

DCL:SECY:2019

Date: 13.07.2019

BSE Limited
Corporate Relationship Department
Phiroze Jeejebhoy Towers
Dalal Street, Mumbai-400 001

National Stock Exchange of India Ltd
Exchange Department
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai-400 051

Security Code: 502137

Trading Symbol: DECCANCE

Dear Sir,

Subject: 39th Annual Report 2018-19 (Notice of the 39th 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 39th Annual Report 2018-19 (Notice of the 39th AGM).

Today (13th July, 2019) the Company is going to send the Annual Report to all the shareholders and other eligible persons either by e-mail, or by other approved modes.

Thank you,

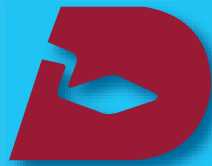
With regards,

For Deccan Cements Limited

Bikram Keshari Prusty
Company Secretary

Enclosure: Annual Report 2018-19 (Notice of the 39th AGM).

39th Annual Report |
2018-19



DECCAN CEMENTS LIMITED

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Corporate Information

Board of Directors

Mr. M B Raju	Executive Chairman
Mr. Umesh Shrivastava	Director
Dr. S A Dave	Director
Mr. J Narayanamurty	Director
Mr. K P Singh	Director
Mr. R Gopalakrishnan	Director
Ms. P Parvathi	Managing Director

Senior Management

Mr. G R Ram	Sr. Vice President
Mr. C Ramesh Reddy	Vice President (Marketing)
Mr. S Venkateswarlu	Sr. Vice President (Works)
Mr. R V A Narasimha Rao	Chief Financial Officer (CFO)
Mr. S K Mishra	Company Secretary

Bankers

State Bank of India
Andhra Bank
Corporation Bank
Kotak Mahindra Bank

Secretarial Auditors

Tumuluru & Co.
Company Secretaries
'Anasuya', C-66, DD Colony
Ahobil Mutt Road
Hyderabad - 500 007

Registrar and Share Transfer Agent

Karvy Fintech Pvt. Ltd.
Karvy Selenium Tower B
Plot number 31 & 32
Financial District, Gachibowli
Hyderabad - 500 032
E-mail id: einward.ris@karvy.com

Statutory Auditors

M Anandam & Co.
Chartered Accountants
7'A', Surya Towers, S.P. Road,
Secunderabad - 500 082

Cost Auditors

Aruna Prasad & Co.
Cost Accountants
Plot No. 802/2, 64th Street, 10th Sector
K K Nagar, Chennai - 600 078

Registered Office

"Deccan Chambers"
6-3-666/B, Somajiguda
Hyderabad - 500 082
Tel: 040-23310168 Fax: 040-23318366
E-mail: info@deccancements.com
Website: www.deccancements.com
CIN: L26942TG1979PLC002500

NOTICE

Notice is hereby given that the **Thirty-ninth Annual General Meeting** of the Members of **Deccan Cements Limited** will be held on **Wednesday, 7th August, 2019** at **11.00 A.M.** at Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad - 500 063 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2019 for the Year ended on that date together with the Reports of Directors' and Auditors' thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Gopalakrishnan Ramamurthi (DIN: 00296413) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. **To ratify Cost Auditor's remuneration for the Financial Year 2019-20.**

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

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the remuneration of Rs. 1,10,000/- (Rupees One Lakh Ten Thousand only) plus reimbursement of travelling and out of pocket expenses payable to Aruna Prasad & Co., Cost Accountants, Chennai who have been appointed by the Board of Directors as Cost Auditors of the Company, to conduct the audit of the cost accounting records

of the Company for the Financial Year ending 31st March, 2020.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company, be and are hereby severally authorised to do all acts and take all steps as may be necessary, proper or expedient to give effect to this resolution."

5. **Reappointment of Mr. K P Singh, Non-Executive Independent Director for Second Term of 5 (Five) Consecutive Years:**

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

"RESOLVED THAT pursuant to the provisions of, Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Articles of Association of the Company, Mr. K P Singh (DIN: 02951522), aged 71 years, and who will attain the age of 75 years on 28th December, 2022, who was appointed as a Non-Executive Independent Director to hold office up to 28th September, 2019, is eligible for being reappointed and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby reappointed as a Non-Executive Independent Director of the Company, to hold office for a second term of 5 (five) consecutive years with effect from 29th September, 2019 to 28th September, 2024, not liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and is hereby authorized to do all such acts and take all steps as are necessary, proper, desirable and expedient in this regard to give effect to this resolution.”

6. **To approve continuation of payment of remuneration to the Executive Directors who are Promoters in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018.**

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

“RESOLVED THAT pursuant to the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015 and other applicable provisions, if any and as per the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, the consent of the Company be and is hereby accorded to the continuation of payment of

remuneration as per existing terms and conditions as approved by the shareholders at the 37th Annual General Meeting held on 11th August, 2017, to Mr. M.B Raju, Executive Chairman (promoter) and Ms. P Parvathi, Managing Director (member of promoter group) and who are the Executive Directors of the Company, notwithstanding their aggregate annual remuneration exceeding 5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013 till the expiry of their current term as such i.e. 31st March, 2022.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all steps as may be necessary, proper and expedient to give effect to this resolution.”

By Order of the Board

Sd/-

S K Mishra

Company Secretary

FCS 8555

Place : Hyderabad

Date : 28.05.2019



Notes

1. **A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxies, in order to be effective, should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Report.**

Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

Members, Proxies and Authorised Representatives are requested to handover the attendance slip as enclosed, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. for admission to the Annual General Meeting Hall.

2. Corporate Members intending to send their authorized representatives are requested to send duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Annual General Meeting (AGM).
3. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the AGM is annexed hereto.
4. In terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 brief resume of the Directors seeking appointment / reappointment at the AGM are given in the annexure to this Notice.
5. The Register of Members and Shares Transfer Books of the Company will be closed from 1st August, 2019 to 7th August, 2019 (both days inclusive).
6. Members holding shares in electronic form are requested to intimate any change in their address and update their Bank Account particulars (viz. Account No., Name & Branch of the Bank and the MICR Code) to their DPs with whom they are maintaining demat account.
7. Members holding shares in physical form are requested to register their Bank Account particulars (viz. Account No., Name & Branch of the Bank and the MICR Code) or update of their bank details already registered with the Company / Karvy Fintech Pvt. Ltd. (Karvy) to enable the Company to remit the dividend electronically.
8. Members holding shares in physical form are requested to keep their addresses updated and write to Company's Registrar and Transfer Agent– (Karvy) for updation of the address.
9. Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account details. Members holding shares in electronic form are therefore requested to submit the PAN and Bank account details to their DPs with whom they are maintaining demat accounts. Members holding shares in physical form shall submit their PAN and Bank Account details to Karvy.
10. Members are requested to note that, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requests for transfer of shares held in physical form, except transmission or transposition, will not be processed after 31 March, 2019. In this regard, members are requested to dematerialize their shares held in physical form. Members may contact the Company or Karvy for assistance in this regard.
11. To support the 'Green Initiative', Members who have not registered their email ids so far are requested to register their email ids for receiving all communication(s) including Annual Report, Notices etc from the Company in electronic form.

12. The Company has paid the Listing Fees for the Year 2019-20 to both the Stock Exchanges where equity shares of the Company are listed.
13. Relevant documents referred to in the notice are open for inspection at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
14. Members seeking any information with regard to the financial statements are requested to write to the Company at least seven (7) days before the AGM so as to enable the management to keep the information ready at the AGM.
15. The Company has transferred the unpaid or unclaimed dividends declared up to the financial year 2010-11, from time to time, on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. As per the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 10th August, 2018 (date of last AGM) on the website of the Company "**www.deccancements.com**".
16. **Remote e-voting:**

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Fintech Private Limited (Karvy) on all resolutions set forth in this Notice, from a place other than the venue of the Meeting (Remote e-voting).
17. **Voting at Annual General Meeting:**

The facility for voting, through polling paper shall also be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their voting right at the meeting.
18. A Member can opt voting either through Remote e-voting or voting at the AGM. If a Member cast votes by both modes then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
19. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
20. The resolution(s) passed by Members through e-voting is / are deemed to have been passed as if passed at the AGM.
21. The Company has appointed Mr. Tumuluru Krishnamurthy, Practicing Company Secretary (Membership No. FCS: 142 and CP: 1293) failing him Mr. B V Saravana Kumar, Practicing Company Secretary (Membership No. ACS: 26944 and CP: 11727) as Scrutinizer, who will scrutinize the electronic voting process in a fair and transparent manner.
22. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
23. The Results shall be declared by the Chairman or by an authorised person of the Chairman and the resolutions will be deemed to have been passed on the date of AGM, subject to receipt of requisite number of votes in favour of the resolutions.
24. The Results of the voting along with the Scrutinizer's Report shall be placed on the Company's website "**www.deccancements.com**" and on the website of Karvy "**https://evoting.karvy.com**". The same shall also be communicated to the Stock Exchanges.

25. PROCEDURE AND INSTRUCTIONS FOR E-VOTING

- (A) In case a Member receives an email from Karvy [for Members whose email ids are registered with the Company/Depository Participant(s)]:
- I. Launch internet browser by typing the **URL:"<https://evoting.karvy.com>".**
 - II. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - III. After entering these details appropriately, click on "LOGIN".
 - IV. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email id etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - V. You need to login again with the new credentials.
 - VI. On successful login, the system will prompt you to select the "EVENT" i.e., "Deccan Cements Limited".
 - VII. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned hereinabove. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - VIII. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
 - IX. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - X. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - XI. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - XII. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email mrtumuluruk@gmail.com with a copy marked to evoting@karvy.com.

com. The scanned image of the above mentioned documents should be in the naming format "**DECCANCEMENTS LIMITED_39TH AGM.**"

- (B) In case of Members receiving physical copy of Notice [for Members whose email ids are not registered with the Company/ Depository Participant(s)]:
- I. E-Voting Event Number (EVEN), User ID and Password is provided in the E- Voting Form.
 - II. Please follow all steps from Sl. No.(I) to (XII) of (A) above to cast your vote by electronic means.

26. OTHER INSTRUCTIONS

- a) In case of any query and/or grievance, in respect of voting by electronic means,
- Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of "<https://evoting.karvy.com>" (Karvy Website) or contact - Mr. Ramesh Desai of Karvy Fintech Private Limited (Unit: Deccan Cements Limited), Karvy Selenium Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 or at evoting@karvy.com or phone no. 040 - 6716 2222 or call Karvy's toll free No.1800-3454-001 for any further clarifications.
- b) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- c) The remote e-voting period commences on Sunday, 4th August 2019 (9.00 A.M. IST) and ends on Tuesday, 6th August 2019 (5.00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 31st July 2019, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purposes

only. The remote e-voting modules shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

- d) The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, 31st July, 2019.
- e) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e. Wednesday, 31st July, 2019, he/she may obtain the User ID and Password in the manner as mentioned below:

- I. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS:MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399

Example for NSDL:	MYEPWD <SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for Physical	MYEPWD <SPACE> XXXX1234567890

- II. If e-mail address or mobile number of the member is registered against Folio No. / DP ID/Client ID, then on the homepage of "<https://evoting.karvy.com>", the member may click "Forgot Password" and enter Folio No. or DP ID/Client ID and PAN to generate a password.
- III. Member may call Karvy's toll free number 1800-3454-001
- IV. Member may send an e-mail request to "evoting@karvy.com". However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

Explanatory statement under Section 102 of the Companies Act, 2013

The following statement sets out all material facts relating to the Special Businesses mentioned in the accompanying Notice:

Item No. 4:

The Board of Directors of the Company, on the recommendation of the Audit Committee, has appointed Aruna Prasad & Co., Cost Accountants as the Cost Auditor to conduct the audit of the cost accounting records of the Company for the Financial Year ending 31st March, 2020 at a remuneration of Rs.1,10,000/- (Rupees One Lakh Ten Thousand only) plus reimbursement of travelling and out of pocket expenses.

As per the Section 148 of the Companies Act, 2013 and the Rules framed there under, the remuneration payable to the Cost Auditor has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor for the Financial Year ending 31st March, 2020.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

Item No. 5:

The Members of the Company at their 34th Annual General Meeting held on 29th September, 2014 approved the appointment of Mr. K P Singh as Independent Directors of the Company for a period of 5 years i.e. from 29th September, 2014 to 28th September, 2019.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term of five consecutive years on the Board and shall be eligible for re-appointment on passing a Special Resolution by the company and disclosure of such appointment shall be made in the Board's Report. Mr. K P Singh can be reappointment as Non-Executive Independent Director for second term of 5 (five) consecutive years with effect from 29th September, 2019 to 28th September, 2024 with approval of Members by way of Special Resolution.

Brief resume of Mr. Singh and other information as stipulated under Regulation 36 of the Listing

Regulations and SS-2, are provided in the annexure to this Notice.

Mr. Singh is a person of integrity; possess relevant expertise and vast experience. His association as Non-Executive Independent Director will be beneficial and in the best interest of the Company.

Based on the skills, experience, knowledge and performance evaluation, the Nomination and

Remuneration Committee and the Board of Directors have recommended for re-appointment of Mr. Singh as Non-Executive Independent Director for second term of 5 (five) consecutive years.

Mr. Singh is not disqualified from being appointed as Directors in terms of Section 164 of the Act and the Listing Regulations as amended from time to time and have given his consent to act as director. The Company has received declaration from the director that he meets the criteria of independence as prescribed both under Section 149 of the Act and under provisions of the Listing Regulations.

Copy of the draft letters for the reappointment of Mr. Singh setting out the terms and conditions would be available for inspection without any fee by the Members at the registered office of the Company during normal business hours on any working day up to the date of AGM.

The Non-Executive Directors, for each of the Board and Committee Meeting attended are paid sittings fees at Rs. 20,000/- and Rs. 2,500/- respectively. The non-executive directors, in addition to the sitting fees, are collectively entitled for a commission for sum not exceeding 1% per annum of the net profits of the company calculated in accordance with the provisions of Section 198 of the Act, subject to a ceiling of Rs. 10,00,000/- per annum.

None of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, in the resolution set out at Item No. 5 of the Notice.

In the opinion of the Board Mr. Singh fulfils the conditions for reappointment as Non-Executive Independent Director as specified in the Act and the Listing Regulations. Accordingly the Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

Item No. 6:

As per newly introduced Regulation 17(6)(e) of the SEBI (LODR) (Amendment) Regulations, 2018, the

fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if-

- i) Annual remuneration to each of them exceeding 5 Crores or 2.5 per cent of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, whichever is higher; or
- ii) Where there is more than one such director, their aggregate annual remuneration exceeding 5 per cent of the net profits of the listed entity.

At present, on the Board of Directors of the Company, there are two executive directors who are promoter or member of promoter group. They are Mr. M B Raju, Executive Chairman and Ms. P Parvathi, Managing Director. The shareholders have approved remuneration payable to them within the limits as prescribed at that time as per Companies Act, 2013, while approving their appointment in the 37th Annual General Meeting held on 11th August, 2017, which is expected to be in excess of 5% of the net profits of the Company in aggregate. This necessitates seeking approval of the shareholders by way of special

resolution for retaining all existing terms and conditions of appointment of aforesaid Executive Directors including remuneration payable to them till the expiry of their respective term till 31st March, 2022, in order to comply with the above mentioned regulation.

The Board approved the above proposal at their meeting held on 28th May, 2019 after considering the valuable contributions of Mr. M B Raju and Ms. P Parvathi in the growth of the Company.

Mr. M B Raju, Chairman and Ms. P Parvathi, Managing Director shall be deemed to be concerned or interested in the resolution to the extent of remuneration payable to them under the resolution. None of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the shareholders.

By Order of the Board

Sd/-

S K Mishra

Company Secretary

FCS 8555

Place : Hyderabad

Date : 28.05.2019

ANNEXURE TO THE NOTICE

Details of Directors seeking re-appointment at the Annual General Meeting

Particulars	Mr. R Gopalakrishnan	Mr. K.P. Singh
Date of Birth	26.01.1955	28.12.1947
Date of Appointment	11.08.2015	28.05.2010
Qualification	Fellow Member of the Institute of Company Secretaries of India (ICSI)	M.A. from University of Delhi
Brief resume and expertise in specific functional area	More than three decades of experience in corporate sector in areas of General Management, Financial, Legal and Secretarial compliance.	IAS Officer (Retd.) having worked in several capacities in the Central as well as State Governments, including Chairman of Karnataka Electricity Board; Secretary, Defence Production; and as Secretary, Internal Security & Intelligence.
Directorships in other companies	Nil	Shree Bhavani Infracon Pvt. Ltd.
Chairmanship/Membership of committees of other companies	Nil	Nil
Shareholding in the company	Nil	Nil
No. of Meetings of the Board attended during year 2018-19	3 out of 4	4 out of 4
Total sitting fees and commission paid for the year 2018-19	Rs.2,65,000/-	Rs.2,97,500/-

BOARD'S REPORT

Dear Shareholders,

The Directors of your company are glad to present the 39th Annual Report together with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019.

Financial Results

The Financial Results for the year ended 31st March, 2019 are summarized below:

	(₹ in Lakh)	
Particulars	2018-19	2017-18
Revenue from operations	65,141.52	59,442.25
Other Income (net)	987.95	395.42
Total Income	66,129.47	59,837.67
Less:		
Operating expenses	55,620.16	50,918.15
Depreciation and amortization expenses	2,231.21	2,268.99
Total expenses	57,851.37	53,187.14
Profit before Finance cost and Tax	8,278.10	6,650.53
Less: Finance cost	773.04	566.23
Current tax	2,649.41	1,812.86
Deferred tax	249.66	416.51
Net Profit after Tax	4,605.99	3,854.93
Other comprehensive income	3.76	(44.06)
Total comprehensive income for the year	4,609.75	3,810.87
Profit brought forward from previous year	29,946.28	26,641.19
Profit available for Appropriation	34,556.03	30,452.06

Results of Operations

The Company recorded satisfactory performance during the year under review. The profit after tax of the Company for the current year was at Rs.4,605.99 Lakh as compared to the previous year profit of Rs. 3,854.93 Lakh. During the year there is no change of business.

The Financial statements are required to be presented in accordance with the Ind-AS requirements from the financial year 2018-19 it shows there is an increase in revenues by 9.6%. As per Ind-AS requirements VAT / GST, rebates and discounts are reduced from the Gross revenue. For the sake of better understanding, the changes in the Gross and the Net Revenue disclosed in the financial statements are given below:

	(₹ in Lakh)	
Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Sale of products		
(a) Cement - Gross Revenue	91,072.57	83,361.13
VAT	-	2,652.99
GST	19,919.02	13,729.77
Rebates	6,739.84	8,199.25
Cement - Net Revenue	64,413.71	58,779.12
(b) Power		
(Net of charges for wheeling, banking)		
Wind	77.81	93.92
Hydel	347.71	337.40
Thermal	135.87	192.40
Power - Net Revenue	561.39	623.72
Other operating revenues		
Scrap sales	166.42	39.41
Revenue (Net of Taxes and Rebates)	65,141.52	59,442.25

Operational Results are further elaborated in the Management Discussion and Analysis Report.

Dividend

In consonance with the Company's policy of rewarding its shareholders on a consistent basis, your directors are pleased to recommend a dividend of Rs.3.75/- per equity share i.e. @75% dividend on the Equity Share Capital of the Company, for the declaration by the Members in the ensuing annual general meeting. The cash outflow for dividend, if declared as above, for the

year ended 31st March, 2019 will be Rs. 525.28 Lakh and Rs. 107.97 Lakh towards tax on dividend totalling Rs. 633.25 Lakhs. The cash outflow for dividend declared for the previous year ended 31st March, 2018 was 506.61 Lakh

Your directors have not proposed to transfer any sum to Reserves for the financial year 2018-19.

Capital Structure

There is no change in the capital structure during the year.

Deposits

During the year under review, the Company has not invited / accepted any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Management Discussion and Analysis Report

A report on the Management Discussion and Analysis is appended to this Report.

Corporate Governance

The Company's Report on Corporate Governance is attached, and forms part of this Report.

Certificate from the Statutory Auditors of the Company M/s. M Anandam & Co., Chartered Accountants confirming the compliance with the conditions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended to this Report.

