.32	4187.22	98.49	3500.48
Imported	0.68	28.81	1.51	53.66
<b>TOTAL</b>	<b>100.00</b>	<b>4216.03</b>	<b>100.00</b>	<b>3554.14</b>

- ii) Value of imports calculated on CIF Basis:

Particulars	Year ended with March, 2021 (₹)	Year ended with March, 2020 (₹)
- Raw materials	8498.60	9965.74
- Components & Spare parts	25.07	36.67
- Unrecoverable advance	15.10	0
<b>Total</b>	<b>8538.77</b>	<b>10002.41</b>

- iii) Earnings in Foreign exchange:

a) Export of goods on FOB basis-Lead	0	-
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- iv) Expenditure in foreign currency on account of:

- Travelling expenses	-	1.97
- Professional Charges	-	0.38
- Subscription charges	1.74	2.05
- Others/Delegate fee	5.35	1.20
- LEGAL FEE	-	0.14

- v) Amount remitted in Foreign currency on account of dividend

- Amount of Dividend	NIL	NIL
- Number of non-resident Shareholders (Nos)		
- Number of Shares held by them (Nos)	NIL	NIL
Year to which dividend related		

## Other Points :

- (i) In the opinion of the board, the assets other than fixed assets and non-current investments, have a value on realization in the ordinary course of business of at least equal to the amount at which they are stated in the balance sheet.
- (ii) Previous year's figures have been regrouped wherever necessary to confirm to the layout adopted in the current year.

Per and subject to our report of even date.

### **For Gokhale & Co**

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**  
Partner  
Membership No : 243378

Place : Hyderabad  
Date : 11-06-2021

### **For and on behalf of the Board of Directors**

Sd/-

**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642

Sd/-

**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195H

Sd/-

**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185

Sd/-

**Rajani K**  
Company Secretary  
FCS-8026



## 2. Property, Plant and Equipment/ Right to Use of Asset

(₹ in lakhs)

Sl. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK			
		As at 01.04.2020	Additions	Deductions	Total As at 31.03.2021	Upto 31.03.2020	For the year	On assets whose useful life is expired	On deductions	Total Upto 31.03.2021	As at 31.03.2021	As at 31.03.2020
<b>A)</b>	<b>Tangible assets:</b>											
(i)	Freehold Land	450.36	903.77	-	1,354.12	-	-	-	-	-	1,354.12	450.36
(ii)	Buildings	2,279.53	65.43	-	2,344.97	670.50	76.68	-	-	747.18	1,597.79	1,609.04
(iii)	Plant & Equipment	2,969.06	92.95	48.91	3,013.10	2,239.75	218.32	-	48.91	2,409.15	603.95	729.31
(iv)	Furniture & Fittings	32.09	0.25	-	32.34	26.12	1.88	-	-	27.99	4.35	5.97
(v)	Vehicles	240.28	0.66	-	240.94	97.49	23.40	-	-	120.89	120.05	142.79
(vi)	Office Equipment	107.84	4.79	-	112.63	96.68	7.53	-	-	104.22	8.41	11.15
	<b>Total</b>	<b>6,079.16</b>	<b>1,067.85</b>	<b>48.91</b>	<b>7,098.10</b>	<b>3,130.54</b>	<b>327.81</b>	<b>-</b>	<b>48.91</b>	<b>3,409.43</b>	<b>3,688.67</b>	<b>2,948.62</b>
<b>B)</b>	<b>Intangible assets:</b>											
(i)	Right to Use Leased Asset	73.07	83.89	-	156.95	26.25	24.39	-	-	50.63	106.32	46.82
	<b>TOTAL</b>	<b>6,152.23</b>	<b>1,151.74</b>	<b>48.91</b>	<b>7,255.05</b>	<b>3,156.79</b>	<b>352.20</b>	<b>-</b>	<b>48.91</b>	<b>3,460.06</b>	<b>3,794.99</b>	<b>2,995.44</b>
	Previous year	5,928.33	256.78	32.88	6,152.23	2,823.14	365.62	-	31.97	3,156.80	2,995.44	3,105.18

**NOTE:**

- (i) For Property, plant and equipment existing as on April 1, 2016, i.e. date of transition to Ind AS, the Company has used Indian GAAP carrying value as deemed cost as permitted by Ind-AS 101 - First Time Adoption. Accordingly, the net WDV as per Indian GAAP as on 1st April, 2016 has been considered as Gross Block under Ind-AS.
- (ii) Right to Use Leased Asset of Rs 83.89 lakhs has been added during the year ended 31.03.2021 as per IND AS 116 "Leased Assets" for the two machineries taken on Operating Lease. Amortisation of Rs 24.39 lakhs has been amortised during the above said period.

## Notes to Standalone to financial statements Continued . . .

(₹ In lakhs)

Particulars	As at 31st March,2021	As at 31st March,2020
<b>(3) Investments</b>		
Investments mandatorily measured at Fair Value through profit or Loss (FVTPL)		
(i) Quoted Investments in Mutual funds * (HDFC liquid Fund 75.056 units )	3.04	1.05
*Aggregate book value of quoted Investments - at cost	2.95	1.00
*Aggregate Market value of quoted Investments	3.04	1.05
<b>Other Investment :</b>		
(i) Nirmalya Extracts Pvt Ltd (Wholly owned Subsidiary- 10000 Eq Shares of 10 each)	-	1.00
<b>Total</b>	<b>3.04</b>	<b>2.05</b>
<b>(4) Financial Assets</b>		
<b>I. Loans and deposits</b>		
(Unsecured, considered good)		
(a) Security Deposits	100.33	99.21
(b) Gratuity fund	1.22	-
Note: Due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil-		
<b>Total</b>	<b>101.55</b>	<b>99.21</b>
<b>II. Investments</b>		
(i) Nirmalya Extracts Pvt Ltd (Wholly owned Subsidiary- 2,10,000 Eq Shares of 10 each)	21.00	-
(II) Nile licycle Pvt Ltd (Wholly owned Subsidiary- 1,10,000 Eq Shares of 10 each)	11.00	-
<b>Total</b>	<b>32.00</b>	<b>-</b>
<b>(5) Inventories</b>		
(At lower of cost and net realisable value)		
(a) Raw materials	5,536.60	2,735.40
(b) Work-in-progress	800.49	721.23
(c) Finished goods - Lead	1,002.34	2,381.05
(d) Stores and spares	902.88	637.16
<b>Total</b>	<b>8,242.31</b>	<b>6,474.84</b>
<b>(6) Trade Receivables</b>		
(Unsecured, considered good)		
(a) Outstanding for a period exceeding six months from the date they are due for payment	43.54	32.66
Less: Bad Debt Provision made out of the above	(32.67)	-
	10.87	32.66
(b) Others	8,301.22	6,040.62
Note: Debts due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil-		
<b>Total</b>	<b>8,312.09</b>	<b>6,073.28</b>

(₹ In lakhs)

Particulars	As at 31st March,2021	As at 31st March,2020		
<b>(7) Cash and bank balances:</b>				
(a) Cash and Cash equivalents:				
(i) Balance with Scheduled Banks in India in current accounts:	14.44	16.74		
(ii) Cheques on hand	1.28	0.85		
(iii) Cash on hand	5.18	5.05		
(b) In Deposit Accounts with Banks held as margin money or security against borrowings, guarantees and other commitments with maturity of less than 90 days	0.32	19.00		
<b>Total</b>	<b>21.22</b>	<b>41.64</b>		
<b>8) Other Current Assets :</b>				
(Unsecured, considered good)				
Loans and advances to others:				
(i) for Purchases, Expenses & Services	516.77	1,288.38		
(ii) to employees	6.13	1.03		
(iii) Prepaid expenses	68.99	27.86		
(iv) Nile li cycle & Nirmalya P Ltd	0.87	-		
Income Tax Refund	59.03	84.36		
GST & Sales tax paid	344.75	231.27		
Vat /Service tax/ Excise paid under protest	173.31	139.41		
Note: Due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil.				
<b>Total</b>	<b>1,169.85</b>	<b>1,772.31</b>		
<b>(9) Other Financial assets</b>				
(i) Interest accrued (but not due) on deposits with Banks and others	1.29	1.69		
(ii) Hedging amount & Insurance claim receivable	56.40	6.72		
(ii) Balance in Unclaimed dividend accounts with Banks	9.44	10.50		
(iii) In Deposit Accounts with Banks held as margin money or security against borrowings, guarantees and other commitments with maturity of more than 90 days but less than 12 months	-	-		
<b>Total</b>	<b>67.13</b>	<b>18.91</b>		
<b>(10) Equity Share Capital</b>				
(a) <b>Authorised</b>				
50,00,000 Equity shares of ₹ 10/- each (Previous year : 50,00,000 Equity shares of ₹ 10/- each)	500.00	500.00		
(b) <b>Issued, subscribed and fully paid-up</b>				
30,01,900 equity shares of ₹ 10/- each fully paid-up (Previous year : 30,01,900 equity shares of ₹ 10/- each fully paid-up)	300.19	300.19		
<b>Total</b>	<b>300.19</b>	<b>300.19</b>		
<b>(c) Reconciliation of number of shares outstanding at the beginning &amp; at the end of the reporting period</b>				
	<b>As at 31st March, 2021</b>		<b>As at 31st March, 2020</b>	
	<b>No. of shares</b>	<b>Amount (₹)</b>	<b>No. of shares</b>	<b>Amount (₹)</b>
Outstanding at the beginning of the year	3,001,900	300.19	3,001,900	300.19
Add/(Less): Addition / (reduction)	-	-	-	-
Outstanding at the end of the year	3,001,900	300.19	3,001,900	300.19

## Notes to Standalone to financial statements Continued . . .

(₹ In lakhs)

Particulars	As at 31st March,2021	As at 31st March,2020
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**(10) Equity Share Capital**

- (d) The Company has only one class of shares i.e. equity shares with equal rights for dividend and repayment. Each holder of the shares is entitled to one vote per share.

**(e) List of Shareholders holding more than 5% of shares :**

Name of the Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of shares of ₹ 10/- each fully paid-up	% to paid-up capital	No. of shares of ₹10/- each fully paid-up	% to paid-up capital
(i) Vuyyuru Rajeswari	801,836	26.71	801,836	26.71
(ii) Sandeep Vuyyuru Ramesh	406,928	13.56	406,928	13.56
(iii) Vuyyuru Ramesh	289,208	9.63	289,208	9.63

**(11) Other Equity**

(a) Securities Premium Reserve	1,092.88	1,092.88
(b) Revaluation Reserve		
Opening balance	16.34	16.34
Closing balance	16.34	16.34
(c) General Reserve		
a) General Reserve	617.00	617.00
b) Deferred Revenue	13.43	32.87
<b>Total</b>	<b>630.43</b>	<b>649.87</b>
(d) Reserves: Investment Subsidy (from Govt.)	75.00	75.00
(e) Surplus in Statement of Profit and Loss		
Opening balance	11,953.00	11,000.52
Add: Profit for the year	1,385.51	1,024.86
Amount available for appropriations	13,338.51	12,025.38
Less: Interim / proposed dividend on equity capital @₹1/- per share(Previous Year@ ₹ 2/- per share)	30.02	60.04
Tax on dividend	0.00	12.34
Transfer to General reserve	0.00	0.00
Closing balance	13,308.49	11,953.00
<b>Total</b>	<b>15,123.14</b>	<b>13,787.09</b>

**(12) Loans & Deposits**

(a) Deferred payment liabilities - Sales tax deferment loan – Unsecured*	45.48	177.35
<b>Total</b>	<b>45.48</b>	<b>177.35</b>

**a)\* Deferred payment liabilities:**

Deferred payment liability is the sales tax collected and retained for Lead unit at Choutuppal under deferment scheme of Government of Telangana repayable as per the sanctioned scheme. As per the scheme, the Company is eligible to retain the sales tax collected in the first 14 years of operations subject to a maximum of ₹ 405.80 lakhs. The Sales Tax deferred in a year should be repaid at the end of 14<sup>th</sup> year without interest. First repayment of this deferred payment is commenced in financial year 2014-15. Amount payable within the period of one year is shown as 'current maturities of long-term debt' under the head "Other Current Liabilities", Note - 8.

