



NLC TAMILNADU POWER LIMITED

**9th Annual Report
2014 - 2015**

Vision

“To strive for operational excellence in Power Generation and to emerge as environmental friendly and socially responsible leading Power Company”.

Mission

- i. To strive towards greater cost competitiveness and work towards continued financial strength;
- ii. To continually imbibe best practices from the best Indian and International Organisations engaged in Power Generation;
- iii. To play an active role in society and be sensitive to emerging environmental issues.



CHAIRMAN

Shri. B. Surender Mohan

DIRECTORS

Shri. Rakesh Kumar

Shri. S. Rajagopal

Shri. S. Boopathy

Shri. M.Raj Kumar

CHIEF EXECUTIVE OFFICER

Shri. S. Sathiyarayanan

CHIEF FINANCIAL OFFICER

Shri. V. N. Babu

COMPANY SECRETARY

Shri. R.Jayasarathy

STATUTORY AUDITOR

R. Gopalakrishnan & Co.,
Chartered Accountants,
No.13 (Old No.7), Arcot Street,
T. Nagar, Chennai - 600 017.

SECRETARIAL AUDITOR

Shri R. Balasubramaniam,
Practicing Company Secretary,
J Block, Second Street,
"Newry Suprit", Door No.27,
Flat No. A2, Anna Nagar East,
Chennai - 600 102.

REGISTERED OFFICE

'Neyveli House',
No.135, Periyar EVR High Road,
Kilpauk, Chennai - 600 010.

PRINCIPAL BANKERS

Bank of Baroda

Bank of India

Allahabad Bank

Syndicate Bank

Dena Bank

Punjab & Sind Bank

Indian Bank

Corporation Bank

Bank of Maharashtra

Oriental Bank of Commerce

State Bank of India

Canara Bank

Central Bank of India

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DIRECTORS' REPORT FOR THE YEAR 2014-2015

To

The Members,

NLC Tamil Nadu Power Limited.

Your Directors have great pleasure in presenting the 9th Annual Report of your Company together with the Audited Accounts for the year ended 31st March, 2015.

Project

The Ministry of Coal, vide letter No.4301/154/2006/CPAM dated 12.05.2008, has conveyed the Government of India approval for implementation of coal based 2x500 MW Thermal Power Project at Tuticorin at an estimated cost of Rs.4909.54 crore. The time schedule for commissioning of the project for Unit-1 is within 46 months and Unit-2 within 51 months from the date of sanction. Revised Cost Estimate (RCE) of Rs.6,602.74 crore (June-2013 base) has been approved by the Government of India after considering the revised COD of Unit 1 & 2 in February, 2014 and May, 2014 respectively. The project is being implemented by the promoters viz., Neyveli Lignite Corporation Limited (NLC) and Tamilnadu Generation and Distribution Corporation Limited (TANGEDCO) with equity participation in the ratio of 89:11. Unit-1 has been declared for commercial operation with effect from 18th June 2015 and the COD of the Unit-2 is expected shortly.

Land

V.O. Chidambaranar Port Trust (VOCPT) - formerly Tuticorin Port Trust (TPT) has allotted their Land admeasuring 127.465 hectares for implementation of the above Thermal Project and also for housing colony. In this regard Long term Lease Agreement for 30 years has been entered into between the Company and VOCPT. Government of Tamil Nadu (GoTN) has accorded administrative sanction on 23.12.2011 to acquire Land to the extent of 286.21 acres (consist of 9 blocks) through private negotiation for ash dyke requirement for this Project. As some of the private land owners have raised objections, GoTN has accorded revised administrative sanction on 13.08.2013 for acquiring lands under the provisions of Tamil Nadu Industrial Purpose Act, 1997.

Alternative arrangement for Ash Dyke

Private quarry owners were approached for sparing their abandoned quarries to dump the bottom ash from the Tuticorin Power plant on short term basis till the Ash Dyke is formed at the proposed land at Melpandiapuram Village. A "Consent Agreement" has been signed with one of the private quarry owners, who has given willingness to spare the abandoned quarries at Allikulam, Thinmarajapuram and Perurani Village of Thoothukudi District.

Tamil Nadu Pollution Control Board (TNPCB) has granted permission to dump the bottom ash in the aforesaid abandoned quarries for a period of 6 months as a temporary measure subject to certain conditions.



Status of Project Implementation

The contract for Main Plant Package of Steam Generator, Turbo Generator and Electrostatic Precipitator has been awarded to BHEL. Hydro test for Unit-1 Boiler and Unit-2 Boiler have been completed in September 2012 and November 2012 respectively. Boiler light up of Unit-1 was completed on 19.03.2014 and Unit - 1 was synchronized with coal firing on 08.03.2015 and full load was reached on 10.03.2015. In respect of Unit-2, the Unit was synchronized with Oil firing on 09.04.2015 and the Unit was operated on full load on 09.07.2015. COD of the Unit-2 is expected shortly.

Initial operation of Coal Handling System and Circulating Water System (Unit-1) had been completed. 220KV & 400KV GIS Switch Yard were energized during February 2014 & March 2014 respectively and provisionally taken over. Ash Handling System, Desalination and Water Treatment Plant on manual mode, Chimney, both cooling towers and Power Transformer were taken into service for operating of Unit-1 and Unit - 2.

In respect of coal washery and logistics LOA was issued to M/s.Sical Logistics Limited. Construction of coal berth (North Cargo Berth-1) for the Company has been entrusted to VOCPT on deposit work basis. The Construction of dedicated coal jetty for transportation of coal to the power plant was completed and handed over to the Company on 04.10.2012. The Project Consultancy Contract has been entrusted with MECON Limited.

Miscellaneous Works

The works in respect of Sea water RCC intake channel and outfall pipeline package construction of Compound wall, Approach roads, Security office and Administrative office, Construction of Guest House & Construction of Residential quarters (Township) have been completed and with regard to the works in respect of Shore Unloaders, Fire protection system, Circulating water make up system and out fall system, Hydrogen Generation Plant, Storm water pumping arrangement, Inter plant communication and Non-Residential Building (Township) are in progress.

The cumulative expenditure incurred for the Project up to 31.03.2015 was Rs. 6115.69 Crore. The overall physical progress of the project as on 31.03.2015 was at 88.44% as against the target of 100%. During this year, 6.8875 MU of in-firm Power was generated.

Coal Linkage

Your Company has signed Fuel Supply Agreement (FSA) with Mahanadi Coalfields Limited (MCL), the Subsidiary Company of Coal India Limited, for the supply of 3.0 million tonne per annum of Coal for this project. MCL has allotted 2 lakh tonne of coal as carpet coal and out of this 160026 MT of coal was received from MCL. As a part of FSA quantity Coal India Limited had supplied 1,50,000 MT of High Calorific value (6300Kcal/Kg) coal through M/s.MMTC. Apart from that to meet the requirement of coal for full load operation of both the Units and an order was placed on M/s. MSTC for import of 0.864 Million Tonnes of coal.

Environmental, Wild life & CRZ Clearances for the project

Ministry of Environment and Forest (MoE&F) has extended the Environmental clearance for Project up to 12.06.2017 by stipulating additional conditions. The measures suggested by Forest Department for addressing the issues identified as impact on biodiversity as a result of the monitoring shall be adopted by the Company scrupulously. Based on that Wild life clearance has been issued by the Chief Wild Life warden, Government of Tamilnadu (GoTN). Coastal Regulation Zone (CRZ) Clearance was issued by MoE&F in April 2014. For renewing the validity of consent to operate, an application has been submitted to Tamil Nadu Pollution Control Board on 31.03.2015.

Forest Land clearance

457.25 ha of Mullakadu reserved forest land in Thoothukudi has been de-reserved vide G.O (MS) No.66 dated: 02.06.2015 of Environmental and Forest Department, GoTN. Tamil Nadu Government Gazette notification to this effect was issued on 24.06.2015. With this the issue relating to obtaining forest clearance for the project has been resolved.

Upfront Tariff Fixation of North Cargo Berth (NCB - I)

A dedicated Berth i.e North Cargo Berth - I has been constructed by VOCPT on deposit terms basis and handed over the berth for captive usage of the Company at the cost of Rs. 4418.22 lakh. The Tariff Authority for Major Ports (TAMP) has been approached to resolve the issue between the Company and VOCPT with regard to fixation of upfront tariff. The concession agreement between the Company and VOCPT will be firmed up.

Project Funding

As per the prevalent norms, the project is to be funded with equity and debt in the ratio 30:70 respectively. As on 31st March, 2015 the total equity share capital Rs.1694.40 crore has been subscribed by the Promoters in the ratio of 89:11. Towards the project requirement, further share capital of Rs.135 crore has been offered to the promoters as Rights share in the ratio of Equity shares held by them. Against the above rights issue, as on 31.03.2015, Rs.120.15 crore has been received from NLC. As on 31.03.2015, the Company had availed rupee term loans from the consortium of bankers led by Bank of Baroda and Bank of India for Rs.2500 crore and Rs.937 crore respectively apart from the bridge loan outstanding to NLC for Rs.980.52 crore.

Power Allocation & Evacuation

Ministry of Power, GOI has fixed the allocation of power from the Project to the beneficiaries - viz., TANGEDCO, ESCOMs of Karnataka State, Puducherry Electricity Department, Kerala State Electricity Board, DISCOMS of Andhra Pradesh and Telangana. Based on this Power Purchase Agreement (PPA) has been signed with all beneficiaries. Power Grid Corporation of India Limited-(PGCIL) is implementing 400 KV power evacuation systems for this project and their works have been completed.

**Financial Statement**

The key financial details as on 31.03.2015 are as under:

(Rs. in lakh)

	2014-15	2013-14
I EQUITY AND LIABILITIES		
Share Capital	169440.00	147200.00
Reserves and Surplus	(4.12)	(4.12)
Share Application Money Pending for Allotment	12015.00	8760.00
Long Term Borrowings	321830.00	343700.00
Other Current Liabilities	178604.80	79175.53
Total	681885.68	578831.41
II ASSETS		
Fixed Assets	7272.34	7336.39
Capital Work-in-Progress	655813.88	565572.96
Current Assets:-		
i.Cash and Bank Balances	11598.78	938.09
ii.Short Term Loans and Advances	7200.68	4983.97
Total	681885.68	578831.41

Energy Conservation and Research & Development

Not applicable as the project is under implementation.

Risk Management

Your Company has an approved Risk Assessment and Minimisation Procedure. The risks are assessed along with mitigation efforts and the status of the same is being periodically reviewed by the Board.

Compliance under the Right to Information Act, 2005

During the year 2014-15, there were five applications referred to the Company and the information sought were furnished in time and there were no appeals to the Commission against the information furnished.

