

ANNUAL REPORT 2019-20



DNP LIMITED

(A Government of Assam Undertaking)

CIN: U51410AS2007SGC008410

BOARD OF DIRECTORS



Rupam Goswami
Chairman



Gokul Chandra Swargiyari
Director & CEO



Ashwini Pait
Director & Vice-Chairman



Bhaskar Jyoti Phukan
Director



Susanta Kumar Sarmah
Director



Dr. Roshan Ara Begum, IAS
Director (up to 31.01.2020)



Neera Daulagupu, ACS
Addl. Director
(w.e.f. 18.09.2020)

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Bankers

- State Bank of India, Duliajan Branch, P.O. Duliajan, Dist: Dibrugarh-786602
- Allahabad Bank, AGCL Branch, P.O. Duliajan, Dist: Dibrugarh-786602

Statutory Auditors

M/s Rajendra C. Sharma & Co.
Chartered Accountants
BNP Path, New Market
Dibrugarh- 786001
Assam

Secretarial Auditors

M/s Amit Pareek & Associates
Company Secrateries
4th Floor, K C Choudhury Road
Ram Prasad Complex
Chatribari, Guwahati-781001
Assam

Cost Auditors

M/s Subhadra Dutta & Associates
Cost Accountants
House No. 29, Krishnagar
Chandmari, Ghy- 781005

Registered Office

DNP Limited
Flat No.-4, House No.2,
“Dinesh Mansion”, 2nd Floor, Dr. R.P. Road,
Dispur, Guwahati-781006

Head Office

Assam Gas Company Ltd. Campus
P. O. Duliajan, Dist.- Dibrugarh
PIN: 786602, Assam

Site Office

Madhuban
P. O. Kendriya Vidyalaya
Borpathar No. 1
Duliajan
Dist: Dibrugarh
Pin: 786602

Notice to the Shareholders

Notice is hereby given that the 13th Annual General Meeting of the Shareholders of DNP Limited will be held in the Registered Office of the Company at Flat No.-4, House No.2 “Dinesh Mansion”, 2nd Floor, Dr. R.P. Road, Dispur, Guwahati-781006 and through Video Conferencing or Other Audio Visual Means (OAVM) on **Friday, the 18th day of December, 2020 at 4.45 PM** to transact the following Ordinary and Special Businesses:

A. Ordinary Business

1. To receive, consider and adopt the Directors’ Report and the Report on Corporate Governance, the Audited Balance Sheet as at 31st March, 2020 and Statement of Profit & Loss for the year ended 31st March, 2020 along with the Reports of the Statutory Auditors and the Comments of the Comptroller & Auditor General of India.
2. To declare Dividend for the financial year ended 31st March, 2020.

B. Special Business

3. Approval of Remuneration of the Cost Auditor for the financial year 2020-21:

To consider and if thought fit, to pass the following Resolution with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, appointment of M/s

Musib & Co, Cost Accountants, as the Cost Auditor of the Company for the financial year 2020-21 for carrying out the audit of cost records maintained by the Company at a remuneration of ₹ 50,000/- (Rupees Fifty Thousand Only) plus out of pocket expenses, reimbursement of travel and boarding expenses and payment of GST at applicable rates etc. be and is hereby ratified and approved.”

4. Appointment of Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Mrs. Neera Daulagupu (DIN: 07302422), who was appointed by the Board as an Additional Director w.e.f. 18th September, 2020 and who holds office upto the date of this Annual General Meeting and in respect of whom, the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director, liable to retire by rotation.”

5. Approval for Alteration of Articles of Association of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company be and are hereby altered in the manner set out herein below:

i) The existing article no. 101 of the Articles of Association of the company be replaced with the new article as under:

101. Until otherwise determined by the Company in General Meeting, the number of Directors of the Company shall not be less than three and not more than fifteen.

Provided that a woman director will be appointed as per the provision of section 149 of the Act.

