

Independent Auditors' Report

To
The Members of
Valdehi Avenues Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Valdehi Avenues Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the preparation of these financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") 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. The Board of Directors of the Company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 financial statements based on our audit. While conducting the 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 the 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 view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

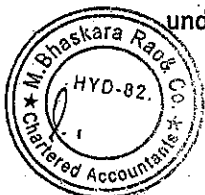
We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 March 31, 2015; and its loss and its cash flows for the year ended on that date.

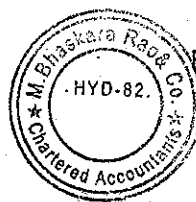
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, to the extent applicable, 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 of aforesaid financial statements;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with in the Report are in agreement with the books of account maintained for the purpose of preparation of the financial statements;
 - d. in our opinion, the Financial Statement comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

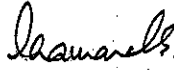


- e. on the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164 (2) of the Act.
- f. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us
- there are no pending litigations on or by the Company, the impact of which needs to be disclosed in the financial statements;
 - no provisioning is required under any law or accounting standards, for material foreseeable losses on long term contracts. Further, according to the information and explanations given to us and in our opinion, there were no derivative contracts entered into by the Company as at March 31, 2015; and
 - there are no amounts to be transferred to Investor Education and Protection Fund.

Hyderabad, April 27, 2015



for M. Bhaskara Rao & Co.,
Chartered Accountants
Firm Registration No. 000459S


M. V. Ramana Murthy
Partner
Membership No. 206439

Annexure to the Auditors' Report

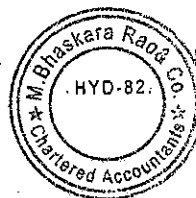
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Vaidehi Avenues Limited)

- (i) In respect of its fixed assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - (b) According to the information and explanations given to us, the fixed assets i.e. land have been physically verified with reference to documents by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
- (ii) According to the information and explanations given to us, the Company did not deal in any inventory during the year and accordingly requirements of para 3(ii) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us, no loans, secured or unsecured were granted to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 and accordingly para 3(iii) of the Order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and sale of goods and services and we have not observed any major weakness in such internal control system.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the provisions of section 73 to 76 of the Companies Act 2013 apply. Accordingly para 3(v) of the Order is not applicable to the Company.
- (vi) In our opinion and according to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Section 148(1) (d) of the Companies Act, 2013 for the Company.
- (vii) According to the information and explanations given to us in respect of statutory dues:
- (a) According to the books and records as produced and examined by us in accordance with the generally accepted auditing practices in India, the Company is generally regular in depositing undisputed statutory dues including income tax, service tax and any other material statutory dues applicable to it with the appropriate authorities during the year. The provisions of Provident Fund Act, Sales tax, Wealth tax, Customs Duty, Excise Duty, Value Added Tax and Cess are not applicable to the company at present.
 - (b) There were no undisputed amounts payable in respect of income tax and service tax which were in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.

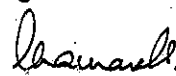


- (c) There are no dues of income tax and service tax which have not been deposited on account of any dispute.
- (d) There are no amounts which are required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- (viii) In our opinion and according to the information and explanations given to us, provisions of para 3(viii) of the Order is not applicable to the Company since the Company is registered for a period less than five years.
- (ix) In our opinion and according to the information and explanations given to us, the Company does not have any borrowings and accordingly the para 3(ix) of the Order is not applicable to the Company.
- (x) In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xi) The Company has not obtained any term loans during the year.
- (xii) During the course of our examination of the books and other records of the Company carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, no instance of fraud on or by the Company was reported during the year, nor have we been informed of such case by the management.