Safety

The Company is taking measures to maintain a safe working environment through implementation of safety procedure by suitable training to the contract workmen through contractors, Factory Inspectorate and tool box meetings.

Management Discussion & Analysis Report and Report on Corporate Governance

The Management Discussion & Analysis Report is furnished in Annexure-1. The report on Corporate Governance together with Auditor Certificate on the compliance of Corporate Governance conditions stipulated as per DPE Guidelines on Corporate Governance are furnished in Annexure-2&3 respectively.

Corporate Social Responsibility (CSR)

Your Company has CSR Policy in compliance with the provisions of Companies Act, 2013. During the year, a contribution of Rs.25 lakh were made to Kalakad Mundanthurai Tiger Conservation Foundation (KMTCF) Tirunelveli under the CSR activity of the Company. As per requirements of the Companies Act,2013, report on CSR activities is furnished in Annexure-4. As part of CSR initiatives orders were placed for procurement of benches and desks for Rs.23,68,494/- for distribution to Government Schools identified by the District Authorities.

Particulars of Employee

Particulars of employee as required under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 - Nil.

Extract of Annual Return

The extract of Annual return in terms of Section 134(3) read with 92(3) of the Companies Act, 2013 is placed as Annexure-5.

Loans, Guarantees and Investments

During the year 2014-15, the Company has not granted any loans or guarantees or made any investments.

Transfer to Reserves

During the year 2014-15, no amount has been transferred to general reserve.

Deposits

The Company has not accepted any deposits from the public.

Statement of Annual Evaluation of Board, Committees and Individual Directors

The performance of all Non-Executive/Part-time Directors appointed by the Promoter Companies / Government is being reviewed annually by the respective nominating authority as per their standard procedure. The performances of Independent Directors appointed by the Ministry are reviewed by the Government at the time of selection and further extension of their tenure. The Performance of the Company which includes the collective performance of the Board is reviewed by the Government of India.

Material Changes affecting financial position occurring between the date of Financial Statement and Directors Report.

There were no Material Changes affecting financial position occurring between the date of Financial Statement and Directors Report.

Sexual Harassment of women at Workplace

Employees of your Company are covered by the rules of the holding Company, M/s. Neyveli Lignite Corporation Limited. In this regard, a separate Committee has been constituted for looking into the Complaints relating to Sexual Harassment of women at workplace. During the year 2014-15, no Complaints has been received by the said Committee as regards to your Company.



AUDITORS

Statutory Audit

M/s. R.Gopalakrishnan & Co., Chartered Accountants, Chennai has been appointed as the Statutory Auditors of the Company by the Comptroller & Auditor General of India (C&AG), for the financial year 2014-15, under Section 139 of the Companies Act, 2013. The Board of Directors of your Company have fixed Rs.1 lakh plus applicable service tax as the Statutory Audit fee for the year 2014-15 in addition to reimbursement of out of pocket expenses at actual.

Secretarial Audit

R.Balasubramaniam, Practising Company Secretary, Chennai was appointed as the Secretarial Auditor for the year 2014-15 at a remuneration of Rs.25,000/-. The Secretarial Audit Report for the year 2014-15 and the reply to the observations of the Secretarial Auditor is furnished in Annexure-6.

Internal Audit

M/s.Deloitte Touche Tohmatsu Pvt Limited, Chennai, has been appointed as the Internal Auditor of the Company for the financial year 2014-15. The Board of Directors of the Company have fixed Rs.6 lakh per annum plus applicable service tax as the Internal Audit fee for the year 2014-15 in addition to reimbursement of permissible travelling, lodging expenses and out of pocket expenses.

C&AG Comments

C&AG Comments on the financial statements for the year ended 31st March, 2015 is furnished in Annexure-7.

Directors' Responsibility Statement as per Section 134(3)(c) of the Companies Act, 2013

The Board of Directors declares:-

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- that the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of profit of the Company for that period;
- that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors had prepared the annual accounts on a going concern basis.
- the directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Board of Directors

Prof. P. Mannar Jawahar, Prof. T.Kumar, Independent Directors have relinquished as Directors with effect from 05.08.2014. Shri. P.Annadurai representing TANGEDCO had relinquished as Director with effect from 06.08.2014.



Shri.R.S. Alagappan representing TANGEDCO, had been inducted into the Board as an Additional Director with effect from 06.08.2014 and subsequently he had relinquished as Director with effect from 15.04.2015. Shri. T.V.K.Murugan representing TANGEDCO has been inducted into the Board as an Additional Director with effect from 15.04.2015 and relinquished from the Board with effect from 21.08.2015.

Shri. Manoj Kumar Sharma, Director representing Ministry of Coal had relinquished as Director on the Board of the Company with effect from 20.04.2015. Shri. M.Rajkumar, Director representing Ministry of Coal has been inducted into the Board as an Additional Director with effect from 13.05.2015.

Shri. C.Ramachandran had relinquished as Chief Executive Officer of the Company on 31.03.2015 on attaining the age of superannuation. Shri. V.Udayasankar had relinquished as Chief Financial Officer of the Company on 16.03.2015.

Shri. S.Sathiyarayanan has been appointed as Chief Executive Officer of the Company on 01.04.2015 and Shri. V.N.Babu, has been appointed as Chief Financial Officer of the Company on 17.03.2015.

The Board places on record its appreciation for the valuable guidance provided by Prof. P.Mannar Jawahar, Prof. T.Kumar, Sarvashri Manoj Kumar Sharma, P.Annadurai, R.S.Alagappan and T.V.K.Murugan during their tenure as Directors on the Board of the Company. The Board also places on record its appreciation for guidance provided by Shri.C.Ramachandran, former Chief Executive Officer and Shri.V.Udayasankar, former Chief Financial Officer of the Company. Shri. S.Boopathy, Director retire by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-election.

Acknowledgement

The Board of Directors of your Company places on record their sincere appreciation for the continued support and guidance extended by the Neyveli Lignite Corporation Limited, TNEB Limited, TANGEDCO, VO Chidambaranar Port Trust, Ministry of Coal, Ministry of Power, Ministry of Environment & Forest, Ministry of Surface Transport, Ministry of Shipping and Transport, Ministry of Industry, Ministry of Labour, Planning Commission, Central Electricity Authority, Central Electricity Regulatory Commission and Consortium of Bankers, Mahanadhi Coalfields Limited, MSTC and other agencies.

The Board of Directors of your Company is pleased to acknowledge with gratitude, co-operation and continued support extended by the Government of TamilNadu, District Administration and the Statutory Authorities concerned. The co-operation and support by the Comptroller and Auditor General of India, the Statutory Auditors, Secretarial Auditors, Internal Auditors and Central and State Pollution Control Boards need special mention and the Directors acknowledge the same. Your Directors wish to place on record their appreciation for the dedicated work putforth by the employees at all levels.

for and on behalf of the Board of Directors

Place : Chennai
Date : 27.08.2015

B.SURENDER MOHAN
CHAIRMAN



Management Discussion and Analysis Report

Industry Structure and Development

Power

Power Sector plays important role facilitating economic, industrial and infrastructure development of the country. National Electricity policy has been evolved so as to introduce competition, protect consumer's interests and provide quality power to all users at an affordable cost. Power Sector in India has made rapid growth in the installed capacity of power generation, transmission and distribution since Independence. Government has been taking initiatives such as regulatory, reform and concessional measures to provide electricity to the needy people including rural villages through rural electrification scheme in addition to the development of Ultra Mega Power Projects so as to meet the increasing power demand. Due to rapid urbanization, improvement in the standard of livings, formation of smart cities with higher economic growth leads to increase in the power consumption.

The total power generation installed capacity has been increased from 1362 MW (year-1947) to 267637.35 MW as on 31.03.2015 and the Coal based Thermal Power Stations are contributing 61.5% of the total installed capacity.

Demand

In our Country, during the year 2014-15 the power availability was 1028955 MU as against the requirement of 1067085 MU with the deficit of 3.6% and in the peak hours the deficit was 4.7% at the power supply deficit of 7006 MW. In Southern region, during the year 2014-15 the power availability was 258503 MU as against the requirement of 273841 MU with the deficit of 4.1% and in the peak hours the deficit was 5.2% at the power supply deficit of 2047 MW. Considering the GDP growth rate of 9% the working group on power for XII Plan has projected an energy demand of 1403 BU at end of XII Plan 2016-17 and 1993 BU in the terminal year of XIII Plan (2021-22). The per capita power consumption is in the range of 957 Kwh and expected to increase further in the future years.

Production

During the year 2014-15, the aggregate all-India installed capacity of electric power generating stations was increased by 24608 MW. The electricity generation from all sources increased from 967.15 BU in 2013-14 to 1048.40 BU in the year 2014-15 against target of 1023.00 BU with a growth rate of 8.40%. As per XII Plan the capacity addition target is 88537 MW and as against the same, the achieved capacity upto March, 2015 was 61014 MW (68.91%).

SWOT Analysis

Strength

- The Company has a defined Vision, Mission and Objectives.
- The Promoter Companies viz. Neyveli Lignite Corporation Ltd.,(NLC) and Tamil Nadu Generation and Distribution Corporation Ltd., (TANGEDCO) have best exposure and expertise in implementation of power projects.

- Experienced Management team with skilled manpower.
- Potential Demand for electric power.
- Good financial support.
- Commitment to protect the stakeholders interest.

Weakness

- Dependent on external supplier for supply of Coal.
- Delay in execution of the work by the contractors.
- Delay in obtaining statutory clearances.

Opportunities

- ✧ Increasing demand for electrical power in the Country.
- ✧ Thrust by Government of India for development of power sector to meet the requirement of rural & urban locations.
- ✧ Availability of modern latest high efficiency technology for power sector which ensures lesser consumption of fuel and also maintain lesser emission level.
- ✧ Establishment of Power Exchanges and unified Power Grid for ensuing better distribution of power from one region to another region.
- ✧ Various concessions/reliefs to the power sector industries initiated by the Government of India, leads to accelerate the power generation in order to achieve the envisaged economic growth rate.

Threats

- ✧ Limited domestic manufacturers of power equipments and their delay in completion of the work.
- ✧ Volatility of Coal price, quality and also its inadequate availability.
- ✧ Stringent norms being set by the Regulators.

Segment-Wise Performance

Company is not a multi-segmented Company.

Outlook**Power****Coal based Thermal Power Project**

Your Company is presently implementing 2x500 MW Coal based Thermal Power Project at Tuticorin in Tamilnadu and Unit-1 has been declared commercial operation with effect from 18.06.2015 and COD of the Unit-2 is expected shortly. Capacity addition or establishment of new Power Projects will be considered after completion of implementation of the present project and at appropriate time.