Transfer to Investor Education and Protection Fund (IEPF)

During the year, the Company has transferred a sum of Rs. 1,38,196/-, the unclaimed/unpaid dividend amount pertaining to the Financial Year 2010-11, to the Investor Education and Protection Fund (IEPF) in compliance with applicable provisions of the Companies Act, 2013.

Further the unclaimed/unpaid amount pertaining to the Financial Year 2011-12 is due for transfer to IEPF on

12th September, 2019. The year wise details of unpaid and unclaimed amounts lying with the Company as on 10th August, 2018 (date of the last Annual General Meeting) are uploaded to IEPF portal of the Ministry of Corporate Affairs (MCA) "www.iepf.gov.in" and also available in the Company's website "<http://www.deccancements.com/shareholders-information.php>". Shareholders are advised to check their unpaid/unclaimed dividend status and contact the Company for encashment of the same if, depicting unpaid.

Section 124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 mandates companies to transfer shares against which dividends remain unpaid / unclaimed for a continuous period of seven years to the IEPF. As per the Ministry of Corporate Affairs General Circular No. 12/2017 dated 16.10.2017, the Company has transferred 25110 equity shares belonging to 34 shareholders as on 17th September, 2018 to demat account of IEPF Authority held with NSDL. Further, the unclaimed/unpaid shares pertaining to the Financial Year 2011-12 is due for transfer to IEPF on 12th September, 2019.

Directors and Key Managerial Personnel

During the year Mr. Umesh Shrivastava, Dr. S A Dave and Mr. J Narayanamurty, Independent Directors were re-appointed by the shareholders of the Company by passing special resolutions for Second Term of 5 (Five) Consecutive Years with effect from 1st April, 2019 to 31st March, 2024. The present term of the fourth independent director Mr. K P Singh is till 28th September, 2019 and he has been proposed to be reappointed for another term of 5 years. The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted declarations that each of them meets the criteria of independence as provided and in Section 149(6) of the Act and there has been no change in their status as independent director during the year.

Pursuant to Section 152 of the Companies Act, 2013 Mr. Gopalakrishnan Ramamurthi (DIN: 00296413) is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible has offered

himself for reappointment. The Board recommends his reappointment.

Pursuant to Section 2(51) and Section 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, during the financial year 2018-19 under review there was no change in Key Managerial Personnel position of the Company. Ms. P Parvathi, Managing Director, Mr. RVA Narasimha Rao, Chief Financial Officer and Mr. S K Mishra, Company Secretary continued as the "Key Managerial Personnel" of the Company.

Familiarization program for Independent Directors

The Company has adopted a familiarization programme prepared in the line of Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Independent Directors to familiarize them with the Company's philosophy, vision, mission, strategies, operations and functions. The details of the familiarization programme are available on the Company's website at "www.deccancements.com".

Statutory Auditor

M/s. M Anandam & Co., Chartered Accountants, Secunderabad, were appointed as Statutory Auditors of the Company in the thirty seventh annual general meeting of the Company held on 11th August, 2017 for a period of five years i.e. till the conclusion of the forty second annual general meeting to be held in the year 2022. First proviso to Section 139(1) of the Companies Act, 2013 which requires yearly ratification of appointment of Statutory Auditors by the Shareholders in each Annual General Meeting has been omitted, w.e.f. 7th May, 2018. Accordingly, the appointment of Statutory Auditors is not required to be ratified at the Annual General Meeting.

The Notes on the financial statements referred to in the Auditors' Report are self explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

Cost Auditor

M/s. Aruna Prasad & Co., Cost Accountants, Chennai, has been reappointed by the Board of Directors as Cost Auditor of the Company for the Financial Year 2019-20. The remuneration of the cost auditor is required to be ratified by the members in accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014. Accordingly, the matter is being placed before the Members for ratification at the ensuing Annual General Meeting.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company engaged the services of M/s. Tumuluru & Company, Company Secretaries, Hyderabad to conduct the Secretarial Audit of the Company for the financial year ended 31st March, 2019. The Secretarial Audit Report in Form MR-3 is annexed to this Report (**Annexure I**). There has been no qualification, reservation, adverse remarks or disclaimer in the Secretarial Audit Report.

Extract of Annual Return

An extract of Annual Return in Form MGT-9 as on 31st March 2019 is annexed to this Report (**Annexure II**).

Board Meetings

During the year, Four (4) meetings of the Board of Directors were convened and held. The details of the meetings of the Board are furnished in the Corporate Governance Report which forms part of this Report.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013, relating to Directors' Responsibility Statement, your Directors, confirm that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2019, the applicable accounting standards had been followed and there are no material departure;

- b) 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 31st March, 2019 and of the profit of the company for the year ended on that date;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts for the year ended 31st March, 2019 on a going concern basis;
- 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.

Policy on Directors' appointment and remuneration and other details

The Company's policy on directors' appointment and remuneration and other matters has been disclosed in the Corporate Governance Report, which forms part of this Report.

Particulars of loans, guarantees or investments under Section 186

The Company has not granted any loans, secured or unsecured, which falls under the provisions of Section 186 of the Companies Act, 2013.

Particulars of Contracts or arrangement with related parties referred under Section 188(1)

The Company had not entered into any arrangement/ transaction with related parties which is material in nature and accordingly, the disclosure of Related Party Transactions in Form AOC-2 is not applicable.

Transactions entered by the Company with its related parties were on an arm's length basis and suitable disclosures as required under Ind AS-24 have been made in Note No. 31 to the Financial Statements.

In compliance of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formulated a Related Party Transactions Policy and the same is available on the Company's website "www.deccancements.com".

Energy Conservation, Technology Absorption and Foreign Exchange

Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 forming part of the Directors' Report for the year ended 31st March 2019 are given in **Annexure III**.

Internal Control Systems and its Adequacy

The details in respect of internal control and its adequacy are included in the Management Discussion & Analysis, which forms part of this report.

Risk Management

The Company has framed a Risk Management Policy and details of policy are disclosed in the company's website "www.deccancements.com". The Risk Management Policy envisages identification of risk and procedures for assessment and mitigation thereof.

Corporate Social Responsibility (CSR)

Pursuant to Section 135 of Companies Act, 2013, your Company has constituted a Corporate Social Responsibility Committee. The composition of the Committee is provided in the Corporate Governance Report. Your Company has formulated a Corporate Social Responsibility Policy, which has been approved by the Board indicating the projects or programs to be undertaken by the Company, in line with Schedule VII of the Act. The same is available on the website of the Company "www.deccancements.com".

A brief outline of the CSR policy of the Company and the Annual Report on CSR activities undertaken

during the year 2018-19 in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this Report (**Annexure IV**).

Board Evaluation

In compliance of the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the annual performance evaluation of individual directors was carried out by the Board.

The detailed criteria in which the performance of the individual directors was carried out has been disclosed in the Corporate Governance Report.

The Performance evaluation of independent directors was done by the entire Board of Directors excluding the director being evaluated.

Particulars of Employees

The information required pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure V**.

During the financial year under review, none of the Company's employees are in receipt of remuneration more than the limit prescribed under Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Prevention of Sexual Harassment Policy

The Company has formulated a policy on Prevention of Sexual Harassment at workplace for women in the line with the requirements of the 'The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013 and the Rules made thereunder.

During the financial year ended 31st March, 2019, the Company has not received any Complaint pertaining to Sexual Harassment.

Acknowledgement

Your Directors place on record their sincere appreciation for significant contribution made by the employees through their dedication, hard work and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain amongst the well performing units of the industry.

Your Directors take this opportunity to express their gratitude to Central and State Governments and their departments and the local authorities, the Banks, Dealers, Stockists and Customers for their continued guidance and support to the Company during the year under review.

Your Directors are also grateful to the shareholders for their confidence and faith reposed in the Company.

For and on behalf of the Board

Sd/-

M B Raju

Place : Hyderabad

Executive Chairman

Date : 28.05.2019

DIN: 00016652

Annexure I

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

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

To
The Members,
Deccan Cements Limited
6-3-666/B, Deccan Chambers,
Somajiguda, Hyderabad-500 082

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Deccan Cements Limited** (hereinafter called the Company).

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, 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 authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2019 (herein after called as Audit Period)** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of :
 - a) Foreign Direct Investment (**Not Applicable during the Audit Period**)
 - b) Overseas Direct Investment; (**Not Applicable during the Audit Period**)
 - c) External Commercial Borrowings (**Not Applicable during the Audit Period**);
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009/2018; **(not applicable during the Audit Period)**
 - d. The Securities and Exchange Board of India (Share Based Benefits) Regulations, 2014; **(not applicable during the Audit Period)**
 - e. The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008; **(not applicable during the Audit Period)**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable during the Audit Period)** and
 - h. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998/2018; **(not applicable during the Audit Period)**
- vi. We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:
- a. Cement (Quality Control) Order, 2003
 - b. Cement Cess Rules, 1993
 - c. The Electricity Act, 2003
 - d. The Mines Act, 1952
 - e. Mines and Minerals (Development & Regulation) Act, 1957
 - f. The Forest Conservation Act, 1980

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

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

We further report that -

- (i) 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:
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on

agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- (iii) All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees 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.

We further report that during the audit period:

Corporate Social Responsibility:

The Company has spent a sum of Rs. 1,42,35,000/- towards Corporate Social Responsibility during the Financial Year 2018-19, while 2% of the average net profits of the three preceding financial years was Rs. 1,42,29,309/-

**For Tumuluru & Company
Company Secretaries**

Sd/-

B V Saravana Kumar

Partner

ACS No. : 26944

C. P. No. : 11727

Place : Hyderabad
Date : 28.05.2019

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

Annexure - A

To
The Members,
Deccan Cements Limited
6-3-666/B, Deccan Chambers,
Somajiguda, Hyderabad-500 082

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and 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 the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the Management provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Tumuluru & Company
Company Secretaries**

Place : Hyderabad
Date : 28.05.2019

Sd/-
B V Saravana Kumar
Partner
ACS No. : 26944
C. P. No. : 11727

Annexure II**Form No. MGT - 9****EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH 2019**

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

I Registration and Other Details:

(i)	CIN	L26942TG1979PLC002500
(ii)	Registration Date	31.07.1979
(iii)	Name of the Company	Deccan Cements Limited
(iv)	Category / Sub-Category of the Company	Public Company - Limited by Shares
(v)	Address of the registered office and contact details	6-3-666/B, 'Deccan Chambers', Somajiguda, Hyderabad – 500 082, Telangana
(vi)	Whether listed company (Yes / No)	Yes
(vii)	Name, Address and contact details of Registrar and Transfer Agent, if any;	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot No.31 & 32, Financial District, Gachibowli, Hyderabad 500 032 Phone No: 040-67162222, Fax No: 040-23001153 Email id: einward.ris@karvy.com, Website: www.karvyfintech.com

II. Principal Business Activities of the Company:

SL. No.	Name and Description of Main Products Services	NIC Code of the Product	% to total turnover of the Company
1	• Manufacturing of Cement in form of Clinker	23941	0
	• Manufacturing of Portland Cement, Slag Cement and similar	23942	98.88%
2	• Generation of Electricity	35101 / 35102 / 35106	1.05%

III. Particulars of Holding, Subsidiary and Associate Companies: NIL

h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	21,86,363	4,488	21,90,851	15.64	22,26,514	4,488	22,31,002	15.93	22,31,002	15.93	22,31,002	15.93	22,31,002	0.29
2. Non-Institutions														
(a) Bodies Corp.														
(i) Indian	7,82,649	4,420	7,87,069	5.62	7,35,686	3,020	7,38,706	5.27	7,38,706	5.27	7,38,706	5.27	7,38,706	-0.35
(ii) Overseas	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(b) Individuals														
(i) Individual shareholders holding nominal share capital upto ₹1 Lakh	15,58,354	3,26,541	18,84,895	13.46	16,28,089	2,51,041	18,79,130	13.42	18,79,130	13.42	18,79,130	13.42	18,79,130	-0.04
(ii) Individual shareholders holding nominal share capital in excess of ₹1 Lakh	1,44,200	0	1,44,200	1.03	1,44,200	0	1,44,200	1.03	1,44,200	1.03	1,44,200	1.03	1,44,200	0.00
(c) Others (specify)														
- Non Resident Indians	10,03,461	0	10,03,461	7.16	9,93,461	0	9,93,461	7.09	9,93,461	7.09	9,93,461	7.09	9,93,461	-0.07
- NRI Non Repatriation	21,090	0	21,090	0.15	26,828	0	26,828	0.19	26,828	0.19	26,828	0.19	26,828	0.04
- Clearing Members	12,410	0	12,410	0.09	5,539	0	5,539	0.04	5,539	0.04	5,539	0.04	5,539	-0.05
- Trust	0	0	0	0	0	0	0	0	0	0	0	0	0	0
- NBFCs Registered with RBI	160	0	160	0	160	0	160	0	160	0	160	0	160	0
-IEPF	92,770	0	92,770	1	1,17,880	0	1,17,880	0.84	1,17,880	0.84	1,17,880	0.84	1,17,880	0.18
Sub-total B(2)	36,15,094	3,30,961	39,46,055	28.17	36,51,843	2,54,061	39,05,904	27.88	39,05,904	27.88	39,05,904	27.88	39,05,904	-0.29
Total Public Shareholding (B) = B(1) + B(2)	58,01,457	3,35,449	61,36,906	43.81	58,78,357	2,58,549	61,36,906	43.81	61,36,906	43.81	61,36,906	43.81	61,36,906	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	1,36,72,051	3,35,449	1,40,07,500	100	1,37,48,951	2,58,549	1,40,07,500	100.00	1,40,07,500	100.00	1,40,07,500	100.00	1,40,07,500	0



(ii) Shareholding of Promoter (including Promoter Group):

Sl No.	Shareholder's Name	Shareholding at the beginning of the year as on 01.04.2016			Share holding at the end of the year as on 31.03.2017			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Melville Finvest Ltd	46,03,712	32.87	0.00	46,03,712	32.87	0.00	0.00
2	Satyasai Investments & Leasing Ltd	10,47,474	7.48	0.00	10,47,474	7.48	0.00	0.00
3	Bangar Raju Manthana	11,60,921	8.29	0.00	11,60,921	8.29	0.00	0.00
4	DCL Securities Ltd	5,12,000	3.66	0.00	5,12,000	3.66	0.00	0.00
5	DCL Exim Limited	1,75,600	1.25	0.00	1,75,600	1.25	0.00	0.00
6	Lakshmi Manthana	2,84,335	2.03	0.00	2,84,335	2.03	0.00	0.00
7	Parvathi Penmetcha	38,006	0.27	0.00	38,006	0.27	0.00	0.00
8	Anirudh Raju Penmetcha (PAC)	22,846	0.16	0.00	22,846	0.16	0.00	0.00
9	Aishwarya Penmetcha (PAC)	21,500	0.15	0.00	21,500	0.15	0.00	0.00
10	P Varun Raju Kumar (PAC)	2,000	0.01	0.00	2,000	0.01	0.00	0.00
11	Penumatcha Venkata Ramachandra Raju (PAC)	1,600	0.01	0.00	1,600	0.01	0.00	0.00
12	Venugopal Raju Penmetcha (PAC)	600	0.00	0.00	600	0.00	0.00	0.00
	Total	78,70,594	56.19	0.00	78,70,594	56.19	0.00	0.00

(iii) Change in Promoters' (including Promoter Group) Shareholding:

Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018	78,70,594	56.19		
Changes during the year	0	0.00		
At the end of the year 31.03.2019			78,70,594	56.19
No change in shareholding of promoter and promoter group.				

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

1. UTI-Top 100 Fund				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				6,71,655	4.79
Date	Increase (+)	Decrease (-)	Reason		
10/08/2018	0	55,968	Sale	6,15,687	4.40
12/10/2018	4,632		Purchase	6,20,319	4.43
26/10/2018	3,000		Purchase	6,23,319	4.45
30/11/2018	517		Purchase	6,23,836	4.45
07/12/2018	3,000		Purchase	6,26,836	4.48
21/12/2018	2,728		Purchase	6,29,564	4.49
28/12/2018	22,000		Purchase	6,51,564	4.65
11/01/2019	143		Purchase	6,51,707	4.65
18/01/2019	6,827		Purchase	6,58,534	4.70
25/01/2019	2,247		Purchase	6,60,781	4.72
01/02/2019	969		Purchase	6,61,750	4.72
08/02/2019	10,000		Purchase	6,71,750	4.80
15/02/2019	3,270		Purchase	6,75,020	4.82
01/03/2019	172		Purchase	6,75,192	4.82
08/03/2019	137		Purchase	6,75,329	4.82
At the end of the year 31.03.2019				6,75,329	4.82

2. HSBC Infrastructure Equity Fund				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				6,14,247	4.39
Date	Increase (+)	Decrease (-)	Reason		
06/04/2018		-3,688	Sale	6,10,559	4.36
07/12/2018		-781	Sale	6,09,778	4.35
28/12/2018		-2,34,57	Sale	5,86,321	4.19
31/12/2018		-485	Sale	5,85,836	4.18
18/01/2019		-319	Sale	5,85,517	4.18
25/01/2019		-141	Sale	5,85,376	4.18
15/03/2019		-5,699	Sale	5,79,677	4.14
22/03/2019		-4,238	Sale	5,75,439	4.11
29/03/2019		-13,066	Sale	5,62,373	4.01
At the end of the year 31.03.2019				5,62,373	4.01

3. Keswani Harish				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				6,00,985	4.29
Date	Increase (+)	Decrease (-)	Reason		
01/02/2019		-10,000	Sale	5,90,985	4.29
At the end of the year 31.03.2019				5,90,985	4.29

4. IL and FS Trust Co. Ltd.,				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				5,78,840	4.13
Date	Increase (+)	Decrease (-)	Reason		
06/04/2018	7,736		Purchase	5,86,576	4.19
06/04/2018	7,736		Purchase	5,86,576	4.19
04/05/2018		-3,754	Sale	5,82,822	4.16
11/05/2018		-788	Sale	5,82,034	4.16

01/06/2018	9,279		Purchase	5,91,313	4.22
08/06/2018	5,494		Purchase	5,96,807	4.26
15/06/2018	1,828		Purchase	5,98,635	4.27
22/06/2018	526		Purchase	5,99,161	4.28
29/06/2018	1,103		Purchase	6,00,264	4.29
20/07/2018		-28,047	Sale	5,72,217	4.09
17/08/2018	4,710		Purchase	5,76,927	4.12
24/08/2018	437		Purchase	5,77,364	4.12
31/08/2018	1,259		Purchase	5,78,623	4.13
07/09/2018	11,800		Purchase	5,90,423	4.22
14/09/2018	1,399		Purchase	5,91,822	4.23
21/09/2018	3,424		Purchase	5,95,246	4.25
28/09/2018	5,572		Purchase	6,00,818	4.29
05/10/2018	2,651		Purchase	6,03,469	4.31
12/10/2018	2,411		Purchase	6,05,880	4.33
19/10/2018	6,819		Purchase	6,12,699	4.37
26/10/2018	6,729		Purchase	6,19,428	4.42
02/11/2018	2,445		Purchase	6,21,873	4.44
09/11/2018	3,624		Purchase	6,25,497	4.47
16/11/2018	2,549		Purchase	6,28,046	4.48
23/11/2018	836		Purchase	6,28,882	4.49
07/12/2018		-3,263	Sale	6,25,619	4.47
21/12/2018		-5,080	Sale	6,20,539	4.43
28/12/2018		-34,595	Sale	5,85,944	4.18
04/01/2019	108		Sale	5,86,052	4.18
11/01/2019	164		Sale	5,86,216	4.19
08/02/2019		-275	Sale	5,85,941	4.18
15/02/2019		-14,256	Sale	5,71,685	4.08
22/02/2019	334		Purchase	5,72,019	4.08
01/03/2019		-23,976	Sale	5,48,043	3.91
08/03/2019		-15,838	Sale	5,32,205	3.80
15/03/2019	4,632	-8,232	Sale	5,23,973	3.74
At the end of the year 31.03.2019				5,23,973	3.74

5. Ricky Ishwardas Kirpalani	Cumulative shareholding during the year	
	No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018	3,94,996	2.82
At the end of the year 31.03.2019	3,94,996	2.82