(₹ In lakhs)

Particulars	As at 31st March,2021	As at 31st March,2020
b) There is no default as on the Balance sheet date in repayment of the above deferred liabilities.		
<b>13) Non-Current provisions</b>		
(a) Provision for employee benefits - Leave encashment*	32.64	26.40
(b) Operating lease liability**	85.81	19.42
* Total Leave encashment payable is Rs 43.31 lakhs out of this Rs 32.64 lakhs is shown under Non Current provisions and balance Rs 10.67 lakhs is shown under " Short term Provisions - Leave Encashment"		
** Total Operating Lease Liability is Rs 108.76 lakhs out of this Rs 85.81 lakhs is shown under Non Current provisions and balance Rs 22.95 lakhs is shown under " Current provisions - Operating Lease Liability"		
<b>Total</b>	<b>118.45</b>	<b>45.82</b>
<b>(14) Deferred Tax Liabilities (net)</b>		
(i) Liability on timing differences of Depreciation	144.42	163.73
(ii) (Asset) on timing differences of Leave encashment	-10.90	-8.90
<b>Net deferred tax liability</b>	<b>133.52</b>	<b>154.83</b>
<b>15) Financial Liabilities- borrowings</b>		
(a) Loans repayable on demand		
(i) From banks – Secured - Open cash credit facility	647.57	397.42
	647.57	397.42
(b) Deposits/Loans - Unsecured		
(i) Inter Corporate Deposits	-	-
(ii) Other Loans:		
- from Directors	-	500.00
	-	500.00
<b>Total</b>	<b>647.57</b>	<b>897.42</b>

**Notes:**

- (i) Total Open Cash Credit limits of ₹ 6000.00 lakhs [(Current Year ₹ 2000.00 lakhs with Kotak Mahindra Bank and 4000.00 lakhs with HDFC Bank), (Previous Year ₹ 2000.00 lakhs with Kotak Mahindra Bank and ₹ 4000.00 lakhs with HDFC Bank)]; Total FUBD backed by LC ₹ 3000.00 lakhs [(Current Year ₹ 2000.00 lakhs with Kotak Mahindra Bank and ₹ 1000.00 lakhs with HDFC Bank), (Previous year ₹ 2000.00 lakhs with Kotak Mahindra Bank and ₹ 1000.00 lakhs HDFC Bank)] carries interest @ 6 months MCLR + 0.55% p.a. for Kotak Mahindra Bank, and @1 year MCLR + 0.70% p.a. for HDFC Bank (Previous year @ 6 months MCLR + 0.55% p.a for Kotak mahindra Bank, and @ 1 year MCLR+ 0.70% p.a. for HDFC Bank), and secured by hypothecation of all raw materials, work-in-progress, finished goods, receivables and collaterally secured by book value of unencumbered fixed assets of the Company consisting Plant & Machinery of Wind Mills at Ramagirri and Fixed assets i.e Land & Buildings, Plant & Machinery and other assets of Lead Units situated at Choutuppal and Tirupathi (including land and building of corporate office at Hyderabad), and till the renewal of limits during June, 2020
- (ii) Deposits carry interest @12% p.a, payable quarterly, repayable as per the terms of repayment agreed, over a period ranging from 6 to 12 months from the date of acceptance.

## Notes to Standalone to financial statements Continued . . .

(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(iii) There are no defaults as on the Balance sheet date in repayment of the above loans, deposits and interest thereon.		
<b>16) Trade payables - Unsecured</b>		
(a) Due to Micro, Small and Medium enterprises	-	-
(b) Due to others	455.15	354.24
<b>Total</b>	<b>455.15</b>	<b>354.24</b>
<b>Note:</b>		
(i) Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 have been determined to the extent such parties have been identified on the basis of information available with the Company.		
(ii) Disclosures relating to Micro, Small and Medium Enterprises are as under :-		
(ii) Disclosures under MSMED Act, 2006:		
Principal amount due and remaining unpaid	-	-
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due & payable in succeeding years	-	-
<b>17) Other Financial liabilities</b>		
(a) Interest accrued but not due on borrowings	-	13.43
(b) Current maturities of Bills discounted with bank and sales tax deferment	4,414.76	1,096.09
(c) Unclaimed dividends	9.44	10.51
(d) Axis Bank (credit card payment)	-	387.90
(e) Advanced from customer	0.00	-
<b>Total</b>	<b>4,424.20</b>	<b>1,507.93</b>
<b>18) Other Current liabilities</b>		
(a) Other payables (Expenses & Statutory dues)	451.54	233.08
<b>Total</b>	<b>451.54</b>	<b>233.08</b>
<b>19) Current provisions</b>		
(a) Provision for employee benefits:		
(i) Leave encashment	10.67	8.98
(ii) Gratuity payable	-	18.77
(iii) Operating Lease Liability	22.95	28.95
(b) Others:		
(i) for income tax (net of advance tax)	57.21	-
<b>Total</b>	<b>90.83</b>	<b>56.70</b>



(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>20) Revenue from operations</b>		
<b>a) Sale of products</b>		
(i) Lead		
Domestic sales	47,364.61	53,406.28
Export sales	-	-
	47,364.61	53,406.28
(ii) Wind Power	33.97	45.57
<b>Total (a)</b>	<b>47,398.58</b>	<b>53,451.85</b>
<b>b) Sale of services</b>		
Lead – Jobwork charges	5,957.32	5,413.01
<b>c) Other operating revenue</b>		
Scrap sales – lead	49.64	35.94
Battery collection charges	235.09	366.65
<b>Total (a) + (b) + (c)</b>	<b>53,640.63</b>	<b>59,267.45</b>

Note :(i) The revenue figures appearing are exclusive of GST .

<b>21) Other income</b>		
(i) Interest on		
- Deposits with banks	0.42	0.44
- Others	1.40	1.63
- Unrealised gain on investment in Mutual Fund	0.09	0.04
- Realised Gain on Mutual Funds Sale	1.90	
(ii) Miscellaneous receipts	0.01	-
(iii) Interest Income (Ind AS)	19.88	23.51
<b>Total</b>	<b>23.70</b>	<b>25.62</b>

<b>22) Cost of materials consumed - Lead:</b>		
Opening stock	2,735.40	3,264.20
Add: Purchases	44,372.99	47,407.74
<b>Total</b>	<b>47,108.39</b>	<b>50,671.94</b>
Less: Closing stock	5,536.60	2,735.40
	41,571.79	47,936.54
Less: Surplus/(Loss) in Hedging operations of price of raw materials	196.54	40.76
<b>Total</b>	<b>41,768.33</b>	<b>47,977.30</b>

<b>23) Changes in inventories of finished goods and work-in-progress</b>		
(a) Finished goods:-Lead		
(i) At the beginning of the year	2,381.05	3,416.08
(ii) At the end of the year	1,002.34	2,381.05
	<b>1,378.71</b>	<b>1,035.03</b>
(b) Work in progress:-Lead		
(i) At the beginning of the year	721.23	1,395.39
(ii) At the end of the year	800.49	721.23
	(79.26)	674.16
<b>Net (increase) / decrease in inventory</b>	<b>1,299.45</b>	<b>1,709.19</b>

## Notes to Standalone to financial statements Continued . . .

(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>24) Employee benefits expense</b> (including managerial remuneration)		
Salaries and wages	733.59	749.06
Contributions to provident and other funds	42.59	52.34
Staff welfare expenses	63.49	67.78
Actuarial (Loss)/Gain on Gratuity and Leave Encashment (IND AS) - shown under Other Comprehensive Income in P&L Statement)	6.61	-54.58
<b>Total</b>	<b>846.28</b>	<b>814.60</b>
<b>25) Other expenses</b>		
Stores and spare parts consumed	4,216.03	3,554.14
Power and fuel	1,068.97	1,107.72
Packing materials consumed	22.22	20.07
Other production expenses	990.49	1,079.92
Windmills maintenance expenses	10.76	15.72
Directors sitting fee	3.83	4.08
Recruitment & Training of personnel	2.47	2.78
Books & Periodicals	5.56	8.31
Rental Expenses	1.37	1.64
Rates and taxes	17.39	26.78
Repairs and maintenance		
- Buildings	5.25	26.19
- Plant & Machinery	234.37	176.30
- Others	8.12	4.83
Insurance Expenses	47.67	44.69
Communication expenses	6.31	6.59
Travelling and conveyance	6.00	28.15
Printing and stationery	4.71	5.05
Carriage outwards	416.14	380.98
Advertisement and Business promotion expenses	4.75	2.52
Vehicle Maintenance charges	10.12	12.88
Legal and professional charges	24.70	31.14
Payment to auditors		
- As auditors	3.30	3.30
- For taxation matters	2.00	2.00
- For management services	0.69	0.46
Provision for Bad debts	32.66	-
Cash Discounts against early sale realisations	18.90	-
Bad debts written off	0.01	-
Research & Development expenses	13.68	16.65
Profit on sale of Assets	-0.30	-0.29
Loss on foreign currency transactions	-	0.51
Corporate Social Responsibility Expenses	45.65	9.29
Donations	-	42.11
Unrecoverable Advance	15.10	
General & Miscellaneous expenses	11.08	10.38
<b>Total</b>	<b>7,250.00</b>	<b>6,624.88</b>

(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>26) Finance costs</b>		
(a) Interest expense on borrowings:		
- to Banks on working capital loans	215.52	303.18
- to Directors on Loans	7.00	63.21
(b) Other finance costs (bank commission & charges)	25.48	48.56
(c) Income tax late payment	2.40	8.89
(d) Finance cost (Ind AS)	23.84	27.76
<b>Total</b>	<b>274.24</b>	<b>451.60</b>

Per and subject to our report of even date.

**For Gokhale & Co**

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

**For and on behalf of the Board of Directors**

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Rajani K**

Company Secretary

FCS-8026

Place : Hyderabad

Date : 11-06-2021

## INDEPENDENT AUDITOR'S REPORT

To  
The Members  
**NILE LIMITED**  
Hyderabad.