Risks and Concerns

- Delay in execution of the Project, consequent to shortage of skilled man power deployment and lack of mobilization of sources by the contractors.
- Stringent environmental norms prescribed by the respective authorities.



- Delay in acquisition of required land for Ash Dyke.
- Escalating cost of new power plants due to increase in demand for power sector equipments / due to cost and time over run.
- Stringent operational norms prescribed by the Regulatory Authorities for the purpose of fixing the tariff.

Internal control systems and their adequacy

The Internal Audit is conducted by an external firm covering all the areas of operations and the report is subject to review by the Audit Committee. The Company has adequate internal control systems and procedures commensurate with its size and nature of business. Audit Committee monitors the financial reporting process through review of periodical financial statements.

The adequacy of internal control systems has been monitored by the Audit Committee. Further, the accounts of the Company are subject to C&AG audit in addition to the propriety audit conducted by them.

Power Tariff

Central Electricity Regulatory Commission (CERC) constituted under the Electricity Regulatory Commission Act, 1998, determines the Power tariff for generating Companies owned or controlled by Central Government and generators selling power to more than one State.

Discussion on Financial Performance with reference to operational Performance

Covered in the Main Report.

Material developments in Human Resources and Industrial Relations front, including number of people employed.

Human Resource Development

Human Resource is considered as the prime resources for the success of the organization and hence utmost priority is given for the development of Human Resource by conducting in-house and deputation training. The total manpower deployed in the Company as on 31.03.2015 was 186.

Industrial Relation

Industrial relations scenario was generally cordial and peaceful during the year 2014-15.

Cautionary Statement

Statements in the Management Discussion and Analysis and Directors Report describing the Company's strengths, strategies, projections and estimates are forward looking statements and progressive within the meaning of applicable laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Policies and other incidental factors. Readers are cautioned not to place undue reliance on the forward looking statements.

for and on behalf of the Board of Directors

Place : Chennai
Date : 27.08.2015

B.SURENDER MOHAN
CHAIRMAN

REPORT ON CORPORATE GOVERNANCE
Mandatory Requirements
Company's philosophy on Code of Corporate Governance

Transparency, accountability and integrity are the main ingredients of good Corporate Governance. Your Company as a corporate citizen adheres to the standards of good corporate governance in letter and spirit.

Board of Directors

The Board of Directors of your Company is headed by a Non-executive Chairman. The composition of Board of Directors of the Company as approved by the Government of India is as under:-

i. Directors representing NLC in ex-officio capacity	-	4	
ii. Director representing Ministry of Coal	-	1	
iii. Director representing TNEB (TANGEDCO)	-	1	
iv. Independent Directors	-	3	
a. Independent Director from NLC Board	-	1	
b. Other Independent Directors	-	2	
		<u>9</u>	

Present Composition of Board of Directors of the Company is not in conformity with the composition as approved by the Government of India since three Independent Directors (including one Independent Director from NLC Board) are required to be appointed on the Board of the Company. On appointment of Independent Directors on the Board of NLC, one of the Independent Directors will be nominated on the Board of the Company by NLC subject to issue of formal notification by Ministry of Coal. The issue relating to the appointment of other two Independent Directors on the Board of the Company has been referred to the Ministry of Coal, the Administrative Ministry and the formal notification for appointment of Independent Directors is awaited. The particulars regarding composition of Board of Directors as on 31st March, 2015 and other details are furnished as under:

Sl.No.	Name (Sarvashri)	Other Directorships held as on 31.03.2015	Other Committee* Membership held as on 31.03.2015	
			As Member	As Chairman
	Directors representing NLC			
1	B. Surender Mohan	2	-	-
2	Rakesh Kumar	2	2	-
3	S. Rajagopal	2	1	-
4	S. Boopathy	2	1	-
	Director representing TANGEDCO			
5	R.S. Alagappan	4	-	-
	Director representing Ministry of Coal			
6	Manoj Kumar Sharma	-	-	-

*Audit Committee and Stakeholders Relationship Committee.

**Management of Business & Board Procedure**

The day-to-day management of business and affairs of the Company is being administered by the Chief Executive Officer (CEO), who is not a member of the Board and he functions, subject to the superintendence, control and direction of the Board. The CEO has been delegated with certain administrative and financial powers by the Board of Directors. Any proposal beyond the powers of CEO and particularly major decisions involving high value capital expenditure, annual plans, award of major contracts, mobilization of resources, loans and investments (other than Short-term Investments), borrowings and all policy decisions including policy relating to all personnel matters are decided only at the Meetings of the Board/Sub-Committee of the Board as the case be applicable.

Date of Board Meetings and Directors' Attendance

During the financial year 2014-2015, five meetings of the Board of Directors were held on the following dates:-

19th May 2014, 22nd July 2014, 24th September 2014, 15th December 2014 and 6th February, 2015.

Generally, at least one Board Meeting is held in every three months and minimum four such meetings are held every year and the time gap between two board meetings did not exceed three months.

The details of attendance of Directors at the Board Meeting held during the financial year 2014-2015 were as under:-

Name (Sarvashri)	No. of Meetings attended out of 5 held	Remarks
B. Surender Mohan	5	
Rakesh Kumar	5	
S. Rajagopal	5	
S. Boopathy	4	
P. Annadurai	2	Relinquished w.e.f. 06.08.2014
R.S. Alagappan	3	Inducted w.e.f. 06.08.2014
Manoj Kumar Sharma	5	
Prof. P. Mannar Jawahar	2	Relinquished w.e.f. 05.08.2014
Prof. T. Kumar	2	Relinquished w.e.f. 05.08.2014

General Meeting Attendance:

Shri. B. Surender Mohan, Chairman, Sarvashri Rakesh Kumar, S. Rajagopal, S. Boopathy, Manoj Kumar Sharma Directors and R.S. Alagappan, the then Chairman, Audit Committee attended the last Annual General Meeting held on 24th September, 2014.

Board Committees

The following Sub-committees have been constituted by the Board of Directors.

Sub-Committee of Board of Directors

A Sub-Committee of Board of Directors has been constituted to accord approval for pre-qualification requirements (PQR) and technical specification in respect of various packages/purchases/works undertaken by the Company for implementation of the Project and also to accord approval for short-listing of tenders, qualification of bidders on PQR and techno-commercial conditions and also for placement of orders and entering into consultancy contracts as per the delegation granted by the Board. Presently this Committee comprises Shri B. Surender Mohan, as its Chairman and Sarvashri S. Boopathy, Rakesh Kumar and S.Rajagopal, Directors as its Members.

Audit Committee

Consequent on the relinquishment of Prof. T. Kumar, Prof. P. MannarJawahar and Shri. R.S. Alagappan, the Audit Committee has been reconstituted with Shri.S.Boopathy, Shri. S.Rajagopal, Shri. T.V.K. Murugan and Shri. Rakesh Kumar, Directors as its Members. On relinquishment of Shri. T.V.K.Murugan, presently the committee comprises Sarvashri S.Boopathy, S.Rajagopal and Rakesh Kumar, Directors as its Members. In the absence of Independent Directors on the Board, the Committee could not be constituted in accordance with the requirements of the Companies Act,2013 and DPE Guidelines on Corporate Governance. On their appointment, the Committee will be reconstituted as per the requirements. The terms of reference of Audit Committee conform to the requirements of Section 177 of the Companies Act, 2013 and the DPE guidelines on Corporate Governance.

The details of attendance of Members at the Audit Committee Meetings of the Company held during the year 2014-2015 were as under:-

Name (Sarvashri)	No. of Meetings attended out of 4 held	Remarks
Chairman of the Committee		
R.S.Alagappan	2	Inducted w.e.f. 06.08.2014
Members		
S.Boopathy	4	
Prof P.Mannar Jawahar	2	Relinquished w.e.f. 05.08.2014
Prof T.Kumar	1	Relinquished w.e.f. 05.08.2014
S.Rajagopal	2	Inducted w.e.f. 24.09.2014

Note : Company Secretary is the Secretary to the Audit Committee.



Corporate Social Responsibility Committee

Consequent on the relinquishment of Shri. T.V.K. Murugan, this committee comprises Sarvashri Rakesh Kumar and S. Rajagopal, Directors as its Members. The Company has the CSR policy for implementation of CSR activities. As stated earlier, in the absence of Independent Directors on the Board, present Composition of the Committee do not comply with the provisions of the Companies Act, 2013.

Nomination and Remuneration Committee

In terms of the requirement of Section 178(1) of the Companies Act, 2013 the Nomination and Remuneration Committee has been constituted with the terms of reference as notified in the Companies Act, 2013 from time to time limited to below Board Level employees only and DPE Guidelines for payment of Performance Related Pay (PRP). No meeting has been held during the year under review.

Presently this Committee comprises Shri. Rakesh Kumar and Shri.S. Rajagopal, Directors as its Members and the present composition of the Committee do not comply with the requirements of the Companies Act, 2013 and DPE Guidelines on Corporate Governance.

Presently the employees of NLC are transferred and posted in the Company and they are governed by the applicable rule of NLC including rules relating to payment of Performance Related Pay (PRP).

Remuneration to Directors

No Remuneration/Sitting Fee is being paid to any Part-time Official Directors, except sitting fees of Rs.5,000/- for attending each Board/Committee Meeting, no other remuneration is being paid to the Independent Directors.

Code of Conduct

As required under the DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, the Board of Directors of the Company have laid down a Code of Conduct applicable for all Board Members and Senior Management Personnel of the Company. In this regard a declaration signed by the Chief Executive Officer (CEO) is reproduced below:

“I hereby confirm that all the Members of the Board and Senior Management Personnel to whom the Code of Conduct was applicable have affirmed compliance of the above code for the year ended 31st March, 2015”.

General Body Meetings

The following are the details of General Meetings of the Company held in the last three years:-

Year	Date and Time	Venue
AGM 2011-12	14.09.2012 – 16-00 hours	'Neyveli House', No.135, Periyar EVR High Road, Kilpauk, Chennai-600 010.
AGM 2012-13	06.09.2013 – 17-00 hours	-do-
EGM	17.12.2013 – 17-00 hours	Bhabha Hall, Scope Convention Centre, Scope Complex, Lodhi Road, New Delhi - 110 003.
AGM 2013-14	24.09.2014 – 10-00 hours	'Neyveli House', No.135, Periyar EVR High Road, Kilpauk, Chennai-600 010.

General Shareholder information

AGM: Date, Day, time and Venue 29th September 2015, *Tuesday*, 10.00 hours
'Neyveli House',
No.135, Periyar EVR High Road,
Kilpauk, Chennai-600 010.