6. L&T Mutual Fund Trustee Limited-L&T Emerging Business Fund				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				3,23,069	2.31
Date	Increase (+)	Decrease (-)	Reason		
13/07/2018	1,959		Purchase	3,25,028	2.32
20/07/2018	27,851		Purchase	3,52,879	2.52
27/07/2018	3,848		Purchase	3,56,727	2.55
03/08/2018	246		Purchase	3,56,973	2.55
10/08/2018	37,628		Purchase	3,94,601	2.82
17/08/2018	50,000		Purchase	4,44,601	3.17
At the end of the year 31.03.2019				4,44,601	3.17

7. IDFC Classic Equity Fund				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				2,55,204	1.82
Date	Increase (+)	Decrease (-)	Reason		
11/05/2018	1,620		Purchase	2,56,824	1.83
15/06/2018		-79,781	Sale	1,77,043	1.26
22/06/2018	79,880		Purchase	2,56,923	1.83
29/06/2018	40,000		Purchase	2,96,923	2.12
12/10/2018	370		Purchase	2,97,293	2.12
19/10/2018	465		Purchase	2,97,758	2.13
15/02/2019		-5,430	Sale	2,92,328	2.09
01/03/2019	281		Purchase	2,92,609	2.09
At the end of the year 31.03.2019				2,92,609	2.09

8. Fidelity Investment Trust Fidelity Emerging Market Fund				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				2,08,246	1.49
Date	Increase (+)	Decrease (-)	Reason		
10/08/2018		-9,700	Sale	1,98,546	1.42
28/09/2018		-341	Sale	1,98,205	1.41

05/10/2018		-2,412	Sale	1,95,793	1.40
12/10/2018		-817	Sale	1,94,976	1.39
19/10/2018		-1,257	Sale	1,93,719	1.38
26/10/2018		-1,301	Sale	1,92,418	1.37
02/11/2018		-964	Sale	1,91,454	1.37
09/11/2018		-2,490	Sale	1,88,964	1.35
16/11/2018		-3,018	Sale	1,85,946	1.33
07/12/2018	670		Purchase	1,86,616	1.33
14/12/2018	312		Purchase	1,86,928	1.33
21/12/2018	210		Purchase	1,87,138	1.34
28/12/2018	37,008		Purchase	2,24,146	1.60
15/03/2019	1,572		Purchase	2,25,718	1.61
22/03/2019	7,907		Purchase	2,33,625	1.67
29/03/2019	3,321		Purchase	2,36,946	1.69
At the end of the year 31.03.2019				2,36,946	1.69

9. Investor Education And Protection Fund Authority (IEPF)				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				92,770	0.66
Date	Increase (+)	Decrease (-)	Reason		
12/10/2018	25,110		Statutory Transfer	1,17,880	0.84
At the end of the year 31.03.2019				1,17,880	0.84

10. UTI A/C India Fund Unit Scheme 1986				Cumulative shareholding during the year	
				No. of Shares	% of total shares of the company
At the beginning of the year 01.04.2018				69,933	0.50
Date	Increase (+)	Decrease (-)	Reason		
29/06/2018		-40,000	Sale	29,933	0.21
10/08/2018		-29,933	Sale	0	0.00
At the end of the year 31.03.2019				0	0.00

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Designation	Shareholding at the beginning of the year 1st April 2018		Shareholding at the end of the year 31st March 2019	
			No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mr. M B Raju	Executive Chairman	11,60,921	8.29	11,60,921	8.29
2	Dr. S A Dave	Independent Director	0	0	0	0
3	Mr. Umesh Shrivastava	Independent Director	7,160	0.05	7,160	0.05
4	Mr. J Narayanamurty	Independent Director	0	0	0	0
5	Mr. K P Singh	Independent Director	0	0	0	0
6	Mr. R Gopalakrishnan	Non-Executive Director	0	0	0	0
7	Ms. P Parvathi	Managing Director	38,006	0.27	38,006	0.27
8	Mr. R V A Narasimha Rao	Chief Financial Officer	0	0	0	0
9	Mr. S K Mishra	Company Secretary	0	0	0	0

V. Indebtedness:

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

(₹ in Lakhs)

Particulars	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01.04.2018				
(i) Principal Amount	203.04	1,475.00	0.00	1,678.04
(ii) Interest due but not paid	0	0	0.00	0.00
(iii) Interest accrued but not due	0	0	0	0
Total (i + ii + iii)	203.04	1,475.00	0.00	1,678.04
Change in Indebtedness during the financial year				
Addition	0	150.00	-	150.00
Reduction	104.10	-	-	104.10
Net Change	-104.10	150.00	-	45.90
Indebtedness at the end of the financial year 31.03.2019				
(i) Principal Amount	98.94	1,625.00	-	1,723.94
(ii) Interest due but not paid	0	0	-	0
(iii) Interest accrued but not due	0	0	-	0
Total (i + ii + iii)	98.94	1,625.00	-	1,723.94

VI. Remuneration of Directors and Key Managerial Personnel:**A. Remuneration to Managing Director, Whole Time Director and / or Manager:** (₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Mr. M B Raju - Executive Chairman	Ms. P Parvathi - Managing Director	
1	Gross Salary			
	(a) Salary as per provisions contained in the section 17(1) of the Income Tax Act, 1961	60.00	91.80	151.80
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	49.60	16.62	66.22
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission			
	- As % of Profit	160.90	160.90	321.8
	- Other, specify	-	-	-
5	Others, Please specify	-	-	-
	Total (A)	270.50	269.32	539.82
	Ceiling as per the Act	402.24	402.24	804.48

B. Remuneration to other Directors: (₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Mr. R Gopalakrishnan	Dr. S A Dave	Mr. U Shrivastava	Mr. J Narayanamurty	Mr. K P Singh	Total Amount
1.	Independent Directors						
	Fee for attending board committee meetings	N.A	0.70	0.72	1.05	0.98	3.45
	Commission	N.A	2.00	2.00	2.00	2.00	8.00
	Others, please specify	N.A	N.A	N.A	N.A	N.A	N.A
	Total (1)	0	2.70	2.72	3.05	2.98	11.45
2.	Other Non-Executive Directors						
	Fee for attending board meetings	0.65	N.A	N.A	N.A	N.A	0.65
	Commission	2.00	N.A	N.A	N.A	N.A	2.00
	Others	N.A	N.A	N.A	N.A	N.A	N.A
	Total (2)	2.65	0	0	0	0	2.65
	Total (B) = (1+2)	2.65	2.70	2.72	3.05	2.98	14.10
	Overall ceiling as per the Act						25.55

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD: (₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		Mr. RVA Narasimha Rao Chief Financial Officer (CFO)	Mr. S K Mishra Company Secretary	
1	Gross Salary			
	a) Salary as per provisions contained in the section 17(1) of the Income Tax Act, 1961	34.82	18.70	53.52
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL
	c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission			
	- As % of Profit	NIL	NIL	NIL
	- Other, specify	NIL	NIL	NIL
5	Others, Please specify	NIL	NIL	NIL
	Total	34.82	18.70	53.52

VII. Penalties / Punishment / Compounding offences:

There being no penalties / punishment / Compounding offences on company or directors or any other officers, hence not applicable.

Annexure III

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

A. Conservation of Energy**(i) The steps taken or impact on conservation of energy:**

Measures are taken to reduce energy consumption by using energy-efficient equipments. The Company regularly reviews power consumption patterns across all locations and implement requisite improvements/changes in the process in order to optimize energy/ power consumption and thereby achieve cost savings.

(ii) The steps taken by the Company for utilizing alternate sources of energy:

The Company has two non-conventional power plant one is 2.025 MW capacity Wind Power Project and the other unit is a 3.75 MW Mini Hydel Project.

Disclosure of Particulars with Respect to Conservation of Energy

I) Power and Fuel Consumption	Current Year 2018-19	Previous Year 2017-18
1. Electricity		
(a) Purchased		
Unit: (KWH - Lakh)	227.22	122.75
Total Amount (₹in Lakh)	1,855.02	1,090.43
Average rate per unit (₹)	8.16	8.88
(b) Own Generation		
(i) Through diesel generator		
Units Generated (KWH - Lakh)	0.000	0.010
Total Amount (₹in Lakh)	0.571	2.153
Rate per unit (₹)	0	210.46
Units per Liter of Diesel Oil (₹)	0	0.48
(ii) Thermal Generation (CPP)		
Units Generated (KWH - Lakh)	1,335.68	1,189.55
Total Amount (₹in Lakh)	5,812.13	5,061.08
Rate per unit (₹)	4.35	4.25
2. Coal : Used as fuel in kiln		
Quantity (Million K Cal)	10,93,312	9,25,234
Total Cost (₹in Lakh)	15,529.06	11,396.21
Average Rate (₹/ Million K Cal)	1,420.00	1,231.71
II) Power and Fuel consumption per unit of production		
Electricity (KWH / Tonne of Cement)	82	80
Coal %	18.33	17.16

B. Technology Absorption

- a) Research & Development (R&D) : Not Applicable
b) Technology Absorption, Adaption and Innovation : Not Applicable

C. Foreign Exchange Earnings And Outgo

- a) Activities relating to exports; initiatives taken to increase exports; development of new export markets or products and services and export plans:

The Company presently has no export business on hand.

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

Particulars	Current Year 2018-19	Previous Year 2017-18
Used	9.97	17.18
Earned	-	NIL

Annexure IV

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES**1. A brief outline of the Company's CSR policy:**

In compliance with the requirements of Section 135 of the Companies Act, 2013 your company has constituted a Corporate Social Responsibility ("CSR") Committee. The CSR Committee has formulated a CSR Policy indicating the areas in which activities are to be undertaken. The CSR Policy of the Company is available at "<http://www.deccancements.com/pdf/CSRPolicy.pdf>". As per the Policy, the Company during the year has undertaken the CSR activities in areas of promoting education, making availability of safe drinking water, preventive health care and rural development projects which have benefitted the community at large. These projects are in accordance with Schedule VII of the Companies Act, 2013.

2. The composition of the CSR Committee:

Name of the Director	Category	Designation
Mr. K P Singh	Independent Director	Chairman
Mr. R Gopalakrishnan	Non-Executive Director	Member
Ms. P Parvathi	Managing Director	Member

3. Average net profit of the company for the last three financial years : ₹ 7114.65 Lakhs

4. Prescribed CSR expenditure : ₹ 142.29 Lakhs

5. Details of CSR spent during the financial year:

a) Amount to be spent for the Financial Year 2018-19 : ₹ 142.29 Lakhs

b) Amount unspent, if any : NIL

c) Manner in which the amount spent during the financial year 2018-19 is detailed below:

(₹ in Lakhs)

Sl. No.	CSR Project or Activity identified	Sector in which the projects is covered	Projects or programmes (1) Local areas (2) State and district where projects or programs was undertaken	Amount Outlay (Budget)	Amount spent on the Projects or programs	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1	Promoting education especially for among children and for remote backward area – Item No.(ii) of the Schedule VII	Promoting Education	DCL High School	50.00	40.75	40.75	Direct
			4 No's of Computers and Electrical items provided to YAGNA, Vikarabad		2.75	2.75	Direct
	Promotion of Education to unprivileged students in Hyderabad		0.20		0.20	Art of Cause	
	Promotion of Education		5.00		5.00	Durgabai Deshmukh Hospital & Research Centre	



Sl. No.	CSR Project or Activity identified	Sector in which the projects is covered	Projects or programmes (1) Local areas (2) State and district where projects or programs was undertaken	Amount Outlay (Budget)	Amount spent on the Projects or programs	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
			Districts of Telangana and Andhra Pradesh		1.77	1.77	Janahita
2	Promoting Health Care – Item No. (i) of the Schedule VII	Promoting Health Care including preventive health care , sanitation and safe drinking water	Medical Camp - Neuro & Cardiac	35.00	1.25	1.25	Direct
			Medical Camp - ENT & CANCER		1.58	1.58	Direct
			Supply of Cement for Hospital building construction		6.29	6.29	LV Prasad Eye Hospital
			Installation of RO Water Treatment Plants at various places.		19.83	19.83	Direct
			Awareness on Road Accident and Bad Habits in villages around Plant		0.13	0.13	Direct
		Poverty and malnutrition	Feeding 500 needy children in rural govt. schools		5.5	5.5	The Ak-shaya patra foundation
3	Sustainable Development Activities- Item No. (iv) of the Schedule VII	conservation of natural resources and maintaining quality of soil, air and water	promotion of Sustainable Agriculture Practices in A.P and T.S	3.50	3.50	3.50	Aranya Agriculture Alternatives
4	Protection of National Heritage – Item No. (V) of The Schedule VII	Protection of National Heritage, Art And Culture	Prevention of the very special rocky landscape of Hyderabad and Deccan.	2.00	2.00	2.00	Society To Save Rocks

Sl. No.	CSR Project or Activity identified	Sector in which the projects is covered	Projects or programmes (1) Local areas (2) State and district where projects or programs was undertaken	Amount Outlay (Budget)	Amount spent on the Projects or programs	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
5	Promote Rural Sports – Item No. (vii) of the Schedule VII	Promoting Rural Sports	Prizes Sponsor to Sports Meet - G.W.S.at Kalmet Thanda	0.10	0.10	0.10	Direct
6	Rural Development Projects – Item No. (x) of the Schedule VII	Rural Development projects	Water Drinking Distilling Charges at Janpahad Village; Palakaveedu Mandal.	51.69	0.67	0.67	Direct
			CC Road laying and repair works at Mahankaligudem		6.27	6.27	Direct
			CC Road laying at KothaThanda and Cheruvu Thanda		31.15	31.15	Direct
			CC Road Repair and Speed Breaker works at Darga		0.67	0.67	Direct
			Construction of Community Hall in Chinakapavarm, W.Godavari Dist.		10.02	10.02	Direct
			CC Cameras to Palakaveedu Mandal		2.92	2.92	Direct
Total				142.29	142.35	142.35	

6. During the year the Company spent the requisite amount towards CSR Activities.

7. Responsibility Statement:

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

Place : Hyderabad
Date : 28.05.2019

Sd/-
P Parvathi
Managing Director
DIN:00016597

Sd/-
K P Singh
Chairman, CSR Committee
DIN: 02951522

Annexure V

REMUNERATION DETAILS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH 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 Directors	Designation	Ratio of remuneration
Mr. M B Raju	Executive Chairman	53.51
Mr. U Shrivastava	Independent Director	0.54
Dr. S A Dave	Independent Director	0.53
Mr. J Narayanamurty	Independent Director	0.60
Mr. K P Singh	Independent Director	0.79
Mr. R Gopalakrishnan	Non-Executive Director	0.72
Ms. P Parvathi	Managing Director	53.28

- ii) The percentage in increase in remuneration of each directors, chief financial officer, Company secretary, if any in the financial year.

Name of Directors / KMP	Designation	% increase in Remuneration
Mr. M B Raju	Executive Chairman	12.42
Mr. U Shrivastava	Independent Director	N.A.
Dr. S A Dave	Independent Director	N.A.
Mr. J Narayanamurty	Independent Director	N.A.
Mr. K P Singh	Independent Director	N.A.
Mr. R Gopalakrishnan	Non-Executive Director	N.A.
Ms. P Parvathi	Managing Director	13.17
Mr. RVA Narasimha Rao	Chief Financial Officer	-3.38
Mr. S K Mishra	Company Secretary	8.28

Note: • The Independent Directors and Non-Executive Directors of the Company are entitled only for sitting fee and commission as per the statutory provisions and within the limits approved by the shareholders.

- iii) The percentage increase in the median remuneration of Employees for the financial year: 8.69%.
- iv) There were 323 permanent employees as on 31st March 2019.
- 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:
The average increase in the remuneration of employees excluding KMPs during FY 2018-19 was 5.97% and the average increase in the remuneration of KMPs was 11.55 %.
- vi) The remuneration of Directors was as per the Remuneration Policy of the Company.

vii) Details of Top 10 Employees:

Sl. No.	Name	Designation	Remuneration (Annual) ₹ in Lakhs	Qualification & Experience	Date of Commencement of Employment	Age	Last Employment Details
1	S Venkateswarlu	Sr. Vice President (Works)	43.19	B. Sc, MBA & 37 Years	02-04-2012	58	Plant Head - Athi River Mining Ltd.
2	R V A Narasimha Rao	CFO	34.82	M. Com, CA & 34 Years	19-08-2013	60	CFO - Maa Mahamaya Industries Ltd.
3	U Raghavendra Varma	General Manager (E&I)	23.57	B. Tech (EEE) & 32 Years	17-03-2012	56	Dy. GM (Works) - NCL Industries Ltd.
4	A V S Seshu	General Manager (Purchase)	18.82	BE (Mech Eng) & 26 Years	07-05-2012	51	Sr. Manager (Materials) - Vijai Electricals Ltd.
5	S K Mishra	General Manager (Legal) & Company Secretary	18.70	B Com (Hons), LLB, FCS & 16 Years	26-07-2012	41	Company Secretary - KSK Mahanadi Power Company Ltd.
6	C Ramesh Reddy	Vice President (Marketing)	18.48	B. com, MBA, LLB & 25 Years	10-10-2008	48	Dy. Manager (Sales) - Ultra Tech Cement Ltd.
7	T Uday Nagendruru	Chief Manager (Works Accounts)	15.85	B,Com, & 37 Years	11-10-1983	59	-
8	G Venkata Subbaiah	Sr. General Manager (Projects & Operations)	15.62	Diploma in Mech. Engg.& 30 Years	02-08-2018	57	GM (Pyro Section & Operations) - Ultra Tech Cement Ltd.
9	P Srinivasa Rao	Chief Manager (Mechanical)	15.30	B. Tech (Mech Engg) & 24 Years	06-01-2011	51	Dy. Manager (Mechanical) - India Cements Ltd.
10	S Nagamalleswara Rao	Dy. General Manager (P&A)	14.23	LLB, MA & 30 Years	17-07-2015	54	Sr. Manager (HR) - Anjani Portland Cement Ltd.

- Note: ● All the above employees are under regular employment contract.
- None of the above employees holds any shares in the Company.
 - None of the above employees is relative of any director of the company.



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Company has once again shown a stable, sustained and improved performance with a higher off-take during the year under review. Though there were periods of concern with steep fall in prices for the product, the demand continued to be at decent levels. With the continued uptick in demand the company's PBT level has shown considerable improvement compared to the previous financial year.

We summarise below the Management's view on the Performance of the Company for the year 2018-19 and on the future outlook for the Company:

Industry Structure and Developments

The year under review has seen mixed trends with periods of

- Lower prices and low demand;
- Lower prices with higher demand;
- Better prices with higher demand; and
- Better prices with lower demand.

The prices have started improvement, at a sustainable/better level, in the later part of the financial year having seen some low levels in the middle of the year. Though the industry continue to face the problem of higher installed capacities, the year under review has seen improved demand in view of the emphasis on infrastructure projects.

This emphasis on Infrastructure projects - both by the Central Government and various State Governments - is expected to continue with the clarity emerged after the Elections results.

The continued emphasis on infrastructure projects is expected to give further boost to the momentum achieved in the consumption of cement country wide. Various other initiatives and projects of the Governments have started showing results in the form of improved off take of cement and are expected to give further fillip in the years to come. The Continuation of the Government at the Centre may provide additional encouragement / stability to the growth in the Indian Cement Industry.

Opportunities and Threats

The increased emphasis on creation of more and better infrastructure facilities, provision of houses, Sea Ports, Airports and other such infrastructure facilities holds a key to the enhanced demand for cement. The Government's efforts to create any other developmental activities should translate into higher demand for cement.

However these opportunities come with a rider in the form of challenges on various fronts. The demand position for Coal, the main source of energy for the Industry, is on the upswing across the Globe. It is more so in India where an increased dependence is there on imports of Coal in addition to the domestic sources. International Crude Price trends have become unfavourable in the recent past. Petroleum products prices would have an adverse impact on production costs for the Industry.

Outlook

The outlook for Cement should be reasonable and strong considering the overall situation and the developments taking place in Industry..

The capacity overhang is expected to be overcome in the next few years, though regional capacity-demand mismatch would continue for some more time to come. The improvement in the industrial environment and consequent increase in investible surplus with the people should also help the growth in demand for Cement.

Cost-optimisation efforts would provide relief in terms of reduction in costs and with a better management of the available resources; the outlook is expected to be stable.