So long as AGCL, NRL and OIL alongwith their nominees hold 51%, 26% and 23% share respectively, the composition of the Board as well as

their number of representative shall mutually be decided by AGCL, NRL and OIL.

ii) To insert a new article after the existing article no. 120:

120A. The Board shall elect one of their members to be the Chairman of its meeting and determine the period for which he is to hold office. If no such Chairman is elected or if at any meeting of the Board the Chairman is not present within five minutes after the time appointed for holding the same, the Directors present shall choose one of their members to be the Chairman of such meeting.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Articles of Association and further to do all such acts and deeds, matters and things as may be deemed necessary to give effect to this resolution.”

By Order of the Board of Directors

Date: 20-11-2020

Registered Office:

Flat No.-4, House No.2,
“Dinesh Mansion”, 2nd Floor, Dr. R.P. Road,
Dispur, Guwahati-781006

Sd/-

(Samujjal Borah)

Company Secretary, DNPL

Note

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 followed by Circular No. 33/2020 dated 28th September, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM. In addition to the venue for the 13th AGM shall be the Registered Office of the Company.
2. Since the meeting will be held through VC or OAVM as per MCA circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of Proxies will not be available. Hence, Proxy Form, Attendance Slip are not annexed to the Notice.
3. Govt. representative / Corporate Members of the Company also can attend and vote at the AGM through VC/OAVM facility. Corporate Members intending to appoint their authorised representatives pursuant to Sections 113 of the Act, as the case may be, are requested to send the signed copy of the nomination letter in advance.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. VC link for the AGM will be shared separately.
6. Explanatory statements are annexed to the Notice of Annual General Meeting of the Company pursuant to Section 102 of the Companies Act, 2013 relating to the Business set out above hereto

Explanatory Statements for the Special Business pursuant to Section 102 of the Companies Act, 2013

The following are the Explanatory Statements in respect of item No. 3, 4 and 5 of the Special Business indicated in the Notice dated 20th, November, 2020

Item No. 3: Approval of Remuneration of the Cost Auditor for the financial year 2020-21:

M/s Musib & Co., was appointed by the Board as the Cost Auditor of the Company for the financial year 2020-21 in terms of section 148(3) of the Companies Act, 2013 at a remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only) plus out of pocket expenses, reimbursement of travel and boarding expenses, and payment of GST at applicable rates.

Pursuant to Rule 14 of the Companies (Audit & Auditors) Rules, 2014, remuneration of Cost Auditor approved by the Board under section 148(3) of the Companies Act, 2013 is required to be ratified by the shareholders.

Accordingly, approval is sought from the shareholders for ratification of remuneration payable to M/s Musib & Co., Cost Auditor of the Company for the year 2020-21.

None of Directors/Key Managerial Personnel or their relatives are in a way interested or concerned in the resolution

Item no.4 Appointment of Director

Mrs. Neera Daulagupu (DIN:07302422) ACS, Additional Secretary, Industries & Commerce Department, Govt. of Assam was appointed as

Additional Director on the Board of the Company w.e.f. 18th of September, 2020 pursuant to Article 104(i) of the Articles of Association of the Company read with Section 161 of the Companies Act, 2013 in accordance to the nomination of Assam Gas Company Limited.

Mrs. Neera Daulagupu, being appointed as Additional Director will hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mrs. Neera Daulagupu, as a Director of the Company. A brief profile of Mrs. Neera Daulagupu is also attached for information of the members.

Mrs. Neera Daulagupu, is interested in the Resolution to the extent as it concern her appointment. None of the Directors or Key Managerial Personnel or their relatives is, in any way, are interested or concerned in the Resolution.