Special Resolutions

No Special Resolution was passed in the previous three Annual General Meetings.

However at the Extra-Ordinary Meeting of the Company held on 17.12.2013, the following Special Resolutions were passed:

1. Alteration of Article 5 of Articles of Association for increase the Authorised Capital to Rs. 2500 crore.
2. Authorising the Board of Directors for Borrowings u/s 180(1)(c) of the Companies Act, 2013.
3. Authorising the Board of Directors for Mortgaging Assets to secure loans u/s 180(1)(a) of the Companies Act, 2013.

Disclosures**Related Party Transactions**

During the year, your Company did not enter into any contracts / arrangements / transactions with any related party which are not at arm's length basis and no material contracts / arrangements were entered in to with them at arm's length basis. No materially significant related party transactions were entered into that may have potential conflict with the interest of the company at large.

Other Disclosures

No penalties, strictures have been imposed on the Company by any Statutory Authorities on any matters relating to any guidelines issued by the Government during the last three years.



With regard to the details of administrative and office expenses as a percentage of total expenses vis-a-vis financial expenses and reasons for increase, it is stated that presently the Company is being under construction phase, the entire expenditure incurred during the construction period is being transferred to the Capital Works-in-Progress and capitalized on commissioning of the respective assets. On completion of the project and after commissioning of the unit, the aforesaid expenditure would come under the ambit of revenue and for the purpose of comparison as stated above.

Means of Communication

Financial statement is being reviewed by the Board represented by both the Promoters. No communication was made through newspaper/website.

Project Location

Coal based Thermal Power Project (2x500 MW) is under construction phase, which is situated at Harbour Estate, Tuticorin, Tamil Nadu.

Audit Qualification

It is always the Company's endeavour to present unqualified financial statement.

Training of the Board Members

The Directors on the Board are fully aware of the business module of the Company. No training programme was undertaken by the Company for the Directors during the year 2014-15.

Whistle Blower Policy

The Company has formulated the Whistle Blower Policy which could provide adequate information to the employees with regard to implementation of vigilance mechanism in the Company and safeguards against victimization of employees who avail of the mechanism.

Your Company being the Subsidiary Company of NLC Limited, the activities of the Company come within the ambit of Vigilance Branch, headed by the Chief Vigilance Officer. The Vigilance Branch is functioning under the overall guidance of the Central Vigilance Commission.

for and on behalf of the Board of Directors

Place : Chennai
Date : 27.08.2015

B.SURENDER MOHAN
CHAIRMAN



R. GOPALAKRISHNAN & CO.,

Chartered Accountants

No.13 (Old No.7), Arcot Street, T. Nagar, Chennai-600 017.

CORPORATE GOVERNANCE CERTIFICATE

To

The Members,

NLC Tamil Nadu Power Limited

1. We have examined the compliance of conditions of Corporate Governance by NLC Tamilnadu Power Limited for the year ended 31st March, 2015 as stipulated in the Guidelines of Corporate Governance notified by Department of Public Enterprises (DPE) in respect of non-listed Central Public Sector Enterprises.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedure and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the guidelines notified by DPE. It is neither an audit nor an expression of opinion on the financial statement of the Company.
3. Clause 3.1.4. of the DPE guidelines stipulates that at least 1/3rd of the Board Members should be Independent Directors and clause 4.1.1 of the guidelines stipulates that 2/3rd of members of Audit committee shall be independent Directors. During the year the composition of Board of Directors of the Company with regard to Independent Directors was not in conformity with DPE guidelines. Consequent to relinquishment of two Independent Directors with effect from 05.08.2014, the composition of Audit Committee with quorum to have minimum two independent directors have not been complied with as per DPE guidelines.
4. Subject to our observation in Para (3) above, in our opinion and to the best of information and according to the explanations given to us and the representations made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Guidelines of Corporate Governance notified by the DPE.
5. 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 R. Gopalakrishnan & Co.,

Chartered Accountants

Firm Regn. No. 000972S

Date : 28.05.2015

Place : Chennai

G. Ananthan

Partner

Membership Number. 021916



NLC TAMIL NADU POWER LIMITED

Corporate Social Responsibility (CSR) Report

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company's CSR policy, including overview of projects or programs Proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

The CSR Policy of the company aims for the betterment of the communities and in the local areas and area surrounding where it operates, it is proposed to spend around 75% of CSR Budget within Tamil Nadu and rest 25% anywhere in India. The CSR fund will be created as per the provisions of the Companies Act, 2013 i.e at least two percent (or the percentage may be fixed by the Government from time to time) of the average net profit of the company made during the three preceding financial years. The CSR policy and activities are subject to the provisions of the Companies Act, 2013 and DPE guidelines in this regard. The Broad activities under CSR will be in consonance with schedule VII of Companies Act, 2013. The key stake holders namely state/District Administration/local bodies and other agencies concerned will be regularly consulted to make the activities meet local needs. The CSR committee will monitor the implementation of CSR projects. The CSR policy and activities will be displayed in the website of the company.

2. The Composition of the CSR Committee

The CSR committee of the Board of Directors during 2014-15 was as under:

1. Shri. R.S. Alagappan
2. Shri. Rakesh Kumar
3. Shri. S. Rajagopal

3. Average net profit of the company for last three financial years

The Plant is under construction. Hence not applicable.

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)

As there was no commercial operation commenced, not applicable however the following CSR activity was carried out.

5. Details of CSR spent during the financial year : Rs. 25,00,000/-

- a) Total amount to be spent for the financial year : Nil
- b) Amount unspent, if any : Nil

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was under taken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Over heads	Cumulative expenditure up to to the reporting period	Amount spent: Direct or through implementing agency*
1	Financial contribution to Kalakad Mundanthurai Tiger Conservation Foundation (KMTCF) Tirunelveli	Protection of flora and fauna, under sub-section 1(iv) of schedule VII of Companies Act, 2013.	Tirunelveli, Tamil Nadu	Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)
	TOTAL			Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)	Rs. 25,00,000 (Rupees Twenty five lakhs only)

*Give details of implementing agency- Kalakad Mundanthurai Tiger Conservation Foundation (KMTCF) Tirunelveli is an organ of forest department of Govt. of Tamil Nadu to promote conservation activity.

6. In case of Company has failed to spend 2% of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in the Board Report :
Not Applicable.
7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

Sd/- xx xx xx
CHIEF EXECUTIVE OFFICER

Sd/- xx xx xx
CHAIRMAN / CSR COMMITTEE



Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31-03-2015

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

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : U40102TN2005GOI058050
 ii) Registration Date : 18/11/2005
 iii) Name of the Company : NLC TAMILNADU POWER LIMITED
 iv) Category / Sub-Category of the Company : Government Company
 v) Address of the Registered office and contact details :

Address	"Neyveli House", No. 135, E.V.R. Periyar High Road, Kilpauk,
Town / City	Chennai
State	Tamil Nadu
Pin Code:	600010
Country Code	IN
Telephone	044 – 28364617
Fax Number	044 - 28364625
Email Address	cosec.ntpl@nlcindia.com
Website	www.ntplpower.com

- vi) Whether listed company : No
 vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Power	35102	-

The Company is yet to commence commercial production for its business activities of Generation of Power. Therefore, no turnover was recorded during the financial year 2014-15.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Neyveli Lignite Corporation Limited	L93090TN1956GOI003507	Holding Company	89%	2 (46)



IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF									
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp*		1472000000	1472000000	100	-	1694400000	1694400000	100	-
e) Banks / FI									
f) Any Other....									
Sub-total (A) (1):-		1472000000	1472000000	100	-	1694400000	1694400000	100	-
(2) Foreign		Not Applicable							
a) NRIs -Individuals									
b) Other-Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub-total (A) (2):-									
Total share holding of Promoter (A)= (A)(1)+(A)(2)		1472000000	1472000000	100	-	1694400000	1694400000	100	-

* includes 800 equity shares held by nominees on behalf of Promoter Companies.

B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt (s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-		0	0	0	-	0	0	0	0
2. Non-Institutions :									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh									
c) Others (specify)									
Sub-total (B)(2):-		0	0	0	-	0	0	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)		0	0	0	-	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs		0	0	0	-	0	0	0	0
Grand Total (A+B+C)		1472000000	1472000000	100	-	1694400000	1694400000	100	-



(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Neyveli Lignite Corporation Limited	131,00,80,000	89	-	150,80,16,000	89	-	-
2	Tamilnadu Generation and Distribution Corporation Limited	16,19,20,000	11	-	18,63,84,000	11	-	-
	Total	147,20,00,000	100	-	169,44,00,000	100	-	-

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

Sl No.	Particulars	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	147,20,00,000	100	147,20,00,000	100
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment).	12,24,00,000 (Date - 24.09.2014)	100	22,24,00,000	100
		10,00,00,000 (Date - 06.02.2015)	100		100
3.	At the end of the year	169,44,00,000	100	169,44,00,000	100

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable

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

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	For Each of the Directors and KMP*	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Directors				
	Shri. B. Surender Mohan At the beginning of the year	100	-	100	-
	Date wise Increase / Decrease in Share holding during the year	NA			
	At the End of the year (as on 31.03.2015)	100	-	100	-
2.	Shri. Rakesh Kumar At the beginning of the year	100	-	100	-
	Date wise Increase / Decrease in Share holding during the year	NA			
	At the End of the year (as on 31.03.2015)	100	-	100	-
	Shri. S. Rajagopal At the beginning of the year	100	-	100	-
3.	Date wise Increase / Decrease in Share holding during the year	NA			
	At the End of the year (as on 31.03.2015)	100	-	100	-
	Shri. S. Boopathy At the beginning of the year	100	-	100	-
	Date wise Increase / Decrease in Share holding during the year	NA			
4.	At the End of the year (as on 31.03.2015)	100	-	100	-

* Shares are held in the name of Directors on behalf of NLC Ltd., the promoter company. No KMPs is holding any shares in the company.



V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3437,00,00,000	204,40,00,000	0.00	3641,40,00,000
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	3437,00,00,000	204,40,00,000	0.00	3641,40,00,000
Change in Indebtedness during the financial year				
Addition	0.00	980,52,00,000	0.00	980,52,00,000
Reduction	0.00	204,40,00,000	0.00	204,40,00,000
Net Change	0.00	776,12,00,000	0.00	776,12,00,000
Indebtedness at the end of the financial year				
i) Principal Amount	3437,00,00,000	980,52,00,000	0.00	4417,52,00,000
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	3437,00,00,000	980,52,00,000	0.00	4417,52,00,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager			Total Amount
		-	-	-	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,	0.00	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act,	0.00	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweet Equity	0.00	0.00	0.00	0.00
4.	Commission				
	- as % of profit	0.00	0.00	0.00	0.00
	- others, specify...	0.00	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00	0.00
	Total (A)	0.00	0.00	0.00	0.00
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other Directors
Rs.