The Company operates in a single segment. The product is a generic one with small variations in the form of OPC, PPC, SRC etc. It does not require much elaboration on segment wise / product wise performance.

Risks and Concerns

The company can be said to have the following risks and concerns which are commonly applicable to any cement unit.

- Lower demand growth leading to Lower Capacity utilization;
- Drop in realizations which may impact the margins;
- Regular increases in cost of inputs leading to impact on margins;
- Probable Uncertainties in Coal supplies and increase in the prices;
- Upward revisions in international crude prices leading to Increase in transportation cost, for both input materials and finished goods;
- Adverse Changes in Government Policies impact the costs, demand and supply;

Internal Control Systems and their Adequacy

The internal control system in place in the Company has a process designed to take care of various controls and audit requirements. It aims at effectiveness in the operations and protection of the company's assets from any possible loss and unauthorised use. It also helps proper and correct data being recorded, ensuring transparency. The design of the processes is such that there is an adequate, appropriate and need based control on the activities / business operations of the Company.

The Internal Control system is helped by an established Internal Audit System which is carried out by an outside firm of Chartered Accountants of repute and experience. The internal audit carries out their reviews periodically to ensure robustness of the systems and control environment. The internal auditors submit their reports to the Audit Committee of the Board of Directors for their review. It is also ensured that the Internal Audit Scope is adequate and their reviews are well directed to achieve the desired objectives. The Committee also reviews the adequacy and effectiveness of internal control systems and suggests improvements from time to time.

The compliance to the legal and statutory requirements is given utmost importance as also to ensure efficiency in operations | reporting and controls. All parameters in all operations | activities are monitored regularly to ensure desired results.

Financial and Operational Performance

During the year under review, the Company's operational performance was better than the previous year (2017-18). The Company has sold 17.40 Lakh MT's of cement during the year 2018-19 as against 14.68 Lakh MT's during the year 2017-18 which is about 18.50% increase. Though there has been an increase in the Volume of sales, the increased volume has not directly resulted in proportional increase in sales revenues owing to the lower prices during major parts of the year.

Details of the Company's Performance on the basis of sale of products are given in the Note No. 19 to the Financial Statements forming part of this Annual Report.

The revenue for the year 2018-19 stands at Rs.64414 Lakh for Cement as against Rs.58779 Lakh for the year 2017-18, an increase of about 9.6%. The business scenario of demand for the product and the price fluctuations can be gauged from the fact that the increase in volume of sale by 18.50% has translated into only 9.6% increase in the revenue from cement during the year. It implies that while a Tonne of Cement has fetched an average price of Rs.4004 per MT during the year 2017-18, it fetched only Rs.3702 per MT during 2018-19 (an average drop in price by 7.50%).

Helped by the improved quantity off-take, in spite of a drop in average realisation during the year 2018-19, the Company has been able to achieve a higher Profit Before Tax during the year 2018-19 at Rs.7506 Lakhs compared to that of Rs.6084 Lakhs during the year 2017-18.

The Profit After Tax for the year stood at Rs. 4606 Lakh compared to Rs. 3855 Lakh for the previous year (an increase by about 19%).

The better performance during the year confirms our view expressed in the previous year's report that "The

Company is expected to show steady performance and remain focused on delivering better results and decent returns to its stakeholders". Though your company is not fully insulated against the vagaries of Demand / Supply for the Cement, the performance levels are expected to continue to be at better levels compared to the peers in the industry.

As per the recent changes / new requirement, the company is required to comment upon the changes in the specified ratios beyond a threshold limit (i.e. change of 25 % or more as compared to the immediately previous financial year) alongwith a detailed explanation thereof.

We report that we have compiled, reviewed and analysed these ratios and find that none of the ratios specified vary beyond the threshold limit. The details of ratios and the variance are as given below.

Particulars (Ratio)	2018-19	2017-18	Variance
Debtors Turnover Ratio (in Days)	8.21	7.40	10.94%
Inventory Turnover Ratio	13.75	14.18	-3.3%
Interest Coverage Ratio	10.71	11.75	-9.71%
Current Ratio	2.66	2.58	3.1%
Debt equity ratio	6.19	6.82	10.18%
Operating profit Margin ratio	12.71%	11.19%	13.58%
Net profit margin ratio	7.07%	6.49%	8.94%

It can be seen from the above that all the ratios during the year 2018-19 are within a variance of much less than the threshold limit of 25%.

Human Resources & Industrial Relations

The Company believes that the people are its assets and continues its focused attention on nurturing and developing its human resources through continuous training, motivation and engagement initiatives. The relationship with employees continues to be cordial and harmonious and always provides a positive and conducive environment to improve efficiency. Emphasis on competency improvement through skill and capability development, training programs and rationalisation of work methods, have improved employee productivity and morale. The Company's Health and Safety Policy aims at providing a healthy and safe work environment to all employees. As on 31st March 2019, the Company has 323 employees who are engaged in its units and offices.

Cautionary Statement

Statements in the "Management Discussion & Analysis Report" which seek to describe the Company's objective, projections, estimates, expectations or predictions may be considered to be "forward looking statements" within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include demand-supply conditions, increase in installed capacities prices of input materials, cyclical demand, pricing in the Company's markets, changes in Government regulations, tax regimes etc., besides other factors such as litigations and labour related issues.

REPORT ON CORPORATE GOVERNANCE

A report on Corporate Governance is set out in compliance with the Corporate Governance requirements as stipulated in Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

1. STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance strives to meet its business objectives efficiently and accomplishing its responsibility towards its stakeholders. The Company has been consistently practicing good Corporate Governance. The Company creates an environment for the efficient conduct of the business, enables the management to meet its obligations towards all its stakeholders, including amongst others, customers, employees and the community in which the Company operates.

The Company believes that Corporate Governance provides a structure through which:

- Objectives of the Company are set, means for achieving and monitoring performance are determined;
- Long term value of the enterprise is maximized;
- The business complies with legal and regulatory frameworks; and
- Offers better value to shareholders / stakeholders and the society at large.

2. BOARD OF DIRECTORS

Composition and Category of Directors

As on 31st March 2019, the Board comprises of seven directors of whom two are executive including one woman director, one non-executive and four are independent directors. The composition of the Board is in conformity with the Regulations 17 of the Listing Regulations read with Section 149 of the Companies Act, 2013.

Pursuant to provisions of the Listing Regulations all the Board Members have disclosed about the board and the committee positions held by them in other companies.

Board Meetings

Meetings of the Board of Directors are scheduled well in advance and generally held at the Registered Office of the Company at Hyderabad. Notice of the Board Meeting with the detailed agenda were sent at least seven days in advance to all the Directors. Senior members of the Management of the Company were invited to attend the Board Meetings to provide clarifications as and when required. The Board met at least once in a quarter to review the quarterly performance and unaudited financial results.

The Board of Directors of your company met 4 (four) times during the year 2018-19 on the following days to transact various businesses:

1. 29th May, 2018;
2. 9th August, 2018;
3. 13th November, 2018
4. 12th February, 2019

The gap between two meetings did not exceed one hundred and twenty days. Necessary quorum was present for all the meetings.

Composition, Attendance, Board and Committee Position:

Name of the Directors	Category	No. of Board Meetings during the Year 2018-19		Whether attended last AGM held on 10.08.2018	No. of Director-ships*	Name of the listed entity and Category of Directorship **	No. of Committees Position held#	
		Held	Attended				Member	Chairman
Mr. M B Raju	Executive Chairman	4	4	Yes	3	-	-	-
Mr. Umesh Shrivastava	Independent Director	4	3	No	1	-	1	-
Dr. S A Dave	Independent Director	4	3	Yes	2	Phoenix Township Limited – Independent Director	2	2
Mr. J Narayanamurty	Independent Director	4	4	Yes	2	Dynavision Limited - Independent Director	3	1
Mr. K P Singh	Independent Director	4	4	Yes	1		1	-
Mr. R Gopalakrishnan	Non-Executive Director	4	3	No	1	-	-	-
Ms. P Parvathi	Managing Director	4	4	Yes	4	-	1	-

* All Public Limited Companies including Deccan Cements Limited.

Only chairmanship/membership in Audit & Stakeholders Relationship Committee of all public limited companies whether listed or not, including Deccan Cements Limited are considered.

** All listed entities including Deccan Cements Limited.

Disclosure of Relationship between directors inter-se:

Mr. M B Raju, Executive Chairman is the father of Ms. P Parvathi, Managing Director. None of the other directors are related to any other Director.

No. of Shares held by Non-Executive Directors:

Name of the Director	No. of Equity Shares Held
Mr. Umesh Shrivastava	7,160
Dr. S A Dave	0
Mr. J Narayanamurty	0
Mr. K P Singh	0
Mr. R Gopalakrishnan	0

Familiarisation programme

The details of the familiarisation programme of the Independent Directors are available on the website of the Company "<http://www.deccancements.com/pdf/Familiarisation-Programme.pdf>"

Committees of the Board

In order to carry out the responsibilities & decision making more smoothly and in prudent manner the Board has formed 4 committees. Appointments of Directors on various committees are as per the guidelines of the Listing Regulations. The decisions and recommendations of the Committees are placed before the Board. The Committees are:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship & Share Transfer Committee
- Corporate Social Responsibility Committee

3. AUDIT COMMITTEE

The Audit Committee of the Company is constituted pursuant to provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Listing Regulations, All members of the Audit Committee are financially literate and more than one member possess accounting / related financial management expertise.

Terms of Reference

The terms of reference of the Audit Committee are in line with the provisions of the Regulation 18 of the Listing Regulations read with Part C of Schedule II of the said Regulations. The terms of reference are broadly as follows:

- oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions;
 - modified opinion(s) in the draft audit report;
- reviewing, with the management, the quarterly financial statements before submission to the board for approval;

- reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- review and monitor the auditor's independence and performance, and effectiveness of audit process;
- approval or any subsequent modification of transactions of the company with related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the company, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up there on;
- reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- to review the functioning of the Whistle Blower or Vigil Mechanism;
- approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- carrying out any other function as authorised by the Board from time to time.

Composition, Meetings and Attendance of the Committee

During the year 2018-19, the Audit Committee met 4 (Four) times on 29th May, 2018; 9th August, 2018; 13th November, 2018 and 12th February, 2019. Composition of the committee and details of attendance at the meetings are given below:

Name of the Director	Designation	Category	Number of Meetings	
			Held	Attended
Mr. J Narayanamurty	Chairman	Independent Director	4	4
Mr. Umesh Shrivastava	Member	Independent Director	4	3
Mr. K P Singh	Member	Independent Director	4	4

The necessary quorum was present for all the meetings.

Meetings of Audit Committee were also attended by the Chief Financial Officer, the Statutory and Internal Auditors. Senior Management Executives of the Company are generally invited to attend the meetings. The Company Secretary acts as Secretary of the Audit Committee.

4. NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference

The terms of reference of Nomination and Remuneration Committee are in line with the provisions of Regulation 19 of the Listing Regulations read with Para A of Part D of Schedule II of the said Regulations, broadly as follows:

- formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- formulation of criteria for evaluation of performance of independent directors and the board of directors;
- devising a policy on diversity of board of directors;
- identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- recommend to the board, all remuneration, in whatever form, payable to senior management;
- Such other matters that may be authorised by the Board from time to time.

The function of the Committee is to perform the duties as mentioned in the "Terms of Reference", including but not limited to determining and making recommendations with respect to all forms of compensation to be granted to the Directors and senior management of the Company.

Composition, Meetings and Attendance of the Committee

During the year 2018-19, the Nomination and Remuneration Committee met 2 (two) time on 29th May 2018 and 12th Feb 2019. The following table displays the constitution and attendance of the members in the meeting of the Nomination and Remuneration Committee:

Name of the Director	Designation	Category	Numbers of Meetings	
			Held	Attended
Mr. Umesh Shrivastava	Chairman	Independent Director	2	2
Mr. J Narayanamurty	Member	Independent Director	2	2
Mr. K P Singh	Member	Independent Director	2	2
Dr. S A Dave	Member	Independent Director	2	1

Performance Evaluation Criteria for Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Nomination and Remuneration Committee determines the performance evaluation criteria for independent directors of the Company. An indicative list of factors that are considered for evaluation include; attendance and participations in the meetings and timely inputs on the minutes of the meetings; adherence to integrity and ethical standards; raising of valid concerns to the Board and constructive contribution to resolution of issues at meetings; interpersonal relations with other directors and management; objective evaluation of Board's performance; rendering independent/unbiased opinion; understanding of the Company and the external environment in which it operates; contribution to strategic direction and safeguard of confidential information.

Nomination and Remuneration Policy

The Key Objectives of the Nomination and Remuneration Policy as framed by the Nomination and Remuneration Committee are:

- to guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management..
- to evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.
- to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

5. REMUNERATION TO DIRECTORS:

The non-executive directors, in addition to the sitting fees payable for attending the meeting of Board of Directors and committees thereof, are collectively entitled for a commission for sum not exceeding 1% per annum of the net profits of the company calculated in accordance with the provisions of Section 198 of the Act, subject to a ceiling of Rs. 10,00,000/- per annum.

The Non-Executive Directors, for each of the Board and Committee Meeting attended are paid sittings fees at Rs. 20,000/- and Rs. 2,500/- respectively.

Details of Sitting Fees paid & Commission payable to the Non-Executive Directors for the Year 2018-19:

Name of the Directors	Sitting Fees (₹ in Lakhs)	Commission (₹ in Lakhs)
Mr. Umesh Shrivastava	0.72	2.00
Dr. S A Dave	0.70	2.00
Mr. J Narayanamurty	1.05	2.00
Mr. K P Singh	0.98	2.00
Mr. R Gopalakrishnan	0.65	2.00

The Remuneration structure of the executive directors comprises of basic salary, commission on profits, perquisites and allowances, contribution to provident fund etc. The remuneration is determined considering various factors such as qualification, experience and expertise and as per approval from the shareholders as per the provisions of the Companies Act, 2013. The executive directors are not paid sitting fees for attending any Board/Committee meetings.

Report On Corporate Governance

Details of Remuneration of the Executive Directors during the Financial Year 2018-19: (₹ in Lakhs)

Name of the Directors	Salary	Perquisites & Other Benefits	Commission	Total
Mr. M B Raju	60.00	49.60	160.9	270.50
Ms. P Parvathi	91.80	16.62	160.9	269.32

The Company has not granted any stock options to any of its directors.

6. STAKEHOLDERS' RELATIONSHIP & SHARE TRANSFER COMMITTEE

The Stakeholders' Relationship & Share Transfer Committee is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with the Regulation 20 of the Listing Regulations.

Composition, Meetings and Attendance of the Committee

During the year 2018-19 the Stakeholders' Relationship and Share Transfer Committee met 4 (Four) times on 29th May 2018; 9th August 2018; 13th November 2018 and 12th February 2019. The following table displays the constitution and attendance of the members in the meetings of the Committee:

Name of the Director	Designation	Category	Numbers of Meetings	
			Held	Attended
Dr. S A Dave	Chairman	Independent Director	4	3
Mr. J Narayanamurty	Member	Independent Director	4	4
Ms. P Parvathi	Member	Managing Director	4	4

Mr. S K Mishra, Company Secretary is the Compliance Officer of the Company.

Details of complaints/grievances received and resolved during the year 2018-19:

Nature	Received	Resolved	Pending
Non-receipt Dividend Warrants	16	15	1
Non-receipt of Securities	11	11	NIL
SEBI/BSE/NSE Complaints	1	1	NIL
Non-receipt of Annual Report	1	1	NIL
Others	1	1	NIL

7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Composition, Meetings and Attendance of the Committee

During the year 2018-19, the Committee met once on 29th May, 2018. The following table displays the constitution and attendance of the members in the meeting of the Committee:

Name of the Director	Designation	Category	Number of Meeting	
			Held	Attended
Mr. K P Singh	Chairman	Independent Director	1	1
Mr. R Gopalakrishnan	Member	Non-Executive Director	1	1
Ms. P Parvathi	Member	Managing Director	1	1

8. SEPARATE MEETING OF INDEPENDENT DIRECTORS

In compliance of provisions of the Regulation 25 of the Listing Regulations, during the year 2018-19, the Independent Directors of the Company met on 12th February, 2019 without the presence of Executive Directors or members of the Management.

9. GENERAL BODY MEETINGS

During the preceding three years, Annual General Meetings of the Company were held at Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad – 500 063. The number, date and time of AGMs held during last three years and the special resolution(s) passed thereat, are given below:

Financial Year	2017-18
AGM No.	38th
Date	10th August, 2018
Time	10:30 AM
Special Resolutions	NIL

Financial Year	2016-17
AGM No.	37th
Date	11th August, 2017
Time	11:00 AM
Special Resolutions	<ul style="list-style-type: none"> ● Payment of commission to Non-Executive Directors of the Company. ● Reappointment of Mr. M B Raju as Executive Chairman (DIN: 00016652) for a period of five years. ● Reappointment of Ms. P Parvathi, designated as Managing Director (DIN: 00016597) for a period of five years.

Financial Year	2015-16
AGM No.	36th
Date	23rd September, 2016
Time	10:00 AM
Special Resolutions	NIL

Note:

- All the resolutions set out in the respective notices were passed by the Shareholders.
- No Extra-Ordinary General meeting was held during the Financial Year 2018-19.

Resolutions passed through Postal Ballot:

The Company sought the approval of shareholders by way of Special Resolution through postal ballot dated 25 March, 2019 seeking:

- a) Reappointment of Mr. Umesh Shrivastava, Non-Executive Independent Director for Second Term of 5 (Five) Consecutive Years,
- b) Reappointment of Dr. S A Dave, Non-Executive Independent Director for Second Term of 5 (Five) Consecutive Years, and
- c) Reappointment of Mr. J. Narayanamurty, Non-Executive Independent Director for Second Term of 5 (Five) Consecutive Years;

which were duly passed and the results were announced on 27th March 2019. Mr. Tumuluru Krishnamurthy, Practicing Company Secretary acted as the Scrutinizer to scrutinize the postal ballot and remote e-voting process in a fair and transparent manner.

Details of Voting Pattern:

Item	No. of votes polled	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
a)	1,01,07,810	94,32,182	6,75,628	93.3158	6.6842
b)	1,01,07,800	94,32,172	6,75,628	93.3158	6.6842
c)	1,01,07,800	1,01,07,552	248	99.9975	0.0025

10. MEANS OF COMMUNICATION

- Quarterly financial results of the Company are forwarded to the Stock Exchanges and published in Business Standard, Andhra Prabha newspapers in line with the provisions of the Listing Regulations.
- The Financial Results and other official news of the Company are displayed on the Company's website www.deccancements.com.
- The Company has not made any presentations to any Institutional Investors / Analysts during the last financial year.