Hyderabad, April 27, 2015



for M. Bhaskara Rao & Co.,
Chartered Accountants
Firm Registration No. 0004595


M. V. Ramana Murthy
Partner

Membership No. 206439

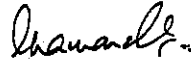
Vaidehi Avenues Limited
Balance Sheet as at March 31, 2015

(in ₹)

Particulars	Note	As at March 31, 2015		As at March 31, 2014	
EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	3	4,64,53,000		4,51,00,000	
Reserves and Surplus	4	(5,83,808)		(5,44,953)	
			4,58,69,192		4,45,55,047
Current Liabilities					
Other Current Liabilities	5		2,71,469		5,41,379
TOTAL			4,61,40,661		4,50,96,426
ASSETS					
Non Current Assets					
Fixed Assets					
Tangible Assets	6	4,55,44,756		4,41,79,225	
Non Current Investments	7	5,00,000		5,00,000	
Long-Term Loans and Advances	8	75,000		4,12,431	
			4,61,19,756		4,50,91,656
Current Assets					
Cash and Bank Balances	9		20,905		4,770
TOTAL			4,61,40,661		4,50,96,426
Corporate information and Significant Accounting Policies	1 & 2				

Accompanying notes form an integral part of the financial statements

In terms of our report attached
for M.Bhaskara Rao & Co.,
Chartered Accountants



M V Ramana Murthy
Partner

Hyderabad, April 27, 2015



for and on behalf of the Board


A S N Raju
Director
DIN: 00017416


A G K Raju
Director
DIN: 00019100

Vaidehi Avenues Limited

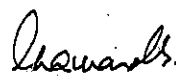
Statement of Profit and Loss for the year ended March 31, 2015

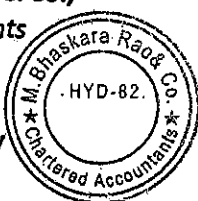
(in ₹)

	Note	Year ended March 31, 2015	Year ended March 31, 2014
Revenue			
Revenue from operations		-	-
Total Revenue		-	-
Expenses			
Other Expenses	10	38,855	42,109
Total Expenses		38,855	42,109
Loss Before Tax		(38,855)	(42,109)
Tax Expenses			
Current Tax	14	-	-
Deferred Tax	14	-	-
Loss for the period		(38,855)	(42,109)
Earnings per equity share of face value of ₹ 10/- each	13		
- Basic and Diluted - ₹		(0.01)	(0.01)
Corporate information and Significant Accounting Policies	1 & 2		

Accompanying notes form an integral part of the financial statements

In terms of our report attached
for M.Bhaskara Rao & Co.,
Chartered Accountants


M V Ramana Murthy
Partner



Hyderabad, April 27, 2015

for and on behalf of the Board


A S N Raju
Director

DIN: 00017416


A G K Raju
Director

DIN: 00019100

Vaidehi Avenues Limited

Cash Flow Statement for the year ended March 31, 2015

(in ₹)

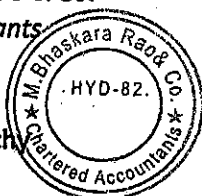
	Year Ended March 31, 2015	Year Ended March 31, 2014
A. Cash flow from operating activities		
Net (Loss) before tax	(38,855)	(42,109)
Adjustments:		
Operating profit / (loss) before working capital changes	(38,855)	(42,109)
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets		
Long-term loans and advances	3,37,431	(3,37,431)
Adjustments for increase / (decrease) in operating liabilities:		
Other Current Liabilities	(2,69,910)	3,65,562
	67,521	28,131
Cash generated from operations	28,666	(13,978)
Net income tax (paid) / refunds	-	-
Net cash flow used in operating activities (A)	28,666	(13,978)
B. Cash flow from investing activities		
Purchase of Fixed Assets	(13,65,531)	-
Net cash flow from investing activities (B)	(13,65,531)	-
C. Cash flow from financing activities		
Proceeds from issue of Shares	13,53,000	-
Net cash flow from financing activities (C)	13,53,000	-
Net increase in Cash and cash equivalents (A+B+C)	16,135	(13,978)
Cash and cash equivalents at the beginning of the year	4,770	18,748
Cash and cash equivalents at the end of the year	20,905	4,770

Notes:

1. The Cash Flow Statement is prepared in accordance with the indirect method stated in Accounting Standard 3 on Cash Flow Statement and presents the cash flows by operating, investing and financing activities.
2. Accompanying notes on accounts form an integral part of the Cash Flow Statement.
3. Figures in bracket represents cash outflows.