Sl.No.	Particulars of Remuneration	Name of Directors		Total Amount
		Dr.T.Kumar	Dr.P.Mannar Jawahar	
1.	Independent Directors			
	· Fee for attending board committee meetings	12,472	23,708	36,180*
	· Commission	0.00	0.00	0.00
	· Others, please specify	0.00	0.00	0.00
	Total (1)	12,472	23,708	36,180
2.	Other Non-Executive Directors			
	· Fee for attending board committee meetings	0.00	0.00	0.00
	· Commission	0.00	0.00	0.00
	· Others, please specify	0.00	0.00	0.00
	Total (2)	0.00	0.00	0.00
	Total (B)=(1+2)	12,472	23,708	36,180
	Total Managerial Remuneration	12,472	23,708	36,180
	Overall Ceiling as per the Act	NA	NA	NA

* Only Sitting Fees of Rs.5,000 per Board meeting and applicable service tax

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	30,07,955	17,09,662	27,41,858	74,59,476
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,00,348	26,467	79,028	2,05,844
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00	0.00
3.	Sweat Equity	0.00	0.00	0.00	0.00
4.	Commission				
	- as % of profit	0.00	0.00	0.00	0.00
	- others, specify...	0.00	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00	0.00
	Total	31,08,303	17,36,129	28,20,886	76,65,320

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES : NIL
for and on behalf of the Board of Directors
Place : Chennai
Date : 27.08.2015
B.SURENDER MOHAN
CHAIRMAN

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31.03.2015

[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,
NLC Tamil Nadu Power Limited.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NLC Tamil Nadu Power Limited CIN:U40102TN2005GOI058050 (here in after called as "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the NLC Tamil Nadu Power Limited'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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions 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.

I 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, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 and rules made thereunder;
(Not applicable to the Company during the Audit period)
- (iii) The Depositories Act, 1996 and regulations and bye-laws framed thereunder;
(Not applicable to the Company during the Audit period)
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct and External Commercial Borrowings; **(Not applicable to the Company 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; **(Not applicable to the Company during the Audit period)**
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **(Not applicable to the Company during the Audit period)**
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit period)**

- (d) The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit period)**
- (e) The Securities and Exchange Board of India (Issue and Listing of debt securities) Regulations, 2008; **(Not applicable to the Company 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; **(Not applicable to the Company during the Audit period)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit period)** and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the Audit period).**

I further report that the following are the other laws specifically applicable to the Company :

1. Indian Electricity Act, 2003
2. Indian Electricity Rule, 1956

I further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory audit and by other designated professionals.

I have also examined the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Guidelines on Corporate Governance as issued by the Department of Public Enterprises applicable to Central Public Sector Enterprises.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc., subject to the following :

1. **The Company has no women director(s) on its Board as required under the second proviso of sub-section 1 of Section 149 of the Companies Act 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014.**
2. **The Board is constituted with Non-Executive Directors and the requirement to have requisite numbers of Independent Directors on the Board as per provisions of Companies Act 2013 and DPE guidelines on Corporate Governance has not been complied with.**
3. **The requirement to have requisite numbers of Independent Directors as the members of Audit Committee as per the provisions of Companies Act, 2013 and DPE guidelines on Corporate Governance has not been complied with, with effect from 5th August, 2014.**
4. **The requirement to have an Independent Director as the Chairman of the Audit Committee as per the DPE guidelines on Corporate Governance has not been complied with in respect of the meetings held after 5th August, 2014.**



5. **The Nomination and Remuneration Committee did not have Independent Director(s) as per the requirements of Companies Act, 2013 and DPE guidelines on Corporate Governance with effect from 5th August, 2014.**
6. **The Corporate Social Responsibility Committee did not have an Independent Director as per the requirements of Companies Act, 2013 with effect from 5th August, 2014.**
7. **Holding of separate meeting of Independent Directors and performance evaluation of Independent Directors as per provisions of Companies Act, 2013 has not been complied with.**
8. **In the absence of Independent Directors in the Audit Committee the requirement of having the quorum as prescribed in the Companies Act, 2013 and DPE guidelines on the Corporate Governance in respect of the meetings held after 5th August, 2014 has not complied with.**

I further report that:

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent 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 and other business which are not included in the Agenda are considered vide supplementary agenda subject to consent of the Board of Directors.

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

I further report based on the written representations received from the officials/executives of the Company 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.

Place : Chennai
Date : 22-06-2015

R. Balasubramaniam
Practicing Company Secretary
FCS No. 2397
C. P. No. 1340

Reply to the observation of the Secretarial Auditor

Sl. No	Auditor's Observations	Company's Reply
1.	The Company has no women director(s) on its Board as required under the second proviso of sub-section 1 of Section 149 of the Companies Act 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014.	The Company is a Government Company and appointment of Directors (other than Directors representing in ex-officio capacity of the promoters companies) is made by the Ministry of Coal, Government of India, the administrative Ministry. Hence the power to appoint Director including a Women Director vests with Government of India. In this regard Ministry of Coal has been appraised of the requirements prescribed under the Companies Act, 2013 and has been requested to appoint a Woman Director on the Board of the Company.
2.	The Board is constituted with Non-Executive Directors and the requirement to have requisite numbers of Independent Directors on the Board as per provisions of Companies Act 2013 and DPE guidelines on Corporate Governance has not been complied with.	For the reason stated above, the issue relating to the appointment of required number of Independent Directors on the Board of the Company, has been referred to Ministry of Coal, the Administrative Ministry. On appointment of required Independent Directors on the Board, the requirement as prescribed would be complied with.
3.	The requirement to have requisite numbers of Independent Directors as the members of Audit Committee as per the provisions of Companies Act, 2013 and DPE guidelines on Corporate Governance has not been complied with, with effect from 5 th August, 2014.	In the absence of Independent Directors on the Board, the requirements as prescribed could not be complied with. On appointment of Independent Directors on the Board, the Committee would be reconstituted as per the prescribed requirements.
4.	The requirement to have an Independent Director as the Chairman of the Audit Committee as per the DPE guidelines on Corporate Governance has not been complied with in respect of the meetings held after 5 th August, 2014.	In the absence of Independent Directors on the Board, the requirements as prescribed could not be complied with. On appointment of Independent Directors on the Board, prescribed requirements would be complied with.
5.	The Nomination and Remuneration Committee did not have Independent Director(s) as per the requirements of Companies Act, 2013 and DPE guidelines on Corporate Governance with effect from 5 th August, 2014.	In the absence of Independent Directors on the Board, the requirements as prescribed could not be complied with. On appointment of Independent Directors on the Board, the Committee would be reconstituted as per the prescribed requirements.
6.	The Corporate Social Responsibility Committee did not have an Independent Director as per the requirements of Companies Act, 2013 with effect from 5 th August, 2014.	In the absence of Independent Directors on the Board, the requirements as prescribed could not be complied with. On appointment of Independent Directors on the Board, the Committee would be reconstituted as per the prescribed requirements.
7.	Holding of separate meeting of Independent Directors and performance evaluation of Independent Directors as per provisions of Companies Act, 2013 has not been complied with.	In the absence of Independent Directors on the Board, the requirements as prescribed could not be complied with.
8.	In the absence of Independent Directors in the Audit Committee the requirement of having the quorum as prescribed in the Companies Act, 2013 and DPE guidelines on the Corporate Governance in respect of the meetings held after 5 th August, 2014 has not complied with.	On appointment of Independent Directors on the Board, the Committee would be reconstituted with Independent Directors and requirements prescribed would be fully complied with.

for and on behalf of the Board of Directors

Place : Chennai
Date : 27.08.2015

B.SURENDER MOHAN
CHAIRMAN



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF NLC TAMILNADU POWER LIMITED FOR THE YEAR ENDED 31ST MARCH, 2015.

The preparation of financial statements of NLC Tamilnadu Power Limited for year ended 31st March, 2015 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the Company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act are responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the Standards on Auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 28.05.2015.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit under Section 143(6)(a) of the Act of the financial statements of NLC Tamilnadu Power Limited for the year ended 31st March, 2015. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records. On the basis of my audit, nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditor's report.

**For and on the behalf of the
Comptroller & Auditor General of India.**

G. SUDHARMINI

**Principal Director of Commercial Audit & Ex-officio
Member Audit Board.**

Place : Chennai
Date : 22.07.2015



R. GOPALAKRISHNAN & CO.,

Chartered Accountants, No.13 (Old No.7), Arcot Street, T. Nagar, Chennai-600 017.

INDEPENDENT AUDITOR'S REPORT

To the Members of NLC TAMILNADU POWER LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **NLC TAMILNADU POWER LIMITED** ('the Company') which comprise the Balance Sheet as at 31 March, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities selection and application of appropriate accounting policies; making judgments and estimates that are reasonable are prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner



so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit / loss and its cash flows for the year ended on that date. There is no profit / loss for the year ended on that due to transfer of revenue expenses / income during the construction period to Capital Work-in-Progress.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) order, 2015 ("the Order"), as amended, issued by the Central Government of India in terms of section 143 of the Act, we give in the Annexure-1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. We are enclosing our report in terms of Section 143(5) of the Act, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, in the Annexure-2 on the directors and sub-directions issued by the Comptroller and Auditor General of India.
3. As required by section 143(3) of the Act, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a direction 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".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations give to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) The company has not required to transfer any amounts, to the Investor Education and Protection Fund during the financial year.

For R. Gopalakrishnan & Co.,
Chartered Accountants
Firm Regn. No. 000972S

G. Ananthan
Partner

Membership Number. 021916

Place : Chennai
Date : 28.05.2015



R. GOPALAKRISHNAN & CO.,

Chartered Accountants, No.13 (Old No.7), Arcot Street, T. Nagar, Chennai-600 017.