Item no. 5 Approval for Alteration of Articles of Association of the Company

The Articles of Association of the Company was amended in the 12th Annual General Meeting of the Company on 23rd September, 2019 by adopting a new set of Articles in line with the Companies Act, 2013, however, the article 101 requires to be rephrased to be in line with the JV agreement between AGCL, NRL and OIL, in view of the same it is therefore proposed the replace the existing article 101 as under:

Existing Article	Proposed New Article
<p>101. Until otherwise determined by the Company in General Meeting, the number of Directors of the Company shall not be less than three and not more than fifteen. Provided that a woman director will be appointed as per the provision of section 149 of the Act.</p> <p>So long as AGCL, NRL and OIL alongwith their nominees hold 51%, 26% and 23% share respectively, the composition of the Board as well as their number of representative shall be 3 Directors from AGCL, 2 Directors from NRL and 2 Directors from OIL. Further, it may also be changed with the consent of the JV partners.</p>	<p>101. Until otherwise determined by the Company in General Meeting, the number of Directors of the Company shall not be less than three and not more than fifteen. Provided that a woman director will be appointed as per the provision of section 149 of the Act.</p> <p>So long as AGCL, NRL and OIL alongwith their nominees hold 51%, 26% and 23% share respectively, the composition of the Board as well as their number of representative shall mutually be decided by AGCL, NRL and OIL.</p>

Further, the following clause is proposed to be inserted after Article 120;

120A. The Board shall elect one of their members to be the Chairman of its meeting and determine the period for which he is to hold office. If no such Chairman is elected or if at any meeting of the Board the Chairman is not present within five minutes after the time appointed for holding the same, the Directors present

shall choose one of their members to be the Chairman of such meeting.”

Accordingly, this matter has been placed before the Shareholders for approval.

The Board therefore, submits the resolution for your consideration and recommends approval of the Special Resolution.

None of Directors/Key Managerial Personnel or their relatives are in a way interested or concerned in the resolution.

By Order of the Board of Directors

Date: 20-11-2020

Registered Office:

Flat No.-4, House No.2,

“Dinesh Mansion”, 2nd Floor, Dr. R.P. Road,

Dispur, Guwahati-781006

Sd/-

(Samujjal Borah)

Company Secretary, DNPL

DIRECTORS` REPORT

Dear Members,

Your Directors are pleased to present the Thirteenth Annual Report on the performance of your Company together with audited financial statement for the year ended 31st March, 2020.

FINANCIAL RESULTS

The Company`s financial performance for the year ended 31st March, 2020 as compared to those of the previous year are summarized below: -

Particulars	2019-20 (₹ In thousands)	2018-19 (₹ In thousands)
Gross Revenue from Operations	8,51,568	8,64,764
Other Income	27,985	61,063
Total Revenue	8,79,553	9,25,827
Profit before Depreciation & Amortization, Interest and Tax	5,80,056	6,56,951
Profit before prior period adjustments, extraordinary items and Tax	4,44,073	5,28,196
Extraordinary Items	-	-
Profit before Tax	4,44,073	5,28,196
Provision for Taxation	86,144	1,18,752
Provision for Taxation- Deferred	3,762	(50,266)
Profit (Loss) after tax	3,54,167	4,59,710
Earnings per Share in Rupees (Face value ₹ 10/- each)		
1. Basic	2.12	2.75
2. Diluted	2.12	2.75

Directors propose to appropriate this amount as under:

Appropriations:	2019-20 (₹ In thousands)	2018-2019 (₹ in thousands)
Towards Dividend	1,57,215	1,96,477
Corporate Dividend Tax	NIL	40,386
Transfer to General Reserve	1,96,952	2,28,905
Balance at Profit& Loss Account	500	500
Total Profit (after tax)	3,54,167	4,59,710

Summarized Cash Flow Statement:

Cash Flows :	2019-20 (₹ In thousands)	2018-2019 (₹ in thousands)
Inflow/(Outflow) from operations	3,94,728	3,18,731
Inflow/(Outflow) from investing activities	(2,48,979)	(1,38,925)
Inflow/(Outflow) from financing activities	(2,30,805)	(1,96,468)
Net Increase/(decrease) in cash & cash equivalent	(85,056)	(16,662)

PERFORMANCE HIGHLIGHTS

Physical Performance:

During the year 2019-20, your Company transported 268.65 MMSCM of natural gas to NRL as against 281.01 MMSCM transported in the previous year. Utilization of the pipeline was lower by 04.40% compared to the 2018-19 primarily due to pigging of the pipeline during the period.

