

## **INDIA CEMENTS INVESTMENT SERVICES LIMITED**

Regd.& Corp. Office : Dhun Building, 827, Anna Salai, Chennai – 600 002.

Corporate Identity Number (CIN) : U65993TN1994PLC028605

Tel.: 044-28414643-45

Fax:044-28414283

e-mail : icisl@iccaps.com

### **DIRECTORS' REPORT**

Your Directors are pleased to present the Twenty-Fourth Annual Report together with the audited accounts for the year ended 31<sup>st</sup> March 2018.

#### **FINANCIAL RESULTS**

The Financial Results for the year are as under: -

	(Rs. in Lakhs)	
	<u>2018</u>	<u>2017</u>
Gross Income	166.25	154.04
Profit / (Loss) before Depreciation	19.50	15.24
Profit/(Loss) before Tax	15.72	10.82
Tax expenses : current tax	3.12	2.66
Profit/(Loss) for the year	12.59	8.16

#### **DIVIDEND**

In view of the retention of profits to strengthen its operations, the Directors are unable to recommend any dividend for the year ended 31<sup>st</sup> March, 2018.

#### **OPERATIONS**

During the period under review your company earned a gross income of Rs.166.25 lakhs as against Rs.154.04 lakhs during the previous year.

Increase in income is on account of more participation of retail investors since the market was highly positive during the year.

During the period under review, the Company has been operating with 14 branches.

#### **SUBSIDIARY**

ICIS commodities Limited a step down subsidiary of the company has presently suspended its activities.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors' confirm that:

1. In the preparation of the annual accounts for the year ended 31<sup>st</sup> March 2018 the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. Such accounting policies have been selected and applied 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 as at 31<sup>st</sup> March 2018 and of the profit of the Company for that year;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

The Annual accounts for the year ended 31<sup>st</sup> March 2018, have been prepared on a going concern basis;

4. Internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and were operating effectively;
5. Proper systems to ensure compliance with the provisions of all applicable laws have been devised and that such systems were adequate and operating effectively.

## **DIRECTORS**

Mr.T.S.Raghupathy, being a non-independent Director, retires by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

## **KEY MANAGERIAL PERSONNEL**

No Key Managerial Personnel appointed during the financial year.

## **BOARD MEETINGS**

During the year, four Board Meetings were held on 29<sup>th</sup> May 2017, 28<sup>th</sup> July 2017, 09<sup>th</sup> November 2017 and 09<sup>th</sup> February 2018.

## **AUDITORS**

M/s. P.S.Subramania Iyer & Co, Chartered Accountants, Chennai, have carried out the audit of the Accounts for the year ended 31<sup>st</sup> March, 2018 and gave their report thereon. Their audit report does not contain any qualification.

The Shareholders of the company at the 23<sup>rd</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September 2017, appointed M/s. P.S.Subramania Iyer & Co. Chennai, as Statutory Auditors of the Company, to hold office for a period of 5 years from the conclusion of the 23<sup>rd</sup> AGM until conclusion of 28<sup>th</sup> AGM, subject to ratification of their appointment by shareholders at every AGM held after 23<sup>rd</sup> AGM of the company. In terms of the provision of Section 139(1) of the Companies Act, 2013 which was amended by the Companies (Amendment) Act, 2017, notified by the Ministry of Corporate Affairs on 7<sup>th</sup> May, 2018, the requirement of ratification of appointment of Auditors by the Shareholders at every AGM is dispensed with and accordingly, the resolution for ratification of appointment of auditors is not included in the Notice convening the 24<sup>th</sup> Annual General Meeting of the Company.

## **INTERNAL AUDITORS**

Messrs. Gopalaiyer & Subramanian, Chennai have been appointed as Internal Auditors for the year 2018-19.

## **INFORMATION AS PER SECTION 134(3)(m) AND 134(3)(O)**

The furnishing of information as required under Section 134(3)(M) and 134(3)(O) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is not applicable to the company.

