JAYPEE CEMENT CRICKET (INDIA) LIMITED

Regd. Office: Sector- 128, Noida-201304 (Uttar Pradesh)
Phone No: +91(120)4609000, 2470800
CIN: U92412UP2012PLC053203

DIRECTORS' REPORT

To The Members

Your Directors present herewith the 2nd Annual Report together with the Audited Financial Statements of the Company for the year ended March 31, 2015.

STATUS OF THE PROJECT

Jaypee Cement Cricket (India) Limited [JCCIL] was incorporated on 20th October, 2012, as wholly owned subsidiary of Jaypee Sports International Limited (JSIL) for undertaking and managing activities relating to Cricket, in any format, by way of franchise or otherwise. It obtained the certificate of commencement of business on 23rd October, 2012. The commercial operations in the Company will begin once the cricket stadium is ready.

OPERATIONS

During the year under report, there was operating loss of Rs 35,036/- (previous year loss of Rs. 51,55,539/-).

DIVIDEND AND TRANSFER TO RESERVE

There being no operations in the Company, no dividend is recommended for the year under report. Hence, no amount has been transferred to the Reserves.

SHARE CAPITAL

The paid up equity share capital as on 31st March, 2015 is Rs. 5.00 Lacs as against the Authorised Share Capital of Rs. 100.00 Crores. During the year under review, there was no change in the Authorised and Paid up Share Capital of the Company.

DEPOSITS

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review.

DIRECTORATE

A. Appointment of Directors

During the year under report Shri Sachin Gaur, Shri Sunil Joshi and Shri Alok Gaur were appointed as Additional Directors of the Company w.e.f. 14th March, 2015, they shall hold the office upto the date of ensuing Annual General Meeting.

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Since the Company has received notice along with the deposit under Section 160 of the Companies Act, 2013, the candidature of Shri Sachin Gaur, Shri Sunil Joshi and Shri Alok Gaur for the office of Director, are proposed and the requisite agenda has been included in the Notice for the forthcoming Annual General Meeting.

B. Cessation of Directorship

During the year under report Shri Suren Jain resigned w.e.f. 27th March, 2015, Shri Sunny Gaur and Shri Sameer Gaur resigned w.e.f. 28th March, 2015 from the office of Director. The Board placed on record its appreciation for the valuable services rendered by Shri Suren Jain, Shri Sunny Gaur and Shri Sameer Gaur as Directors of the Company.

C. Retirement by rotation

As per provision of Section 152(6) of the Companies Act, 2013, every public Company shall have not less than two-third of the total number of Directors, who shall be persons whose period of office is liable to determination by retirement of directors by rotation and shall be appointed by the Company in General Meeting.

As per the provisions of Section 161 of the Companies Act, 2013, an Additional Director appointed during the year by the Board of Directors shall hold office upto the date of next Annual General Meeting.

Since Shri Suren Jain, Shri Sunny Gaur & Shri Sameer Gaur resigned as Directors and Shri Sachin Gaur, Shri Sunil Joshi & Shri Alok Gaur were appointed Additional Directors during the year, hence no Director(s) is available whose office is liable to determination by retirement by rotation at the ensuing Annual General Meeting.

STATUTORY AUDITORS

M/s R. Nagpal Associates, Chartered Accountants, the existing Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. In terms of Section 139 of the Companies Act, 2013, they can be appointed for a term of four years starting from the conclusion of the ensuing Annual General Meeting until the conclusion of the Sixth Annual General Meeting of the Company (subject to ratification of their appointment at each Annual General Meeting.)

The Company has received consent letter from the statutory auditors to the effect that their reappointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified for appointment.

The observations of the Auditors and relavant notes on the Accounts are self- expalnatory and therefore do not call for any further comments or explanation.

DISCLOSURE UNDER THE SEXUAL HARRASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company does not have any woman employee. However, the Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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EXTRACT OF THE ANNUAL RETURN AS PER SECTION 134 (3)(a) OF THE COMPANIES ACT, 2013

The extract of the Annual Return for the financial year ended 31st March, 2015 as provided under Section 92(3) of the Companies Act, 2013 in Form MGT 9 is annexed herewith as **Annexure -I.**

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

Four Board Meetings were held during the Financial Year 2014-15. The dates on which meetings were held are 05.04.2014, 28.07.2014, 17.11.2014 and 14.03.2015.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) & (5) of the Companies Act, 2013, the Directors, based on the representation received from the operating management, and after due enquiry, confirm in respect of the Audited Annual Accounts for the year ended on 31st March 2015 that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis.
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year under report, there have been no transaction with any related parties, However, Form AOC- 2 pursuant to Section 134 (3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is attached as "Annexure- II" to this Report.