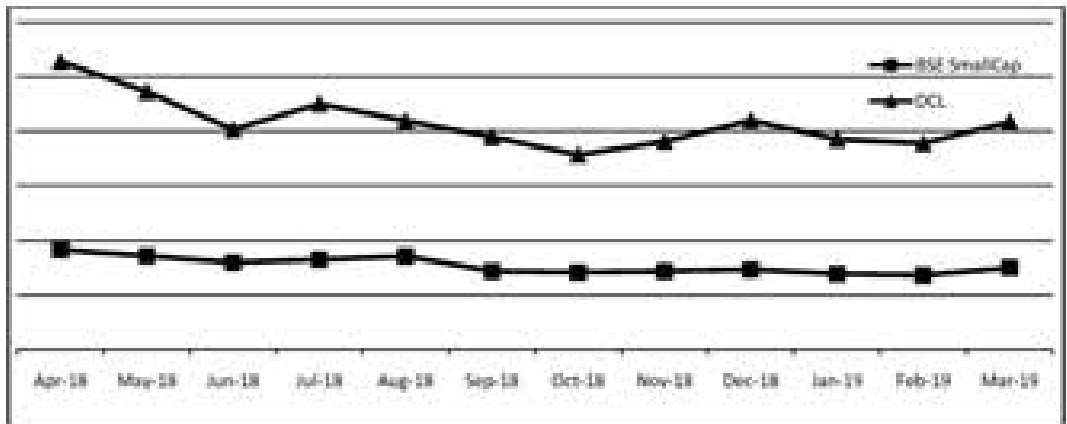
11. GENERAL SHAREHOLDER INFORMATION

- a) Annual General Meeting : 39th Annual General Meeting
 Date : Wednesday, 7th August, 2019
 Time : 11:00 AM
 Venue : Bhaskara Auditorium, Birla Museum, Adarsh Nagar, Hyderabad – 500 063
- b) Financial Year : 2018-19
- c) Date of Book Closure : 1st August, 2019 to 7th August, 2019 (Both the days inclusive)
- d) Dividend Payment : Credit /dispatch of dividend warrants on or before 31st August, 2019
- e) Listing with Stock Exchanges : BSE Limited
 Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
 National Stock Exchange of India Limited
 Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai – 400 051
 Listing Fee paid to both stock Exchanges for the Financial Year 2019-20.
- f) Stock Code : BSE – 502137
 NSE – DECCANCE

g) Market Price Data during each month in last financial year 2018-19:

Month and Year	High (₹)		Low (₹)	
	NSE	BSE	NSE	BSE
April 2018	549.00	531.00	501.00	501.00
May 2018	537.20	525.05	455.20	450.00
June 2018	469.00	470.00	388.05	393.05
July 2018	459.40	460.95	400.25	404.10
August 2018	474.90	514.00	398.00	401.60
September 2018	467.30	433.25	375.00	375.00
October 2018	415.95	394.50	342.35	326.20
November 2018	394.35	392.00	344.80	350.05
December 2018	422.00	427.00	360.60	368.50
January 2019	416.35	409.00	373.50	372.05
February 2019	413.00	410.00	336.00	330.00
March 2019	457.05	458.95	376.00	377.85

h) Performance in comparison to BSE Sensex:



S&P BSE SmallCap	18401.67	17249.45	16032.15	16584.16	17193.2	14430.68	14201.37	14427.16	14706.69	13926.22	13689.84	15027.36
DCL	528.25	472.55	403.15	450	419	389	356.1	380.6	419.5	385	377.3	416.9

- i) Registrars and Share Transfer Agent : Karvy Fintech Private Limited
 Karvy Selenium Tower B, Plot No.31 & 32,
 Financial District, Gachibowli, Hyderabad 500 032
 Phone No: 040 – 67162222, Fax No: 040 – 23001153
Email id: einward.ris@karvy.com,
Website: www.karvyfintech.com

j) Share Transfer System:

The Physical Shares along with valid and duly executed transfer instrument as and when received were duly processed and shares in respect of valid transfer instruments were transferred in the name of transferee. Duly transferred share certificates were returned within a period of 15 days from the date of receipt subject to the documents being valid and complete in all respects. The Managing Director has been delegated powers to approve transfers. A summary of transfer/transmission of shares of the Company so approved by the Managing Director were placed before the every Stakeholders' Relationship and Share Transfer Committee Meeting.

Pursuant to Regulation 40(9) of the Listing Regulations, the Company obtained certificates from a practicing Company Secretary on a half-yearly basis to the effect that all the transfers were completed within the stipulated period. Copy of such certificates so received were submitted to both the Stock Exchanges, where the shares of the Company are listed.

k) Distribution of Shareholding as on 31st March, 2019:

Category (Amount in ₹)	Number of Shareholders	% to total no. of shareholders	Number of Shares	% to paid up share capital
01 - 5,000	6,628	94.44	9,43,069	6.73
5,001 - 10,000	190	2.71	3,03,087	2.16
10,001 - 20,000	103	1.47	3,04,961	2.18
20,001 - 30,000	24	0.34	1,20,149	0.86
30,001 - 40,000	13	0.18	91,936	0.66
40,001 - 50,000	9	0.13	84,888	0.60
50,001 - 100,000	18	0.26	2,61,474	1.87
100,001 and above	33	0.47	1,18,97,936	84.94
	7,018	100.00	1,40,07,500	100.00

l) Dematerialization of Shares and Liquidity:

The Company has arrangements with National Securities Depositories Ltd (NSDL) and Central Depository Services India Ltd (CDSL) to establish electronic connectivity of its shares for script-less trading. As on 31st March 2019 total of 1,37,48,951 (98.16%) number of shares were dematerialized with the following Depositories (ISIN No. INE583C01013):

- National Securities Depository Limited – 1,02,18,065 shares (72.95%)
- Central Depository Services Limited – 35,30,886 shares (25.21%)

m) Outstanding GDR's/ADR's/Warrants or any Convertible Instruments, Conversion date and likely impact on equity:

The Company has not issued any of the above instruments and therefore the impact on equity does not arise.

n) Commodity Price Risk or Foreign exchange risk and hedging activities:

- Commodity Price Risk: The major commodities which the Company uses in the production process are Coal, Laterite, Iron Ore, Gypsum. Any increase in prices of all these items will have an impact adversely on cost of production and if the market cannot compensate for such price hike, profitability may be affected.
- Foreign Exchange Risk: The Company does not have any forex exposure whether it is for term loans or working capital loans etc. Only forex risk is with reference to remittances to be made for imports of spares and components which is not material for the Company to opt for hedging.

o) Location of Company's Plants:

Cement Plant	Bhavanipuram, Janpahad (Post), Palakaveedu (Mandal); Suryapet Dist, Telangana State - 508 218
Thermal Power Plant	Bhavanipuram, Janpahad (Post), Palakaveedu (Mandal); Suryapet Dist, Telangana State - 508 218
Hydel Power Plant	GBC - 1, Head Regulator, Nekarikallu Adda Road; Narsaraopet Guntur Dist, Andhra Pradesh - 522 601
Wind Farms	Polepalli Village, Ramagiri Mandal, Ananthapur Dist., Andhra Pradesh - 515101

p) Address for Correspondence:

Shareholders can correspond with the Company or Registrars and Share Transfer Agent as per the following:

Company	RTA
Deccan Cements Limited Secretarial Department "Deccan Chambers", 6-3-666/B, Somajiguda, Hyderabad – 500 082 Phone - 040 - 23310168/552 Fax - 040 - 23318366 Email Id: secretarial@deccancements.com Website: www.deccancements.com	Karvy Fintech Private Limited (Unit: Deccan Cements Limited) Karvy Selenium Tower B Plot No: 31 & 32, Financial District, Gachibowli, Hyderabad - 500 032 Phone No: 040 - 67162222 Fax No: 040 - 23001153 email id : einward.ris@karvy.com website: www.karvyfintech.com

q) Credit Ratings:

The Company obtained credit rating of its bank credit facilities from CRISIL, and details of credit ratings as are under :

Long Term Rating	CRISIL A/Stable
Short Term Rating	CRISIL A1

There is no change in credit rating during the year.

12. OTHER DISCLOSURES

- a. The Company has formulated and adopted a policy for determining the material related party transactions and the details of such policy are available on the Company's website "www.deccancements.com". The details of related party transactions are disclosed in Note No. 31 of Notes to the Financial Statements. None of the business transactions with any of the related parties was in conflict with the interests of the Company during the financial year 2018-19 Web link for Related Party Transactions policy: "<http://www.deccancements.com/pdf/RPTPolicy.pdf>".
- b. During the last three years there were no strictures or penalties imposed either by the SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets.
- c. The Company has formulated and adopted 'Vigil Mechanism/Whistle Blower Policy' and the same is placed on the company's website "www.deccancements.com". Further it is hereby affirmed that no personnel has been denied access to the Audit Committee.
- d. The Company has complied with the mandatory requirements of the Listing Regulations and the following non-mandatory requirements
 - the Company's financial statements for the year 2018-19 are unqualified.
 - the Company's financial statements for the year 2018-19 are unqualified.
- e. There is no subsidiary to the Company.
- f. Management Discussion and Analysis Report:

Management Discussion and Analysis Report on the Business of the Company forms part of this Annual Report.
- g. Shareholders:

Appointment / re-appointment of Directors: the brief resume of the Director(s) retiring by rotation, seeking re-appointment, including nature of their experience in specific functional areas, names of companies in which they hold directorship and membership of committees of the Board is appended to the Notice calling the 39th Annual General Meeting.
- h. CEO/CFO Certification:

The CEO and CFO certification on the Financial Statements for Year 2018-19 is provided elsewhere in this Annual Report.
- i. List of core skills/ expertise/ competencies identified by the Board of Directors as required in the context of its business and sector for it to function effectively and those available with the Board:



Name of the Director	Qualification	Profile	Field of Specialisation/ Existing skills/ expertise/ competence
Mr. M B Raju	Honours Graduate in Mechanical Engineering	Technocrat Entrepreneur and eminent Industrialist, with more than 45 years experience in the Cement Industry.	Expert in Cement Operations
Mr. Umesh Shrivastava	BSc (Engg from Banaras Hindhu University, Advanced Management Programme (AMP) at Harvard Business School, USA	Eminent Cement Technologist, with Over 4 decades experience in the Cement Industry and in Consulting. Also, is the Executive Chairman of Holtec Consulting (P) Limited, a premier consulting firm in the country, engaged in implementing modern cement plants.	Eminent Cement Technologist,
Dr. S A Dave	Doctorate in Economics, with a Masters Degree from the University of Rochester, USA	Currently, the Chairman of Centre for Monitoring Indian Economy. Formerly, Chairman of Securities and Exchange Board of India (SEBI) and the United Trust of India (UTI). Has also functioned as the Executive Director of IDBI.	Finance and Regulatory
Mr. J Narayanamurty	M.A and CAIIB Certificate	Retired General Manager of IDBI with over 40 years of rich experience in Project Financing, Implementation & Monitoring	Finance and Banking
Mr. K P Singh	M.A and IAS Officer (Retd.)	worked earlier in several capacities in the Central as well as State Governments, including as Chairman of Karnataka Electricity Board; as Secretary, Defence Production; and, as Secretary, Internal Security & Intelligence	Management & Administration, Power Projects
Mr. R Gopalakrishna	Fellow Member of Institute of Company Secretaries of India (ICSI)	35 years of experience in corporate sector in areas of General Management, Financial, Legal and Secretarial compliance. Was associated with DCL Group for over 20 years	Statutory compliance and finance
Ms. P Parvathi	Post Graduate in Commerce	More than 25 years experience in business and commerce, most part of which has been in the Cement Industry.	Management, Finance and Operations

- j. We confirm that in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.
- k. The Board has accepted all the recommendation made by the committees and there are no any exceptions.

- I. The Statutory Auditors of the company have neither provided any services nor have been paid any fees by any one of the group entities of the company. Detail of fees paid to the Statutory Auditors is given Note No. 27(a) of the Financial Statements.

13. NON-COMPLIANCES OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT

The Company has complied with all the requirements of the Corporate Governance Report for the Financial Year 2018-19.

14. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46

The Company has complied with all the applicable provisions of the Listing Regulations on Corporate Governance for the Financial Year 2018-19.

DECLARATION ON CODE OF CONDUCT

This is to confirm that all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31st March 2019 as envisaged under Schedule V (D) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place : Hyderabad
Date : 28.05.2019

Sd/-
P. Parvathi
Managing Director
DIN: 00016597

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
DECCAN CEMENTS LIMITED

1. We have examined the compliance of conditions of Corporate Governance by Deccan Cements Limited ('the Company') for the year ended 31st March, 2019 as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15 (2) of the Listing Regulations.
2. The compliance of conditions of Corporate Governance is the responsibility of management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.
4. 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 **M. Anandam & Co.,**
Chartered Accountants
(Firm Regn. No. 000125S)

Place : Hyderabad
Date : 28.05.2019

Sd/-
M.V.Ranganath
Partner
Membership No.028031

CEO AND CFO CERTIFICATION

We, P Parvathi, Managing Director and R V A Narasimha Rao, Chief Financial Officer of the Company certify that:

- A. We have reviewed the Financial Statements and the Cash Flow Statement for the Financial Year ended 31st March 2019 and that to the best of our knowledge and belief, we state that:
- (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. We further state 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 the internal control systems of the Company pertaining to financial reporting and that there are no deficiencies in the design or operation of internal controls which we are aware.
- D. We have indicated to the Auditors and the Audit Committee:
- (1) that there are no significant changes in internal control over financial reporting during the year;
 - (2) that there are no significant changes in accounting policies during the year and hence no disclosure is required to be made in the notes to the Financial Statements; and
 - (3) that there are no 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 : 28.05.2019

Sd/-
R V A Narasimha Rao
Chief Financial Officer

Sd/-
P Parvathi
Managing Director
DIN: 00016597

Independent Auditor's Report

To

The Members of Deccan Cements Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Deccan Cements Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Cash Flow Statement for the year then ended, and notes to the financial statements including 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 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 Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules 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 opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significant in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, 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>Inventories as disclosed in Note 6 to the financial statements includes:</p> <ul style="list-style-type: none"> • Raw materials comprising iron-ore, gypsum, limestone, laterite and flyash; • Work-in-progress mainly comprising clinker • Coal <p>The above items of inventory are stored in sheds, stockpiles and silos. As the weighing of these inventories is not practicable, management assesses the reasonableness of the quantities on hand by obtaining measurements of stockpiles and converting these measurements to unit of volumes by using angle of repose and bulk density. The Company involves its team in the inventory count process.</p>	<p>Principal Audit Procedures</p> <p>The Company performs annual inventory counts at the year end and issues prior notification of procedures to be performed for such inventory counts. Our audit procedures to assess the existence of inventory included the following:</p> <ul style="list-style-type: none"> • Attended physical inventory counts performed by the Company • Assessed the management's process of measurement of stockpiles and the determination of values using conversion of volumes and density to total weight and the related yield.
2.	<p>The Company has material litigations which involve significant judgement to determine the possible outcome of these litigations. Refer Note 29 of the financial statements.</p>	<p>Principal Audit Procedures</p> <p>Obtained details of litigations for the year ended March 31, 2019 from management. We have relied upon our internal experts to challenge the management's underlying assumptions in estimating the possible outcome of the disputes. Our internal team also considered the status of the disputes, legal precedence and other rulings in evaluating management's position on these matters. We have also relied on assurances and opinions provided by the various agencies, representing the company.</p>

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management Discussion & Analysis, and Report on Corporate Governance but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 Financial Statements

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

In preparing the 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 also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a

material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act based on our audit, 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 Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS prescribed under Section 133 of the Act read with Rule 7 of Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 the requirements of section 197(16) 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 by the Company to its directors during the year is in accordance with the provision of section 197 of the Act.

- 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 Company has disclosed the impact of pending litigations on its financial position in its financial statements (Refer Note 29 of the financial statements);
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring the amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor’s Report) Order, 2016, (“the Order”) issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in “Annexure B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **M. Anandam & Co.**,
Chartered Accountants
(Firm Regn. No. 000125S)

Sd/-

M.V.Ranganath
Partner

Membership No.028031

Place : Hyderabad
Date : 28.05.2019

Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 1(f) under ‘Report on Other Legal Regulatory Requirements’ section of our report to the Members of the Company of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Deccan Cements Limited (“the Company”) as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The 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 (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) 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 (1) pertain to the maintenance of records

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M. Anandam & Co.**,
Chartered Accountants
(Firm Regn. No. 000125S)

Place : Hyderabad
Date : 28.05.2019

Sd/-
M.V.Ranganath
Partner
Membership No.028031

Annexure “B” to the Independent Auditor’s Report

With reference to Paragraph 2 under ‘Report on Other Legal Regulatory Requirements’ section of our report to the Members of the Company, we report that

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) As explained to us, the property, plant and equipment have been physically verified by the management in a periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its business. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, all the title deeds of immovable properties are held in the name of the Company.
- (ii) The inventories have been physically verified during the year by the management. The discrepancies noticed on verification between the physical stocks and book records were not material.
- (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 Act. Accordingly, paragraph 3 (iii) (a) to (c) of the Order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has made investments which are in compliance with Section 186 of the Act. The Company has not granted loans, not provided guarantees and securities.
- (v) According to the information and explanations given to us, the Company has not accepted deposits within the meaning of Sections 73 to 76 of the Act and the rules framed thereunder
- (vi) We have broadly reviewed the cost records maintained by the Company as prescribed under sub-section (1) of section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, the Company is regular in depositing undisputed statutory dues including provident fund, employees’ state insurance, income-tax, goods and services tax, cess and any other statutory dues as applicable with the appropriate authorities and there were no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and records of the Company examined by us, the particulars of income tax, sales tax, value added tax, goods and services tax as at 31st March, 2019 which have not been deposited on account of any dispute pending are as under:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Andhra Pradesh General Sales Tax Act / VAT Act	Sales tax / VAT	11.52	1993-94	Hon'ble High Court of Telangana
		85.68	1999-00 & 2000-01	
		51.61	2002-03 to 2004-05	
		137.24	2006-07	Deputy Commissioner (Appeals), Hyderabad
AP Electricity Duty Amendment Act, 2003	Electricity Duty	316.23	2003-04 to 2008-09	Hon'ble High Court of Telangana

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks and government. The Company has not issued any debentures.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.
- (x) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the 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 the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under (xiv) of the order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **M. Anandam & Co.,**
Chartered Accountants
(Firm Regn. No. 000125S)

Place : Hyderabad
Date : 28.05.2019

Sd/-
M.V.Ranganath
Partner
Membership No.028031

Balance Sheet as at 31 March, 2019

(All amounts in ₹ in Lakhs, unless otherwise stated)

Particulars	Note	As at 31 March 2019	As at 31 March 2018
I ASSETS			
Non-current assets			
(a) Property, plant and equipment	3.1	33,819.68	34,634.03
(b) Capital work-in-progress	3.2	895.07	442.98
(c) Investment properties	3.3	200.08	202.67
(d) Intangible assets	3.4	1,401.18	1,464.78
(e) Intangible assets under development	3.5	41.50	-
(f) Financial assets			
(i) Investments	4.1	8.91	6.37
(ii) Other financial assets	4.2	191.38	191.34
(g) Other non-current assets	5	1,689.82	940.45
Current Assets			
(a) Inventories	6	6,517.37	5,891.52
(b) Financial assets			
(i) Trade receivables	7.1	1,588.29	1,340.51
(ii) Cash and cash equivalents	7.2	13,080.27	7,576.95
(iii) Bank balances other than (ii) above	7.3	46.17	43.83
(iv) Loans	7.4	8.98	19.08
(v) Other financial assets	7.5	286.48	319.41
(c) Current tax assets (net)	8	209.14	284.02
(d) Other current assets	9	2,141.49	2,601.33
TOTAL ASSETS		62,125.81	55,959.27
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	700.38	700.38
(b) Other equity	11	39,939.08	35,835.94
Liabilities			
Non - Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	12.1	2,515.11	2,492.46
(ii) Other financial liabilities	12.2	2,112.82	2,118.29
(b) Provisions	13	366.99	334.55
(c) Deferred Tax Liabilities (Net)	14	6,759.74	6,510.08
(d) Other Non Current Liabilities	15	769.33	947.53
Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	16.1	2,661.06	670.89
(ii) Trade payables	16.2		
a) Total outstanding dues of micro enterprises and small enterprises		-	-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		465.12	256.05
(iii) Other financial liabilities	16.3	756.60	430.12
(b) Other current liabilities	17	4,465.51	5,545.95
(c) Provisions	18	128.21	117.03
(d) Current tax liabilities (net)	19	485.86	-
TOTAL EQUITY AND LIABILITIES		62,125.81	55,959.27
Significant Accounting Policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **M.Anandam & Co.,**