**Report on the Consolidated IND-AS Financial Statements****Opinion**

We have audited the accompanying consolidated IND-AS financial statements of **Nile Limited ( the Parent Company)** and its Subsidiary, which comprise the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the unaudited separate financial statements of subsidiary referred to in Other Matters section below, the aforesaid IND-AS Consolidated financial statements give the information required by the Companies Act, 2013 ("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, 2021, and its consolidated profit and loss statement including statement of Other comprehensive Income, its consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and referring to other matters section below for subsidiary, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p><b>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances.</b></p> <p>Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sale of products is recognized on dispatch of products. Revenue from export sales is recognized on shipment of products. Revenue from products is stated exclusive of Goods and Service Tax (GST), returns and applicable trade discounts and allowances.</p> <p>Revenue from services is recognized as per the terms of contract with customers when the related services are performed or the agreed milestones are achieved.</p> <p>Revenue from sale of Wind Power is recognized as per terms of PPA on supply of power.</p>	<p><b>We have performed the following audit procedures in relation to revenue recognition:</b></p> <p>Assessing the appropriateness of the Company's revenue recognition policies in line with IND AS 115 – "Revenue from contracts with customers"</p> <p>Understanding the Revenue recognition policy, evaluating the design and implementation of Company's control in respect of revenue recognition.</p> <p>Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognised in the correct period.</p> <p>Testing the effectiveness of such controls over revenue cut off at year-end.</p>
2	<p><b>Provision , Contingent Liabilities and Contingent Assets</b></p> <p>Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.</p>	<p>We have reviewed the contingent liabilities and provisions as on 31.03.2021 and validated the correctness of the reporting policy applied by the management as per the relevant accounting standards as notified.</p>



Sr. No.	Key Audit Matter	Auditor's Response
3	<b>Employee Benefits as per IND AS -19</b>	<p>The Company has classified various benefits to employees into Defined Contribution Plan and Defined Benefit Plan.</p> <p>Defined Contribution Plan consists of contribution to Provident Fund.</p> <p>Defined Benefit Plan consists of Gratuity and Leave Encashment.</p> <p>As per the IND-AS 19 we have transferred the Actuarial Gain/Loss on Defined Obligation to Other Comprehensive Income which shall not be reclassified to Profit and Loss Statement as per the Actuarial Valuation Report.</p>

**Other Key Audit Matter:**

- Owing to the COVID-19 pandemic, the Company is taking appropriate measures to ensure the safety and well-being of all its employees and ensuring full compliance with the directives issued by the Government in this regard.
- The Management has exercised due care, in concluding on significant accounting judgements and estimates, inter-alia, recoverability of receivables, inventory, based on the information available to date, both internal and external, to the extent relevant, while preparing these financial results as of year ended March 31, 2021. Based on the assessment of current indicators of future economic conditions, the management does not envisage any significant impact on its financial results and financial position as on March 31, 2021.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Parent's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

***We have nothing to report in this regard.***

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

The Parent'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 consolidated IND-AS financial statements that give a true and fair view of

the financial position, financial performance, including other comprehensive income, consolidated cash flows and the consolidated statement of changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND-AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the companies (Indian Accounting Standards) Rules, 2015, as amended. 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 IND-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Group's financial reporting process.

**Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our responsibility is to express an opinion on these IND-AS 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 of the consolidated IND-AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the IND-AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the IND-AS 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 IND-AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the IND-AS 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 IND-AS consolidated financial statements.

## Other Matters

The separate financial statements of Subsidiary companies are Unaudited, whose financial statement reflects total assets of Rs 32.99 lakhs as at 31.03.2021. The subsidiary companies has been incorporated in March,2020 and they have not yet started their Business Operations. Our Opinion on the consolidated financial statements above and our report on other legal and regulatory requirements below, in not modified in respect of above matter.

## Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, based on our audit and on the separate unaudited financial of subsidiary provide to us referred in other matters above, 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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the statement of Other Comprehensive income, the Consolidated Cash Flow Statement and the Consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid IND-AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Indian Accounting Standards) Rules, 2015, as amended.

- (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Section 197 of the Act, as amended, in our Opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Parent Company to its Chairman Managing Director and executive director during the year is in accordance with the section 197 of the Act, based on the Resolutions already passed in AGM.
- (h) 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 Consolidated Financial Statements has disclosed impact of pending litigation in Notes on the consolidated financial position of the group.
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent.

**For Gokhale & Co**  
Chartered Accountants  
Firm Regn. No. 000942S

Sd/-  
**Padam Kumar Kaliya**  
Partner  
Membership No. 243378  
UDIN: 21243378AAAAFE1644

Place: Hyderabad  
Date: 11<sup>th</sup> June,2021

## Annexure - A to the Auditors' Report

Report on the Internal Financial Controls over Financial Reporting in terms of  
Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

In conjunction with our audit of consolidated financial statements of the Company as of the year ended 31.03.2021, we have audited the Internal Financial Controls over financial reporting of **Nile Limited** ('the Company/the Parent') as of March 31, 2021.

### Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining Internal Financial Controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### 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 our 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 were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of Internal Financial Control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Gokhale & Co**  
Chartered Accountants  
Firm Regn. No. 000942S

Sd/-  
**Padam Kumar Kaliya**  
Partner

Place: Hyderabad  
Date: 11<sup>th</sup> June, 2021

Membership No. 243378  
UDIN: 21243378AAAAFE1644

## Consolidated Balance Sheet as at 31st March, 2021

(₹ in lakhs)

Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
<b>(I) ASSETS</b>			
(1) Non-current assets			
(a) Property, Plant and Equipment	2	3,688.67	2,948.62
(b) Right to Use of Asset		106.32	46.82
(c) Capital work-in-progress		45.89	36.97
(d) Financial Assets			
(i) Loans & Deposits	4	101.55	99.21
		<b>3,942.43</b>	<b>3,131.62</b>
(2) Current assets			
(a) Inventories	5	8,242.31	6,474.84
(b) Financial Assets			
(i) Investments	3	3.04	1.05
(ii) Trade receivables	6	8,312.09	6,073.28
(iii) Cash and cash equivalents	7	23.40	42.63
(iv) Other Financial Assets	9	67.13	18.91
(c) Other Current assets	8	1,199.80	1,772.32
		<b>17,847.77</b>	<b>14,383.03</b>
<b>Total Assets</b>		<b>21,790.20</b>	<b>17,514.65</b>
<b>(II) EQUITY AND LIABILITIES</b>			
(1) Equity			
(a) Equity Share capital	10	300.19	300.19
(b) Other Equity	11	15,123.14	13,787.09
		<b>15,423.33</b>	<b>14,087.28</b>
(2) LIABILITIES			
(i) Non-current liabilities			
(a) Financial Liabilities			
(i) Loans & Deposits	12	45.48	177.35
(b) Non- Current Provisions	13	118.45	45.82
(c) Deferred tax liabilities (Net)	14	133.52	154.83
		<b>297.45</b>	<b>378.00</b>
(ii) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	647.57	897.42
(ii) Trade payables	16	455.15	354.24
(iii) Other Financial Liabilities	17	4,424.20	1,507.93
(b) Other Current Liabilities	18	451.69	233.08
(c) Current Provisions	19	90.83	56.70
		<b>6,069.42</b>	<b>3,049.37</b>
<b>Total Equity and Liabilities</b>		<b>21,790.20</b>	<b>17,514.65</b>
<b>Significant Accounting Policies</b>	1		

The accompanying notes are an integral part of the financial statements

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Rajani K**

Company Secretary

FCS-8026

Place : Hyderabad

Date : 11-06-2021



## Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2021

(₹ in lakhs)

Particulars	Note No.	Year ended 31 <sup>st</sup> March, 2021	Year ended 31 <sup>st</sup> March, 2020
<b>I. Income</b>			
(1) Revenue from operations	20	53,640.63	59,267.45
(2) Other income	21	23.70	25.62
<b>Total Income (I)</b>		<b>53,664.33</b>	<b>59,293.07</b>
<b>II. Expenses</b>			
(a) Cost of materials consumed	22	41768.33	47,977.30
(b) Changes in inventories of finished goods and work-in-progress	23	1299.45	1,709.19
(c) Employee benefits expense	24	846.28	814.60
(d) Other Expenses	25	7250.00	6,624.88
<b>Total Expenses (II)</b>		<b>51164.06</b>	<b>57,125.97</b>
<b>III. Earnings before Interest, Tax, Depreciation and Amortisation expenses (I-II)</b>		<b>2500.27</b>	<b>2,167.10</b>
Depreciation and amortisation expense	2	352.20	365.62
Finance Costs	26	274.24	451.60
<b>IV. Interest, Depreciation and Amortisation Cost</b>		<b>626.44</b>	<b>817.22</b>
<b>V. Profit before Tax (III-IV)</b>		<b>1873.83</b>	<b>1,349.88</b>
<b>VI. Tax Expenses</b>			
(a) Current tax		516.25	365.31
(b) Prior period tax		0.00	(6.53)
(c) Deferred tax		(19.65)	(102.08)
<b>Total Tax</b>		<b>496.60</b>	<b>256.70</b>
<b>VII. Profit After Tax (V-VI)</b>		<b>1377.23</b>	<b>1,093.18</b>
<b>VIII. Other Comprehensive Income</b>			
(a) (i) Items that will not be reclassified to profit or loss		6.61	(54.58)
(a) (ii) Income tax relating to items that will not be reclassified to profit or loss		(1.66)	13.74
(b) (i) Items that will be reclassified to profit or loss		0.00	0.00
(b) (ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
<b>IX. Total Comprehensive Income for the period (VII+VIII)</b>		<b>1385.50</b>	<b>1,024.86</b>
<b>Earnings per equity share of ₹ 10/- each – Basic &amp; Diluted</b>		<b>46.15</b>	<b>34.14</b>
Significant accounting policies & Notes to the financial statements	01/26		

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**

 Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Rajani K**

Company Secretary

FCS-8026

Place : Hyderabad

Date : 11-06-2021

Consolidated Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021  
(₹ in lakhs)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>A. Cash Flow From Operating Activities :</b>		
<b>Profit before tax</b>	<b>1,882.03</b>	<b>1,295.31</b>
Adjustments for :		
a. Depreciation	352.60	365.62
b. Loss on Sale and discarded / demolition of Assets	(0.30)	(0.29)
c. Interest expense	228.88	379.53
d. Unrealized Gain on Mutual Funds	(0.09)	(0.05)
<b>Operating profit before working capital changes</b>	<b>2,461.12</b>	<b>2,040.12</b>
Add/(Less): Adjustments for Working capital changes		
a. Decrease/(Increase) in Long term Loans & Deposits	(2.33)	27.85
b. Decrease/(Increase) in Other Current assets	547.17	(597.84)
c. Decrease/(Increase) in Other Financial Assets	(48.21)	(1.86)
d. Decrease/(Increase) in Trade receivables	(2,238.81)	(463.63)
e. Decrease/(Increase) in Inventories	(1,767.47)	2,238.13
f. (Decrease)/Increase in Trade payables	100.91	139.97
g. (Decrease)/Increase in Other Financial Liabilities	3,134.85	(1,710.95)
h. (Decrease)/Increase in Non- Current Provisions	6.23	6.09
i. (Decrease)/Increase in Current provisions	(17.07)	21.49
<b>Cash generated from operations</b>	<b>2,176.39</b>	<b>1,699.37</b>
Cash flow before Extraordinary items	2,176.39	1,699.37
Extraordinary items	0.00	0.00
Cash flow before Prior period adjustments	2,176.39	1,699.37
Prior period adjustments	0.00	6.53
Tax paid	(433.70)	(424.45)
<b>Net cash flow from operating activities</b>	<b>1,742.69</b>	<b>1,281.44</b>
<b>B. Cash Flow From Investing Activities :</b>		
a. Purchase of Tangible Fixed assets	(1,076.78)	(138.74)
b. Proceeds from Sale of Fixed assets	0.30	1.21
c. (Purchase)/Sale of Mutual Fund	(1.91)	1.04
Net cash used in investing activities	(1,078.39)	(136.49)
<b>C. Cash Flow From Financing Activities :</b>		
a. Changes in short-term borrowings from Banks	(249.85)	(548.95)
b. Repayment of sales tax deferment	(171.19)	(110.72)
c. Interest paid	(205.03)	(351.77)
d. Dividend paid	(30.02)	(60.04)
e. Dividend tax paid	0.00	(12.34)
f. Changes in Operating Lease Liability	(27.45)	(28.95)
<b>Net cash used in financing activities</b>	<b>(683.52)</b>	<b>(1,112.77)</b>
Net (decrease)/increase in cash and cash equivalents	(19.23)	32.17
Opening cash and cash equivalents	42.63	10.46
Closing cash and cash equivalents	<b>23.40</b>	<b>42.63</b>

The above cash flow statement has been prepared using indirect method, in accordance with IND-AS 7, Cash flow statements. Previous year figures have been restated wherever necessary to confirm to this year's classification.