In terms of the gas supply agreement between DNPL and NRL, transportation charges for the year was last revised to ₹ 2980.36 per thousand standard cubic meters (TSCM) with effect from 01.04.2016.

Your company continued its focused attention towards various control measures as well as optimum utilization of available resources to ensure reasonable level of operating surplus.

Financial Performance:

DNPL's gross revenue from operations for the year 2019-20 was ₹ 85.16 crores, 01.53% lower than the previous year's revenue of ₹ 86.48 crores. The profit before tax for the year was ₹ 44.41 crores, which is 15.93% lower compared to ₹ 52.81 crores in 2018-19. The profit after tax for the year stood at ₹ 35.42 crores as against ₹ 45.97 crores recorded in 2018-19. The earnings per share achieved in 2018-19 was

₹ 2.12 compared to ₹ 2.75 in the previous year.

The total amount of Capital Expenditure incurred during the year was ₹ 13.28 crores as compared to ₹ 3.01 Crores in 2018-19. Value of total fixed assets as on 31st March, 2020 stood at ₹ 234.69 Crores.

Net Worth:

The net worth of the Company stood at the end of financial year 31st March, 2020 is ₹ 268.43 Crores as against ₹ 256.09 crore as on 31st March, 2019.

Dividend:

Your Directors, after taking into account financial results of the Company during the year and keeping in view the need to maintain strategic investments for a secure future, are pleased to recommend for your approval, a dividend of ₹ 0.94 (i.e. 9.40%) per equity share of ₹ 10.00 each for the financial year ended March 31, 2020 on the paid up share capital of ₹ 167.25 Crores, which would absorb a sum of ₹ 15.72 Crores (exclusive of Corporate Dividend Tax) out of Company's PAT. After retaining an amount of ₹ 0.05 Crores in the statement of Profit & Loss for the year, your Directors proposed to transfer the remaining amount of ₹ 19.70 Crores to the General Reserve Account. The dividend payout is subject to approval of members at the ensuing Annual General Meeting.

Treasury Operations

Total borrowings of your Company as on 31st March, 2020 stood at nil.

Debt equity ratio at the close of the financial year stood at nil due to repayment of term loans.

Contribution to Exchequer

Your Company has contributed a total of ₹ 19.52 crores to the Central Exchequer and ₹ 5.18 crores to the State Exchequers in the form of taxes and duties compared to ₹ 20.15 Crores and ₹ 4.83 Crore respectively in the previous year.

Govt. Audit Review

Comments of the Comptroller and Auditor General of India (C&AG) under section 143 (6) (b) of the Companies Act 2013 on accounts of the Company for the year ended 31st March, 2020 together with managements reply as an addendum thereto are placed before the shareholders for consideration.

Particulars of Contracts or Arrangements with Related Parties:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business on an arm's length basis and are intended to further the Company's interests. Relevant information in Form AOC-2 has been provided as Annexure B to Directors' Report.

During the year, the Company has not entered into any contract / arrangement/ transaction with related parties which were in conflict with the Company's interest.

Post balance sheet events

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate on the date of this report.

Business Risk Management:

Although the company doesn't have any specific risk management policy as on date, the Board of Directors of the company deliberates on threats, risks and concerns which in the opinion of the Board may threaten the continuation of its business or pose threat in its existence. The Board reviews the means adopted by the company to mitigate the risk from time to time. The details of risk and concerns of the company are discussed in the Management Discussion and Analysis forming part of this Report.

Internal financial controls

The Company has put in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

Particulars of Loan, Guarantees and Investments under Section 186

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

Conservation of Energy, Technology Absorption

The Company is taking effective steps at every level of its activities for conservation of energy.

Foreign Exchange Earnings

There were no foreign exchange earnings during 2019-20 or in the previous year 2018-19.