Chartered Accountants

Firm Registration Number: 000125S

Sd/-

M.V.Ranganath

Partner

Membership Number: 028031

Place : Hyderabad

Date : 28.05.2019

For and on behalf of the Board

Sd/-

M B Raju

Executive Chairman

DIN: 00016652

Sd/-

R V A Narasimha Rao

Chief Financial Officer

Sd/-

P Parvathi

Managing Director

DIN: 00016597

Sd/-

S K Mishra

Company Secretary

FCS 8555

Statement of Profit and Loss for the year ended 31st March, 2019

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note No	As at 31st March 2019	As at 31st March 2018
I. Income			
Revenue from Operations	20	65,141.52	59,442.25
Other Income	21	987.95	395.42
Total income		66,129.47	59,837.67
II. Expenses			
Cost of materials consumed	22	6,122.88	5,222.83
Excise duty		-	2,417.33
Changes in inventories of finished goods and work in progress	23	231.12	687.73
Employee benefits expense	24	2,628.99	2,418.13
Finance Cost	25	773.04	566.23
Depreciation and amortization expense	26	2,231.21	2,268.99
Power and fuel		22,686.62	16,950.14
Freight charges		16,094.07	15,780.32
Other expenses	27	7,856.48	7,441.67
Total Expenses		58,624.41	53,753.37
III. Profit before Tax (I- II)		7505.06	6,084.30
IV. Tax Expense			
(1) Current Tax		2,571.80	1,812.86
(2) Earlier year tax		77.61	-
(3) Deferred tax		249.66	416.51
V Profit for the year (III - IV)		4,605.99	3,854.93
VI Other comprehensive income			
Items that will not be reclassified to statement of profit and loss			
a) Remeasurement of defined employee benefit plans		5.78	(67.73)
b) Income tax relating to item (a) above		(2.02)	23.67
Other comprehensive income (net of tax)		3.76	(44.06)
VII. Total comprehensive income for the year		4,609.75	3,810.87
VIII. Earning per equity share (Face value of Rs. 5/- each)			
(1) Basic (in Rs.)	32	32.88	27.52
(2) Diluted (in Rs.)		32.88	27.52
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For M.Anandam & Co.,

Chartered Accountants

Firm Registration Number: 000125S

Sd/-

M.V.Ranganath

Partner

Membership Number: 028031

Place : Hyderabad

Date : 28.05.2019

For and on behalf of the Board

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M B Raju

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DIN: 00016652

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Chief Financial Officer

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Managing Director

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Sd/-

S K Mishra

Company Secretary

FCS 8555

Cash Flow Statement for the Year Ended 31st March, 2019

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	31st March 2019	31st March 2018
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	7,505.06	6,084.30
Adjustments for :		
Depreciation and amortisation expenses	2,231.21	2,268.99
Gain on disposal of property, plant and equipment (net)	(0.93)	(5.68)
Interest income on financial assets carried at amortized cost	(301.90)	(143.27)
Interest income on deposits	(478.13)	(177.87)
Rental income	(9.21)	(10.40)
Dividend income	(0.32)	(0.33)
Loss on disposal of property, plant and equipment	8.50	50.48
Provision for doubtful debts	-	(13.98)
Finance costs	773.04	566.23
Gain on fair valuation of investment	(2.54)	(0.92)
Remeasurement of defined employee benefit plans	5.78	(67.73)
Operating Profit before working capital changes	9,730.56	8,549.82
Change in operating assets and liabilities		
(Increase) in Trade Receivables	(247.78)	(257.48)
Decrease in financial assets other than trade receivables	40.65	(213.90)
(Increase) / Decrease in other assets	(383.19)	(407.60)
(Increase) / Decrease in Inventories	(625.85)	(142.00)
Increase in Trade payables	209.07	(55.09)
Increase / (Decrease) in other financial liabilities	321.01	(1,385.18)
Increase / (Decrease) in provisions	41.58	35.50
Increase / (Decrease) in other liabilities	(1,258.63)	2,876.48
Cash Generated from Operations	7,827.41	9,000.55
Income taxes paid	(1,995.00)	(1,950.00)
Net cash inflow (outflow) from operating activities	5,832.41	7,050.55
Cash flow from investing activities		
Purchase of property, plant and equipment	(1,866.99)	(1,375.36)
Sale of property, plant and equipment	15.16	27.65

Contd...

Cash Flow Statement for the Year Ended 31st March, 2019

Contd...

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	31st March 2019	31st March 2018
Interest income on deposits	478.13	177.87
Dividend income	0.32	0.33
Rental income	9.21	10.40
Net cash inflow (outflow) from investing activities	(1,364.17)	(1,159.11)
Cash flow from financing activities		
Proceeds from non-current borrowings	150.00	350.00
Repayment of non-current borrowings	(83.04)	(104.09)
Proceeds/ (repayment) from current borrowings	2,247.76	(2,768.92)
Dividend paid (Including corporate dividend tax)	(506.61)	(505.78)
Finance cost	(773.03)	(566.23)
Net cash inflow (outflow) from financing activities	1,035.08	(3,595.02)
Net increase (Decrease) in cash and cash equivalents	5,503.32	2,296.42
Cash and Cash equivalents at the beginning of the financial Year	7,576.95	5,280.53
Cash and Cash equivalents at the end of the Year	13,080.27	7,576.95

Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For M.Anandam & Co.,

Chartered Accountants

Firm Registration Number: 000125S

Sd/-

M.V.Ranganath

Partner

Membership Number: 028031

Place : Hyderabad

Date : 28.05.2019

For and on behalf of the Board

Sd/-

M B Raju

Executive Chairman

DIN: 00016652

Sd/-

R V A Narasimha Rao

Chief Financial Officer

Sd/-

P Parvathi

Managing Director

DIN: 00016597

Sd/-

S K Mishra

Company Secretary

FCS 8555

Statement Of Changes In Equity For The Year Ended 31 March, 2019

(All amounts in ₹ Lakhs, unless otherwise stated)

a. Equity share capital

Particulars	Note	As at 31 March 2019	As at 31 March 2018
Balance at the beginning of the year	10	700.38	700.38
Changes in equity share capital		-	-
Balance at the end of the year		700.38	700.38

b. Other equity

Particulars	Note	Reserves and surplus			Total
		Securities premium	General reserve	Retained earnings	
Balance as at 1 April 2017	11	1,250.14	4,639.52	26,641.19	32,530.85
Dividends (including corporate dividend tax)				(505.78)	(505.78)
Profit for the year		-	-	3,854.93	3,854.93
Other comprehensive income / (loss) (net of tax)		-	-	(44.06)	(44.06)
Balance as at 31 March 2018		1,250.14	4,639.52	29,946.28	35,835.94
Dividends (including corporate dividend tax)		-	-	(506.61)	(506.61)
Profit for the year		-	-	4,605.99	4,605.99
Other comprehensive income / (loss) (net of tax)		-	-	3.76	3.76
Balance as at 31 March 2019		1,250.14	4,639.52	34,049.42	39,939.08
Summary of significant accounting policies	2				

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For M.Anandam & Co.,

Chartered Accountants

Firm Registration Number: 000125S

Sd/-

M.V.Ranganath

Partner

Membership Number: 028031

Place : Hyderabad

Date : 28.05.2019

For and on behalf of the Board

Sd/-

M B Raju

Executive Chairman

DIN: 00016652

Sd/-

R V A Narasimha Rao

Chief Financial Officer

Sd/-

P Parvathi

Managing Director

DIN: 00016597

Sd/-

S K Mishra

Company Secretary

FCS 8555

Notes to the Financial Statements for the Year Ended 31st March, 2019

1. Corporate Information

Deccan Cements Limited ('the Company') is a public limited company incorporated in India having its registered office at Hyderabad, Telangana. The Company is engaged in the manufacturing and selling of Cement, producing and selling power from hydel and wind sources.

2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Statement of Compliance:

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2016 and Companies (Indian Accounting Standards) Amendment Rules, 2017, the relevant provisions of the Companies Act, 2013 ('the Act') and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

New and amended standards adopted by the Company

The Company has applied the following standards and amendments for the first time for their annual reporting period commencing 1 April 2018:

- Ind AS 115, Revenue from contracts with customers
- Appendix B (Foreign currency transactions and advance consideration) to Ind AS 21, The effects of changes in foreign exchange rates.
- Amendment to Ind AS 12, Income Taxes

The amendments listed above did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

b) Basis of preparation:

The financial statements have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair values as per Ind AS. 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.

c) Use of estimates and critical accounting judgements:

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and

equipment, intangible assets and investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

d) Revenue Recognition:

i) Sale of Products

Revenue is recognised when the performance obligations have been satisfied, which is once control of the goods is transferred from the Company to the customer.

Cement: Revenue related to the sale of goods is recognised when the product is delivered to the destination specified by the customer, and the customer has gained control through their ability to direct the use of and obtain substantially all the benefits from the asset.

Revenue is measured based on consideration specified in the contract with a customer which is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates and excludes amounts collected on behalf of their parties.

Power: Revenue from sale of power is recognized net of wheeling and banking charges, line losses and the selling costs.

ii) Other income

Dividend income is recognised when the shareholder's right to receive the income is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

Rental income from investment properties and subletting of properties is recognised on a straight line basis over the term of the relevant leases.

e) Borrowing Costs:

Borrowings costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization. Other borrowings costs are expensed in the period in which they are incurred.

f) Employee Benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave is not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligations. Remeasurements as a result of the



experience adjustments and changes in actuarial assumptions are recognized in profit or loss. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Gratuity obligations

The liability or assets recognized in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss.

(iv) Defined contribution plans

The Company pays provident fund contributions to publicly administered funds as per local regulations and super annuation fund to LIC of India. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

(v) Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

g) Income Taxes:

Tax expense for the year comprises current and deferred tax.

Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Tax relating to items recognized directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in the Statement of Profit and Loss.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they are related to income taxes levied by the same tax authority, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

h) Property, plant and equipment(PPE):

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises of purchase price, applicable duties and taxes, any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets, upto the date the asset is ready for its intended use. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Property, Plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realizable value and are disclosed separately.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

i. Expenditure during construction period

Expenditure during construction period (including finance cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets"

j. Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on the straight line method over the useful lives as prescribed in Schedule II to the Act.

k. Intangible assets & amortization

Intangible assets acquired separately are measured on initial recognition cost and are amortized on straight line method based on the estimated useful lives.

The amortized period and amortization method are reviewed at each financial year end.



Cost of compensatory land (intangibles) paid / transferred to Government in lieu of forest land diverted for mining and free hold land for mining is amortized over the tenure of the mining lease. Cost of ERP Software is amortized over a period of four years.

l) Investment Properties:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at cost model which is in accordance with Ind AS 40. An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no further economic benefits are expected from disposal. Any gain or loss arising on derecognition of the property is included in profit or loss in the period in which the property is derecognised.

m) Impairment of Assets:

Intangible assets and property, plant and equipment: Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

n) Inventories:

Raw Materials, Fuel, Stores & Spares and Packing Materials

Valued at lower of cost and net realizable value (NRV). However, these items are considered to be realizable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost, Cost is determined on weighted Average basis.

Materials in Transit:

Valuation of Inventories of Materials in Transit is done at Cost

Work-in-Progress (WIP) and Finished Goods

Valued at lower of cost and NRV. Cost of Finished Goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

o) Provisions, Contingent Liabilities and Contingent Assets :

The Company recognises provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources and reliable estimate can be made of the amount

of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent Liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Contingent assets are not recognized in financial statements since this may result in the recognition of income that may never be realised.

p) Financial instruments:

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities 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 at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

(i) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Further, in case where the company has made an irrevocable selection based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

(iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables

with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in statement of profit or loss.

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Interest bearing bank loans, overdrafts and unsecured loans are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may or may not be realized.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

q) Earnings Per Share :

The basic earnings per share is computed by dividing the profit/(loss) for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, profit/(loss) for the year attributable to the equity shareholders and the weighted average number of the equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

r) Cash and cash equivalents:

Cash and cash equivalents include cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

s) Transactions in Foreign Currencies:

The financial statements of the Company are presented in Indian rupees (Rs.), which is the functional currency of the Company and the presentation currency for the financial statements.

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction.

Foreign currency monetary assets and liabilities such as cash, receivables, payables, etc., are translated at year end exchange rates.

Exchange differences arising on settlement of transactions and translation of monetary items are recognised as income or expense in the year in which they arise.

t) Segment Reporting - Identification of Segments:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

u) Government Grants:

Grants from the government are recognised at fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit and loss on a straight line basis over the expected lives of the related assets and presented within other income. The benefit of a government loan at below current market rate of interest is treated as a government grant.

v) Leases

The Company determines whether an arrangement contains a lease by assessing whether the fulfillment of a transaction is dependent on the use of a specific asset and whether the transaction conveys the

right to use that asset to the Company in return for payment. Where this occurs, the arrangement is deemed to include a lease and is accounted for either as finance or operating lease.

The Company as lessee

Operating lease – Rentals payable under operating leases are charged to the statement of profit and loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are utilised.

The Company as lessor

Operating lease – Rental income from operating leases is recognised in the statement of profit and loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight line basis over the lease term.

w) Dividend Distribution

Dividends paid (including income tax thereon) is recognised in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

x) Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

y) Standards issued but not yet effective

The standards issued, but not yet effective up to the date of issuance of the Company's financial statements are disclosed below.

Ind AS issued but not yet effective: 30 March 2019, the Ministry of Corporate Affairs ("MCA") vide the Companies (Indian Accounting Standards) Amendment Rules, 2019 has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective for annual periods beginning on or after 1 April, 2019:

1. The Rules have notified the new lease standard Ind AS 116, Leases. Ind AS 17, Leases has been withdrawn. The Rules also bring in consequential amendments to other Ind AS as a result of notification of Ind AS 116. The Company is assessing the implication of the above change.
2. Appendix C to Ind AS 12, Income Taxes has been inserted. The appendix provides accounting for uncertainty over income tax treatments. The Company is assessing the implication of the above change.
3. New paragraph 57A has been added to Ind AS 12 to clarify that the income tax consequences of dividends on financial instruments classified as equity should be recognised according to where the past transactions or events that generated distributable profits were recognised. This amendment is not applicable to the Company.
4. Amendment to Ind AS 19, Employee Benefits. This amendment requires an entity to: (i) use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and (ii) recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that

surplus was not previously recognised because of the impact of the asset ceiling. This amendment will not impact the financial statements of the Company.

5. Amendment to Ind AS 23, Borrowing Costs to clarify that if a specific borrowing remains outstanding after a qualifying asset is ready for its intended use or sale, it becomes part of general borrowings. The Company is assessing the implication of the above change.
6. Amendment to Ind AS 28, Investments in Associates and Joint Ventures. Investors could have long-term interests (for example, preference shares or long-term loans) in an associate or joint venture that form part of the net investment in the associate or joint venture. The amendment clarifies that these long-term interests in an associate or joint venture to which the equity method is not applied should be accounted for using Ind AS 109, Financial Instruments. The requirements of Ind AS 109 are applied to long-term interests before applying the loss allocation and impairment requirements of Ind AS 28. An illustrative example is also provided in Appendix A of Ind AS 28. This amendment is not applicable to the Company.
7. Amendment to Ind AS 109 to enable an entity to measure at amortised cost some prepayable financial assets with negative compensation. This amendment will not impact the financial statements of the Company.
8. Amendment has been made to Ind AS 103, Business Combinations and Ind AS 111, Joint Arrangements to clarify measurement of previously held interest in obtaining control/joint control over a joint operation as follows: (i) On obtaining control of a business that is a joint operation, previously held interest in joint operation is remeasured at fair value at the acquisition date; (ii) A party obtaining joint control of a business that is joint operation should not remeasure its previously held interest in the joint operation. This amendment is not applicable to the Company.

Notes forming part of financial statements for the year ended 31 March, 2019

3.1 (a) Property, plant and equipment All amounts in ₹ Lakhs, unless otherwise stated

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount
	As at 1 April 2018	Additions	Deletions	As at 31 March 2019	For the Year	On disposals	
Land	1,798.09	-	-	1,798.09	-	-	1,798.09
Buildings	5,558.11	82.47	-	5,640.58	238.00	-	4,928.16
Plant and equipment	28,014.10	1,181.47	44.44	29,151.13	1,680.90	22.65	24,172.54
Furniture and fixtures	48.55	1.57	-	50.12	6.96	-	30.09
Vehicles	200.76	101.04	13.05	288.75	31.96	12.11	231.52
Office equipment	117.27	4.92	-	122.19	16.22	-	54.06
Railway sidings	3,014.93	1.93	-	3,016.86	190.98	-	2,605.22
TOTAL	38,751.81	1,373.40	57.49	40,067.72	2,165.02	34.76	6,248.04

3.1 (b) Property, plant and equipment

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount
	As at 1 April 2017	Additions	Deletions	As at 31 March 2018	For the Year	On disposals	
Land	1,796.59	1.50	-	1,798.09	-	-	1,798.09
Buildings	5,558.11	-	-	5,558.11	237.29	-	5,083.69
Plant and equipment	27,314.47	766.78	67.15	28,014.10	1,639.85	3.69	24,693.76
Furniture and fixtures	35.85	12.70	-	48.55	6.46	-	35.48
Vehicles	161.34	59.53	20.11	200.76	18.60	11.12	163.38
Office equipment	79.25	38.02	-	117.27	11.45	-	65.36
Railway sidings	3,014.93	-	-	3,014.93	190.84	-	2,794.27
TOTAL	37,960.54	878.53	87.26	38,751.81	2,104.49	14.81	4,117.78

3.2(a) Capital work-in-progress as at March 31, 2019: 895.07 lakhs

Capital work-in-progress includes Buildings of Rs. 102.81 lakhs and Plant and Equipment of Rs. 792.26 lakhs

3.2(b) Capital work-in-progress as at March 31, 2018: 442.98 lakhs

Capital work-in-progress includes Buildings of Rs. 16.64 lakhs, Plant and Equipment of Rs. 422.05 lakhs, Railway siding of Rs. 1.93 lakhs etc.,

3.3 (a) Investment properties

All amounts in ₹ Lakhs, unless otherwise stated

Particulars	Gross carrying amount			Accumulated depreciation			Net carry-
	As at 1 April 2018	Additions	Deletions	As at 31 March 2019	For the Year	On dis- posals	ing amount As at 31 March 2019
Land	61.02	-	-	61.02	-	-	61.02
Buildings	146.83	-	-	146.83	2.59	-	139.06
TOTAL	207.85	-	-	207.85	2.59	-	200.08

3.3 (b) Investment properties

Particulars	Gross carrying amount			Accumulated depreciation			Net carry-
	As at 1 April 2017	Additions	Deletions	As at 31 March 2018	For the Year	On dis- posals	ing amount As at 31 March 2018
Land	61.02	-	-	61.02	-	-	61.02
Buildings	146.83	-	-	146.83	2.59	-	141.65
TOTAL	207.85	-	-	207.85	2.59	-	202.67

3.3(c) Disclosures - Ind AS 40

Particulars	2018-19	2017-18
Rental income from investment property	9.14	10.34
Direct operating expenses (including repairs and maintenance) generated rental income	0.17	0.17
Income from investment property (net)	8.97	10.17

Fair value of the investment property as at 31st March, 2019 Rs. 101.60 lakhs, (P.Y - Rs. 101.60 lakhs)

3.4 (a) Intangible assets

Particulars	Gross carrying amount			Accumulated amortisation			Net carry-
	As at 1 April 2018	Additions	Deletions	As at 31 March 2019	For the Year	On dis- posals	ing amount As at 31 March 2019
Compensatory land & afforestation expenses	1,557.85	-	-	1,557.85	55.81	-	1,394.06
Computer software	30.49	-	-	30.49	7.79	-	23.37
TOTAL	1588.34	-	-	1588.34	63.60	-	1401.18



All amounts in ₹ Lakhs, unless otherwise stated

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	As at 1 April 2017	Additions	Deletions	As at 31 March 2018	As at 1 April 2017	For the Year	On dis- posals	As at 31 March 2018
Compensatory land & afforestation expenses	1,494.64	63.21	-	1,557.85	53.38	54.60	-	1,449.87
Computer software	30.49	-	-	30.49	7.79	7.79	-	14.91
TOTAL	1,525.13	63.21	-	1,588.34	61.17	62.39	-	1,464.78

3.5(a) Intangible asset under development as at March 31, 2019: 41.50 lakhs

Intangible assets under development represents amounts paid towards computer software (SAP) Rs. 37.50 lakhs and amount paid to consultant of Rs. 4 lakhs.