ANNEXURE-1 REFERRED TO IN OUR REPORT OF EVEN DATE

M/s. NLC TAMILNADU POWER LIMITED

1. In respect of its fixed assets:
 - a. The Company has maintained proper records in ORACLE FIXED ASSET MODULE showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management during the year.
 - c. In our opinion, the Company has not disposed of substantial part of the fixed assets during the year and the going concern status of the Company is not affected.
 - d. None of the fixed assets have been revalued during the year.
2. The Company does not have any inventories.
3. The Company has not granted loans to Companies covered in the Register maintained under Section 189 of the Companies Act. The Company has not borrowed money from the parties listed under Section 189 of the Companies Act.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets. During the course of audit, we have not observed any major weakness in the internal controls.
5. In our opinion and according to the information and explanations given to us, the provisions of Section 73 to Section 76 of the Companies Act or any other relevant provisions of the Companies Act and the Rules framed there under is not applicable to the Company at present.
6. The Central Government has prescribed the maintenance of records under sub-section (1) of Section 148 of the Companies Act, in respect of Thermal Power Station Units. The Company is yet to commence its commercial operation and we are of the opinion that reporting under this clause is not applicable for the year under audit.
7. In respect of statutory dues:
 - a. According to the records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, works contract tax and other statutory dues.
 - b. According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, provident fund and works contract tax were outstanding as at 31st March, 2015, for a period of more than six months from the date they became payable.
 - c. There are no amount required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act and the rules made thereunder.
8. The Company as on 31.03.2015 has an accumulated loss to the extent of Rs.4.12 lakh attributable to pre-incorporation expenses. The Company has not incurred any cash loss during the financial year covered by our audit or in the immediately preceding financial year.
9. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institution or banks.
10. In our opinion and according to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
11. The Company has not raised any term loans during the year.
12. In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For R. Gopalakrishnan & Co.,
Chartered Accountants
Firm Regn. No. 000972S

G. Ananthan
Partner
Membership Number. 021916

Place : Chennai

Date : 28.05.2015



R. GOPALAKRISHNAN & CO.,

Chartered Accountants, No.13 (Old No.7), Arcot Street, T. Nagar, Chennai-600 017.

ANNEXURE-2 REFERRED TO IN OUR REPORT OF EVEN DATE

M/s. NLC TAMILNADU POWER LIMITED

COMPANY OR SECTOR SPECIFIC DIRECTIONS

SUB-DIRECTIONS UNDER SECTION 143(5) OF THE COMPANIES ACT, 2013.

1. If the Company has been selected for disinvestment, a complete status report in terms of valuation of Assets (including intangible assets and land) and Liabilities (including committed & General Reserves) may be examined including the mode and present stage of disinvestment process.”

No such disinvestment taken place during the year under audit.

2. Please report whether there are any cases of waiver/write off of debts/loans/interest etc., if yes, the reasons therefore and the amount involved.

There are no case of waiver / write off of debts / loans / interest. etc., during the year under audit.

3. Whether proper records are maintained for inventories lying with third parties & assets received as gift from Govt, or other authorities.

No inventories lying with third parties & no assets received as gift from Govt, or other authorities.

4. A report on age-wise analysis of pending legal / arbitration cases including the reasons of pendency and existence / effectiveness of a monitoring mechanism for expenditure on all legal cases (foreign and local) may be given.

No such legal / arbitration cases pending during the year under audit. However, the following cases are pending with authorities, accounted as contingent liability in financial statement for the financial year 2014-15.

- i) A demand has been raised by Excise Authority towards Service Tax payable by NLC Ltd., the Holding Company for the service of manpower provided to NTPL. This case has been decided in favour of Holding Company. However, the department has gone for appeal against the order of Commissioner. Demand raised is Rs.205.63 lakh.
- ii) A demand has been raised by VO Chidambaranar Port Trust towards Revenue Sharing @ 52.17% of Coal handling Charges i.e Rs.63.85 per ton in North Cargo Berth I (NCB I) as upfront tariff. The proceedings and final decision is pending with Tariff Authority for Major Ports (TAMP) for fixation of upfront tariff. Total Coal handled at NCB - 1 as on 31.03.2015 is 3,12,519 Tonnes. Demand raised is Rs.199.54 lakh.
- iii) Service tax on Lease Hold Land for the construction of Power Project. Amount of contingency is Rs.400.37 lakh.

For R. Gopalakrishnan & Co.,
Chartered Accountants
Firm Regn. No. 000972S

Place : Chennai
Date : 28.05.2015

G. Ananthan
Partner
Membership Number. 021916

SIGNIFICANT ACCOUNTING POLICIES**I. Basis of Accounting**

The financial statements are prepared on accrual basis of accounting under historical cost convention, in accordance with generally accepted accounting principles, accounting standards, the relevant provisions of the Companies Act, 2013 and Electricity Act, 2003 to the extent applicable.

II. Fixed Assets

Fixed Assets are stated at historical cost less depreciation. Cost of acquisition is inclusive of taxes, duties, freight, installation and allocated incidental expenditure during construction/ acquisition and necessary adjustments in the year of final settlement.

III. Depreciation

1. Depreciation is provided for under straight-line method as indicated below:

Description of Assets Covered	Basis
i) Assets of Thermal Power Stations, excluding vehicles other than Ash Tippers.	The Company follows the provisions of the Electricity Act, 2003. The rates are prescribed by Central Electricity Regulatory Commission (CERC) pursuant to provisions of Electricity Act, 2003.
ii) Residential Buildings - Class I & II.	At rates prescribed by Bureau of Public Enterprises.
iii) Buildings: Non-residential Buildings Plant & Machinery: Workshop machinery and Civil construction machinery. Furniture and Equipment	At technically assessed rates.
iv) Other Assets	At rates prescribed in Schedule II of the Companies Act, 2013.

Rates under (ii) and (iii) above are followed so long as they are higher than the rates covered under base (iv).

2. Fixed assets relating to Research and Development are depreciated in a like manner as any other fixed asset of the Company.
3. In the year of commissioning /retirement of assets, depreciation is calculated on pro-rata basis, based on the number of months for which asset has been put to use.
4. Assets costing up to Rs.5000/- are fully depreciated in the year in which they are put to use.



5. Machinery Spares

Initial spares purchased along with Fixed Assets are capitalised and depreciated along with the asset. Insurance spares purchased subsequent to the commissioning of the fixed assets costing Rs. 50 lakh and above which can be used only in connection with an item of Fixed Asset and whose usage are expected to be irregular are fully depreciated over the residual useful life of the Fixed Assets and if the spare is utilised, the carrying cost is fully charged as depreciation in the year of utilisation.

IV. Intangible Assets

a) Computer Software:

Application Software acquired for an amount more than Rs.10 lakhs are capitalised as intangible assets and amortised over a period of 5 years.

b) Research & Development (Internally generated projects):

- i) Expenditure incurred during the phase of research is charged to revenue.
- ii) Expenditure incurred during the phase of development is capitalised with respect to each project and amortised over its useful life.

V. Inventory Valuation

- i) At the lower of cost and net realisable value.
- ii) Goods in Transit including goods received but pending inspection/acceptance are valued at cost.
- iii) Waste products, used belts reconditioned, Stores & Spares discarded for disposal and canteen stores are taken at Nil value.
- iv) Fuel such as Light Diesel Oil, Heavy Furnace Oil, Coal are Valued at weighted average cost basis.

VI. Prepaid expenses

Expenses are accounted under prepaid expenses only where the amounts relating to unexpired period exceed Rs.1 crore in each case.

VII. Investments

Long Term Investments are carried at cost. Provision is made for diminution if any, other than temporary, in the value of such investments.

VIII. Accounting for Grants

- i) Government and other grants received relating to depreciable fixed assets are taken to capital grants and treated as 'Deferred income' and recognised in the Profit and Loss Account by allocating to income over the period in which the depreciation is charged.
- ii) Grants relating to non-depreciable assets are credited to income over a period in which the cost of meeting the obligations attached to the grants is charged to income.
- iii) Revenue grants to the extent utilised are accounted in Profit and Loss Account.

IX. Prior Period and Extra-ordinary Items

Prior Period and Extra-ordinary items are accounted in accordance with Accounting Standard-5. Transactions arising out of errors or omissions exceeding Rs.1 crore in each case considered as material are accounted under Prior Period Transactions. Extraordinary items of value exceeding Rs.1crore in each case are considered as material and accounted for under Extra-ordinary items. Prior Period/Extra-ordinary items are not considered for stock valuation purposes.

X. Significant events occurring after the Balance Sheet date

Treatment of contingencies and significant events are in accordance with Accounting Standard-4. For this purpose, event having an effect of Rs.1crore and above in value is considered as significant.

XI. Foreign Exchange Transactions

Exchange rate variations in foreign exchange transactions are accounted as per Accounting Standard-11 of Companies (Accounting Standards) Rules, 2006 and an option has been exercised to capitalise the exchange difference.

XII. Borrowing Cost

Borrowing costs (net of interest earned on temporary investments) specially attributable to the qualifying fixed assets are capitalised along with the cost of such assets and in general, weighted average interest cost is capitalised to the qualifying assets. Other borrowing costs are recognised as expenses in the period in which they are incurred.

XIII. Construction Projects

1. Capitalisation and Depreciation Provision

Test and trial production for Thermal Power Generation unit commences from the date of synchronisation and goes up to the date of commercial commissioning. Provisional take over date of the Turbo-generator pursuant to Seventy two hours full load operation is deemed as the date of commercial commissioning of the units. Depreciation charge commences from the date of commercial commissioning. Direct expenses and interest charges incurred during the test and trial run are capitalised and the power sale revenue earned during that period is abated to the capital cost of the project.

2. Net pre-commissioning income / expenditure are adjusted directly in the cost of related assets.



BALANCE SHEET AS AT 31ST MARCH, 2015

(Rs.in lakh)

Sl. No.	Particulars	Note No.	As at 31 st March 2015	As at 31 st March 2014
I	EQUITY AND LIABILITIES			
	1. Shareholders' Fund			
	(a) Share Capital	1	169440.00	147200.00
	(b) Reserves and Surplus	2	(4.12)	(4.12)
	2. Share Application money pending for allotment	3	12015.00	8760.00
	3. Non-Current Liabilities			
	(a) Long Term Borrowings	4	321830.00	343700.00
	(b) Other Long Term Liabilities	5	0.00	0.00
	4. Current Liabilities			
	Other Current Liabilities	6	178604.80	79175.53
	TOTAL		681885.68	578831.41
II	ASSETS			
	1. Non-Current Assets			
	(a) Fixed Assets			
	(i) Tangible Assets	7	7272.34	7336.39
	(ii) Intangible Assets	8	0.00	0.00
	(iii) Capital Work-in-Progress	9	655813.88	565572.96
	(b) Long Term Loans & Advances	10	0.00	0.00
	2. Current Assets			
	(a) Cash and cash Equivalents	11	11598.78	938.09
	(b) Short Term Loans and Advances	12	7200.68	4983.97
	TOTAL		681885.68	578831.41

The Notes referred to above and the Significant Accounting Policies annexed form an integral part of the Balance Sheet.

For and on behalf of the Board

R. JAYASARATHY **V.N.BABU** **RAKESH KUMAR** **B.SURENDER MOHAN**
COMPANY SECRETARY CHIEF FINANCIAL OFFICER DIRECTOR CHAIRMAN

Place: Chennai

Date: 28.05.2015

This is the Balance Sheet referred to in our report of even date.