## **ANNUAL RETURN**

As required Pursuant to Section 92 (3) of the Companies Act, 2013 and Relevant Rules An Extract of Annual Return in MGT-9 is Appended to this report.



**REMUNERATION****EMPLOYEE REMUNERATION**

No employee received the remuneration in excess of the limits prescribed under Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

No Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013.

**CORPORATE SOCIAL RESPONSIBILITY**

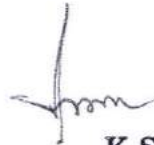
The provisions of Section 135 read with applicable Rules are not applicable to the Company.

**ACKNOWLEDGEMENT**

Your Directors wish to acknowledge the excellent support the Company has received from the holding company, its Bankers and National Stock Exchange.

The Directors also record their sincere appreciation for the dedicated work of all the employees of the company.

**For and on Behalf of the board**



**K.SURESH**  
**Director**

Place: Chennai  
Date : 29<sup>th</sup> May, 2018

## Appendix to Directors' Report

### Form No. MGT-9 Extract of Annual Return

As on the Financial year ended on 31<sup>st</sup> March, 2018.  
(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 :

<b>CIN</b>	U65993TN1994PLC028605
<b>Registration Date</b>	14 <sup>th</sup> September, 1994
<b>Name Of The Company</b>	India Cements Investment Services Limited
<b>Category/Sub-Category Of The Company</b>	Company Limited By Shares-Indian-Non Government Company.
<b>Address Of The Registered Office And Contact Details</b>	"Dhun Building", 827, Anna Salai, Chennai – 600002 www.icisinvest.com Phone : 044-28572605/Fax:28414583
<b>Whether Listed Company Yes/No</b>	No.
<b>Name, Address and contact details of Registrar and Transfer Agent, if any</b>	Not Applicable.

#### II. Principal Business Activities of the Company :

The Company is primarily engaged in Buying and Selling of Foreign Currencies as Full Fledged Money Changer holding License under Authorised Dealer Category-II issued by the Reserve Bank of India [RBI].

#### III. Particulars of Holding, Subsidiary and Associate Companies -





<i>Category of shareholders</i>	<i>No.of shares held at the beginning of the year</i>				<i>No.of shares held at the end of the year</i>				
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others - Specify	-	-	-	-	-	-	-	-	-
<b>Sub Total B(1)</b>	-	4,914,780	4,914,780	99.993	-	4,914,780	4,914,780	99.993	-

<i>Category of shareholders</i>	<i>No.of shares held at the beginning of the year</i>				<i>No.of shares held at the end of the year</i>				
	<i>Demat</i>	<i>Physical</i>	<i>Total</i>	<i>% of total shares</i>	<i>Demat</i>	<i>physical</i>	<i>Total</i>	<i>% of total shares</i>	
<b>2. Non-Institutions</b>									
<b>a) Bodies Corporate</b>									
i. Indian	-	-	-	-	-	-	-	-	-
ii. Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i. Individual shareholders holding nominal share capital upto Rs.1 lakh.	-	-	-	-	-	-	-	-	-
ii. Individual shareholders holding nominal share capital in excess of Rs.1 lakh	-	-	-	-	-	-	-	-	-
<b>c) Others -Specify</b>									
Clearing Members	-	-	-	-	-	-	-	-	-
Directors & Relatives	-	320	320	0.007	-	320	320	0.007	-

<i>Category of shareholders</i>	<i>No. of shares held at the beginning of the year</i>				<i>No. of shares held at the end of the year</i>				
	-	-	-	-	-	-	-	-	
Non-Resident Indians	-	-	-	-	-	-	-	-	-
HUF	-	-	-	-	-	-	-	-	-
Sub Total (B) (2)	-	320	320	0.007	-	320	320	0.007	-
Total Public Shareholding B=B(1)+B(2)	-	4,915,100	4,915,100	100	-	4,915,100	4,915,100	100	-