3.5(b) Intangible asset under development as at March 31, 2018: Nil

Notes to the Financial Statements

Notes forming part of financial statements for the year ended 31 March, 2019

4.1. Investments

All amounts in ₹ Lakhs, unless otherwise stated

Particulars	As at 31 March 2019	As at 31 March 2018
Investments in equity instruments (quoted - fully paid up)		
Fair value through profit and loss (FVTPL)		
Tata Consultancy Services Limited	8.81	6.27
440 (P.Y - 220) Equity Shares of Rs. 1 /- each		
Investments in equity instruments (unquoted - fully paid up)		
At amortised cost		
DCFEMAC Co-operative Stores Limited	0.10	0.10
236 (P.Y - 236) Equity Shares of Rs. 100 /- each		
TOTAL	8.91	6.37
Aggregate market value of quoted investments	8.81	6.27
Aggregate amount of unquoted investments	0.10	0.10
Aggregate amount of impairment in value of investments	-	-

4.2. Other financial assets (non-current)

Particulars	As at 31 March 2019	As at 31 March 2018
Margin money deposits with banks against bank guarantees	191.38	191.34
TOTAL	191.38	191.34

5. Other non-current assets

Particulars	As at 31 March 2019	As at 31 March 2018
Unsecured, considered good		
Capital advances	771.29	34.11
Advances other than capital advances		
i) Taxes paid under protest	497.54	489.66
ii) Deposits with others	420.99	416.68
TOTAL	1,689.82	940.45

All amounts in ₹ Lakhs, unless otherwise stated

6. Inventories (Valued at lower of cost and net realisable value, unless otherwise stated)

Particulars	As at 31 March 2019	As at 31 March 2018
a) Raw materials	212.27	204.86
b) Work-in-progress	676.40	864.38
c) Finished goods (includes material in transit of Rs 16.72 lakhs (P.Y Nil))	364.66	407.80
d) Stores and spares	2,994.00	2,860.75
e) Packing materials	124.67	173.40
f) Coal (includes in transit of Rs. 200.58 lakhs (P.Y Nil))	2,145.37	1,380.33
TOTAL	6,517.37	5,891.52

7.1. Trade receivables

Particulars	As at 31 March 2019	As at 31 March 2018
a) Trade Receivables considered good - Secured	453.32	1,136.49
b) Trade Receivables considered good - Unsecured	1,134.97	204.02
TOTAL	1,588.29	1,340.51

7.2. Cash and cash equivalents

Particulars	As at 31 March 2019	As at 31 March 2018
a) Balances with banks in current accounts	2,964.58	2,450.08
in deposit accounts*	10,105.41	5,119.58
b) Cash on hand	10.28	7.29
TOTAL	13,080.27	7,576.95

*The deposits maintained by the company with the banks comprises time deposits, which can be withdrawn by the company without prior notice or penalty on the principal.

7.3. Bank Balances other than (ii) above

Particulars	As at 31 March 2019	As at 31 March 2018
a) Earmarked balances with banks Unpaid dividend account	29.63	24.56
b) Balances with banks Margin money deposits	16.54	19.27
TOTAL	46.17	43.83

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

7.4. Loans (current)

Particulars	As at 31 March 2019	As at 31 March 2018
Loan Receivables considered good - Unsecured	8.98	19.08
TOTAL	8.98	19.08

7.5. Other financial assets (current)

Particulars	As at 31 March 2019	As at 31 March 2018
Interest accrued on deposits and others	41.33	44.66
Sales tax incentive receivable	19.65	19.65
Banked energy	225.50	255.10
TOTAL	286.48	319.41

8. Current tax assets (net)

Particulars	As at 1 March 2019	As at 31 March 2018
Advance payment of tax (net of provision)	209.14	284.02
TOTAL	209.14	284.02

9. Other current assets

Particulars	As at 31 March 2019	As at 31 March 2018
Prepaid expenses	212.56	118.63
Supplier advances	1,842.99	1,879.70
Advances to transporters	28.54	400.10
Earnest money deposits	11.45	192.27
Other advances	45.95	10.63
TOTAL	2,141.49	2,601.33

10. Equity share capital

Particulars	As at 31 March 2019	As at 31 March 2018
AUTHORIZED		
2,00,00,000 equity shares of Rs. 5/- each (P.Y - 2,00,00,000 equity shares of Rs. 5/- each)	1,000.00	1,000.00
TOTAL	1,000.00	1,000.00
ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
1,40,07,500 equity shares of Rs. 5/- each (P.Y - 1,40,07,500 equity shares of Rs. 5/- each)	700.38	700.38
TOTAL	700.38	700.38

(A) Movement in equity share capital:

All amounts in ₹ Lakhs, unless otherwise stated

Particulars	Number of shares	Amount
Balance at April 1, 2018	1,40,07,500	700.38
Movement during the year	-	-
Balance at March 31, 2019	1,40,07,500	700.38

(B) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31 March 2019		As at 31 March 2018	
	No. of Shares	% holding	No. of Shares	% holding
Melville Finvest Limited	4,603,712	32.87	4,603,712	32.87
Satyasai Investments and Leasing Limited	1,047,474	7.48	1,047,474	7.48
Sri M.B. Raju	1,160,921	8.29	1,160,921	8.29

(C) Terms/Rights attached to equity shares

The company has only one class of equity shares having a face value of Rs. 5/- each (P.Y Rs. 5/- each). Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. Other equity

Particulars	As at 31 March 2019	As at 31 March 2018
Reserves and surplus		
Securities premium	1,250.14	1,250.14
General reserve	4,639.52	4,639.52
Retained earnings	34,049.42	29,946.28
TOTAL	39,939.08	35,835.94

Retained earnings

Particulars	As at 31 March 2019	As at 31 March 2018
Opening balance	29,946.28	26,641.19
Profit for the year	4,605.99	3,854.93
Dividends	(420.23)	(420.23)
Corporate dividend tax	(86.38)	(85.55)
Items of other comprehensive income recognised directly in retained earnings - Remeasurements of defined employee benefit plans (net of tax)	3.76	(44.06)
Closing balance	34,049.42	29,946.28

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

Nature and purpose of other reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(ii) General reserve

General reserve is used for strengthening the financial position and meeting future contingencies and losses.

(iii) Retained earnings

This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

12.1. Borrowings

Particulars	As at 31 March 2019	As at 31 March 2018
Non- current		
a) Secured loans		
Equipment and vehicle loans		
From banks	5.35	66.44
From others	10.55	32.50
b) Unsecured loans		
From directors	750.00	750.00
Inter corporate deposits from related parties	875.00	725.00
Deferred payment liabilities- sales tax deferment loan	874.21	918.52
TOTAL	2,515.11	2,492.46

Term loans from banks:

i) Security:

Equipment and vehicle loans are secured by respective equipment and vehicles purchased out of the proceeds of the said loan.

ii) Repayment Schedule with terms of interest:

Name of the bank/financial institution	Rate of interest	2019-20	2020- 21
Kotak Mahindra Prime Limited	10.65%	2.36	-
ICICI Bank	10.75%	0.53	-
ICICI Bank	11.25%	30.28	2.67
ICICI Bank	11.25%	30.28	2.67
BMW Financial Services	9.71%	19.59	10.56

Unsecured loans:

The Company has availed unsecured loans from the directors and the enterprises in which the key management personnel are interested.

Deferred payment liabilities:

The Company in earlier years availed sales tax deferral loan aggregating to Rs.1631.54 lakhs under a scheme of the State Government, for its enhanced capacity implemented in 2000-01. Balance loan is repayable upto the financial year 2024-25 as per VAT assessment orders completed.

12.2. Other financial liabilities (non-current)

All amounts in ₹ Lakhs, unless otherwise stated

Particulars	As at 31 March 2019	As at 31 March 2018
Security deposits from stockists and dealers	2,112.82	2,118.29
TOTAL	2,112.82	2,118.29

13. Provisions (non-current)

Particulars	As at 31 March 2019	As at 31 March 2018
Employee benefits		
Gratuity	285.77	256.95
Leave encashment	79.65	76.17
Others		
Mine closure	1.57	1.43
TOTAL	366.99	334.55

14. Deferred tax liabilities (net)

Particulars	As at 31 March 2019	As at 31 March 2018
(i) Deferred tax liabilities on timing difference due to:		
Depreciation	6,947.77	6,672.51
(ii) Deferred tax assets on account of:		
Employee benefits and investments	188.03	162.43
Deferred tax liabilities (net)	6,759.74	6,510.08

Notes to the Financial Statements

Movement in deferred tax liabilities (net)		All amounts in ₹ Lakhs, unless otherwise stated	
Particulars	WDV of assets	Expenses allowable on payment basis	Total
As at 31st March, 2018	6,672.51	162.43	6,510.08
(Charged)/ Credited to statement of profit and loss	275.26	25.60	249.66
As at 31st March, 2019	6,947.77	188.03	6,759.74

15. Other non current liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
Deferred income - stockists and dealers	604.33	698.43
Deferred revenue grant - sales tax deferment loan	165.00	249.10
TOTAL	769.33	947.53

16.1 Borrowings

Particulars	As at 31 March 2019	As at 31 March 2018
Current		
Repayable on Demand - Secured loans		
Working capital loans from banks	2,661.06	670.89
TOTAL	2,661.06	670.89

The cash credit facilities/working capital loans which are obtained from various banks, are secured by hypothecation of stocks of raw materials, stock in process, finished goods, spares and book debts and second charge on property, plant & further secured by the personal guarantee of Mr. M.B. Raju, Executive Chairman and Ms. P. Parvathi, Managing Director.

16.1(a) Net Debt Reconciliation

Particulars	As at 31 March 2019	As at 31 March 2018
Opening balance of borrowings	3,627.29	7,020.44
Add:- Proceeds from non-current borrowings	150.00	350.00
Less:- Repayment of non-current borrowings	(83.04)	(104.09)
Proceeds/ (repayment) from current borrowings	2,089.90	(3,611.89)
Fair value adjustment	(128.41)	(27.17)
Closing balance of borrowings	5,655.74	3,627.29

16.2. Trade payables

Particulars	As at 31 March 2019	As at 31 March 2018
Dues to micro enterprises and small enterprises (Refer Note below)	-	-
Dues to creditors other than micro enterprises and small enterprises	465.12	256.05
TOTAL	465.12	256.05

All amounts in ₹ Lakhs, unless otherwise stated

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2019	As at 31 March 2018
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

16.3. Other financial liabilities (current)

Particulars	As at 31 March 2019	As at 31 March 2018
Current maturities of long term debts		
From banks	61.09	57.60
From others	21.95	46.50
Current maturities of deferred payment liabilities		
Sales tax deferment loan	136.16	15.37
Interest accrued but not due on term loans	-	-
Unpaid dividend	29.63	24.56
Sundry deposits from transporters and suppliers	478.29	285.53
Capital creditors	29.48	0.56
TOTAL	756.60	430.12

17. Other current liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
Advances from customers	1,221.62	1,647.28
Statutory liabilities	891.40	691.53
Expenses payable	2,033.95	2,919.34
Other recoveries payable	6.39	6.19
Deferred revenue grant - sales tax deferment loan	84.09	95.37
Deferred income - stockists and dealers	228.06	186.24
TOTAL	4,465.51	5,545.95

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

18. Provisions (current)

Particulars	As at 31 March 2019	As at 31 March 2018
Employee benefits		
Gratuity	98.80	89.91
Leave encashment	29.41	27.12
TOTAL	128.21	117.03

19. Current tax liabilities (Net)

Particulars	As at 31 March 2019	As at 31 March 2018
Provision of tax (net of advance tax)	485.86	-
TOTAL	485.86	-

Notes forming part of financial statements for the year ended 31 March 2019

₹ in lakhs

(i) Leave obligations

The leave obligation covers the company's liability for earned leave which is unfunded.

(ii) Defined contribution plans

The company has defined contribution plans namely provident fund and super annuation fund. Contributions are made to provident fund at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contributions plan is as follows:

Particulars	31 March 2019	31 March 2018
Company's contribution to provident fund	105.72	102.14
Company's contribution to super annuation fund	1.50	9.86

(iii) Post-employment obligations

a) Gratuity

The company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The company operates post retirement gratuity plan with LIC of India. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation of leave encashment is recognised in the same manner as gratuity.

All amounts in ₹ Lakhs, unless otherwise stated

The following table sets out the amounts recognised in the financial statements in respect of gratuity plan

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Change in defined benefit obligations:		
Obligation at the beginning of the year	424.09	328.41
Current service costs	27.32	24.54
Interest costs	32.82	23.84
Remeasurement (gains)/losses	(5.77)	68.38
Benefits paid	(27.66)	(21.08)
Obligation at the end of the year	450.80	424.09
Change in plan assets:		
Fair value of plan assets at the beginning of the year	77.23	45.30
Interest income	5.26	4.69
Remeasurement (gains)/losses	0.01	0.65
Employer's contributions	11.40	47.67
Benefits paid	(27.66)	(21.08)
Fair value of plan assets at the end of the year	66.24	77.23
Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Expenses recognised in the statement of profit and loss consists of:		
Employee benefits expense:		
Current service costs	27.32	24.54
Net interest expenses	27.56	19.15
Benefits paid	22.04	27.95
	76.92	71.64
Other comprehensive income:		
(Gain)/loss on plan assets	(0.01)	(0.65)
Actuarial (gain)/loss arising from changes in financial assumptions	7.84	(9.87)
Actuarial (gain)/loss arising from changes in experience adjustments	(13.61)	78.25
	(5.78)	67.73
Expenses recognised in the statement of profit and loss	76.92	71.64

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

Amounts recognised in the balance sheet consists of

Particulars	As at March 31, 2019	As at March 31, 2018
Fair value of plan assets at the end of the year	66.24	77.23
Present value of obligation at the end of the year	450.80	424.09
Recognises as		
Retirement benefit liability - Non-current	285.77	256.95
Retirement benefit liability - Current	98.80	89.91

Fair value of plan assets --- 100% with LIC of India

Expected contributions to post- employment benefit plans of gratuity for the year ending 31 March 2020 are Rs.192.28 Lakhs.

iv) Significant estimates and sensitivity Analysis

The sensitivity of the defined benefit obligation to changes in key assumptions is:

Particulars	Key assumptions		Defined benefit obligation					
			Increase in assumption by			Decrease in assumption by		
	31 March 2019	31 March 2018	Rate	31 March 2019	31 March 2018	Rate	31 March 2019	31 March 2018
Discount rate	7.61%	8.00%	1%	431.20	405.77	1%	475.52	444.34
Salary growth rate	4.00%	4.00%	1%	475.22	446.88	1%	428.45	403.19
Attrition rate	3.00%	3.00%	1%	454.92	428.36	1%	446.26	419.39

The above sensitivity analysis is based on a change in each assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

v) Risk exposure

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below:

Interest rate risk:

The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Salary inflation risk:

Higher than expected increases in salary will increase the defined benefit obligation.

Demographic risk:

This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

All amounts in ₹ Lakhs, unless otherwise stated

20. Revenue from operations

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Sale of products		
(a) Cement	64,413.71	58,779.12
(b) Power*		
(Net of charges for wheeling, banking)		
Wind	77.81	93.92
Hydel	347.71	337.40
Thermal	135.87	192.40
Other operating revenues		
Scrap sales	166.42	39.41
TOTAL	65,141.52	59,442.25

*Includes unbilled revenue

For the year ended 31st March 2018, the sale of goods includes excise duty collected from customers Rs.2417.33 lakh.

21. Other income

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Interest income on deposits	478.13	177.87
Dividend income	0.32	0.33
Net gain on disposal of property, plant and equipment	0.93	5.68
Miscellaneous income	194.92	29.84
Rental income	9.21	10.40
Amortisation of revenue grant and deferred income	301.90	143.27
Amortisation of capital subsidy	-	27.11
Net gains (losses) on fair value changes of investment	2.54	0.92
TOTAL	987.95	395.42

22. Cost of materials consumed

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Raw materials consumed:		
Lime stone	2,460.13	2,230.14
Iron ore	1,070.52	881.50
Gypsum	1,683.50	1,429.67
Fly ash	664.43	431.70
Laterite	244.30	249.82
TOTAL	6,122.88	5,222.83

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

23. Changes in inventories of finished goods and work-in-progress

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Opening inventory		
Finished goods	407.80	681.01
Work-in-progress	864.38	1,278.90
(A)	1,272.18	1,959.91
Closing inventory		
Finished goods	364.66	407.80
Work-in-progress	676.40	864.38
(B)	1,041.06	1,272.18
TOTAL (A-B)	231.12	687.73

24. Employee benefits expense

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Salaries, wages and bonus	2,201.70	1,976.55
Contribution to provident and other funds	207.14	208.38
Staff welfare expenses	220.15	233.20
TOTAL	2,628.99	2,418.13

25. Finance cost

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Interest on borrowings	661.36	495.31
Other borrowing cost	111.54	69.49
Interest cost on mine closure	0.14	1.43
TOTAL	773.04	566.23

26. Depreciation and amortization expense

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Depreciation of property, plant and equipment	2,165.02	2,104.49
Depreciation of investment properties	2.59	2.59
Amortisation of intangible assets	63.60	161.91
TOTAL	2,231.21	2,268.99

All amounts in ₹ Lakhs, unless otherwise stated

27. Other expenses

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Consumption of stores and spares	2,201.87	1,807.97
Consumption of packing material	2,632.69	2,252.04
Repairs and maintenance		
Buildings	25.76	39.77
Plant and machinery	819.33	649.57
Others	533.42	560.74
Travelling and conveyance	118.16	128.30
Directors' sitting fee	4.10	4.88
Commission to non-wholetime directors	10.00	10.00
Printing and stationery	16.36	16.10
Communication expenses	23.59	20.07
Legal and professional charges	73.34	54.68
Bank charges	8.30	17.36
Insurance	63.64	61.09
Auditors remuneration (refer note 27 (a))	9.50	11.25
Rent	66.58	65.95
Rates and taxes	41.85	59.04
Donations	0.90	0.25
Security service charges	123.79	107.61
Corporate social responsibility expenses (refer note 27 (b))	142.36	116.54
Sales promotion and other selling expenses	833.83	1,306.07
Loss on sale of property, plant and equipment (net)	8.50	50.48
Miscellaneous expenses	98.61	115.89
Provision for doubtful debts	-	(13.98)
TOTAL	7,856.48	7,441.67

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

27 a. Payment to auditor

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
(a) Statutory auditors'		
Statutory Audit fees	6.00	6.00
Certification work	0.15	0.35
Limited review fee	2.25	3.00
Taxation matters	-	1.00
(b) To others		
Cost audit fees	1.10	0.90
TOTAL	9.50	11.25

27 b. Corporate social responsibility expenses

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Amount required to be spent as per section 135 of the Act	142.29	116.50
Amount spent during the year on :		
1. Construction/ acquisition of any assets	-	-
2. On purposes other than (1) above	142.36	116.54

28. Reconciliation of tax expenses and the accounting profit multiplied by tax rate

Particulars	Year ended 31 March 2019	Year ended 31 March 2018
Profit before income tax expense	7,505.06	6,084.30
Tax at the Indian tax rate of 34.944% (P.Y: 34.608%)	2,622.57	2,105.65
Effect of non-deductible expense	973.36	900.87
Effect of allowances for tax purpose	(1,024.13)	(1,193.66)
Effect of deferred tax	247.64	440.18
Tax expense	2,819.44	2,253.04

29. Contingent liabilities All amounts in ₹ Lakhs, unless otherwise stated

Particulars	As at 31 March 2019	As at 31 March 2018
(a) Claims against the Company not acknowledged as Debt:		
(i) Counter Guarantees to banks	135.78	211.35
(ii) Claims for difference in prices for the year 1994-95 filed by Metropolitan Transport Project, Chennai, matter pending with High Court of Chennai.	6.83	6.83
(b) Other Money for which the company is contingently liable		
(i) Sales Tax:		
a) Sales tax demand with respect to packing materials in the Asst Year 1993-94 for which the company filed writ petition in the High Court of Andhra Pradesh and obtained stay on payment of 50% of the disputed demand.	11.52	11.52
b) Sales tax demand for the deemed excess production based on the Energy audit for the years 1999-2000 & 2000-01.	85.68	85.68
c) Sales tax demand for interest of Rs. 1,37,24,338/- on alleged excess utilisation of sales tax incentive. Stay was granted by Additional Commissioner (CT) (Legal) subject to 50% payment of disputed amount.	137.24	137.24
d) Sales tax demand for Rs. 51,60,765/- recovery on excess paid interest for the assessment years 2002-03 to 2004-05. Appeal is pending before the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh.	51.61	51.61
(ii) The A.P. Government has issued a G.O. Ms.No 391 levying water cess on the quantum of water used in the generation of power and demanded payment of Rs.723.29 Lakhs for the period 1997 to February 2008. Appeal is pending before the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh.	723.29	723.29
(iii) Duty on electricity generated and consumed was levied by the AP Govt. at 25 paise per unit for the years 2003-04 to 2008-09. The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh has stayed the operation of AP Electricity Duty Amendment Act, 2003.	316.23	316.23
(iv) Wheeling charges at Rs. 0.45 per unit charged by APCPDCL for the year 2004-05 and 2005-06 towards wheeling of energy generated in the company's hydel & wind units for which writ petition filed in The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh, stay obtained. APCPDCL has filed an appeal challenging the Hon'ble High Court order before the Hon'ble Supreme Court of India.	221.54	221.54
(v) Government of Andhra Pradesh issued G.O. Ms. No. 35 dated 06.02.2010 enhancing the rate of transit permit fee from Rs. 500/- per 100 permits to Rs. 10/- per ton/cmt for limestone, levied under Rule 5 of Andhra Pradesh forest Produce Rules, 1970. The company has filed a writ petition and obtained interim stay from the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh and is paying one-third of revised fee till final order.	996.86	859.35
(vi) Difference in the voltage surcharge charged by AP Transco for the period Jan 99 to Mar 00 for which the company filed a writ petition and division bench of Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and for the State of Andhra Pradesh has set aside the order of single judge and remanded the matter for fresh adjudication. Total demand of Rs. 109.94 lakhs has been paid under protest.	-	-

29.1. The Company is in the process of evaluating the impact of the recent Supreme Court Judgement in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C- I/1 (33)2019/Vivekananda Vidyamandir /284) dated March 20, 2019 issued by the Employees Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages: of the relevant employees for the purposes of determining contribution to provident fund under the Employees Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the management the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Financial Statements.