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

Since your Company has not started its operations and does not own any manufacturing facility, the requirements pertaining to disclosure of particulars relating to conservation of energy, technology absorption, pursuant to Section 134 of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 for the year ended 31st March, 2015 are not applicable.

During the period under report, there was no transaction of Foreign exchange earnings & outgo.

RISK MANAGEMENT

Pursuant to the provisions of the Companies Act, 2013, the Company has also framed a Risk Management Policy, which inter-alia:

a) defines framework for identification, assessment, monitoring, mitigation and

reporting of risks; and

b) ensures that all the current and future material risk exposures are identified, assessed, quantified, appropriately mitigated, minimized, managed and critical risks which impact the achievement of Company's objectives or threatens its existence are periodically reviewed.

MATERIAL CHANGES AND COMMITMENTS

In terms of Section 134(3)(1) of the Companies Act, 2013, it is reported that, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators or Courts, which would impact the going concern status of the Company and its future operations.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Details of loans, guarantees and investment covered under the provisions of Section 186 of the Companies Act, 2013 are given in the accompanying Financial Statements.

MATTERS REQUIRED TO BE DEALT WITH IN DIRECTORS' REPORT PURSUANT OT SECITON 134(3) OF THE COMPANIES ACT, 2013, BUT NOT APPLICABLE IN THE CASE OF THE COMPANY

Following is the list of matters which are required to be included in the Directors Report but no information is required to be given as the same is either not applicable to the Company or there is no information/ data that may be mentioned:

1. Statement of Declaration to be given by the Independent Directors under Section 149(6) of the Companies Act, 2013.

2. Nomination and Remuneration Policy under Section 178(3) of the companies Act,

2013.

3. Appointment of Secretarial Auditor as per Section 204 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

4. Details about the policy developed and implemented by the company on Corporate Social Responsibility initiatives taken during the year. Since the Company does not come within the ambit of the eligibility criteria as per the provisions of Section 135(1),



it is not required to comply with the provisions contained in Section 135(2)-(5) read with Rule 3(2) of Companies (Corporate Social Responsibility Policy), 2014.

- 5. Statement indicating the manner in which formal annual evaluation has been made by the board of its own performance and that of its committees and individual Directors. Since the Company does not come within the ambit of the eligibility criteria as per the provisions of Section 134(3) (p) it is not required to comply with the provisions contained in Section 134(3) (p).
- 6. Details in respect of adequacy of Internal Financial Controls with reference to the financial statements, as per Section 134(5) (e).
- 7. Details pertaining to remuneration as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) rules, 2014 as the Company is not a listed company rule 5(1).
- 8. Audit Committee as per the provisions of Section 177 of the Companies Act, 2013 it is not required to comply with the provisions of the above said section.

<u>ACKNOWLEDGEMENT</u>

Your Directors wish to place on record its sincere appreciation and gratitude to various Departments and undertakings of Central and State Governments, Banks, Financial Institutions and other authorities for their valuable support and co-operation. Your Directors also wish to place on record their appreciation for the members for their continued support.

for & on behalf of the Board

Aløk Gaur

Director

Sachin Gaur

DIN: 00112520 DIN:00387718

Place: Noida

Dated: 26th May, 2015

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:

1	CIN	U92412UP2012PLC053203
2	Registration Date	20/10/2012
3	Name of the Company	JAYPEE CEMENT CRICKET (INDIA) LIMITED
4	Category / Sub-Category of the Company	Company limited by shares
5	Address of the Registered office and contact details	SECTOR-128 NOIDA Uttar Pradesh 201304
6	Whether listed company (Yes/No)	Unlisted
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All 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.	Operation of Sports facilities	9319	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	Holding/ Subsidiar y/ Associate	% of shares held	Applicabl e Section
		Holding Company			
1.	Jaypee Sports International Limited [JPSI]	U74900UP2007PLC034078	Holding	100*	2(46)
	* This includes 600 shares h	eld by Six individual whose Ben	eficial Interest	in held by	y JPSI
		Subsidiary Company			
2.	NIL				
		A lata Camanania at		-nti-	
		Associate Companies*			

*Note: The Associates are as per definition u/s 2(6) of Companies Act, 2013 & Rule no. 2(r) of the Companies (Specifications of Definitions Details) Rules, 2014.