<i>Category of shareholders</i>	<i>No. of shares held at the beginning of the year</i>				<i>No. of shares held at the end of the year</i>				
	<i>Demat</i>	<i>Physical</i>	<i>Total</i>	<i>% of total shares</i>	<i>Demat</i>	<i>physical</i>	<i>Total</i>	<i>% of total shares</i>	
C. Shares held by Custodians for ADRs & GDRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	4,915,100	4,915,100	100	-	4,915,100	4,915,100	100	-

(ii) Shareholding of Promoters :

<i>Sl. No.</i>	<i>Shareholders' Name</i>	<i>Shareholding at the beginning of the year</i>	<i>Shareholding at the end of the year</i>	<i>% of change in</i>
----------------	---------------------------	--	--	-----------------------



		No.of Shares	% of total shares of the Company	% of pledged/ encumbered to total shares	No.of shares	% of total shares of the Company	% of pledged/ encumbered to total shares	share holding during the year
1	India Cements Capital Limited	4,914,780	99.993	-	4,914,780	99.993	-	-
	<b>TOTAL</b>	4,914,780	99.993	-	4,914,780	99.993	-	-

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

There is no change in Promoters' shareholding during the financial year 2017-2018.

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

**(v) Shareholding of Directors and Key Managerial Personnel :**

SI. No.	Name of the holder (Director / KMP)		Shareholding at the beginning of the year		Date	Increase/ decrease in shareholding	Reason	Cumulative shareholding during the year	
			No.of shares	% of total shares of the Company				No.of shares	% of total shares of the Company
1	K. Suresh	At the Beginning of the year	60	0.001	01/04/17	0		60	0.001
		At the end of the year	60	0.001	31/03/18	There are no movement during the year		60	0.001
2	K.Sathyanarayanan	At the Beginning of the year	60	0	01/04/17			60	0.001
		At the end of the year	100	0.00	31/03/2018	There are no movement during the year		100	0.001

**V. INDEBTEDNESS**

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

(Rs. In lakhs)

	<i>Secured Loans excluding deposits</i>	<i>Unsecured Loans</i>	<i>Deposits</i>	<i>Total indebtedness</i>
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii )</b>				
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	-	-	-
• Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-

	<i>Secured Loans excluding deposits</i>	<i>Unsecured Loans</i>	<i>Deposits</i>	<i>Total indebtedness</i>
<b>Indebtedness at the end of the financial year</b>	-	-	-	
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii )</b>	-	-	-	-

#### IV. Remuneration of Directors and Key Managerial Personnel

##### A. Remuneration to Managing Director, whole-time Directors and/or Managers

5	Others, Please specify	-	-	-
	TOTAL (A)			-
	Ceiling as per the Act a) Salary as per provision contained in Section 17(1) of the Income Tax Act, 1961			-
	b) Value of perquisites u/s 17(2) Income Tax 1961	-	-	-
	c) Profits in lieu of Salary under Section 17(3) Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as of % of profit	-	-	-

(Rs.in Lakhs)

##### B. Remuneration to other Directors –

No remuneration is Drawn by the Directors

##### C. Remuneration to Key Managerial Personnel other than MD/Manager/WTM

No remuneration is paid to any of the Directors of the Company. No remuneration is paid to Key Managerial Personnel by the Company.

#### VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties/punishments/compounding of offences against the Company, Directors and other Officers in Default during the year ended 31<sup>st</sup> March, 2018.