30. Commitments

Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows: All amounts in ₹ Lakhs, unless otherwise stated

Particulars	31 March 2019	31 March 2018
Property, plant and equipment	6,061.53	156.90

31. Related party transactions

Names of related parties and nature of relationships

Names of the related parties	Nature of relationship
i) Key Management Personnel (KMP):	
Mr. M.B.Raju	Executive Chairman
Ms. P.Parvathi	Managing Director
Mr. RVA Narasimha Rao	Chief Financial Officer
Mr. S K Mishra	Company Secretary
ii) Non-whole-time Directors	
Mr. Umesh Shrivastava	Director
Dr. S.A.Dave	Director
Mr. K.P.Singh	Director
Mr. J Narayanamurty	Director
Mr. R.Gopalakrishnan	Director
iii) Relatives of key managerial personnel:	
Ms. M.Lakshmi	Spouse of Mr. M.B.Raju
Mr. P.Anirudh Raju	Son of Ms.P.Parvathi
iv) Enterprises in which key managerial personnel and/or their relatives have control:	
a) Satyasai Investments and Leasing Limited	
b) Melvillie Finvest Limited	
c) DCL Securities Limited	

All amounts in ₹ Lakhs, unless otherwise stated

Details of transactions during the year where related party relationship existed:

Names of the related parties	Nature of Transactions	Year ended 31 March 2019	Year ended 31 March 2018
Mr. M.B.Raju	Remuneration*	270.50	240.62
Ms. P.Parvathi	Remuneration*	269.32	237.99
Mr. RVA Narasimha Rao	Remuneration*	34.82	36.05
Mr. S K Mishra	Remuneration*	18.70	17.27
Mr.Umesh Shrivastava	Commission	2.00	1.67
Dr.S.A.Dave	Commission	2.00	1.67
Mr.K.P.Singh	Commission	2.00	1.67
Mr.J Narayanamurty	Commission	2.00	1.67
Mr.R.Gopalakrishnan	Commission	2.00	1.67
Mr.P Venugopal Raju (upto 03.01.2018)	Commission	-	1.67
Mr.Umesh Shrivastava	Sitting fees	0.72	0.93
Dr.S.A.Dave	Sitting fees	0.70	0.70
Mr.K.P.Singh	Sitting fees	0.98	0.71
Mr.J Narayanamurty	Sitting fees	1.05	1.02
Mr.R.Gopalakrishnan	Sitting fees	0.65	0.80
Mr.P Venugopal Raju (upto 03.01.2018)	Sitting fees	-	0.70
Mr. P.Anirudh Raju	Salary	13.20	3.02
Mr. M.B.Raju	Interest on unsecured loan	19.04	19.85
Ms. P.Parvathi	Interest on unsecured loan	52.36	54.58
Melville Finvest Limited	Loan received	150.00	150.00
	Interest on unsecured loan	31.74	18.61
Satyasai Investments and Leasing Ltd.	Loan received	-	200.00
	Interest on unsecured loan	45.22	34.84
DCL Securities Limited	Cement Sales	3.35	-
Ms. M Lakshmi	Rent paid	36.00	36.00

* Post employment benefits are actuarially determined on overall basis and hence not separately provided.

Notes to the Financial Statements

All amounts in ₹ Lakhs, unless otherwise stated

Details of outstanding balances as at the year end where related party relationship existed:

Names of the related parties	Nature of Balance	As at 31 March 2019	As at 31 March 2018
Credit Balances			
Mr. M.B.Raju	Commission	160.90	129.54
Ms. P.Parvathi	Commission	160.90	129.54
Mr.Umesh Shrivastava	Commission	2.00	1.67
Dr.S.A.Dave	Commission	2.00	1.67
Mr.K.P.Singh	Commission	2.00	1.67
Mr.J Narayanamurty	Commission	2.00	1.67
Mr.R.Gopalakrishnan	Commission	2.00	1.67
Mr.P Venugopal Raju (upto 03.01.2018)	Commission	-	1.67
Mr. M.B.Raju	Unsecured loan	200.00	200.00
Ms. P.Parvathi	Unsecured loan	550.00	550.00
Melville Finvest Limited	Unsecured loan	400.00	100.00
Satyasai Investments and Leasing Ltd.	Unsecured loan	475.00	275.00
DCL Securities Limited	Receivable	0.77	-

32. Earnings per share (EPS)

Particulars	31 March 2019	31 March 2018
Profit after tax ((Rs. in lakhs))	4,605.99	3,854.93
Weighted average number of equity shares in calculating basic and diluted EPS*	1,40,07,500	1,40,07,500
Face value per share	5.00	5.00
Basic and diluted earnings per share (EPS)	32.88	27.52

33. Financial instruments and risk management

Fair values

- The carrying amounts of trade payables, other financial liabilities(current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Borrowings(non-current) consists of loans from banks and government authorities, other financial liabilities(non-current) consists of security deposits from stockists.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximation of fair values:

(i) Categories of financial instruments All amounts in ₹ Lakhs, unless otherwise stated

Particulars	Level	31 March 2019		31 March 2018	
		Carrying amount	Fair value*	Carrying amount	Fair value*
Financial assets					
Measured at amortised cost:					
Non-current					
Investments	3	0.10	0.10	0.10	0.10
Other financial assets	3	191.38	191.38	191.34	191.34
Current					
Trade receivables	3	1,588.29	1,588.29	1,340.51	1,340.51
Cash and cash equivalents	3	13,080.27	13,080.27	7,576.95	7,576.95
Other bank balances	3	46.17	46.17	43.83	43.83
Loans	3	8.98	8.98	19.08	19.08
Other financial assets	3	286.48	286.48	319.41	319.41
Measured at fair value through profit and loss					
Non-current					
Investments	1	8.81	8.81	6.27	6.27
Total		15,210.48	15,210.48	9,497.49	9,497.49
Financial liabilities					
Measured at amortised cost					
Non-current					
Borrowings	3	2,680.11	2,515.11	2,741.56	2,492.46
Other financial liabilities	3	2,717.15	2,112.82	3,065.82	2,118.29
Current					
Borrowings	3	2,661.06	2,661.06	670.89	670.89
Trade payables	3	0.00	0.00	0.00	256.05
Other financial liabilities	3	756.60	756.60	430.12	430.12
Total		8,814.92	8,045.59	6,908.39	5,967.81

*Fair value of instruments is classified in various fair value hierarchies based on the following three levels:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques, which maximise the use of observable market data and rely as little as possible on entity specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs are not based on observable market data, the instruments are included in Level 3.

Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realized or paid in sale transactions as of respective dates. As such, the fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

The Company is exposed to market risk (fluctuation in foreign currency exchange rates, price and interest rate), liquidity risk and credit risk, which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

(A) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk, interest rate risk and price risk. Financial instruments affected by market risk include loans and borrowings, trade receivables and trade payables involving foreign currency exposure. The sensitivity analyses in the following sections relate to the position as at March 31, 2019 and March 31, 2018. The analysis exclude the impact of movements in market variables on the carrying values of financial assets and liabilities .

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March, 2019 and 31 March, 2018.

(i) Foreign currency exchange rate risk

Since the company is not dealing with foreign currency transactions, there is no foreign currency exchange rate risk.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. As the Company has certain debt obligations with floating interest rates, exposure to the risk of changes in market interest rates are dependent of changes in market interest rates. Management monitors the movement in interest rate and, wherever possible, reacts to material movements in such rates by restructuring its financing arrangement.

As the Company has no significant interest bearing assets, the income and operating cash flows are substantially independent of changes in market interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/(decrease) in profit before tax		Increase/(decrease) in other components of equity	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Change in interest rate increase by 100 basis points	(13.11)	(10.35)	(8.53)	(6.77)
decrease by 100 basis points	13.11	10.35	8.53	6.77

The assumed increase/decrease in interest rate for sensitivity analysis is based on the currently observable market environment.

(B) Credit Risk

Credit risk is the risk arising from credit exposure to customers, cash and cash equivalents held with banks and current and non-current held-to financial assets of the Company include trade receivables, employee advances, security deposits held with government authorities and bank deposits which represents Company's maximum exposure to the credit risk.

With respect to credit exposure from customers, the Company has a procedure in place aiming to minimise collection losses. Credit Control team assesses the credit quality of the customers, their financial position, past experience in payments and other relevant factors. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including default risk associate with the industry and country in which customers operate. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. With respect to other financial assets viz., loans & advances, deposits with government and banks, the credit risk is insignificant since the loans & advances are given to employees only and deposits are held with government bodies and reputable banks. The credit quality of the financial assets is satisfactory and the company does not expect to provide for any credit losses.

Credit risk on trade receivables and other financial assets is evaluated as follows:

(iii) Significant estimates and judgements

Impairment of financial assets:

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. During the current year, the company has not provided for expected credit loss.

(C) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding to meet obligations when due and to close out market positions. Company's treasury maintains flexibility in funding by maintaining availability under deposits in banks.

Management monitors cash and cash equivalents on the basis of expected cash flows.

Notes to the Financial Statements

(i) Financing arrangements:

All amounts in ₹ Lakhs, unless otherwise stated

The company had access to the following undrawn borrowing facilities at the end of the reporting period

Particulars	As at	
	31 March 2019	31 March 2018
Expiring within one year (bank overdraft and other facilities)	2,472.48	2,458.91

(ii) Maturities of financial liabilities Contractual maturities of financial liabilities as at :

Particulars	31 March 2019		31 March 2018	
	Less than 12 months	More than 12 months	Less than 12 months	More than 12 months
Borrowings	2,661.06	2,515.11	670.89	2,492.46
Trade payables	465.12	-	256.05	-
Other financial liabilities	756.60	2,112.82	430.12	2,118.29
Total	3,882.78	4,627.93	1,357.06	4,610.75

(iii) Management expects finance cost to be incurred for the year ending 31 March 2019 is Rs. 609 Lakhs.

34. Capital management

A. Capital management and gearing ratio

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The company monitors capital using a gearing ratio, which is debt divided by total capital. The company includes within debt, interest bearing loans and borrowings.

Particulars	31 March 2019	31 March 2018
Borrowings		
Current	2,661.06	670.89
Non current	2,515.11	2,492.46
Current maturities of non- current borrowings	219.20	119.47
Debt	5,395.37	3,282.82
Equity		
Equity share capital	700.38	700.38
Other equity	39,939.08	35,835.94
Total capital	40,639.47	36,536.32
Gearing ratio in % (debt/ equity)	13.28%	8.99%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2019 and 31 March, 2018.

B. Dividends		All amounts in ₹ Lakhs, unless otherwise stated	
Particulars	31 March 2019	31 March 2018	
Dividends recognised			
Final dividend for the year ended 31 March, 2018 (for year ended 31 March, 2017) of INR 3/- per fully paid share	420.23	420.23	
For the year ended the directors have recommended the payment of a final dividend of INR 3.75 /- per fully paid equity share (March 31, 2018 - INR 3/-). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting, hence the same is not recognised.	525.28	420.23	

35. Segment information:

- a) The Company's Executive Chairman, Managing Director and Chief Financial Officer examine the Company's performance from a product perspective and have identified two operating segments viz., Cement Division and Power Division. Operations of both the segments are based only in India. As per the threshold limits prescribed under Ind AS 108 "Operating Segments", the management has identified one reportable segment "Cement Division". Other segment "Power Division" is below the threshold limits prescribed under Ind AS 108. Hence, segment reporting is not given.

b) **Information about products:**

Revenue from external customers - Sale of Cement : Rs. 64413.71 Lakhs

Revenue from external customers - Sale of Power: Rs. 561.39 Lakhs

- c) **The Company has not made any external sales to one customer meeting the criteria of 10% or more of the entity revenue.**

As per our report of even date

For M.Anandam & Co.,

Chartered Accountants

Firm Registration Number: 000125S

Sd/-

M.V.Ranganath

Partner

Membership Number: 028031

Place : Hyderabad

Date : 28.05.2019

For and on behalf of the Board

Sd/-

M B Raju

Executive Chairman

DIN: 00016652

Sd/-

R V A Narasimha Rao

Chief Financial Officer

Sd/-

P Parvathi

Managing Director

DIN: 00016597

Sd/-

S K Mishra

Company Secretary

FCS 8555



DECCAN CEMENTS LIMITED

CIN: L26942TG1979PLC002500

Registered Office: 'Deccan Chambers', 6-3-666/B

Somajiguda, Hyderabad - 500 082. Tel: 040-23310168, Fax: 040-23318366

E-mail: info@deccancements.com, Website: www.deccancements.com

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

DPID* :	L.F.No. :
Client ID* :	No. of shares held :

I/We hereby record my/our presence at the **39th Annual General Meeting** of the Company held on **Wednesday, 7th August 2019 at 11:00 A.M.** at "Bhaskara Auditorium", Birla Museum, Adarsh Nagar, Hyderabad - 500 063

NAME(S) OF THE SHAREHOLDER(S) (IN BLOCK LETTERS)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY (IN BLOCK LETTERS)	
SIGNATURE OF THE PROXY	

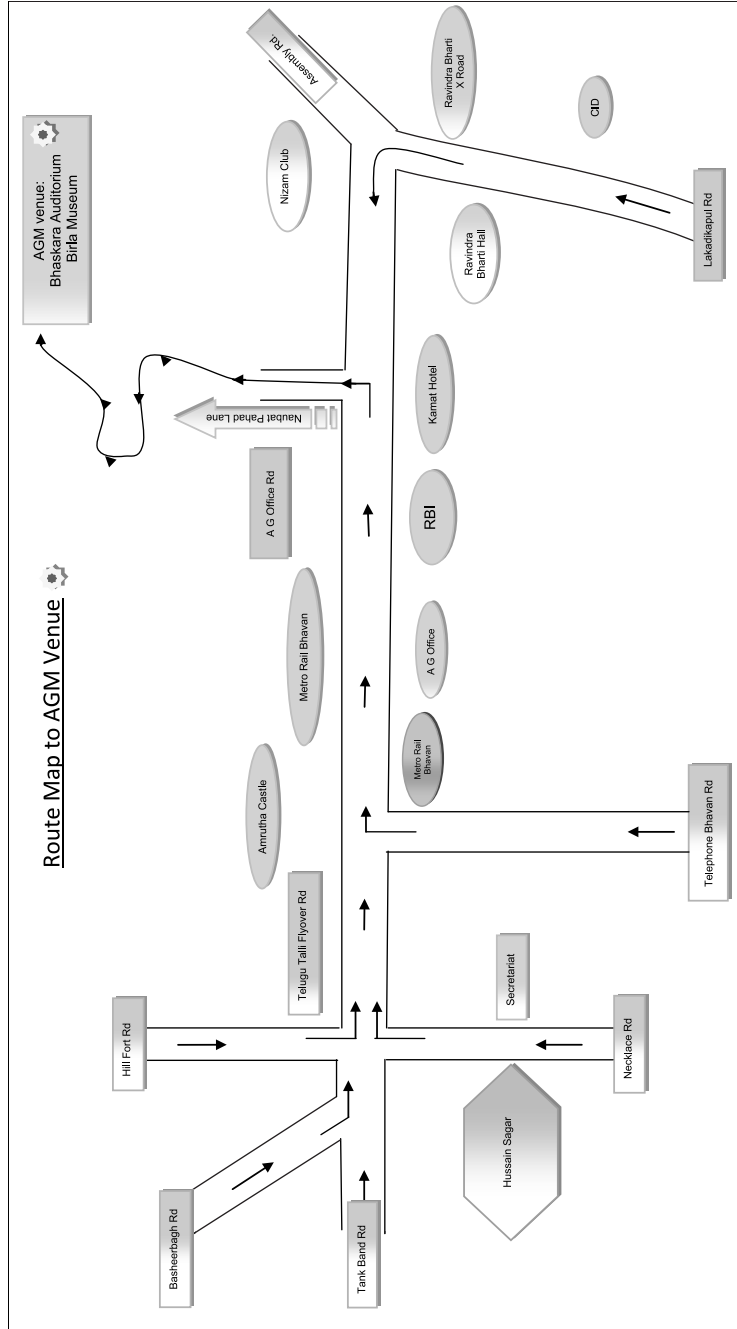
* Applicable for Investors holding shares in electronic form.

Note: Shareholder/Proxy, as the case may be, is requested to sign and hand over this slip at the entrance of the Meeting venue.



AGM VENUE :

Bhaskara Auditorium, Birla Museum,
Adarsh Nagar, Hyderabad - 500 063





DECCAN CEMENTS LIMITED

CIN: L26942TG1979PLC002500

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E-mail: info@deccancements.com, Website: www.deccancements.com

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Shareholder(s) (IN BLOCK LETTERS): _____

Registered Address: _____

PIN Code: _____

E-mail ID: _____ Folio No./Client Id: _____ DP ID: _____

I/We, being member(s) of Deccan Cements Limited, holding _____ shares of the Company, hereby appoint:

A Name (IN BLOCK LETTERS): _____

Address : _____

E-mail Id : _____ Signature: _____

or failing him/her

B Name (IN BLOCK LETTERS): _____

Address : _____

E-mail Id : _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my our behalf at the 39th Annual General Meeting of the Company, to be held on Wednesday, 7th August 2019 at 11:00 A.M. at "Bhaskara Auditorium", Birla Museum, Adarsh Nagar, Hyderabad - 500 063 and at any adjournment thereof in respect of such Resolutions as are indicated on the back of this Proxy Form.

Affix
Revenue
Stamp

Place :

Date :

Signature of Shareholder: _____ Signature of Proxy holder(s): _____

Note: This form duly filled up, stamped and signed by the appointer or his attorney duly authorized in writing or if the appointer is a Body Corporate, under the seal or signed by an attorney duly authorized by it shall be deposited at the Registered Office of the Company along with the power of attorney, if any under which the Proxy Form is signed, not less than 48 hours before the commencement of the meeting.

P.T.O

Item nos.	Resolutions
Ordinary Business	
1.	Adoption of Audited Balance Sheet as at 31st March 2019 and Statement of Profit & Loss for the Year ended on that date together with the Reports of the Director's and Auditor's thereon.
2.	Declaration of dividend on equity shares
3.	Appointment of a Director in place of Mr. R Gopalakrishnan (DIN: 00296413) who retires by rotation and being eligible offers himself for re-appointment.
Special Business	
4	Ratification of Cost Auditor's remuneration for the Financial Year 2019-20.
5	Re-appointment of Mr. K.P. Singh, Non Executive Independent Director for Second Term of 5 (Five) Consecutive Years.
6	Approval of Continuation of Payment of Remuneration to the Executive Directors who are Promoters in excess of therehold limits as per SEBI (LODR) (Amendment) Regulations, 2018.