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IV) SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category-wise Shareholding

		01.04.2014	1.04.2014	ue year 1.e	No. of Sha	No. of Shares held at the end of the year i.e. 31.03.2015	e end of the you	ear i.e.	% change during
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total	the year
A) Promoters								shares	
1) Indian									
a)Individual/HUF									
i) Shri Manoj Gaur	1	100*	100	0.0					
ii)Shri Sameer Ganr	1	100*	100	2:0	•	100*	100	0.2	NIL
iii)Shri Sunny	ı	100*	1001		:	*001	100	0.2	NIL
iv)Shri Pankai				7.0	1	100*	100	0.2	NIL
Gaur		*001	100	0.2	ı	100*	100	0.0	
v)Shri Sunil Joshi	:	100*	100	0.0				7.0	NIL
vi) Shri Suren Jain	:	100*	100			*001	100	0.2	NIL
b) Central	1	1		7.0	1	100*	100	0.2	NIL
Government					2. 1	t	1	1	
c) State	ŧ		1						
yerimieni(s)					ı	£	1	:	
d) Bodies		:							
corporation					ı	1	1	1	
1. Jaypee Sports International	1	49,400	49,400	98.8	1	40,400			
Limited						17,400	49,400	98.8	NII

Capital Funds			•	ı	1	;	1	1	1
I) Others (specify)	:	1	:	1	;				
Sub-total(B)(1):-	1	1	!	:		1		:	1
2. Non- Institutions	1	:	1	t	1		1 1	: 1	1 1
a) Bodies Corporation	:	:	:		1	ı	3		1
	:	1	1	1	1	:			
ii) Overseas	1	:	:	:	1	!	1	1	1
b) Individuals	1	1	1	:				:	:
i) Individual	:	1							i
shareholders holding nominal share capital upto Rs. 1 Lakh					I	ı	I	1	
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1	1	E	ı	i	E	1	1	1
c) Others (specify)	1	•	1	,	1		1,707		
Sub-total(B)(2):-	:	:	ı	:	:	1	: :	:	1
Total public shareholding (B) = (B)(1)+(B)(2)	1		:	ı	1		I.	1	-
C) Shares held by Custodian for GDRs & ADRs	1	t .	ı	d	ı	ı	1	1	1
Grand Total (A+B+C)	1	50,000	Grand Total 50,000 50,000 100	100	1	20,000	50,000	100	

ii) Shareholding of Promoters

		Sharehol	ding at the be year	ginning of the	Sharehol	ding at the end	of the year	% change in
Sl.No	Shareholders' Name	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	shareholding during the year
1	Shri Manoj Gaur	100*	0.2	NIL	100*	0.2	NIL	NITT
2	Shri Sameer Gaur	100*	0.2	NIL				NIL
3	Shri Sunny Gaur	100*	0.2		100*	0.2	NIL	NIL
4	Shri Pankaj Gaur	100*	10110111	NIL	100*	0.2	NIL	NIL
5	Shri Sunil Joshi		0.2	NIL	100*	0.2	NIL	NIL
6		100*	0.2	NIL	100*	0.2	NIL	NIL
0	Shri Suren Jain	100*	0.2	NIL	100*	0.2	NIL	
7	Jaypee Sports International Limited	49400	98.8	NIL	49400	98.8	NIL	NIL NIL
	Total	50,000	100.00	NIL	50,000	100.00	NIL NIL	NIL

*Beneficial Interest is held by Jaypee Sports International Limited.

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

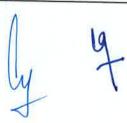
Sl No.	Shareholders Name	Sharehold	ding at the goar	Date	Increase/ Decrease in Shareholding	Reason		areholding during the
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1,0	Jaypee Sports International Limited	49,400	98.8	re:	No Change	2	49,400	98.8
2.	Shri Manoj Gaur	100*	0.02		No Channe			
3.	Shri Suren Jain	100*			No Change	5	100*	0.02
4	Shri Sameer Gaur		0.02	, .	No Change	12	100*	0.02
5		100*	0.02	-3	No Change	(*)	100*	0.02
0.	Shri Sunny Gaur	100*	0.02	47	No Change	·	100*	0.02
6.	Shri Sunil Joshi	100*	0.02		No Change	6	100*	
7.	Shri Pankaj Gaur	100*	0.02	F40:	No Change		100*	0.02

*Beneficial Interest is held by Jaypee Sports International Limited.