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-  
**Padam Kumar Kaliya**  
Partner  
Membership No : 243378

Sd/-  
**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642

Sd/-  
**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185

Sd/-  
**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195H

Sd/-  
**Rajani K**  
Company Secretary  
FCS-8026

Place : Hyderabad  
Date : 11-06-2021

## Consolidated Statement of Changes in Equity for the year ended 31st March 2021

(All Amounts in Lakhs except the data and where otherwise stated)

### A. Equity Share Capital (refer note 10)

Particulars	Number of Shares	Amount
As at 1st April 2019	3,001,900	300.19
Changes during the year	-	-
As at 31st March 2020	3,001,900	300.19
Changes during the year	-	-
As at 31st March 2021	3,001,900	300.19

### A. Other Equity (refer note 11)

Particulars	Reserves and Surplus					OCI		Total
	Securities Premium Reserve	Revaluation Reserve	General Reserve	Investment in Subsidy Reserve	Deferred Revenue	Retained Earnings	Changes in FV of Equity Instruments	
<b>Balance as at 1st April 2019</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>56.38</b>	<b>11,000.52</b>	-	<b>12,858.12</b>
Impact on Deferred Revenue due to IND AS	-	-	-	-	(23.51)	-	-	(23.51)
Profit for the year	-	-	-	-	-	1,093.18	-	1,093.18
Payment of Dividend (Rs 2 per Eq Share)	-	-	-	-	-	(60.04)	-	(60.04)
Dividend Distribution Tax	-	-	-	-	-	(12.34)	-	(12.34)
Other Comprehensive Loss	-	-	-	-	-	(68.32)	-	(68.32)
<b>Balance as at 31st March 2020</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>32.87</b>	<b>11,953.00</b>	-	<b>13,787.09</b>
Impact on Deferred Revenue due to IND-AS	-	-	-	-	(19.44)	-	-	(19.44)
Profit for the year	-	-	-	-	-	1,377.23	-	1,377.23
Payment of Dividend (Re 1 per Eq Share)	-	-	-	-	-	(30.02)	-	(30.02)
Dividend Distribution Tax	-	-	-	-	-	-	-	-
Other Comprehensive Loss	-	-	-	-	-	8.28	-	8.28
<b>Balance as at 31st March 2021</b>	<b>1,092.88</b>	<b>16.34</b>	<b>617.00</b>	<b>75.00</b>	<b>13.43</b>	<b>13,308.49</b>	-	<b>15,123.14</b>

Per and subject to our report of even date.

For and on behalf of the Board of Directors

#### For Gokhale & Co

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**  
Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**  
Executive Chairman  
DIN:00296642

Sd/-

**B.Seshagiri Rao**  
Chief Financial Officer  
PAN: AFLPB9195H

Sd/-

**Sandeep Vuyyuru Ramesh**  
Managing Director  
DIN: 02692185

Sd/-

**Rajani K**  
Company Secretary  
FCS-8026

Place : Hyderabad  
Date : 11-06-2021

## 1.1 Group Information

The consolidated financial statements comprise financial statements of Nile Limited ("the parent or the Company") and its wholly owned subsidiaries Nirmalya Extracts Private Limited and Nile Li-Cycle Private Limited for the year ended 31<sup>st</sup> March, 2021 (Together known as "the Group"). Both the subsidiaries have not yet started their Business operations.

## 1.2 Significant Accounting Policies and Notes to the Consolidated Financial Statements

### Corporate Information

Nile Limited (the Company) is a public Company domiciled in India and is incorporated under the provision of Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The registered office of the Company is located at Plot No.38 & 40, APIIC Industrial Park, Gajulamandyam Village, Renigunta Mandal, Tirupati, Chittoor Dist, AP- 517520 India. The Company is primarily engaged in the manufacture of Pure Lead for battery consumption.

These separate financial statements were authorized for issue in accordance with a resolution of the Directors on 11<sup>th</sup> June, 2021.

### Basis of Preparation of Consolidated Financial Statements:

For all periods up to and including the year ended March 31, 2021, the Company prepared its Consolidated Financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013. These Consolidated Financial statements for the year ended March 31, 2021 have been prepared in accordance with Indian Accounting Standards ("Ind-AS") consequent to the notification of The Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. The Financial statements have been prepared on historical cost basis except for certain financial Instruments that are measured at Fair Value at the end of each reporting period as explained in the policies set out below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

### Basis of Consolidation :

Subsidiaries are entities controlled by the Company. Control is assessed annually with reference to the voting power (usually arising from equity shareholdings and potential voting rights) and other rights (usually contractual) enjoyed by the Company in its capacity as an investor that provides it the power and consequential ability to direct the investee's activities and significantly affect the Company's returns from its investment. Such assessment requires the exercise of judgment and is disclosed by way of note in the Consolidated Financial Statements. The Company is considered not to be in control of

entities where it is unclear as to whether it enjoys such power over the investee.

The assets, liabilities, income and expenses of subsidiaries are aggregated and consolidated, line by line, from the date control is acquired by any Company entity to the date it ceases. Profit or loss and each component of other comprehensive income are attributed to the Company as owners and to the non-controlling interests.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Company are eliminated in full on consolidation.

### Operating Cycle:

All assets have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Act and Ind AS 1 – Presentation of Consolidated Financial Statements, based on the nature of the products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

### Significant Accounting Policies :

#### a. Property, Plant and Equipment:

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of purchase price inclusive of taxes, commissioning expenses, etc. upto the date the asset is ready for its intended use. Fixed assets which were revalued are carried at revalued figures. Expenditure directly related to expansion projects has been Capitalised.

Cost includes non-refundable taxes, duties, freight, borrowing costs and other incidental expenses related to the acquisition and installation of the respective assets and includes deemed cost which represents the carrying value of property, plant and equipment recognized as at April 1, 2016 measured as per the previous Accounting Standards notified under Section 133 of the Act, read together with Rule 7 of the Companies (Accounts) Rules, 2014, which the Company elected in accordance with Ind AS 101.

Assets under installation or under construction as at the Balance sheet date are shown as Capital work-in-progress. Advances paid towards acquisition of assets are shown as Capital Advances.

Fixed assets which are found to be not usable or retired from active use or when no further benefits are expected from their use are removed from the books of account and the difference if any, between the cost of such assets and the accumulated depreciation thereon is charged to Statement of Profit & Loss.

Depreciation on Tangible assets is provided under Straight-Line method over the useful lives of assets estimated by the management, except on Office equipment and furniture and fixtures, which are charged under written value method (WDV). Depreciation on additions/deletions during a period is charged on pro rata basis from the date of addition or deletion, as the case may be.

The Management estimated the useful life of fixed assets as follows.

Buildings	30 Years
Plant and Machinery	10 Years
Office Equipment	5 Years
Computers	3 Years
Furniture and Fixtures	10 Years
Vehicles - Motor cars	8 Years
Vehicles – Scooters and mopeds	10 Years

As per the requirement of IND AS 116 “ Leased Assets”, during the year ended 31.03.2021, “Right to Use Leased Asset” has been created of Rs 83,88,816/- for the machinery taken on operating lease. Accordingly, the Intangible Asset created has been amortized based on renewed tenure of contract for leased machinery. During the year ended 31.03.2021, amortization expense of Rs 24,38,585/- has been debited to Profit and Loss Statement.

**b. Fair Value measurement of Financial Instruments:**

Some of the Company assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or liability, the Company uses market-observable data to the extent available. Where Level 1 inputs are not available, the fair value is measured using valuation techniques, including the discounted cash flow model, which involves various judgments and assumptions. The Company also engages third party qualified valuers to perform the valuation in certain cases like Gratuity and Leave Encashment. The appropriateness of valuation techniques and inputs to the valuation model are reviewed by the Management.

**c. Impairment of Assets:**

In accordance with Ind AS 36 the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is treated as impaired when the carrying cost exceeds its recoverable value. An impairment loss is charged to the Consolidated Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in a prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

S.no	Particulars	Current Year ₹	Previous year ₹
(a)	Amount of impairment losses recognized in the Statement of Profit & Loss.	-Nil-	-Nil-
(b)	Amount of reversal of impairment losses recognized in the Statement of Profit & Loss.	-Nil-	-Nil-
(c)	Amount of impairment losses recognized directly against revaluation surplus	-Nil-	-Nil-
(d)	Amount of reversals of impairment losses recognized directly in revaluation surplus	-Nil-	-Nil-

**d. Employee Benefits:**

Retirement benefits to employees comprise of payments under Defined Contribution Plans like Provident Fund and payments under Defined Benefit Schemes like Gratuity and Leave encashment.

Payments under defined contribution plans are charged to revenue on accrual. The liability in respect of defined benefit schemes is arrived based on actuarial valuation made at the end of the year by using projected unit credit method.

Short-term employee benefits such as wages, salaries and short-term compensated absences like bonus and other non-monetary benefits are provided for as per Company’s Rules on best estimate basis.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Re-measurements are not reclassified to profit or loss in subsequent periods.

**e. Valuation of Inventories:**

Inventories are valued at the lower of cost and net realizable value. Net realizable value represents the estimated selling price in the Ordinary course of business less estimated cost of completion and estimated cost necessary to make the sale.

Cost is arrived at by using weighted average method and includes all costs of purchases, conversion and other costs incurred in bringing the inventories to their present location and condition.

**f. Investments:**

Investments intended to be held for more than one year are treated as long term and others as short-term. Short-term investments are carried at the lower of cost or quoted / fair value, computed category wise and long term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

*The Company has made an investment in Mutual Fund which is measured at Fair Value and recognized through Profit and Loss Statement (FVTPL) as per IND AS- 109 – refer note 3 of financial statements.*

**g. Prior period expenses / Income:**

The Company follows the practice of making adjustments through “expenses/income under/over provided” in previous years in respect of material transactions pertaining to that period prior to the current accounting year.

## h. Government grants:

Government grants available to the Company are recognized when there is a reasonable assurance that the conditions attached to the grant will be complied with and reasonably certain that grants will be received.

## i. Tax Expense:

Deferred tax resulting from "Timing Difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the Balance Sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

Provision is made for tax on Income as per the applicable provisions of Income Tax Act, 1961.

For items recognized in OCI or equity, deferred / current tax is also recognized in OCI or equity.