In terms of our report attached
for M. Bhaskara Rao & Co.
Chartered Accountants

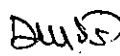

M.V. Ramana Murthy
Partner



Hyderabad, April 27, 2015

for and on behalf of the Board


A S N Raju
Director
DIN: 00017416


A G K Raju
Director
DIN: 00019100

Vaidehi Avenues Limited

Notes forming part of financial statements

1. Corporate Information

Vaidehi Avenues Limited ("the Company") has been incorporated on April 01, 2011, as a Wholly Owned Subsidiary of NCC Limited with the basic objective of acquiring the land and developing and maintaining the Stock Yard and for setting up of a Training Centre at Dhobipeta Village, Shankarpally Mandal, R R Dist in the State of Andhra Pradesh.

2. Significant Accounting Policies

2.1 Basis of Accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply in all material respects with the Accounting Standards specified under the Companies Act, 1956 (which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and the relevant provisions of the 1956 Act/2013 Act, as applicable. The accounting policies adopted in the preparation of financial statements are consistent with those followed in the previous year.

2.2 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3 Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes finance cost, duties and taxes and other incidental expenses incurred upto that date.

2.4 Investments

Investments are classified as long term. Long Term Investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments.

2.5 Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standard 20: Earning Per Share. Basic earnings per equity share is computed by dividing the net profit for the year attributable to the Equity Shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year, adjusted for the effects of dilutive potential equity shares, attributable to the Equity Shareholders by the weighted average number of the equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.



Vaidehi Avenues Limited

Notes forming part of financial statements

2.6 Provisions, Contingent Liabilities and Contingent Assets

The Company recognizes provisions when there is present obligation as a result of past event and it is probable that there will be outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for contingent liabilities is made in the notes on accounts when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent assets are neither recognized nor disclosed in the financial statements.

2.7 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

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



Vaidehi Avenues Limited
Notes forming part of financial statements

3. Share Capital

Authorised

Equity Shares of ₹ 10/- each

Issued Subscribed and Fully Paid up

Equity Shares of ₹ 10/- each

Total

As at March 31, 2015		As at March 31, 2014	
Number of Shares	Amount (In ₹)	Number of Shares	Amount (In ₹)
50,00,000	5,00,00,000	50,00,000	5,00,00,000
46,45,300	4,64,53,000	45,10,000	4,51,00,000
46,45,300	4,64,53,000	45,10,000	4,51,00,000

3.1 Reconciliation of the numbers of equity shares and amount outstanding at the beginning and end of the reporting year

Equity Shares of ₹10/- each fully paid up

Balance at the beginning of the year

Add: Alloted during the year

Balance at the end of the year

As at March 31, 2015		As at March 31, 2014	
Number of Shares	Amount (In ₹)	Number of Shares	Amount (In ₹)
45,10,000	4,51,00,000	45,10,000	4,51,00,000
1,35,300	13,53,000	-	-
46,45,300	4,64,53,000	45,10,000	4,51,00,000

3.2 Rights, preferences and restrictions attached to equity shares

The equity shares of the Company having par value of ₹ 10/- per share rank pari passu in all respects including voting rights and entitlement to dividend. Repayment of the capital in the event of winding up of the Company will inter alia be subject to the provisions of Companies Act 2013, the Articles of Association of the Company and as may be determined by the Company in General Meeting prior to such winding up.

3.3 Details of shares held by the holding company

Equity Shares of ₹ 10/- each fully paid up

NCC Limited, The Holding Company

As at March 31, 2015		As at March 31, 2014	
Number of Shares	Amount (In ₹)	Number of Shares	Amount (In ₹)
46,45,300	4,64,53,000	45,10,000	4,51,00,000

3.4 Details of shares held by each shareholders holding more than 5% shares in the Company

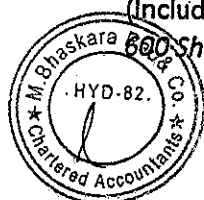
Equity Shares of ₹10/- each fully paid up

NCC Limited

(Including 600 shares (March 31, 2014 :

600 Shares) held by nominees)

As at March 31, 2015		As at March 31, 2014	
Number of Shares	% of Holding	Number of Shares	% of Holding
46,45,300	100%	45,10,000	100%



Vaidehi Avenues Limited
Notes forming part of financial statements

	(in ₹)
	As at
	March 31, 2015
	March 31, 2014
4. Reserves and Surplus	
Deficit in Statement of Profit and Loss	
Opening Balance	(5,44,953)
Loss for the year	(38,855)
Closing Balance	(5,83,808)
5. Other Current Liabilities	
Other Payables	
- Advance from related parties	2,46,469
(Refer note no. 12.3)	5,16,379
- Others	25,000
	25,000
	2,71,469
	5,41,379