For R.Gopalakrishnan & Co.,

Chartered Accountants
Firm Regn.No.000972 S

G.Ananthan
Partner
M.No.021916

Place : Chennai
Date : 28.05.2015



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2015 (Rs.in lakh)

Sl. No.	Particulars	Note No.	For the year ended 31 st March 2015	For the year ended 31 st March 2014
I	OTHER INCOME	1	0.00	0.00
II	TOTAL REVENUE		<u>0.00</u>	<u>0.00</u>
III	EXPENSES			
	Employees' Benefit Expenses	2	0.00	0.00
	Finance Cost	3	0.00	0.00
	Depreciation and Amortisation Expenses	4	0.00	0.00
	Other Expenses	5	0.00	0.00
IV	TOTAL EXPENSES		<u>0.00</u>	<u>0.00</u>
V	PROFIT/(LOSS) FOR THE PERIOD		0.00	0.00

The Notes referred to above and the Significant Accounting Policies annexed form an integral part of the Profit and Loss Account.

For and on behalf of the Board

R. JAYASARATHY
COMPANY SECRETARY

V.N.BABU
CHIEF FINANCIAL OFFICER

RAKESH KUMAR
DIRECTOR

B.SURENDER MOHAN
CHAIRMAN

Place: Chennai

Date: 28.05.2015

This is the Profit and Loss Account referred to in our report of even date.

For R.Gopalakrishnan & Co.,
Chartered Accountants
Firm Regn.No.000972 S

G.Ananthan
Partner
M.No.021916

Place : Chennai
Date : 28.05.2015

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015****(Rs.in lakh)**

Particulars	For the year ended 31 st March 2015	For the year ended 31 st March 2014
A. CASH FLOW FROM OPERATING ACTIVITIES	0.00	0.00
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(291.69)	(1283.65)
Capital Work-in-Progress	(50482.44)	(71229.80)
Interest Received	704.67	636.61
Net Cash used in investing activities	(50069.46)	(71876.84)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Long Term Loan	0.00	54700.00
Short Term Loan	77612.00	20440.00
Issue of Shares	22240.00	27200.00
Share Application money pending for Allotment	3255.00	4560.00
Interest Paid	(42376.85)	(34430.06)
Net Cash used/received in financing activities	60730.15	72469.94
Net Cash increase/decrease in Cash and Cash Activities	10660.69	593.10
Cash and cash equivalents as at the beginning of the year	938.09	344.99
Cash and cash equivalents as at the end of the year	11598.78	938.09

Note:- (-) indicates cash outflow

For and on behalf of the Board

R. JAYASARATHY

COMPANY SECRETARY

V.N.BABU

CHIEF FINANCIAL OFFICER

RAKESH KUMAR

DIRECTOR

B.SURENDER MOHAN

CHAIRMAN

Place:Chennai

Date: 28.05.2015

This is the Cash Flow Statement referred to in our report of even date.

For R.Gopalakrishnan & Co.,

Chartered Accountants

Firm Regn.No.000972 S

G.Ananthan

Partner

M.No.021916

Place : Chennai

Date : 28.05.2015



NOTES TO BALANCE SHEET

1. SHARE CAPITAL

(Rs. in lakh)

Particulars	As at 31 st March 2015	As at 31 st March 2014
(a) Authorised		
250,00,00,000 Equity Share of Rs.10/-each	250000.00	250000.00
(b) Issued, Subscribed and Paid-up		
169,44,00,000 Equity Share of Rs.10/- each fully paid up	169440.00	147200.00
Details of Shares Outstanding at the beginning and end of 2014-15		
(a) Number of Shares at the beginning of 2014-15		
(i) Neyveli Lignite Corporation Ltd.,	1310080000	1068000000
(ii) TANGEDCO	1619200000	1320000000
Total	1472000000	1200000000
(b) Number of Shares Allotted during of 2014-15		
(i) Neyveli Lignite Corporation Ltd.,	197936000	242080000
(ii) TANGEDCO	24464000	29920000
Total	222400000	272000000
(c) Number of Shares at the end of 2014-15		
(i) Neyveli Lignite Corporation Ltd.,	1508016000	1310080000
(ii) TANGEDCO	186384000	161920000
Total	1694400000	1472000000

2. RESERVES AND SURPLUS

Particulars	As at 31 st March 2015	As at 31 st March 2014
Surplus	(4.12)	(4.12)

The negative balance under 'Reserves and Surplus' represents 'Pre-Incorporation expenses'.

3. SHARE APPLICATION MONEY PENDING FOR ALLOTMENT

Particulars	As at 31 st March 2015	As at 31 st March 2014
Share Application money pending for Allotment	12015.00	8760.00

Share Application money pending for Allotment is the amount received during 2014-15 from NLC Ltd., as against the 'Right Issue'.

4. LONG TERM BORROWINGS

Particulars	As at 31 st March 2015	As at 31 st March 2014
Secured Long Term Borrowings		
Term Loans from Banks		
(i) Bank of Baroda Consortium of Banks	237500.00	250000.00
(ii) Bank of India Consortium of Banks	84330.00	93700.00
Total	321830.00	343700.00

a) The Term Loans is secured by pari-passu charge on project fixed assets financed.

b) Repayment of Loan:

- (i) Bank of Baroda Consortium loan:- Re-scheduled to be repaid in twenty (20) equal half-yearly consecutive instalments starting from October 2015.
- (ii) Bank of India Consortium loan:- In twenty (20) equal half-yearly consecutive instalments starting from August 2015.



NOTES TO BALANCE SHEET

5. OTHER LONG TERM LIABILITIES

(Rs. in lakh)

Particulars	As at 31 st March 2015	As at 31 st March 2014
Others-Liability towards Retention Money	0.00	0.00
Total	0.00	0.00

6. OTHER CURRENT LIABILITIES

Particulars	As at 31 st March 2015	As at 31 st March 2014
Bank of Baroda Consortium Rupee Term Loan	12500.00	0.00
Bank of India Consortium Rupee Term Loan	9370.00	0.00
NLC Rupee Term Loan	98052.00	20440.00
Sundry Creditors and Accrued Expenses	573.46	997.74
Liabilities for Capital works	53191.32	52658.20
Other Liabilities	4918.02	5079.59
Total	178604.80	79175.53

a) The Govt of India has approved the Revised Project Cost of Rs.6602.74 crore (Original Sanctioned Cost Rs.4909.54 crore). Due to the increase in project cost, the additional debt requirement is Rs.1184.92 crore with interest rate of 10.86% (weighted average interest rate of BOB Consortium Loan and BOI Consortium Loan) and this has been tied up with NLC Ltd., The Loan drawn for Financial Year 2014-15 of Rs.980.52 crore is repayable during 2015-16.

b) Repayment of Loan:

(i) Bank of Baroda Consortium loan:- To be repaid in twenty (20) equal half-yearly consecutive instalments starting from October 2015.

(ii) Bank of India Consortium loan:- To be repaid in twenty (20) equal half-yearly consecutive instalments starting from August 2015.

7. FIXED ASSETS - TANGIBLE ASSETS

Description	Gross Cost				Depreciation				Net Value	
	As at 31.03.2014	Additions/ Transfers	Deletions/ Transfer/ Adj.,	As at 31.03.2015	As at 31.03.2014	Withdrawals/ Transfer/ Adj.,	For the Year	As at 31.03.2015	As at 31.03.2015	As at 31.03.2014
Lease Hold Land	5028.93	0.00	0.00	5028.93	1117.54	0.00	167.63*	1285.17	3743.76	3911.39
Buildings	2927.98	2245	0.00	2950.43	154.32	0.00	136.10	290.42	2660.01	2773.66
Electrical Installations	370.60	0.00	0.00	370.60	73.38	0.00	18.59	91.97	278.63	297.22
Water Supply	66.20	0.00	0.00	66.20	11.47	0.37	3.52	14.62	51.58	54.73
Plant & Machinery	26.87	15.98	0.00	42.85	13.11	11.68	0.58	2.01	40.84	13.76
Furniture & Equipment	277.75	235.39	15.98	497.16	44.35	0.00	28.67	73.02	424.14	233.40
Vehicles	56.41	32.92	0.00	89.33	4.18	1.94	13.71	15.95	73.38	52.23
Assets costing Rs. 5000 and below	8.84	0.00	0.00	8.84	8.84	0.00	0.00	8.84	0.00	0.00
Total	8763.58	306.74	15.98	9054.34	1427.19	13.99	368.80	1782.00	7272.34	7336.39
Previous Year	7484.34	1279.24	0.00	8763.58	1143.28	0.00	283.91	1427.19	7336.39	

*Lease Hold Land is being amortised over the lease period.

8. FIXED ASSETS - INTANGIBLE ASSETS

Description	Gross Cost				Depreciation				Net Value	
	As at 31.03.2014	Additions/ Transfers	Deletions/ Transfer/ Adj.,	As at 31.03.2015	As at 31.03.2014	Withdrawals/ Transfer/ Adj.,	For the Year	As at 31.03.2015	As at 31.03.2015	As at 31.03.2014
Computer Software	13.18	0.93	0.00	14.11	13.18	0.00	0.93	14.11	0.00	0.00
Total	13.18	0.93	0.00	14.11	13.18	0.00	0.93	14.11	0.00	0.00
Previous Year	8.77	0.00	0.00	8.77	8.77	0.00	0.00	8.77	0.00	0.00
Total	8776.76	307.67	15.98	9068.45	1440.37	13.99	369.73	1796.11	7272.34	7336.39

NOTES TO BALANCE SHEET
(Rs. in lakh)
9. CAPITAL WORK IN PROGRESS - CWIP

Particulars	As at 31 st March 2015	As at 31 st March 2014
Revenue Expenditure transferred to CWIP	147792.15	94344.94
Capital Work in Progress : Value of Supply, erection etc.,	508021.73	471228.02
Total	655813.88	565572.96
CWIP Includes Value of Supply, Erection etc., of following major Package Contracts		
a Main Plant - TA 1	340038.41	325388.42
b Coal Handling System - TA 2	51969.19	51514.89
c Ash Handling System - TA 3	5967.11	5178.15
d Circulating Water System - TA 4	8645.63	7964.24
e RO/DM and Effluent Plant - TA 5	17753.89	16792.13
f RCC Chimney - TA 6	6762.83	6487.31
g Natural Draught Cooling Tower - TA 7	13553.40	11822.99
h Switch Yard - TA 8	6591.85	6561.55
i Power Transformers - TA 9	10827.96	10780.57
j Others	45911.46	28737.77
Total	508021.73	471228.02
Others (Other than TA Packages)		
1 Roads & Culverts	1685.83	1685.83
2 North Cargo Berth	4418.23	4418.23
3 Area Illumination - Bajaj Elec	200.71	199.46
4 Consultancy	1402.18	1142.32
5 Inter Plant Communication - V Link Systems	236.11	236.11
6 H2 Plant - SR.Selvaraj & Airox Nigen Equipment	361.91	403.50
7 Fire Fighting - Mather & Platt Pumps Ltd.,	4660.07	2998.90
8 CWS, P.House, Piping etc., - Jyoti & Ramky	8316.39	6750.66
9 General Civil Works - IVRCL & DEE Tech	1896.86	1683.04
10 Enabling Work (Re-routing of SPIC / IOC Pipe Line, Relocation of Warehouse and Sheds	1926.53	1926.53
11 Shore Unloader - TRF	7413.79	6469.41
12 Fuel - Coal & Oil for Trial run	12157.41	145.48
13 Others	1235.44	678.30
Total	45911.46	28737.77
(i) Value of Material in Capital Work in Progress as on 31.03.2015:-		
a) Value of Material Supplied	291130.36	281581.27
b) Value of Material erected out of Material Supplied	288202.40	236608.82
c) Value of Material yet to be erected	2927.96	44972.45
(ii) Coal and Oil available as stock towards use of test and trial run are valued at weighted average cost.		