## j. Foreign Exchange Transactions:

Transactions denominated in other than functional currency (foreign currency) are accounted for initially at the exchange rate prevailing on the date of transaction. Foreign Currency monetary Assets and Liabilities are translated at year end exchange rates. Fluctuations, if any, due to change in exchange rates between the dates of transactions and the dates of crystallization are debited / credited to Statement of Profit & Loss and if fluctuations are related to 100% advance payment for import of goods, then the difference is added/reduced to/from respectively to the cost of materials imported.

## k. Derivative instruments and hedge accounting

The Company's activities expose primarily to the financial risks of changes in commodity prices in Lead, on International Commodity Exchanges. The Company uses Futures/Options contracts to hedge these risks. The Company does not use derivative financial instruments for trading or speculative purposes. The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on the use of financial derivatives. The gains or losses on hedging activities are recognized in Consolidated Statement of Profit and Loss.

## l. Revenue Recognition

Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sale of products is recognized on dispatch of products. Revenue from export sales is recognized on shipment of products. Revenue from products is stated exclusive of Goods and Service Tax (GST), returns and applicable trade discounts and allowances.

Revenue from services is recognized as per the terms of contract with customers when the related services are performed or the agreed milestones are achieved.

Revenue from sale of Wind Power is recognized as per terms of PPA on supply of power.

Interest income on general deposits with Bank and others is recognized on time proportion basis.

IND-AS 115 "Revenue from contracts with Customers" has been effective from 1<sup>st</sup> April, 2018 – the Company has evaluated the norms as per IND-AS 115 and there are no material impact on the revenue of the Company. The obligation of performance is at the point of time as there is no customised production in the Company, the revenue is recognised based on "Delivery" i.e when the control of goods or services is with the customer.

## m. Financial instruments, Financial assets & Financial liabilities

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Transaction costs directly attributable to the acquisition of financial asset or financial liabilities at fair value through profit or loss are recognized immediately in the Consolidated Statement of Profit and Loss.

Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on the trade date i.e. the date when the Company commits to purchase or sell the asset.

The classification of financial instruments depends on the objective of the Company's business model for which it is held and on the substance of the contractual terms / arrangements. Management determines the classification of its financial instruments at initial recognition.

### (i) Financial assets

**Recognition:** Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognized at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Consolidated Statement of Profit and Loss.

#### Classification:

Financial assets are classified as those measured at

- (a) amortised cost, where the financial assets are held within a business model solely



for collection of cash flows arising from payments of principal and/ or interest as per contractual terms. Such assets are subsequently measured at amortised cost using the effective interest method, less any impairment loss.

- (b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognized in other comprehensive income.
- (c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognized in the Consolidated Statement of Profit and Loss in the period in which they arise.

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as FVTPL.

“Investment in Mutual Fund is classified for measurement at fair value through profit or loss. Actual cost of Investments is Rs 2.95 lakhs and the FMV as on 31.03.2021 is Rs 3.04 lakhs the difference of Unrealised gain in recognized in Consolidated Profit or Loss Statement under Other Income.”

## (ii) Financial liabilities

Borrowings, trade payables and other financial liabilities are initially recognized at the value of the respective contractual obligations. They are subsequently measured at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial liabilities are derecognized when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry. The difference between the carrying amount of the financial liabilities derecognized and the consideration paid and payable is recognized in the Statement of Profit and Loss.

## n. Borrowing Costs:

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

## o. Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.

## p. Earnings per Share:

The basic Earnings Per Share (“EPS”) is computed by dividing the net profit after tax for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit after tax and after OCI for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

## q. Dividend :

Under Indian GAAP, proposed final dividend is recognized as a liability in the period to which they relate, irrespective of when they are approved. Under Ind-AS, such dividend is recognized as a liability when approved by shareholders.

In the Current year (FY 2020-21), the Company has declared an Interim dividend of Rs 1.00 per share (10% being FV Rs 10/-) in the board meeting held on 12<sup>th</sup> February, 2021 being record date 25<sup>th</sup> February, 2021 .

## Reclassification and Other Miscellaneous items:

The Company has done the following reclassification's as per the requirements of Ind-AS:

- i) Re-Measurement gain/loss on defined benefit plans are re-classified from Consolidated Statement of Profit and Loss to OCI.

## Other Comprehensive Income :

Ind-AS requires preparation of Statement of Other Comprehensive Income in addition to Consolidated Statement of Profit and loss.

## IND-AS 101 exemptions applied:

The Company has adopted following exemptions from retrospective application of certain requirements under IND-AS 101 – First time adoption of Indian Accounting Standards:

- The Company has elected to continue with carrying value as recognized in its Indian GAAP Financial statements of Property, Plant and Equipment as deemed cost at transition date, viz, 1<sup>st</sup> April, 2016 in accordance with Ind-AS 101-First time adoption of Indian Accounting Standards.

## **SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS**

Preparation of the consolidated financial statements requires management to make judgements, estimates and assumptions, as described below, that affect the reported amounts and the disclosures. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared and reviewed at each Balance Sheet date. Uncertainty about these assumptions and estimates could result in outcomes that may require a material adjustment to the reported amounts and disclosures.

### **I. Employee Benefits ( Ind AS-19):**

The Company has classified various benefits to employees as under:

#### **A) Defined Contribution Plans:**

##### **Provident Fund:**

Provident fund is operated through the Regional Provident Fund Authority under the scheme. The Company is required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. This fund is recognized by Income tax authorities. The Company has recognized the following amounts in the Statement of Profit and Loss for the year:

(₹ in lakhs)

Sl.No.	Particulars	2020-21 ₹	2019-20 ₹
a)	Contribution to provident fund	37.58	46.05

#### **B) Defined Benefit Plan**

- i) Gratuity
- ii) Leave Encashment

Leave encashment is payable to eligible employees who have earned leaves during the employment and / or on superannuation as per the Company's policy.

Actuarial Valuation in respect of Gratuity and Leave Encashment has been carried out by an independent actuary as at the Balance Sheet date and the details are as under:

(₹ in lakhs)

Sl. No.	Particulars	Gratuity		Leave Encashment	
		Current Year	Previous Year	Current Year	Previous Year
i)	<b>Discount Rate</b>	6.92%	6.73%	6.91%	6.73%
	Salary Escalation	5.00%	5.00%	5.00%	5.00%
	Rate of return on Plan assets	6.92%	7.00%	0%	0%
	Expected average remaining working lives of employees	14 years	14 years	14 years	14 years
ii)	<b>Changes in present value of obligation</b>				
	Present value of obligations as at beginning of year	200.13	139.67	35.38	26.57
	Interest cost	11.75	10.49	2.08	1.65
	Current Service Cost	12.66	15.09	11.57	2.47
	Past Service Cost	--	--	0	--
	Benefits Paid	(50.98)	(5.01)	(9.09)	(10.00)
	Actuarial (gain)/ loss on obligations	(9.99)	39.88	3.38	14.70
	Present value of obligations as at end of year	163.57	200.13	43.31	35.38
iii)	<b>Changes in fair value of plan assets</b>				
	Fair value of plan assets at beginning of year	181.36	171.90	--	--
	Adjustment to Opening Balance				
	Expected return on plan assets	11.76	13.02	--	0
	Contributions	24.32	1.72	--	--
	Benefits Paid	(50.98)	(5.01)	(9.09)	(10.00)
	Actuarial gain/(loss) on Plan assets	(0.74)	(0.27)	--	--
	Fair value of plan assets at the end of year	164.78	181.36	--	--





Sl. No.	Particulars	Gratuity		Leave Encashment	
		Current Year	Previous Year	Current Year	Previous Year
iv)	<b>Reconciliation of present value of defined obligations and Fair value of plan assets</b>				
	Closing balance of present value of obligation	163.57	200.13	43.31	35.38
	Closing balance of fair value of plan assets	164.78	181.36	--	--
	Funded (asset) / liability recognized in the Balance Sheet	(1.21)	18.77	--	--
	Unfunded liability recognized in the Balance Sheet	--	--	43.31	35.38
v)	<b>Actuarial Gain/Loss recognized</b>				
	Actuarial (gain)/ loss on obligations	(9.99)	39.88	3.38	14.70
	Actuarial (gain)/ loss for the year - plan assets	0.74	(0.27)	0	--
	Actuarial (gain)/ loss recognized in the year	(9.25)	39.88	3.38	14.70
vi)	<b>Amounts recognized in the Balance Sheet</b>				
	Present value of obligations as at the end of year	163.57	200.13	43.31	35.38
	Fair value of plan assets as at the end of the year	164.78	181.36	--	--
	Funded status	1.21	(18.77)	(43.31)	(35.38)
	Unrecognized actuarial (gains)/losses	0	--	0	--
	Net asset/(liability) recognized in balance sheet	1.21	(18.77)	(43.31)	(35.38)
vii)	<b>Expenses Recognized in the Statement of Profit &amp; Loss</b>				
	Current Service cost	12.66	15.09	11.57	2.47
	Interest Cost	11.75	10.49	2.08	1.65
	Expected return on plan assets	(11.76)	(13.02)	--	0
	Net Actuarial (gain)/ loss recognized in the year	(9.25)	40.15	3.38	14.70
	Past Service Cost	--	--	0	0
	Gratuity Directly paid by Company			0	0
	Expenses recognized in statement of Profit and loss	3.40	52.72	17.02	18.81

**Segment Reporting – ( Ind AS-108):**

For management purposes, the Company is organized into two operating divisions – Lead and Wind energy. Lead Division produces Lead and Lead alloys and the Windmills generate electrical energy. However, for the purpose of segment reporting as per IND-AS 108, Segment Reporting, since Wind energy division is not meeting the criteria laid down in the Standard as a reportable segment, the same is not considered as a reportable segment. Hence, the operations are reported under one segment only.

The Company primarily operates in India and therefore the analysis of Geographical segment is demarcated into its Indian and overseas operations as under:

Particulars	For FY 2020-21	For FY 2019-20
Revenue (Net Sales):	(in Rupees)	(in Rupees)
India	53640.63	59267.45
Overseas	-	-

**Related party disclosures (Ind AS-24):**

**(a) Name of the Related party and Relationship:**

**(1) Key Management Personnel:**

- (i) Vuyyuru Ramesh, Executive Chairman
- (ii) Sandeep Vuyyuru Ramesh, Managing Director
- (iii) Rajani K, Company Secretary
- (iv) B Seshagiri Rao, Chief Financial Officer
- (v) Kaliprasad Yalamanchili, Chief Executive Officer

**(2) Related parties:**

Vuyyuru Rajeswari, Director (relative of Executive Chairman & Managing Director)

**(b) Particulars of transactions with related parties:**

(₹ in lakhs)

Sl. No.	Particulars	Current Year	Previous year
a)	Remuneration to - Key Management Personnel	277.22	248.23
b)	Interest on unsecured loans (Fixed deposits) to – - Key Management Personnel - Related parties - Others	4.24 2.76	38.70 24.51
c)	Unsecured loans (Fixed deposits) payable to: - Key Management Personnel - Related parties - Others	- - -	308.06 205.37 -

**Leased Assets (Ind AS-116):**

The Company has taken certain equipment under non-cancellable operating lease agreements for a period of 72 months. The lease rental charges during the year ended March, 2021 is ₹ 27.45 lakhs (Previous year ₹ 28.95 lakhs ) and maximum obligation on long-term non-cancellable operating lease payable as per the respective agreements are as follows:

(₹ in Lakhs)