**FORM AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies  
(Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate  
companies/joint ventures**

**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

<b>Sl. No.</b>	<b>Particulars</b>	<b>NAME</b>
1.	Name of the subsidiary	<b>ICIS Commodities Ltd</b>
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2017 to 31/03/2018
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Indian National Rupee
4.	Share capital	5,00,000/-
5.	Reserves & surplus	(447828.00)
6.	Total assets	52172.00
7.	Total Liabilities	52172.00
8.	Investments	Nil
9.	Turnover	30406.00
10.	Profit before taxation	(450800.00)
11.	Provision for taxation	Nil
12.	Profit after taxation	(450800.00)
13.	Proposed Dividend	Nil
14.	% of shareholding	100%

**Part -B: Associates and Joint Ventures**

**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate  
Companies and Joint Ventures**

No Joint Venture Company and Associate Company



# P.S. SUBRAMANIA IYER & CO.

CHARTERED ACCOUNTANTS

JAYSHREE APARTMENTS, NEW NO.60, OLD NO.39, SECOND MAIN ROAD, RAJA ANNAMALAI PURAM, CHENNAI - 600 028.  
PHONE : 2435 30 20 / 2435 40 30 / 2435 30 40 / 4211 20 90 E-mail : pss@pssca.in

## *Independent Auditor's Report*

To the Members of **India Cements Investment Services Limited**

### Report on the Financial Statements

We have audited the accompanying financial statements of **India Cements Investment Services Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018 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.

### 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 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 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. 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 31st March, 2018, and its profit 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the 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, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company 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. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For P.S.SUBRAMANIA IYER & CO  
Chartered Accountants  
FRN: 004104S



*V. Swaminathan*

Place:-Chennai  
Date: 29.05.2018

SWAMINATHAN VENKATARAMAN  
(PARTNER )  
Membership No. 022276



**The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".**

We report that:

- i. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.  
  
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.  
  
(c) The Company does not own any immovable property.
- ii. The company is a service company. Thus, clause ii of the order is not applicable.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a) and iii (b) of the order are not applicable to the Company.
- iv. In our opinion and according to the informations and explanations given to us the company has not provided any loans, investments, guarantees and security under sec 185 and 186 of the Companies Act, 2013.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As per information & explanation given by the management to us, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 in respect of the activities carried on by the company.
- vii. (a) According to the informations and explanations given to us and on the basis of our examination of the books of accounts and records, the company has been generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, GST, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31<sup>st</sup> of March, 2018 for a period of more than six months from the date on which they became payable.  
  
(b) According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.



- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company did not have any outstanding dues to financial institutions, banks or debenture holders. The company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanation given to us, no managerial remuneration has been paid during the year and hence clause xi is not applicable.
- xii. The company is not a Nidhi Company. Therefore clause xii of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For P.S.SUBRAMANIA IYER & CO**  
**Chartered Accountants**  
**FRN: 004104S**



*V. Swaminathan*

**SWAMINATHAN VENKATARAMAN**  
**(PARTNER )**  
**Membership No. 022276**

**Place:-Chennai**  
**Date: 29/05/2018**



## ***Report on Internal Financial Controls Over Financial Reporting***

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of India Cements Investments Services Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial





reporting.

### Meaning of Internal Financial Controls Over Financial Reporting

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

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

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P.S.SUBRAMANIA IYER & CO  
Chartered Accountants  
FRN: 004104S



*V. Swaminathan*

Place:-Chennai  
Date: 29.05.2018

SWAMINATHAN VENKATARAMAN  
(PARTNER )  
Membership No. 022276

**INDIA CEMENTS INVESTMENT SERVICES LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH 2018**

In 'In Rs

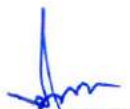
		Note	As at 31st March 2018		As at 31st March 2017	
I	<b>EQUITY AND LIABILITIES</b>					
(1)	Shareholders' funds					
	(a) Share Capital	2		49151000		49151000
	(b) Reserves and surplus	3		3188695		1928951
(2)	Non-Current Liabilities					
	(a) Deferred Tax liabilities (Net)			453580		440691
(3)	Current Liabilities					
	(a) Other current liabilities	4	24226479	24226479	20549397	20549397
	<b>TOTAL</b>			<b>77019754</b>		<b>72070039</b>
II	<b>Assets</b>					
(1)	Non-Current Assets					
	(a) Fixed assets					
	(i) Tangible assets	5	741928		887334	
	(ii) Intangible assets	5	354626	1096554	390799	1278133
	(b) Non-current investments	6		499300		499300
(2)	Current Assets					
	(a) Trade receivables	7	6696385		4843869	
	(b) Cash and Cash equivalents	8	29213998		26646441	
	(c) Short-term loan and advances	9	523391		1986870	
	(d) Other current assets	10	38990126	75423900	36815426	70292606
	<b>TOTAL</b>			<b>77019754</b>		<b>72070039</b>