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

NIL as all the shares are held by Promoters / Directors

SI. No.	For each of the top 10 shareholders	Share begin	eholding at the ning of the year	Cumulati	ve 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 shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):	-	-	·#	-
3	At the end of the year (or on the date of separation, if separated during the year)		:=	122	7:



v) Shareholding of Directors and Key Managerial Personnel:

SI No.	Name	Sharehold beginning 01.04.201	ing at the of the year	Date	Increase/ Decrease in Shareholding	Reason	Cumulativ sharehold year	ve ing during the
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the
1.	Shri Alok Gaur				NIL	Tiss.		Company
2.	Shri Sachin Gaur				NIL		-	(#)
3.		100*	0.0	-		(* 0	-	(*)
	inial Interest 1. 1. 1. 1.		0.2		NIL	3.50	100*	0.2

*Beneficial Interest is held by Jaypee Sports International Limited.

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

(Rupees)

S.	Transfer of the second of the				(Kupees)
No.		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
A)	Indebtedness at the beginning of the financial year				
	i) Principal Amount	0	0	0	0
	ii) Interest due but not paid	0	0	0	0
	iii) Interest accrued but not due	0	0	0	0
	Total (i+ii+iii)	0	0	0	0
B)	Change in Indebtedness during the financial year	0	0	0	0
	Addition	0	0	0	0
	Reduction	0	0	0	0
	Net Change	0	0	0	0
C)	Indebtedness at the end of the financial year	0	0	0	0
	i) Principal Amount	0	0	0	0
	ii) Interest due but not paid	0	0	0	0
	iii) Interest accrued but not due	0	0	0	
	Total (i+ii+iii)	0	0	0	0

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A) Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl.No.	Particulars of Remuneration	N	ame of MD/	WTD/Manag	er	Total Amount
		-	=	***	2.1	
1	Gross Salary	NIL				NIL
	a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	NIL				NIL

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		NIL
c) Profits in lieu of salary under section 17 (3) Income-tax Act, 1961		
Stock Option	NIL	NIL
Sweat Equity	NIL	NIL
Commission - as % of profit - others specify	NIL	NIL
Others, please specify	NIL	NIL
Total (A)	NIL	NIL
Ceiling as per the Act		TAD .
	section 17 (3) Income-tax Act, 1961 Stock Option Sweat Equity Commission - as % of profit - others specify Others, please specify Total (A)	section 17 (3) Income-tax Act, 1961 Stock Option NIL Sweat Equity NIL Commission - as % of profit - others specify Others, please specify NIL Total (A) NIL Ceiling as per the Act

B) Remuneration to other Directors:

Sl.No.	Particulars of Remuneration		Total Amount		
		(4)	28		
_1	Independent Directors	NIL			NIL
	Fee for attending Board/ committee meetings	NIL			
•	Commission	NIL			NIL
	Others, please specify	NIL			NIL NIL
	Total (1)				MIL
2	Other Non-Executive Directors	NIL			
	Fee for attending board committee meetings	NIL			NIL
	Commission	NIL			NIL
	Others, please specify	NIL			NIL NIL
	Total (2)	NIL			NIL
	Total (B) = (1+2)	NIL			
	Total Managerial Remuneration				NIL
	Ceiling as per the Act	Nil			NIL

C) Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

SI.No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary	CFO	Total	
1	Gross Salary	NIL	NIL	NIL	NIL	
	a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961	NIL	NIL	NIL	NIL	

	c) Profits in lieu of salary under section 17 (3) Income-tax Act, 1961				
0		NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others specify	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL

VII) PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES

NIL

Туре	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/NCLT/Court]	Appeal made if any (give details)
A) Company					
Penalty					
Punishment					
Compounding					
B) Directors					
Penalty					
Punishment					
Compounding					
B) Others Officers	in Default				
Penalty					
Punishment					
Compounding					