Sl. No.	Particulars	Current year	Previous year
i)	Obligation on Non-cancellable operating leases:		
a)	not later than one year	22.95	28.95
b)	later than one year and not later than five years	91.80	22.57
c)	later than five years	17.21	Nil
ii)	Total of minimum sub-lease payments expected	0	Nil
iii)	Lease payments paid during the year	27.45	28.95
iv)	Operating Lease Liability at the beginning of year	48.37	73.07
	Operating Lease Liability addition during the year	83.89	
	Operating Lease Liability at the end of the year	108.76	48.37
v)	Interest on Operating Lease Liability recognized during the year in P&L	3.96	4.25
	Amortization of Right to Use Asset debited to P&L during the year	24.39	26.25
iv)	Sub lease payments received or receivable recognized in the statement of P&L during the period	Nil	Nil
v)	General description of significant leasing arrangements		
a)	Description of the assets taken on operating lease	Liquid Oxygen Storage Equipment & Oxyfuel Burner System	
b)	Basis on which contingent rent payments are determined	As per the terms of the lease agreement	As per the terms of the lease agreement
c)	Terms of renewal or purchase options and escalation clauses of lease arrangements	As per the terms of the lease agreement	As per the terms of the lease agreement
d)	Restrictions imposed by lease agreements, if any	Nil	Nil

**Earnings Per Share ( Ind AS – 33 ):**

(₹ in Lakhs)

Particulars	Current year	Previous year
a) Net profit for the year (₹)	1,385.50	1,024.87
b) Weighted average no. of Equity shares outstanding during the year	30,01,900	30,01,900
c) Basic and diluted earnings per share (₹)	46.15	34.14
d) Nominal value of shares (fully paid up) (₹)	10/-	10/-

**Contingent Liabilities and commitments :-**

(to the extent not provided for)

**(A) Contingent Liabilities:**

- (i) Claims against the Company not acknowledged as debt:
- a) The Commissioner of Central Excise, Tirupati, had issued a show-cause notice C.No.127/TCCE/2014-Adjn. (C.Ex.) dated 03.09.2014 alleging short payment of central duty on clearances of excisable goods manufactured in the guise of job work and cleared the same to M/s. Amara Raja Batteries Ltd. Subsequently, three more periodical Show Cause Notices were also issued on the same issue. Details of the Show Cause Notices are provided below:

(₹ in Lakhs)

S.No.	SCN No.	Date	Period Covered	Duty Demanded
1	127/TCCE/2014-Adjn. (C.Ex.)	03.09.2014	11/2009-02/2014	₹ 852.37
2	14/TCCE/2015-Adjn (C.Ex)	09.03.2015	03/2014-12/2014	₹ 205.12
3	98/TCCE/2015-Adjn. (C.Ex)	06.01.2016	01/2015-10/2015	₹ 174.96
4	21/TCCE/2017-Adjn (C.Ex)	27.11.2017	11/2015-06/2017	₹ 432.19

The main contentions of the Show cause notices were that M/s. Nile Limited has cleared job worked goods to M/s. Amara Raja Batteries and claimed exemption under Notification No. 214/86 dated 25.03.1986, however, the said exemption is not available to M/s. Nile Limited inasmuch as they have contravened the provisions of the exemption notification as when providing job work services on the goods of M/s. Amara Raja Batteries Limited, M/s. Nile Limited had used their own inputs to manufacture the final products and therefore are not eligible for the said exemption.

The above Show cause notices were adjudicated and decided by the Commissioner of Central Tax, Tirupati vide Order-in-Original No. TTD-EXCUS-000-COM-03 to 06-19-20 dated 31.07.2019. The adjudicating authority had confirmed the above demands along with interest and penalties.

Presently, M/s. Nile Limited has preferred to file appeals along with a pre-deposit appeal amount of ₹124.85, before the Hon'ble Customs, Excise and Service Tax Appellate Tribunal (CESTAT) Hyderabad against the order passed by the Commissioner of Central Tax, Tirupati. The issue is pending before the CESTAT and has not been listed as of 31.03.2021.

- (ii) Guarantees and letters of credit:

- (a) Letters of Credit issued by Bankers – NIL (Previous year - ₹ 147.66 lakhs).
- (b) Customer bills discounted with Banks backed by LC – ₹ NIL/- (Previous year NIL)
- (c) Customer bills discounted with Banks – ₹ 4263.01 lakhs (Previous Year ₹ 1008.88 lakhs)

- (iii) Other money for which the Company is contingently liable:

Amount claimed by a supplier, not accepted as liability – ₹ 197.74 lakhs (Previous year ₹ 197.74 lakhs). The City Civil Court, Secunderabad, in their order dated 2<sup>nd</sup> June, 2016, directed the Company to pay ₹ 39.22 Lakhs plus interest @18% p.a. from the date of filing of the suit till the date of realisation.

The Company preferred an appeal before the Hon'ble High Court at Hyderabad. The Hon'ble High Court on 31<sup>st</sup> October, 2016 gave an interim stay on the trial court's order, and directed the Company to deposit ₹ 60 Lakhs to the credit of the suit. Accordingly, the Company deposited ₹ 60 Lakhs to the credit of the suit. Based on legal opinion, no liability will arise to the Company in this regard.

**(B) Commitments:**

Estimated amount of works remaining to be executed on capital account, net of advances – ₹ NIL/- (Previous Year ₹ NIL)

**Financial Risk Management Objectives and policies :**

The Company's financial liabilities comprise short-term borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets include trade and other receivables, cash and cash equivalents and deposits.

The Company has a Risk Management Policy based on which risks are identified, measured and managed. The Board of Directors review these risks and related risk management policy.

The different kinds of risks the Company exposed to and its mitigation is discussed as under:

**I) Market risk:**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and commodity price risk.

**(i) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's raw material purchase activity. Such foreign currency exposures are mostly hedged by the Company.

**(ii) Commodity price risks**

The Company is effected by the price volatility of lead in the open market. The Company's operating activity requires supply of lead on a continuous basis. Due to significant volatility in the lead price, the Company enters into purchase contract with vendors wherein the prices are linked to the quoted London Metal Exchange rates. Similarly, the Company's selling price of lead to battery manufacturers are linked to such rates.

As the Company's significant revenue is linked to cost of lead, the impact of change in lead prices on Company's profit is not expected to be significant.

**II) Credit risk :**

Credit risk is the risk that the counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

**Trade receivables**

Impairment analysis is performed at each reporting date on an individual basis for all the large customers. In addition to a number of minor receivables are grouped into homogenous groups and assessed for impairment collectively.

The calculation is based on historical data of credit losses. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in these financial statements as the Company does not hold collateral as security.

The Company has evaluated the concentration of risk with respect to trade receivables as low based on historical data.

**Capital Management :**

The Company's objective when managing capital (defined as net debt and equity) is to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefit for other stakeholders, while protecting and strengthening the Balance Sheet through the appropriate balance of debt and equity funding. The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions and strategic objectives of the Company.

**Additional Information as required under Part II of Schedule III to the Companies Act, 2013 to the extent applicable to the Company:**

- i) Details of imported & indigenous Raw Materials, Spare parts and components consumed and their percentage to total consumption.

(₹ in Lakhs)

	Year ended with March, 2021		Year ended with March, 2020	
	(%) to total consumption	Value ₹	(%) to total consumption	Value ₹
(a) Raw Materials:				
Indigenous	79.18	33070.66	75.73	36333.27
Imported	20.82	8697.67	24.27	11644.03
<b>TOTAL</b>	<b>100.00</b>	<b>41768.33</b>	<b>100.00</b>	<b>47977.30</b>
(b) Spare parts & Components				
Indigenous	99.32	4187.22	98.49	3500.48
Imported	0.68	28.81	1.51	53.66
<b>TOTAL</b>	<b>100.00</b>	<b>4216.03</b>	<b>100.00</b>	<b>3554.14</b>

ii) Value of imports calculated on CIF Basis:

	Year ended with March, 2021 (₹)	Year ended with March, 2020 (₹)
- Raw materials	8498.60	9965.74
- Components & Spare parts	25.07	36.67
- Unrecoverable advance	15.10	0
<b>Total</b>	<b>8538.77</b>	<b>10002.41</b>

iii) Earnings in Foreign exchange:

	Year ended with March, 2021 (₹)	Year ended with March, 2020 (₹)
a) Export of goods on FOB basis-Lead	0	0

iv) Expenditure in foreign currency on account of:

- Travelling expenses	-	1.97
- Professional Charges	-	0.38
- Subscription charges	1.74	2.05
- Others/Delegate fee	5.35	1.20
- LEGAL FEE	-	0.14

v) Amount remitted in Foreign currency on account of dividend

- Amount of Dividend	NIL	NIL
- Number of non-resident Shareholders (Nos)		
- Number of Shares held by them (Nos)	NIL	NIL
Year to which dividend related		

**Other Points :**

- (i) In the opinion of the board, the assets other than fixed assets and non-current investments, have a value on realization in the ordinary course of business of at least equal to the amount at which they are stated in the balance sheet.
- (ii) Previous year's figures have been regrouped wherever necessary to confirm to the layout adopted in the current year.
- (iii) The financial statements of Subsidiary Companies incorporated in March, 2020 considered in consolidated Financials, is drawn from April 1<sup>st</sup> 2020 to March 31<sup>st</sup>, 2021. The consolidated financials have been prepared in accordance with the requirements of Indian Accounting Standard – 110 ("Consolidated Financial Statements").

Per and subject to our report of even date.

**For and on behalf of the Board of Directors**

**For Gokhale & Co**

Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Rajani K**

Company Secretary

FCS-8026

Place : Hyderabad

Date : 11-06-2021

## Notes to Consolidated financial statements

## 2. Property, Plant and Equipment/ Right to Use of Asset

(₹ in lakhs)

Sl. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION					NET BLOCK		
		As at 01.04.2020	Additions	Deductions	Total As at 31.03.2021	Upto 31.03.2020	For the year	On assets whose useful life is expired	On deductions	Total Upto 31.03.2021	As at 31.03.2021	As at 31.03.2020
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
<b>A) Tangible assets:</b>												
(i)	Freehold Land	450.36	903.77	-	1,354.13	-	-	-	-	-	1,354.13	450.36
(ii)	Buildings	2,279.53	65.43	-	2,344.96	670.50	76.68	-	-	747.18	1,597.78	1,609.04
(iii)	Plant & Equipment	2,969.06	92.95	48.91	3,013.10	2,239.75	218.32	-	48.91	2,409.15	603.95	729.31
(iv)	Furniture & Fittings	32.09	0.25	-	32.34	26.12	1.88	-	-	28.00	4.34	5.97
(v)	Vehicles	240.28	0.66	-	240.94	97.49	23.40	-	-	120.89	120.05	142.79
(vi)	Office Equipment	107.84	4.79	-	112.63	96.68	7.53	-	-	104.21	8.42	11.15
	<b>Total</b>	<b>6,079.16</b>	<b>1,067.85</b>	<b>48.91</b>	<b>7,098.10</b>	<b>3,130.54</b>	<b>327.81</b>	<b>-</b>	<b>48.91</b>	<b>3,409.43</b>	<b>3,688.67</b>	<b>2,948.62</b>
<b>B) Intangible assets:</b>												
(i)	Right to Use Leased Asset	73.07	83.89	-	156.95	26.25	24.39	-	-	50.63	106.32	46.82
	<b>TOTAL</b>	<b>6,152.23</b>	<b>1,151.74</b>	<b>48.91</b>	<b>7,255.05</b>	<b>3,156.79</b>	<b>352.20</b>	<b>-</b>	<b>48.91</b>	<b>3,460.06</b>	<b>3,794.99</b>	<b>2,995.44</b>
	Previous year	5,928.33	256.78	32.88	6,152.23	2,823.14	365.62	-	31.97	3,156.80	2,995.44	3,105.18

**NOTE:**

- (i) For Property, plant and equipment existing as on April 1, 2016, i.e. date of transition to Ind AS, the Company has used Indian GAAP carrying value as deemed cost as permitted by Ind-AS 101 - First Time Adoption. Accordingly, the net WDV as per Indian GAAP as on 1st April, 2016 has been considered as Gross Block under Ind-AS.
- (ii) Right to Use Leased Asset of Rs 83.89 lakhs has been added during the year ended 31.03.2021 as per IND AS 116 "Leased Assets" for the two machineries taken on Operating Lease. Amortisation of Rs 24.39 lakhs has been amortised during the above said period.