Significant Accounting Policies and Notes form part of this Balance Sheet

As per our report of even date annexed  
for M/S P.S.SURBAMANIA IYER & CO  
Chartered Accountants  
Regn. No 004104S



V.SWAMINATHAN  
Partner  
Membership No 022276  
Place :Chennai  
Date: 29th May 2018

  
K.Suresh  
Director



T.S.Raghupathy  
Director

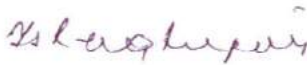
INDIA CEMENTS INVESTMENT SERVICES LIMITED  
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March 2018

In 'In Rs

	Note	For the Year Ended 31-03-2018	For the Year Ended 31-03-2017
Revenue from Operations	11	13826933	13259525
Other Operating Income	12	988179	1085954
Other Income	13	1810206	1058454
Total Revenue		16625318	15403933
EXPENSES			
Employee benefits expense	14	6416629	7067649
Finance costs	15	249777	163474
Depreciation	5	377939	441784
Other Expenses	16	8008656	6649035
Total Expenses		15053001	14321942
Profit /(Loss) before exceptional and extraordinary items& Tax		1572317	1081991
Exceptional Items		0	0
Profit /(Loss) before extraordinary items& Tax		1572317	1081991
Extraordinary items		-	-
Profit/(Loss) before tax		1572317	1081991
Tax Expense:			
Current tax		299684	206227
Deffered Tax		12889	59946
		312573	266173
Profit after Tax		1259744	815818
Earnings Per share ( Face value Rs 10)			
Basic		0.26	0.17
Diluted		0.26	0.17
Significant Accounting Policies and Notes form part of this Statement of Profit and Loss			

As per our report of even date annexed  
for M/S P.S.SUBRAMANIA IYER & CO  
Chartered Accountants  
Regn. No 0041045

  
V.SWAMINATHAN  
Partner  
Membership No 022276  
Place :Chennai  
Date: 29th May 2018

  
T.S.Raghupathy  
Director

  
K.Suresh  
Director



## India Cements Investment Services Limited

Regd. &amp; Corp. Office : # 827, Dhun Building, Anna Salai, Chennai - 600 002

## Cash Flow Statement for the Year ended 31st March 2018

Ref. No.	Particulars	( ' . in lakhs )	
		For the Y. E. 31.03.2018	For the Y. E. 31.03.2017
A	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Profit / ( Loss ) for the year before Tax	15.72	10.82
	Adjustment for Non Cash / Other Activity Items:		
	Interest & Finance Charges	2.50	1.63
	Depreciation	3.78	4.42
	Profit / (Loss) on Sale of Fixed Assets (Net)	-	-
	Interest & Dividend Income	(8.45)	(10.00)
	Operating Profit before Working Capital Changes	13.55	6.87
	Adjustments for Working Capital Changes:		
	(Increase) / Decrease in Current Assets:		
	a) Trade Receivables	(18.53)	(3.05)
	b) Short Term Loans and Advances	14.63	(5.07)
	c) Other Current Assets	(22.70)	9.16
	Increase / ( Decrease ) in Current Liabilities:		
	a) Short Term Borrowings	-	-
	b) Other Current Liabilities	36.77	24.27
	Cash Generated From Operations	23.73	32.18
	Less: Income Taxes Paid	2.04	2.85
	<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>21.69</b>	<b>-</b>
B	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assets	(1.96)	(5.02)
	Sale of Fixed Assets	-	-
	Dividend & Interest Received	8.45	10.00
	<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>6.47</b>	<b>4.98</b>
C	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Interest & Finance Charges	(2.50)	(1.63)
	Dividend Paid (Including Dividend Tax, if any)	-	-
	<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>(2.50)</b>	<b>(1.63)</b>
A+B+C	<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>25.68</b>	<b>32.68</b>
	Cash and cash equivalents at the beginning of the year	266.46	233.78
	Cash and cash equivalents at the end of the year	292.14	266.46
	<b>Net Increase / (Decrease) in Cash and Cash Equivalents</b>	<b>25.68</b>	<b>32.68</b>