For Jaypee Cement Cricket (India) Limited

Sachin Gaur

Director DIN: 00387718 Alok Gaur Director

DIN: 00112520

FORM - AOC 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

A) Details of Contracts or Arrangements or Transactions not at Arm's Length Basis

NIL S.No.	Particulars	Details
a)	Name(s) of the related party and nature of relationship	•
b)	Nature of Contracts/Arrangements/Transactions	1 # -6
c)	Duration of the Contracts / Arrangements/ Transactions	-
d)	Salient terms of the Contracts or Arrangements or Transactions	i. 1 .
e)	Justification for entering into such Contracts or Arrangements or Transactions	
f)	Date(s) of approval by the Board	•
g)	Amount paid as advances, if any:	•
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	•

B) Details of Material Contracts or Arrangement or Transactions at Arm's Length Basis –

a) Name(s) of the related party and nature of related party.	ationship -
b) Nature of Contracts/Arrangements/Transaction	ns -
Duration of the Contracts / Arrangements / Tra	ansactions -
d) Salient terms of the Contracts or Arrangement Transactions including the value, if any:	ts or -
e) Date(s) of approval by the Board, if any:	-
f) Amount paid as advances, if any:	

For & on behalf of the Board

Alok Gaur Director Sachin Gaur

DIN: 00112520

DIN:00387718

Place: Noida

Dated: 26th May, 2015



B-1/1018, VASANT KUNJ, NEW DELHI - 110 070 TELEPHONE: 41082626 FAX: 26148150 EMAIL: ravinagpal@vsnl.net

ravinagpal@rnaca.in

To the Members of Jaypee Cement Cricket (India) Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Jaypee Cement Cricket (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



Opinion

In our opinion 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, its Loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. This report does not include a statement on the matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, since in our opinion and according to the information & explanations given to us, the said Order is not applicable to the Company.
- 2. As required by Section 143(3) of the Act, we report that:
 - a) we have 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 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 March 31, 2015 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 Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company did not have any pending litigations.
 - ii. The Company did not have any material foreseeable losses in respect of any longterm contracts including derivative contracts;
 - iii. Transfer to the Investor Education and Protection Fund is not applicable to the Company.

For R.NAGPAL ASSOCIATES
Chartered Accountants
Firm Registration No. 002626N

Place: Noida

Dated:26th May 2015

(CA. Ravinder Nagpal)

Partner

M.NO. 081594

Jaypee Cement Cricket (India) Limited

Balance Sheet as at 31st March, 2015

	Note No.	31st March, 2015	31st March, 2014
(1) EQUITY AND LIABILITIES		₹	₹
Shareholders' funds (a) Share capital (b) Reserves and surplus	2 3	500,000 (5,190,575) (4,690,575)	500,000 (5,155,539) (4,655,539)
 (2) Non-current liabilities (a) Long-term borrowings (b) Other Long-term liabilities (c) Long-term provisions (3) Current liabilities 		- - -	- -
 (a) Short-term borrowings (b) Trade payables (c) Other current liabilities (d) Short-term provisions Total	4	5,163,120 - - 5,163,120 472,545	5,160,326 - 5,160,326 504,787
ASSETS			
 (4) Non-current assets Fixed assets (a) Tangible assets Capital work-in-progress (b) Non - current investments (c) Long-term loans and advances (d) Other non current assets 		- - - -	- - - -
 (5) Current assets (a) Current Investments (b) Inventories (c) Trade receivables (d) Cash and Cash Equivalents (e) Short-term loans and advances (f) Other current assets 	5	- - - 472,545 - - - 472,545	504,787 - 504,787
Total		472,545	504,787

Summary of significant Accounting Policies 1
The note no. 1 to 13 are Integral part of the Financial Statements