(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>(3) Investments</b>		
Investments mandatorily measured at Fair Value through profit or Loss (FVTPL)		
(i) Quoted Investments in Mutual funds * (HDFC liquid Fund 75.056 units )	3.04	1.05
*Aggregate book value of quoted Investments - at cost	2.95	1.00
*Aggregate Market value of quoted Investments	3.04	1.05
<b>Total</b>	<b>3.04</b>	<b>1.05</b>
<b>(4) Financial Assets</b>		
(Unsecured, considered good)		
(a) Security Deposits	100.33	99.21
(b) Gratuity fund	1.22	0.00
<b>Note:</b> Due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil-		
<b>Total</b>	<b>101.55</b>	<b>99.21</b>
<b>(5) Inventories</b>		
(At lower of cost and net realisable value)		
(a) Raw materials	5,536.60	2,735.40
(b) Work-in-progress	800.49	721.23
(c) Finished goods - Lead	1,002.34	2,381.05
(d) Stores and spares	902.88	637.16
<b>Total</b>	<b>8,242.31</b>	<b>6,474.84</b>
<b>(6) Trade Receivables</b>		
(Unsecured, considered good)		
(a) Outstanding for a period exceeding six months from the date they are due for payment	43.54	32.66
Less: Bad Debt Provision made out of the above	(32.67)	0.00
	10.87	32.66
(b) Others	8,301.22	6,040.62
<b>Note:</b> Debts due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil-		
<b>Total</b>	<b>8,312.09</b>	<b>6,073.28</b>
<b>(7) Cash and bank balances:</b>		
(a) Cash and Cash equivalents:		
(i) Balance with Scheduled Banks in India in current accounts:	16.37	17.73
(ii) Cheques on hand	1.29	0.85
(iii) Cash in hand	5.42	5.05
(b) In Deposit Accounts with Banks held as margin money or security against borrowings, guarantees and other commitments with maturity of less than 90 days	0.00	0.00
	0.32	19.00
<b>Total</b>	<b>23.40</b>	<b>42.63</b>

Notes to Consolidated financial statements Continued . . .

(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>8) Other Current Assets :</b> (Unsecured, considered good)		
Loans and advances to others:		
(i) for Purchases, Expenses & Services	523.73	1,288.35
(ii) to employees	6.13	1.03
(iii) Prepaid expenses	68.99	27.86
(iv) Preliminary expenses W/O	23.56	0.04
Income Tax Refund	59.02	84.37
GST & Sales tax paid	345.06	231.27
Vat /Service tax/ Excise paid under protest	173.31	139.40
<b>Note:</b> Due by Directors or other officers of the Company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member - Nil-		
<b>Total</b>	<b>1,199.80</b>	<b>1,772.32</b>

<b>(9) Other Financial assets</b>		
(i) Interest accrued (but not due) on deposits with Banks and others	1.29	1.69
(ii) Hedging amount & Insurance claim receivable	56.40	6.72
(iii) Balance in Unclaimed dividend accounts with Banks	9.44	10.50
(iv) In Deposit Accounts with Banks held as margin money or security against borrowings, guarantees and other commitments with maturity of more than 90 days but less than 12 months	0.00	0.00
<b>Total</b>	<b>67.13</b>	<b>18.91</b>

<b>(10) Equity Share Capital</b>		
(a) Authorised 50,00,000 Equity shares of ₹ 10/- each (Previous year : 50,00,000 Equity shares of ₹ 10/- each)	500.00	500.00
(b) Issued, subscribed and fully paid-up 30,01,900 equity shares of ₹ 10/- each fully paid-up (Previous year : 30,01,900 equity shares of ₹ 10/- each fully paid-up)	300.19	300.19
<b>Total</b>	<b>300.19</b>	<b>300.19</b>

(c) Reconciliation of number of shares outstanding at the beginning & at the end of the reporting period

	As at 31st March, 2021		As at 31st March, 2020	
	No. of shares	Amount (₹)	No. of shares	Amount (₹)
Outstanding at the beginning of the year	3,001,900	300.19	3,001,900	300.19
Add/(Less): Addition / (reduction)	-	-	-	-
Outstanding at the end of the year	3,001,900	300.19	3,001,900	300.19

(d) The Company has only one class of shares i.e. equity shares with equal rights for dividend and repayment. Each holder of the shares is entitled to one vote per share.

(e) List of Shareholders holding more than 5% of shares :

Name of the Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	No. of shares of ₹ 10/- each fully paid-up	% to paid-up capital	No. of shares of ₹ 10/- each fully paid-up	% to paid-up capital
(i) Vuyyuru Rajeswari	801,836	26.71	801,836	26.71
(ii) Sandeep Vuyyuru Ramesh	406,928	13.56	406,928	13.56
(iii) Vuyyuru Ramesh	289,208	9.63	289,208	9.63



(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>(11) Other Equity</b>		
(a) Securities Premium Reserve	1,092.88	1,092.88
(b) Revaluation Reserve		
Opening balance	16.34	16.34
Closing balance	16.34	16.34
(c) General Reserve		
a) General Reserve	617.00	617.00
b) Deferred Revenue	13.43	32.87
<b>Total</b>	<b>630.43</b>	<b>649.87</b>
(d) Other Reserves: Investment Subsidy (from Govt.)	75.00	75.00
(e) Surplus in Statement of Profit and Loss		
Opening balance	11,953.00	11,000.52
Add: Profit for the year	1,385.50	1,024.86
Amount available for appropriations	13,338.51	12,025.38
Less: Interim / proposed dividend on equity capital @ ₹ 1/- per share(Previous Year @ ₹ 2/- per share)	30.02	60.04
Tax on dividend	0.00	12.34
Transfer to General reserve	0.00	0.00
Closing balance	13,308.49	11,953.00
<b>Total</b>	<b>15,123.14</b>	<b>13,787.09</b>
<b>(12) Loans &amp; Deposits</b>		
(a) Deferred payment liabilities - Sales tax deferment loan – Unsecured*	45.48	177.35
<b>Total</b>	<b>45.48</b>	<b>177.35</b>
<b>a)* Deferred payment liabilities:</b>		
Deferred payment liability is the sales tax collected and retained for Lead unit at Choutuppal under deferment scheme of Government of Telangana repayable as per the sanctioned scheme. As per the scheme, the Company is eligible to retain the sales tax collected in the first 14 years of operations subject to a maximum of ₹ 405.80 lakhs. The Sales Tax deferred in a year should be repaid at the end of 14 <sup>th</sup> year without interest. First repayment of this deferred payment is commenced in financial year 2014-15. Amount payable within the period of one year is shown as 'current maturities of long-term debt' under the head "Other Current Liabilities", Note - 8.		
b) There is no default as on the Balance sheet date in repayment of the above deferred liabilities.		
<b>(13) Non-Current provisions</b>		
(a) Provision for employee benefits - Leave encashment*	32.64	26.40
(b) Operating lease liability**	85.81	19.42
* Total Leave encashment payable is Rs 43.31 lakh out of this Rs 32.64 lakh is shown under Non Current provisions and balance Rs 10,67,044/- is shown under " Short term Provisions - Leave Encashment"		
** Total Operating Lease Liability is Rs 108.76 out of this Rs 85.81 is shown under Non Current provisions and balance Rs 22.95 is shown under " Current provisions - Operating Lease Liability"		
<b>Total</b>	<b>118.45</b>	<b>45.82</b>
<b>(14) Deferred Tax Liabilities (net)</b>		
(i) Liability on timing differences of Depreciation	144.42	163.73
(ii) (Asset) on timing differences of Leave encashment	(10.90)	(8.90)
<b>Net deferred tax liability</b>	<b>133.52</b>	<b>154.83</b>

## Notes to Consolidated financial statements Continued . . .

(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>15) Financial Liabilities- borrowings</b>		
(a) Loans repayable on demand		
(i) From banks – Secured - Open cash credit facility	647.57	397.42
	<b>647.57</b>	<b>397.42</b>
(b) Deposits/Loans - Unsecured		
(i) Inter Corporate Deposits	-	-
(ii) Other Loans:		
- from Directors	-	500.00
	-	500.00
<b>Total</b>	<b>647.57</b>	<b>897.42</b>

**Notes:**

- (i) Total Open Cash Credit limits of ₹ 6000 lakhs [(Current Year ₹ 2000 lakhs , with Kotak Mahindra Bank and 4000 lakhs with HDFC Bank), (Previous Year ₹ 2000 lakhs with Kotak Mahindra Bank and ₹ 4000 lakhs with HDFC Bank)]; Total FUBD backed by LC ₹ 3000 lakhs [(Current Year ₹ 2000 lakhs with Kotak Mahindra Bank and ₹ 1000 lakhs with HDFC Bank), (Previous year ₹ 2000 lakhs with Kotak Mahindra Bank and ₹ 1000 lakhs HDFC Bank)] carries interest @ 6 months MCLR + 0.55% p.a. for Kotak Mahindra Bank, and @ 1 year MCLR + 0.70% p.a. for HDFC Bank (Previous year @ 6 months MCLR + 0.55% p.a for Kotak mahindra Bank, and @ 1 year MCLR+ 0.70% p.a. for HDFC Bank), and secured by hypothecation of all raw materials, work-in-progress, finished goods, receivables and collaterally secured by book value of unencumbered fixed assets of the Company consisting Plant & Machinery of Wind Mills at Ramagiri and Fixed assets i.e Land & Buildings, Plant & Machinery and other assets of Lead Units situated at Choutuppal and Tirupathi (including land and building of corporate office at Hyderabad), and till the renewal of limits during June, 2020
- (ii) Deposits carry interest @12% p.a, payable quarterly, repayable as per the terms of repayment agreed, over a period ranging from 6 to 12 months from the date of acceptance.
- (iii) There are no defaults as on the Balance sheet date in repayment of the above loans, deposits and interest thereon.