For M/S P.S.SUBRAMANIA IYER &amp; CO

Chartered Accountants

Regn No 0041045

V. Swaminathan

V.SWAMINATHAN

Partner

Membership No 022276

Place : Chennai

Date: 29.05.2018

T.S.Raghupathy  
DirectorK.Suresh  
Director



## 1. Significant Accounting Policies

### **Basis of Preparation of Financial Statements**

- a. The financial statements are prepared on accrual system of accounting and in conformity with the Accounting Standards
- b. Income from Brokerage is accounted on accrued and due basis
- c. Fixed Assets are disclosed at acquisition cost less Accumulated Depreciation.
- d. Depreciation on Fixed Assets including amortization of software is charged over the useful life of the fixed Assets on a straight line basis at the rates and in the manner prescribed in Schedule II of the Companies Act 2013.
- e. All operating Revenues are recognized when no significant uncertainty exists regarding the amount of the Consideration that will be destined from tendering the services.
- f. Interest income is recognized on a time proportion has is taking into account the amount outstanding and the rate applicable

### **g. Retirement Benefits**

#### **a) Defined Contribution Plans**

The Company makes Provident Fund and Superannuation Fund Contributions to defined contribution retirement benefit plans for qualifying employee. Under the scheme the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The provident Fund Scheme additionally requires the Company to guarantee payment of interest at rates notified by the Central Government from time to time, for which shortfall has been provided for as the Balance Sheet date. The company makes annual contributions to the Employees Group Gratuity –cum-Life Assurance Scheme of the Life Insurance Corporation of India, a funded defined Contribution plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment.

#### **b) Defined Benefit Plans**

Unavailed leave balances are accounted based on respective employee's earnings as at the balance sheet date on actuarial basis,

## Employee Benefits

### **Leave of absence and encashment:**

The company has different leave plans including paid leave of absence and encashment of leave plans for employees at different grades and provision has been made in accordance with Accounting Standard 15. The total amount or provision available for the unavailed leave balances as on 31<sup>st</sup> March 2018 is Rs 1.11 lakhs ( as at 31<sup>st</sup> March 2017 : Rs 0.92 lakhs). Liability has been created based on actuarial valuation done during the year as given below and is accounted accordingly.

<b>A. Change in Defined Benefit Obligation</b>		
<b>Particulars</b>	<b>Financial Year Ending</b>	<b>Financial Year Ending</b>
	<b>31/03/2018</b>	<b>31/03/2017</b>
<b>Defined Benefit Obligation at the beginning</b>	<b>1,36,209</b>	<b>92,304</b>
Current Service Cost	13,084	15,701
- Past Service Cost	-	-
(Gain) / Loss on settlements	-	-
Interest Expense	10,897	7,384
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(22,208)	-
Settlement Payments from Plan Assets	-	-
Settlement Payments from Employer	-	-
Other (Employee Contribution, Taxes, Expenses)	-	-
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Due to Demographic Assumptions	-	-
Remeasurements - Due to Financial Assumptions	-	-
Remeasurements - Due to Experience Adjustments	(45,678)	(4,226)
<b>Defined Benefit Obligation at the end</b>	<b>92,304</b>	<b>1,11,163</b>
<b>Discount Rate</b>	<b>8.00%</b>	<b>8.00%</b>
<b>Salary Escalation Rate</b>	<b>4.00%</b>	<b>4.00%</b>