Vaidehi Avenues Limited
Notes forming part of the financial statements

6. Fixed Assets

Particulars	Gross Block (At cost)			Depreciation		Net Block	
	As at March 31, 2014	Additions	Deductions	As at March 31, 2015	Up to March 31, 2014 for the year	Upto March 31, 2014	As at March 31, 2015 As at March 31, 2014
Tangible assets							
Land	4,41,79,225	13,65,531	-	4,55,44,756	-	-	4,41,79,225 4,55,44,756
Total Tangible Assets	4,41,79,225	13,65,531	-	4,55,44,756	-	-	4,41,79,225 4,55,44,756
Previous year	4,46,79,225	-	5,00,000	4,41,79,225	-	-	4,41,79,225 4,46,79,225



Vaidehi Avenues Limited
Notes forming part of financial statements

		As at March 31, 2015		As at March 31, 2014	
		Number of Shores	Amount (in ₹)	Number of Shores	Amount (in ₹)
7	Non Current Investments				
	Trade (Unquoted, At Cost)				
	Investment in equity instruments				
	In Associates				
	(In share of ₹ 10/- each fully paid up)				
	NCC Power Projects (Sompeta) Private Limited	50,000	5,00,000	50,000	5,00,000
			5,00,000		5,00,000
	Aggregate amount of Unquoted Investments		5,00,000		5,00,000
				(in ₹)	
		As at March 31, 2015		As at March 31, 2014	
8	Long Term Loans and Advances				
	(Unsecured and considered good)				
	Advance for purchase of land		75,000		4,12,431
	Total		75,000		4,12,431
9	Cash and Bank Balances				
	Cash and Cash Equivalents				
	Balances with Banks				
	- in Current Accounts		20,905		4,770
	Total		20,905		4,770
				(in ₹)	
		Year ended March 31, 2015		Year ended March 31, 2014	
10.	Other Expenses				
	Rates & Taxes		10,443		2,556
	Legal & Professional Charges		-		11,236
	Auditors Remuneration				
	- Fee for Statutory Audit		25,000		25,000
	Miscellaneous expenses		3,412		3,317
	Total		38,855		42,109
11.	Contingent liabilities and Commitments				
		As at March 31, 2015		As at March 31, 2014	
	Contingent liability		-		-
	Capital Commitments		2,13,750		11,32,500



Vaidehi Avenues Limited

Notes forming part of financial statements

12. Related Party Transactions

12.1 Following is the list of related party and relationships

<i>Related Party</i>	<i>Relationship</i>
NCC Limited	Holding Company
NCC Power Projects (Sompeta) Private Limited	Associate
Sri. A A V Ranga Raju	Key Management Personnel
Sri. AGK Raju	Key Management Personnel
Sri. ASN RAJU	Key Management Personnel

(In ₹)

	Year ended March 31, 2015	Year ended March 31, 2014
12.2 Transactions during the year with related parties		
Share capital - allotment		
NCC Limited - Holding Company	13,53,000	-
Investments		
NCC Power Projects (Sompeta) Private Limited	-	5,00,000
Advances granted / (received)		
NCC Limited - Holding Company	(10,83,090)	(3,65,562)
12.3 Balances as at year end		
Credit Balance outstanding as at year end		
NCC Limited - Holding Company	2,46,469	5,16,379
Debit Balance outstanding as at year end		
NCC Power Projects (Sompeta) Private Limited		5,00,000

13. Earning Per Share

	Year ended March 31, 2015	Year ended March 31, 2014
Net Loss after tax available for equity shareholders (in ₹)	(38,855)	(42,109)
Weighted average number of equity shares (in Nos.)	45,18,155	45,10,000
for basic and diluted EPS		
Face Value per share (in ₹)	10.00	10.00
Basic and Diluted EPS (in ₹)	(0.01)	(0.01)

14. Deferred Tax Asset on business loss has not been recognised as a measure of prudence.

15. Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification / disclosure.



Hyderabad, April 27, 2015

for and on behalf of the Board

A S N Raju

A S N Raju
Director

DIN: 00017416

A G K Raju

A G K Raju
Director

DIN: 00019100