As per our report of even date attached to the Financial Statements

For and on behalf of the Board

For R Nagpal Associates

Chartered Accountants

Firm Regn. No. 002626N

Ravinder Nagpal

Partner

M.No. 081594 Place: Noida

Dated: 26th May, 2015

Lamper

Sachin Gaur Director

DIN/00387718

lok Gaur Director

DIN: 00112520

Jaypee Cement Cricket (India) Limited

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

	Note No.	2014-15	Period ended
		₹	31st March, 2014 ₹
Income		-	-
Total Revenue			
Expenses			
Audit Fee		11,236	22,472
Preliminary Expenses Written off		-	5,112,520
Other Expenses	6	23,800	20,547
Total Expenses		35,036	5,155,539
Profit/ (Loss) before exceptional and extra-ordinary items	and tax	(35,036)	(5,155,539)
Exceptional items		· .	<u>-</u>
Profit/ (Loss) before extra-ordinary items and tax		(35,036)	(5,155,539)
Extra-ordinary Items		-	
Profit/ (Loss) before tax		(35,036)	(5,155,539)
Tax expense			
Current tax		-	-
Deferred tax		(05.004)	- (5.455.520)
Profit/ (Loss) for the year	_	(35,036)	(5,155,539)
Earnings per Equity Share	7		
Basic		(0.70)	(71)
Diluted		(0.70)	(71)
Summary of significant Accounting Policies	1		

As per our report of even date attached to the Financial

The note no. 1 to 13 are Integral part of the Financial Statements

Statements

For R Nagpal Associates Chartered Accountants

Firm Regn. No. 0026261

Ravinder Nagpal

Partner M.No. 081594 Place: Noida

Dated: 26th May, 2015

For and on behalf of the Board

Sachin Gaur Director

Director DIN₄ 00387718

DIN: 00112520

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

Note '1'

1.1 Basis of Preparation of Financial Statements

- (a) The accounts are prepared on historical cost basis and on the principles of a going concern.
- (b) The financial statements are based on the historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP), Comprising of mandatory Accounting Standard notified in Section 211 (3C) and other provisions of the Companies Act, 1956 read together with Section 133 of the Companies Act, 2013.

1.2 Significant Accounting Policies

(a) Revenue Recognition:

Income and Expenditure are accounted for on accrual basis.

(b) Fixed Assets

Fixed assets are stated at cost of acquisition or construction inclusive of freight, erection and commissioning charges, duties and taxes, expenditure during construction period, Interest on borrowings and financing costs upto the date of acquisition / installation.

(c) Depreciation

Depreciation on Fixed Assets is provided on Straight Line Method as per the classification and in the manner specified in Schedule – II to the Companies Act, 2013.

(d) Preliminary Expenses

Preliminary Expenses are written off in the year in which the same are incurred in terms of Accounting Standard (AS-26).

(e) Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortisation on straight line basis from the date the assets are put to commercial use.

(f) Impairment of Assets

If the carrying amount of Fixed Assets exceeds the recoverable amount on the reporting date, the carrying amount is reduced to the recoverable amount. The recoverable amount is measured as the higher of net selling price or the value in use determined by the present value of estimated future cash flows.

(g) Taxes on Income

- i. Current Tax is determined as per the provisions of the Income Tax Act in respect of the Taxable Income.
- ii. Deferred Tax Liability is computed as per Accounting Standard (AS-22). Deferred Tax Asset and Deferred Tax Liability are computed by applying tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

(h) Earnings Per Share

Basic earnings Per Equity Share is computed by dividing the net profit or loss after tax by the weighted average number of Equity Shares outstanding during the year.

(i) Provisions, Contingent Liabilities and Contingent Assets

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



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Note '2'

	31st March, 2015	31st March, 2014
Share Capital	₹	₹
Authorised 100,000,000 Equity Shares (previous year:		
100,000,000) of ₹ 10/- each	1,000,000,000	1,000,000,000
	1,000,000,000	1,000,000,000
<u>Issued, Subscribed & Fully Paid up</u> 50,000 Equity Shares (previous year: 50,000) of ₹		
10/- each fully paid-up	500,000	500,000
	500,000	500,000

Note 2.1 Reconciliation of the number of Equity shares outstanding

Particulars Particulars	31st March	n, 2015	31st March, 2014	
	Number	₹	Number	₹
Shares outstanding at the beginning of the year	50,000	500,000	_	_
Shares issued during the year	-		50,000	500,000
Shares outstanding at the end of the year	50,000	500,000	50,000	500,000

Note 2.2: The Rights attached to the Equity Shares

The company has issued only one class of equity shares having par value of ₹ 10/- per share. Each Equity Shareholder is eligible for one vote per share and is entitled for dividend.