## Notes on Accounts

II. Outstanding bank guarantees is Rs 100 Lakhs (Previous Year Rs 87.5 Lakhs)



### III EARNINGS PER SHARE

	31 <sup>st</sup> March 2018	31 <sup>st</sup> March 2017
(i) Net Profit/(Loss) as per statement of Profit and Loss available for Equity Share Holder ( ` in Lakhs)	12.60	8.16
(ii) Number of Equity Shares for Earnings Per Share Computation	4915100	4915100
Basic & Diluted Earnings Per Share ( ` )	0.26	0.17

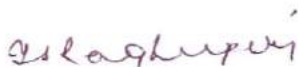
IV. The Components of Deferred Tax Liability/Asset as on 31<sup>st</sup> March 2018 are as follows:

Particulars	Rs in Lakhs	Rs in lakhs
<b>i). Deferred Tax Asset</b>	<b>As on 31.03.2017</b>	<b>As on 31.03.2017</b>
a) Others	0.00	0.00
b) Depreciation	0.00	0.00
<b>Total (A)</b>	<b>0.00</b>	<b>0.00</b>
<b>ii) Deferred Tax Liability</b>		
Opening Balance	4.40	3.80
Depreciation	0.13	0.60
<b>Total (B)</b>	<b>4.53</b>	<b>4.40</b>
<b>Net Deferred Tax Liability (A-B)</b>	<b>4.53</b>	<b>4.40</b>

V. The Company recognized P.F Contribution of Rs 2.22 lakhs ( Previous Year 2.29 lakhs), for Superannuation Contribution of Rs 1.29 lakhs ( Previous Year 1.28 lakhs) and for Gratuity Contribution Rs 0.18 lakhs ( Previous Year 0.20 lakhs) in the statement of Profit and loss.

VI. The Financial statements have been drawn on in accordance with Schedule III as (amended) of the Companies Act and figures of the previous year have been regrouped/reclassified to conform to those of the Current Year.

As per our report of even date annexed  
For M/S P.S.SUBRAMANIA IYER & CO  
Chartered Accountants  
Regn No 004104S



**T.S.RAGHUPATHY**  
Director



**K.SURESH**  
Director



**V.SWAMINATHAN**  
Partner  
Membership No 022276  
CHENNAI  
DATE: 29<sup>th</sup> May 2018

Notes on financial Statements for the Year ended 31st March 2018							In 'In Rs
As at March 2018			As at March 2017				
	Number	Par Value Per share	Amount Rs.	Number	Par Value Per share	Amount Rs.	
2 Share Capital							
Authorised Share Capital :							
Equity Shares	5700000	10	57000000	5700000	10	57000000	
Preference Shares	30000	100	3000000	30000	100	3000000	
	5730000		60000000	5730000		60000000	
Shares Issued :							
Equity	4915100	10	49151000	4915100	10	49151000	
	4915100	10	49151000	4915100	10	49151000	
Shares Subscribed and fully Paid up :							
Equity	4915100	10	49151000	4915100	10	49151000	
	4915100	10	49151000	4915100	10	49151000	
a. There has been no change in the paidup Capital during the year.							

As a March 2018			As at March 2017			
	Nos.			Nos.		
Share holders holding more than 5% shares and their numbers Equity	4915100			4915100		
INDIA CEMENTS CAPITAL LIMITED - Holding Company & its nominees	4915100			4915100		
3 Reserves and Surplus						
General Reserve	1070057		1070057	1070057		
Surplus/(Deficit) in Statement of Profit & Loss						
Opening Balance	858894		43076			
Add : Profit for the year	1259744		815818			
	2118638			858894		
Net Total	3188695			1928951		
4 Other Current Liabilities						
Other Liabilities	7346551			3705859		
Trade Payables	16879928			16843538		
Total	24226479			20549397		