Particulars of Employees and related disclosures

As there is no employee drawing the specified remuneration, particulars of employees under Section 134 of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2020 are not furnished.

Remuneration

As per MCA Notification No. GSR 463(E) dated 5th June, 2015, Section 197 does not apply to a Government company. Therefore, the requirement of disclosure to be made in the Directors' report in terms of Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

Corporate Governance

Corporate Governance is about maintaining a trusted relationship with all stakeholders and is an integral part of our value creation in the Company. Your Company has been maintaining integrity, transparency and accountability in all its spheres of business.

In accordance with the guidelines on Corporate Governance issued by the Department of Public Enterprises (DPE) in May 2013, a report on Corporate Governance together with a Certificate from a practicing Company Secretary on compliance with guidelines on Corporate Governance is annexed at Annexure

A to the Directors' Report. The forward-looking statements made in the 'Management Discussion and Analysis' are based on certain assumptions and expectations of future events. The Directors do not guarantee that such expectations will eventually materialise.

Statutory Auditors

M/s Rajendra C Sharma, (SPA057) Chartered Accountants, BNP Path, New Market, Dibrugarh-786001 were appointed as Statutory Auditors of the Company for the financial year 2019-20 by the Comptroller & Auditor General of India (C&AG) under the provisions of Section 139 of the Companies Act, 2013. They will hold office till the ensuing Annual General Meeting.

Cost Auditors:

Pursuant to the Companies (Cost Records and Audit) Rules, 2014, M/s Subhadra Dutta & Associates, Cost Accountants, Guwahati a firm of Practicing Cost Accountants was appointed as Cost Auditors of the Company for the financial year 2018-19. Cost Audit Report for the year 2018-19 was filed with the Ministry of Corporate Affairs within the due date.

M/s. Subhadra Dutta & Associates, Cost Accountant, Guwahati were appointed as Cost Auditors of the Company for the year 2019-20 in accordance with the provision of Section 148(3) of the Companies Act, 2013. The Cost Auditor, shall within a period of 180 days from the closure of the financial year, forward the Cost Audit Report and the Company is required to file the Cost Audit Report within 30 days of receipt of the same. Necessary action will be initiated to file the Cost Audit Report 2019-20 within stipulated time.

Secretarial Auditors:

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Amit Pareek & Associates, Practicing Company Secretaries, Guwahati were appointed by the Board as Secretarial Auditors for conducting the Secretarial Audit of the Company for the financial year 2019-20.

The Secretarial Audit Report for the financial year 2019-20 together with Managements' reply on the comments of the Secretarial auditors are annexed as part of Annexure –A to this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have considered 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 as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;

- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Board Evaluation

As per MCA Notification No. GSR 463(E) dated 5th June, 2015, provisions of section 134(3)(p) shall not apply, in case the Directors are evaluated by the Ministry or Department of Central or the State Govt., which is administratively in charge of the Company as per its own evaluation methodology. As DNPL is a Government Company, disclosure requirement in respect of board evaluation process is not applicable to the Company.

Extract of Annual Return

In accordance with Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules 2014, the extract of the Annual Return as at 31st March, 2020 in the prescribed form MGT-9, has been uploaded in the website of the Company at www.dnpl.co.in.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Since the date of last Annual General Meeting held on 23rd September, 2019, following changes have been made:

Dr. Roshan Ara Begum, IAS, the then Commissioner & Secretary to the Govt. of Assam, Public Enterprises Department has ceased to be a Director w.e.f 31st January, 2020 due to superannuation. The Board wishes good health for her and success in all her endeavours

Ms. Neera Daulagupu, ACS, Additional Secretary to the Govt. of Assam, Industries & Commerce Department, has been appointed as an Additional Director w.e.f 18th September, 2020, pursuant to her nomination by AGCL vide its letter no. AGCL/BM/CR/2020-2021/03 dated 18/09/2020. Being an Additional Director, she will hold office till the date of the ensuing Annual General Meeting. Notice under Section 160 of the Companies Act, 2013 has been received from a member proposing her name for appointment as Director at the ensuing Annual General Meeting.