Note 2.3 The shares held by the holding company

50,000 Equity Shares of Rs.10/- each are held by Jaypee Sports International Limited, the holding company. (Previous year 50,000 Equity Shares)

Note 2.4 The shares held by the shareholders more than 5% of the aggregate shares in the company

	31st March, 2015		31st Ma	arch, 2014
Name of the shareholder	Number of shares held	% of holding	Number of shares held	% of holding
Jaypee Sports International Limited (inclusive of shares held by nominee shareholders)	50,000	100.00	50,000	100.00

Note 2.5

Other clauses of Share Capital are not applicable to the company.



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	31st March, 2015 ₹	31st March, 2014 ₹
Note '3' Reserves & Surplus	X	•
Profit/(Loss) Brought forward from previous Year	(5,155,539)	_
	•	(5.455.500)
Profit / (Loss) for the year	(35,036)	(5,155,539)
	(5,190,575)	(5,155,539)
Note '4' Other current liabilities		
Other payables - Related Parties	5,151,884	5,149,090
Other Payables	11,236	11,236
	5,163,120	5,160,326
Note '5' Cash and Cash Equivalents		
Cash and Bank Balances	-	-
Balance with scheduled bank		
In current account	472,545	504,787
	472,545	504,787
Note '6' Other Expenses	2014-15 ₹	Period ended 31st March, 2014 ₹
Printing & Stationary		13,752
Bank Charges	-	225
Miscellaneous Expenses	23,800	6,570
•	23,800	20,547
Note '7' Earnings Per Equity Share (EPS)		
Net Profit After Tax	(35,036)	(5,155,539)
Weighted average number of Equity Shares for earnings per share computation Number of Equity Shares at the beginning of the year Number of Equity Shares allotted during the year Weighted average number of Equity Shares allotted during the year Weighted average number of Equity Shares at the end of the year	50,000 - - 50,000	- 50,000 72,329 72,329
Earnings per Equity Share		
Basic (₹)	(0.70)	(71)
Diluted (₹)	(0.70)	(71)

Note '8'

In the opinion of Board of Directors, the "Current Assets, Loans and Advances" have a value on realisation in the ordinary course of business, at least equal to the amount at which they are stated in the Balance Sheet.

Note '9'

As per the information available with the Company, the Company has no dues to any supplier as on 31st March, 2015 under the Micro, Small and Medium Enterprise Development Act, 2006 in terms of Notification No. G.S.R. 719 (E) dated 16th November, 2007 issued by the Department of Company Affairs (previous year: ₹ NIL).

Note '10'

Related Parties Disclosures, as required in terms of Accounting Standard [AS] - '18' are given below:

- (I) Relationships:
- (a) Holding Companies:

Jaypee Sports International Limited.

Jaiprakash Associates Limited, being ultimate holding company of Jaypee Sports International Limited

- (b) Fellow Subsidiary Companies (including their subsidiaries):
- (i) Jaiprakash Power Ventures Limited.
- (ii) Jaypee Infratech Limited.
- (iii) Jaypee Cement Corporation Limited.
- (iv) Jaypee Fertilizers & Industries Limited.
- (v) Jaypee Agra Vikas Limited
- (vi) Jaypee Ganga Infrastructure Corporation Limited.
- (vii) Jaypee Assam Cement Limited
- (viii) Bhilai Jaypee Cement Limited.
- (ix) Gujarat Jaypee Cement & Infrastructure Limited.
- (x) Himalayan Expressway Limited.
- (xi) Himalayaputra Aviation Limited
- (xii) Jaypee Powergrid Limited (subsidiary of Jaiprakash Power Ventures Limited).
- (xiii) Prayagraj Power Generation Company Limited (subsidiary of Jaiprakash Power Ventures Limited).
- (xiv) Sangam Power Generation Company Limited (subsidiary of Jaiprakash Power Ventures Limited).
- (xv) Jaypee Arunachal Power Limited (subsidiary of Jaiprakash Power Ventures Limited).
- (xvi) Jaypee Meghalaya Power Limited (subsidiary of Jaiprakash Power Ventures Limited).
- (xvii) Himachal Baspa Power Company Limited (subsidiary of Jaiprakash Power Ventures Limited)
- (xviii) Himachal Karcham Power Company Limited (subsidiary of Jaiprakash Power Ventures Limited)
- (xix) Jaypee Healthcare Limited (subsidiary of Jaypee Infratech Limited)
- (xx) Jaiprakash Agri Initiatives Company Limited (subsidiary of Jaypee Cement Corporation Limited)
- (xxi) Jaypee Cement Hockey (India) Limited (Subsidiary of Jaypee Sports International Limited)
- (xxii) Bokaro Jaypee Cement Limited (Upto 29.11.2014)