10. LONG TERM LOANS & ADVANCES

Particulars	As at 31 st March 2015	As at 31 st March 2014
Long Term Loans & Advances to Package Contractors	0.00	0.00
Total	0.00	0.00



NOTES TO BALANCE SHEET

11. CASH AND BANK BALANCES

(Rs.in lakh)

Particulars	As at 31 st March 2015	As at 31 st March 2014
(A) With Scheduled Bank in Current Accounts:		
Canara Bank, Kilpauk, Chennai	0.33	0.33
Bank of India, Tuticorin	749.68	528.10
Bank of India, Tuticorin - E-Freight	48.00	0.00
Bank of Baroda, Tuticorin	0.10	0.01
State Bank of India, Tuticorin	158.66	409.64
	<u>956.77</u>	<u>938.08</u>
(B) Others		
Stamps on hand	0.01	0.01
(C) Short Term Deposit with Banks		
Canara Bank, Neyveli.	8642.00	0.00
Bank of India, Tuticorin	2000.00	0.00
Total	<u>11598.78</u>	<u>938.09</u>

12. SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 st March 2015	As at 31 st March 2014
Advances recoverable in cash or in kind or for value to be received	7101.20	4963.98
Unsecured Considered Good	99.48	19.99
Tax Deducted at Source		
Total	<u>7200.68</u>	<u>4983.97</u>
a) Main Plant - TA1	631.60	1856.30
b) Coal Handling System - TA 2	0.00	0.00
c) Ash Handling System - TA 3	24.28	92.76
d) Circulating Water System - TA 4	15.58	63.05
e) RO/DM and Effluent Plant - TA 5	28.63	86.26
f) RCC Chimney - TA 6	4.12	40.07
g) Natural Draught Cooling Tower - TA 7	17.04	185.73
h) Switch Yard - TA 8	17.31	17.31
i) Other than TA Packages	263.56	918.92
j) Advance to VOCPT for Forest Land Clearance	1001.38	1001.38
k) Advance for Temporary Power Supply	405.65	387.75
l) Advance to TTPS for Coal diversion	3773.80	0.00
m) Advance for Import Coal to Coal India Ltd	118.57	0.00
n) Advance for Indigeneous Coal	290.94	0.00
o) Advance for Fuel Oil	249.83	142.03
p) Others	258.92	172.42
Total	<u>7101.21</u>	<u>4963.98</u>
i) Other than TA Packages - (others)		
1. CWS / Pump House / Piping - Jyoti Ltd.,	42.69	135.53
2. General Civil Work-H2 Plant, Storm water, RCC Intake	25.09	275.88
3. Residential Building & Non Residential Building	30.60	20.00
4. Shore Unloader - TRF Ltd.,	0.00	181.63
5. Fire Fighting System	118.38	277.56
6. Other Works	46.80	28.32
Total	<u>263.56</u>	<u>918.92</u>

Cost of 1,05,319 Tonnes valuing Rs.3773.80 lakh have been diverted to Tuticorin Thermal Power Station/TANGEDCO on returnable basis, treated as Short Term Loan and Advances.

NOTES TO BALANCE SHEET
(Rs.in lakh)

Particulars	As at 31 st March 2015	As at 31 st March 2014
13. Contingent Liability exists in respect of		
a) Service tax on Lease Hold Land for the construction of Power Project	400.37	400.37
b) Bank Guarantee for Commitment Guarantee	0.00	0.00
c) Bank Guarantee for Security Deposit	2250.00	2250.00
14. Estimated Value of Contracts remaining to be executed on capital accounts not provided for	18229.72	45309.90
15. A demand has been raised by Excise Authority towards Service Tax payable by NLC Ltd., the Holding Company for the service of manpower provided to NTPL. This case has been decided in favour of Holding Company. However, the department has gone for appeal against the order of Commissioner.	205.63	205.63
16. The Power Grid Corporation Ltd., (PGCIL) has completed the construction work of power evacuation during Oct 2013. As the commercial operation NTPL units is yet to take place. as per Indemnification Agreement, PGCIL may prefer indemnification claim, if there is any revenue loss to them. So far PGCIL has not made any claim and hence not provided.	-	-
17. A demand has been raised by VO Chidambaram Port Trust towards Revenue Sharing @ 52.17% of Coal handling Charges i.e Rs.63.85 per ton in North Cargo Berth I (NCB I) as upfront tariff. The proceedings and final decision is pending with Tariff Authority for Major Ports (TAMP) for fixation of upfront tariff Total Coal Handled at NCB I as on 31.03.2015 is 3,12,519 Tonnes.	199.54	
18. The effect of foreign exchange fluctuation during the year is as under: Increase in capital Work-in-Progress on account of Exchange rate difference due to exercise of option in terms of para 46 of AS-11 of Companies (Accounting Standards) Rules, 2006	278.60	237.25
19. The payment in Foreign Currency during the year towards Capital Goods - Value of imports on CIF	0.00	50.39
20. As per Accounting Standard-18 issued by the Institute of Chartered Accountants of India, the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:-		
i) List of Related Parties :- Key Managerial Personnel		
Chairman Shri. B.Surender Mohan	Directors Shri. R.S. Alagappan Shri. Manoj Kumar Sharma Shri. Rakesh kumar Shri. S. Rajagopal Shri. S. Boopathy	Chief Executive Officer Shri. C. Ramachandran Chief Financial Officers Shri. V.N.Babu Shri. V.Udayasankar Company Secretary Shri. R.Jayasarithy
ii) Transactions during the year with related parties :		
a) Remuneration to Directors listed in (i) above is NIL		
b) Salary to other than Directors listed in (i) above : Gross Salary-Rs.57.22 Lakh, Other Benefits-Rs.19.43 Lakh		
c) Coal of 1,05,319 Tonnes valuing Rs.3773.80 lakh have been diverted to Tuticorin Thermal Power Station / TANGEDCO on returnable basis being the Promoter Company.		

Figures of the previous year have been re-grouped wherever necessary.



NOTES TO PROFIT AND LOSS ACCOUNT

1. OTHER INCOME

(Rs. in lakh)

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Sale of Infirm Power	64.34	0.00
Interest on Bank Deposits	350.63	0.00
Interest on Others	587.93	639.06
Rent Recovered	24.68	43.73
Liquidity Damages Recovered	5.68	1.06
Tender Forms Sales	8.35	1.49
Others	8.29	1.42
	<u>1049.90</u>	<u>686.76</u>
Less: Transferred to Capital Work-in-Progress Accounts	1049.90	686.76
Total	<u>0.00</u>	<u>0.00</u>

2. EMPLOYEES' BENEFITS EXPENSES

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Salaries, Wages and Incentives	3081.64	2289.67
Contribution to Provident and Other Funds	567.63	559.01
Gratuity	70.87	71.41
Welfare Expenses	89.50	57.41
	<u>3809.64</u>	<u>2977.50</u>
Less: Transferred to Capital Work-in-Progress Accounts	3809.64	2977.50
Total	<u>0.00</u>	<u>0.00</u>

3. FINANCE COST

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Interest on Term Loan	42376.85	34430.06
	<u>42376.85</u>	<u>34430.06</u>
Less: Transferred to Capital Work-in-Progress Accounts	42376.85	34430.06
Total	<u>0.00</u>	<u>0.00</u>

Borrowing Cost Capitalised during the year 2014-15 and 2013-14 was Rs.42376.85 lakh and Rs.34430.06 lakh respectively.

4. DEPRECIATION AND AMORTISATION EXPENSES

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Depreciation and Amortisation Expenses	355.74	288.32
	<u>355.74</u>	<u>288.32</u>
Less: Transferred to Capital Work-in-Progress Accounts	355.74	288.32
Total	<u>0.00</u>	<u>0.00</u>

NOTES TO PROFIT AND LOSS ACCOUNT
5. OTHER EXPENSES
(Rs. in lakh)

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Oil Consumption	5249.36	11.59
Coal Consumption	182.51	0.00
Power Charges	1576.43	942.51
Water Charges	133.63	143.31
Petrol & Diesel and Others	8.64	28.53
Rent	6.52	1.29
Licence Fee	33.83	18.48
Repairs & Maintenance	277.97	229.32
Insurance	2.83	0.00
Travelling Expenses	144.82	97.58
Security Expenses	89.95	23.60
Training Expenses	26.12	0.00
Payment to Auditors:		
Statutory Audit Fees	1.12	0.79
Internal Audit Fees	6.74	4.49
Audit Certification Fees	0.20	0.08
Out of Pocket Expenses	0.46	0.61
CSR Expenditure	25.00	0.00
Bank Charges - (including BG/LC Commission, Document Charges to Loan)	73.90	12.33
Miscellaneous Expenses	114.36	67.37
	7954.39	1581.88
Less : Transferred to Capital Work-in-Progress Accounts	7954.39	1581.88
Total	0.00	0.00

6. THE PAYMENT IN FOREIGN CURRENCY

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Professional Fees	0.00	6.43

7. REMUNERATION TO DIRECTORS

Particulars	For the Year ended 31 st March 2015	For the year ended 31 st March 2014
Salaries and Contribution to Provident and other Funds	0.00	0.00
Sitting fees to Independent Directors	0.36	0.76
Total	0.36	0.76

Figures of the previous year have been re-grouped wherever necessary.



NLC TAMILNADU POWER LIMITED

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