5 FIXED ASSETS		GROSS BLOCK AT COST			DEPRECIATION			NET BLOCK		
		AS AT	ADDITIONS	DELETIONS	AS AT	AS AT	ADDITIONS	DELETIONS	AS AT	AS AT
(A)	TANGIBLE ASSETS	31.03.2017			31.03.2018	31.03.2017			31.03.2018	31.03.2017
	COMPUTER	15987113	0	0	15987113	15987113	0	0	15987113	0
	COMPUTER (NEW)	1089706	100484	0	1190190	698110	208666	0	906776	283414
	OFFICE EQUIPMENTS	1250705	95876	0	1346581	1108326	33244	0	1141570	205011
	FURNITURE & FITTINGS	2425687	0	0	2425687	2072328	99656	0	2172184	253503
	TOTAL	20753211	196360	0	20949571	19865877	341766	0	20207643	741928
(B)	INTANGIBLE ASSETS									
	COMPUTER SOFTWARE	3643909		0	3643909	3253110	36173		3289283	354626
	TOTAL	24397120	196360	0	24593480	23118987	377939	0	23496926	1096554

				(In Rs)	
6	Non-current Investments	As at March 2018	As at March 2017		
	Investments in Equity Instruments (Unquoted)				
	Equity shares in Subsidiaries				
	499,300 Equity shares of Rs.10/- each Rs 1/- paid in ICSI				
	COMMODITES LIMITED	499300	499300		
		499300	499300		
7	Trade Receivables				
	Secured and Considered Good				
	(a) Over six months	26147	21142		
	(b) Less than six months	6670238	4822727		
		6696385	4843869		
8	Cash and Cash Equivalents				
	Balance with Banks :				
	(a) Current Account	17082148	14513013		
	(b) Deposit Account	12125000	12125000		
	( Fixed Deposit Receipt lodged with Banks as margin for Bank Guarantee issued)				
	Cash on Hand	6850	8428		
		29213998	26646441		
9	Short-Term Loan and Advances				
	Other Advances	523391	1986870		
		523391	1986870		
10	Other Current Assets				
	Advance Tax including Tax Deducted				
	( Nett of Provisions)	232031	327906		
	Prepaid Expenses	556656	156001		
	Others	24385916	22480996		
	AXIS f&o Margin Deposit	795000	795000		
	NSE Member Ship Deposit	11800000	11800000		
	NSDL Deposit	1000000	1000000		
	Other Deposit	220523	255523		
		38990126	36815426		



11 Revenue from Operations	For the Year ended 31st March 2018	For the Year ended 31st March 2017
Income From Broking	13826933	13259525
	13826933	13259525
12 Other Operating Income		
Income From Depository Operations	988179	1085954
	988179	1085954
13 Other Income		
Interest on Deposits	844789	1000204
Others	965417	58250
	1810206	1058454
14 Employees Benefit & Expenses		
Salaries Wages , Bonus & Incentives	5132632	5985237
Contribution to Employees PF & ESI	291503	286126
Contribution to Gratuity	18350	19940
Workmen & Staff Welfare Benefits	844634	648456
Contribution to Super Annuation fund	129510	127890
	6416629	7067649
15 Finance costs		
Interest on Over Draft	249777	163474
	249777	163474
16 Other Expenses:		
Payment to Auditors		
Audit Fees	10000	10000
Other Services	2500	5000
Bank Charges	291781	279143
Business Promotion Expenses	16440	60092
Consultancy Charges	3453226	3653674
DP Transaction Charges	121615	119877
Electricity Charges	112652	128009
Insurance	60422	64070
Internet Subscription	150397	180474
Postage and Courier	67242	84832
Printing and Stationery	141203	174527
Professional Charges	210886	107507
Rates and Taxes	146199	208563
Rent	352500	345750
Repairs & Maintenance	836887	540395
Subscription	158902	82731
Telephone Charges	214120	210148
Travelling and Conveyance	161636	185973
VSAT Ups Charges	73626	73491
Bad Debts written off	1334499	0
Others	91923	134779
	8008656	6649035