(c) Associate Companies:

- (i) Jaypee Infra Ventures (A private company with unlimited liability)
- (ii) JIL Information Technology Limited (subsidiary of Jaypee Infra Ventures).
- (iii) Jaypee Development Corporation Limited (subsidiary of Jaypee Infra Ventures).
- (iv) Indesign Enterprises Private Limited (subsidiary of Jaypee Infra Ventures)
- (v) Anvi Hotels Private Limited(subsidiary of Jaypee Infra Ventures)
- (vi) Jaypee International Logistics Company Private Limited (subsidiary of Jaypee Infra Ventures).
- (vii) Andhra Cements Limited. (subsidiary of Jaypee Development Corporation Limited).
- (viii) Tiger Hills Holiday Resort Private Limited (subsidiary of Jaypee Development Corporation Limited).
- (ix) Gaur & Nagi Limited (subsidiary of JIL Information Technology Limited).
- (x) RPJ Minerals Private Limited
- (xi) Sarveshwari Stone Products Private Limited (subsidiary of RPJ Minerals Private Limited).
- (xii) Rock Solid Cement Limited (subsidiary of RPJ Minerals Private Limited).



- (xiii) Kanpur Fertilizers & Cement Limited.
- (xiv) Madhya Pradesh Jaypee Minerals Limited.
- (xv) MP Jaypee Coal Limited.
- (xvi) MP Jaypee Coal Fields Limited.
- (xvii) Jaiprakash Kashmir Energy Limited.
- (xviii) Sonebhadra Minerals Private Limited.
- (xix) Jaypee Uttar Bharat Vikas Private Limited.

(II) Transactions carried out with related parties referred to above:

(In ₹)

Nature of Transactions	Referred in (a) above
Equity Share Capital	(500,000)
Outstanding	,
Payable	5,151,884 (5,149,090)

Previous year figures are given in brackets.

Note '11'

Figures for the previous year have been regrouped/ recast / rearranged wherever considered necessary to conform to this year's classification.

Note '12'

The figures of current financial year are not comparable with previous year as Previous year was of 17 months & 12 days i.e. from 20th October, 2012 to 31st March, 2014.

Note '13'

All the figures have been rounded off to the nearest rupee.

As per our report of even date attached to the Financial Statements

For and on behalf of the Board

For R Nagpal Associates

Chartered Accountants

Firm Regn. No. 002626N

Ravinder Nagpal

Partner

M.No. 081594

Place: Noida

Dated: 26th May, 2015

Sachin Gaur

Director

DIN: 00387718

Mok Gaur

DIN: 00112520

Jaypee Cement Cricket (India) Limited

Cash Flow Statement for the year ended 31st March, 2015

	2014-15	Period ended 31st March, 2014
	₹	₹
A CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit /(loss) before tax as per statement of Profit and Loss	(35,036)	(5,155,539)
Add: Preliminary expenses written off	-	5,112,520
Operating profit before working capital changes	(35,036)	(43,019)
Increase/(Decrease) in other current liabilities	2,794	5,160,326
Net cash flow from operating activities	(32,242)	5,117,307
B CASH FLOW FROM INVESTING ACTIVITIES:		
Net cash used in investing activities	-	_
C CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of share capital	_	500,000
Less: Payment of Preliminary expenses	-	(5,112,520)
Net cash flow from financing activities	_	(4,612,520)
Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)	(32,242)	504,787
Cash and cash equivalents at the beginning of the year (Opening Balance)	504,787	-
Cash and cash equivalents at the end of the year (Closing Balance)	472,545	504,787
	(32,242)	504,787

Notes

- 1. Cash & Cash Equivalents (as per Note 5 to the Financial Statements)
- 2. The Cash Flow Statement has been prepared under the Indirect Method as set out in the Accounting Standard (AS-3), 'Cash Flow Statements'.

As per our report of even date attached to the Financial Statements

For and on behalf of the Board

For R Nagpal Associates **Chartered Accountants**

Firm Regn. No. 002626N

Ravinder Nagpal

Partner

Place: Noida

Dated: 26th May, 2015

Director DIN: 00387718

Director DIN: 00112520