**16) Trade payables - Unsecured**

(a) Due to Micro, Small and Medium enterprises	-	-
(b) Due to others	455.15	354.24
<b>Total</b>	<b>455.15</b>	<b>354.24</b>

**Note:**

- (i) Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 have been determined to the extent such parties have been identified on the basis of information available with the Company.
- (ii) Disclosures relating to Micro, Small and Medium Enterprises are as under :-
- (iii) Disclosures under MSMED Act, 2006:
- |  |   |   |
|--|---|---|
| Principal amount due and remaining unpaid                              | - | - |
| Interest due on above and the unpaid interest                          | - | - |
| Interest paid  | - | - |
| Payment made beyond the appointed day during the year                  | - | - |
| Interest due and payable for the period of delay                       | - | - |
| Interest accrued and remaining unpaid                                  | - | - |
| Amount of further interest remaining due & payable in succeeding years | - | - |

(₹ In lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
<b>17) Other Financial liabilities</b>		
(a) Interest accrued but not due on borrowings	-	13.43
(b) Current maturities of Bills discounted with bank and sales tax deferment	4,414.76	1,096.09
(c) Unclaimed dividends	9.44	10.51
(d) Axis Bank (credit card payment)	-	387.90
(e) Advance from customers	0.00	-
<b>Total</b>	<b>4,424.20</b>	<b>1,507.93</b>
<b>18) Other Current liabilities</b>		
(a) Other payables (Expenses & Statutory dues)	451.67	233.08
<b>Total</b>	<b>451.67</b>	<b>233.08</b>
<b>19) Current provisions</b>		
(a) Provision for employee benefits:		
(i) Leave encashment	10.67	8.98
(ii) Gratuity payable	-	18.77
(iii) Operating Lease Liability	22.95	28.95
(b) Others:		
(i) for income tax (net of advance tax)	57.21	-
<b>Total</b>	<b>90.83</b>	<b>56.70</b>

## Notes to Consolidated financial statements Continued . . .

(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>20) Revenue from operations</b>		
<b>a) Sale of products</b>		
(i) Lead		
Domestic sales	47,364.61	53,406.28
Export sales	-	-
	47,364.61	53,406.28
(ii) Wind Power	33.97	45.57
<b>Total (a)</b>	<b>47,398.58</b>	<b>53,451.85</b>
<b>b) Sale of services</b>		
Lead – Jobwork charges	5,957.32	5,413.01
<b>c) Other operating revenue</b>		
Scrap sales – lead	49.64	35.94
Battery collection charges	235.09	366.65
<b>Total (a) + (b) + (c)</b>	<b>53,640.63</b>	<b>59,267.45</b>
<b>Total</b>	<b>53,640.63</b>	<b>59,267.45</b>
Note : (i) The revenue figures appearing are exclusive of GST .		
<b>21) Other income</b>		
(i) Interest on		
- Deposits with banks	0.42	0.44
- Others	1.40	1.63
- Unrealised gain on investment in Mutual Fund units	0.09	0.04
- Realised gain on sale of Mutual Fund units	1.90	
(ii) Miscellaneous receipts	0.01	-
(iii) Interest Income (Ind AS)	19.88	23.51
<b>Total</b>	<b>23.70</b>	<b>25.62</b>
<b>22) Cost of materials consumed - Lead:</b>		
Opening stock	2,735.40	3,264.20
Add: Purchases	44,372.99	47,407.74
<b>Total</b>	<b>47,108.39</b>	<b>50,671.94</b>
Less: Closing stock	5,536.60	2,735.40
	41,571.79	47,936.54
Less: Surplus/(Loss) in Hedging operations of price of raw materials	196.54	40.76
<b>Total</b>	<b>41,768.33</b>	<b>47,977.30</b>
<b>23) Changes in inventories of finished goods and work-in-progress</b>		
(a) Finished goods:-Lead		
(i) At the beginning of the year	2,381.05	3,416.08
(ii) At the end of the year	1,002.34	2,381.05
	<b>1,378.71</b>	<b>1,035.03</b>
(b) Work in progress:-Lead		
(i) At the beginning of the year	721.23	1,395.39
(ii) At the end of the year	800.49	721.23
	(79.26)	674.16
<b>Net (increase) / decrease in inventory</b>	<b>1,299.45</b>	<b>1,709.19</b>

(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>24) Employee benefits expense</b>		
(including managerial remuneration)		
Salaries and wages	733.59	749.06
Contributions to provident and other funds	42.59	52.34
Staff welfare expenses	63.49	67.78
Actuarial (Loss)/Gain on Gratuity and Leave Encashment (IND AS) - shown under Other Comprehensive Income in P&L Statement)	6.61	(54.58)
<b>Total</b>	<b>846.28</b>	<b>814.60</b>
<b>25) Other expenses</b>		
Stores and spare parts consumed	4,216.03	3,554.14
Power and fuel	1,068.97	1,107.72
Packing materials consumed	22.22	20.07
Other production expenses	990.49	1,079.92
Windmills maintenance expenses	10.76	15.72
Directors sitting fee	3.83	4.08
Recruitment & Training of personnel	2.47	2.78
Books & Periodicals	5.56	8.31
Rental Expenses	1.37	1.64
Rates and taxes	17.39	26.78
Repairs and maintenance		
- Buildings	5.25	26.19
- Plant & Machinery	234.37	176.30
- Others	8.12	4.83
Insurance Expenses	47.67	44.69
Communication expenses	6.31	6.59
Travelling and conveyance	6.00	28.15
Printing and stationery	4.71	5.05
Carriage outwards	416.14	380.98
Advertisement and Business promotion expenses	4.75	2.52
Vehicle Maintenance charges	10.12	12.88
Legal and professional charges	24.70	31.14
Payment to auditors		
- As auditors	3.30	3.30
- For taxation matters	2.00	2.00
- For management services	0.69	0.46
Provision for Bad debts	32.66	-
Cash Discounts against early sale realisations	18.90	-
Bad debts written off	0.01	-
Research & Development expenses	13.68	16.65
Profit on sale of Assets	(0.30)	(0.29)
Loss on foreign currency transactions	-	0.51
Corporate Social Responsibility Expenses	45.65	9.29
Donations	-	42.11
Unrecoverable Advance	15.10	-
General & Miscellaneous expenses	11.08	10.38
<b>Total</b>	<b>7,250.00</b>	<b>6,624.88</b>

## Notes to Consolidated financial statements Continued . . .

(₹ In lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
<b>26) Finance costs</b>		
(a) Interest expense on borrowings:		
- to Banks on working capital loans	215.52	303.18
- to Directors on Loans	7.00	63.21
(b) Other finance costs (bank commission & charges)	25.48	48.56
(c) Income tax late payment	2.40	8.89
(d) Finance cost (Ind AS)	23.84	27.76
<b>Total</b>	<b>274.24</b>	<b>451.60</b>

Per and subject to our report of even date.

For and on behalf of the Board of Directors

**For Gokhale & Co**Chartered Accountants  
(Firm Regn. No.000942S)

Sd/-

**Padam Kumar Kaliya**

Partner

Membership No : 243378

Sd/-

**Vuyyuru Ramesh**

Executive Chairman

DIN:00296642

Sd/-

**Sandeep Vuyyuru Ramesh**

Managing Director

DIN: 02692185

Sd/-

**B.Seshagiri Rao**

Chief Financial Officer

PAN: AFLPB9195H

Sd/-

**Rajani K**

Company Secretary

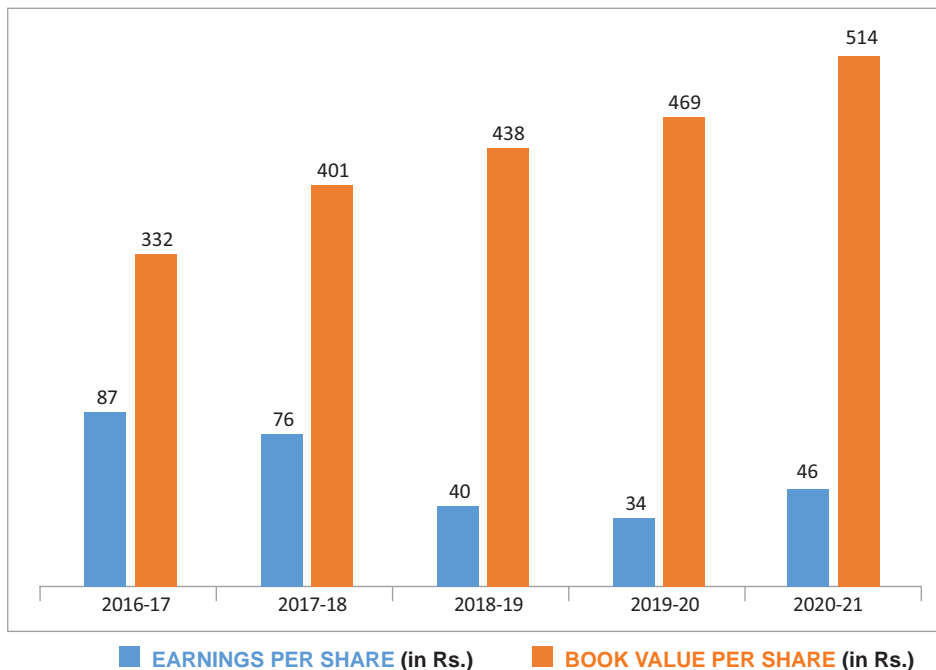
FCS-8026

Place : Hyderabad

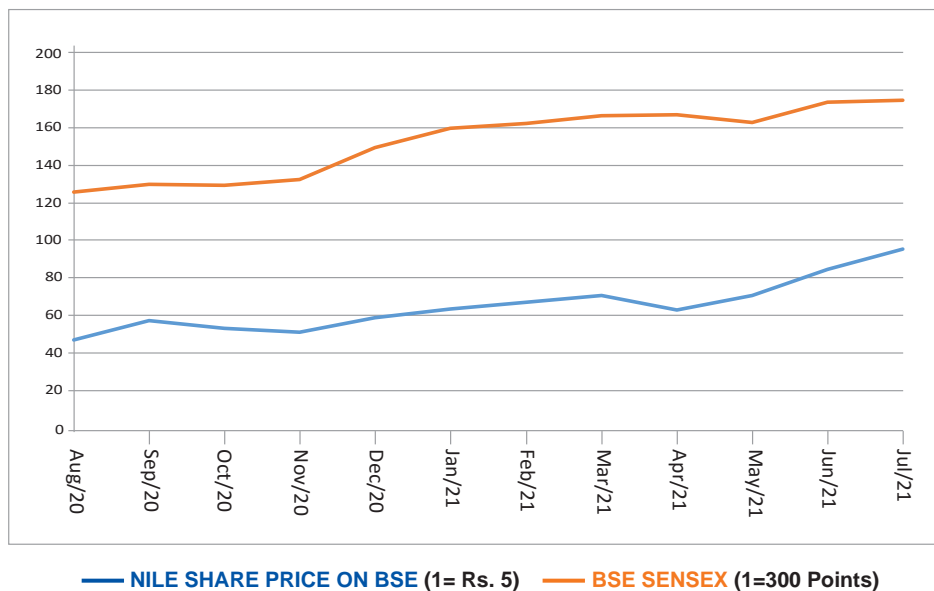
Date : 11-06-2021



## LAST 5 YEARS' EARNINGS PER SHARE, BOOK VALUE PER SHARE



## PERFORMANCE OF NILE SHARE PRICE VIS-A-VIS SENSEX



Data presented based on the closing values as on the first trading day of the month





**N I L E  
LIMITED**

CIN:L27029AP1984PLC004719

**Regd. Off:** Plot No.38 & 40, APIIC Industrial Park  
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Andhra Pradesh – 517520, India  
E-mail: [legal@nilelimited.com](mailto:legal@nilelimited.com) Web: [www.nilelimited.com](http://www.nilelimited.com)

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