Shri Monoj Kumar Singha, Chartered Accountant has been appointed as the Chief Financial Officer (CFO) and Key Managerial Personnel of the Company w.e.f 08th May, 2020 to perform the duties as required under the Companies Act, 2013, and any other duties assigned by the Board of Directors from time to time.

Declaration by Independent Directors:

As there are no Independent Directors on the Board of the Company, the declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 does not arise.

CSR Committee

The Corporate Social Responsibility Committee as on 31st March, 2020 comprised of Directors, viz., Shri Ashwini Pait as Chairman, Shri Susanta Kumar Sarmah, Shri Bhaskar Jyoti Phukan and Shri Gokul Chandra Swargiyari as members.

Audit Committee

The details of the composition of the Audit Committee are provided in the Corporate Governance Report which forms part of this Report.

Nomination & Remuneration Committee Policy:

The details of the composition of the Committee as on 31st March, 2020 is as follows:

- (i) Shri Susanta Kumar Sarmah, as Chairman;
- (ii) Shri Ashwini Pait, Director, DNPL as member

Disclosure on Establishment of a Vigil Mechanism

The Company does not have a Vigil Mechanism.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:

There were no cases filed for Sexual Harassment of Women at Workplace during the Financial Year 2019-20. Since, the Company has adopted the Sexual Harassment prevention policy of Assam Gas Company Limited, the Internal Complaint Committee of Assam Gas Company is also applicable to DNP Limited.

Disclosure of maintenance of Cost Records:

The Company has maintained cost records as specified by the Central Govt. under sub-section (1) of section 148 of the Companies Act, 2013.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ACKNOWLEDGEMENT

Your Directors take this opportunity to express their deep gratitude for the untiring efforts put in by the employees including those who are on deputation from AGCL as well as other outsourced personnel, without whom it would not have been possible for the Company to operate this gas transportation system smoothly and safely.

Your Directors acknowledge the role played by all other agencies, contractors and suppliers including their employees in its success.

The Directors are grateful for all the assistance, guidance and support received from various Government Departments, particularly, from Industries and Commerce Dept. Govt. of Assam, Public Enterprises Deptt. Govt of Assam, Offices of Commissioner of Income Tax, Commissioner of Central Goods and Service Tax, Assam, Superintendent of Taxes, Naharkatia as well as other Central and State Government agencies.

Your Directors are also grateful to State Bank of India and Allahabad Bank for providing their banking services to the Company.

Your Directors express their sincere thanks to all the shareholders of the Company, namely, AGCL, NRL, and OIL for reposing their confidence and continued support to DNPL management.

For and on behalf of Board of Directors

Date: 20-11-2020

Place: Guwahati

Sd/-

**Rupam Goswami
Chairman**

Management's Discussion and Analysis

Optimum utilization of gas transportation infrastructure plays an important role in the gas industry for efficient delivery of gas to end consumers. In spite of various constraints experienced by the company, it has been successfully operating the dedicated state-of-the-art Duliajan Numaligarh Gas Transportation System.

Directors perception of the future of the Company from the point of view of Market competition, production/service constraints and Government Policies etc.

To grow, the company has to expand its operations. As per the Hydrocarbon Vision 2030 for North Eastern Region of the Govt of India, the company is likely to be part of the consortium engaged in the development of the trunk gas pipeline connecting the Duliajan Numaligarh Gas Transportation System to the proposed Barauni - Guwahati Numaligarh Pipeline system.

Strengths, Weaknesses, Opportunities and Threats

DNPL's primary strength emanates from the fact that the three promoters represent three vertices of the gas value chain - gas producer OIL, gas transporter AGCL and gas consumer, NRL. The professional strengths and unstinted support of the three promoter organizations are always available to your company in all its endeavors and in overcoming various challenges.

DNPL owns and operates a single dedicated gas transportation system delivering gas from a single source to a single customer. The major weakness of the company is that any variation in supply of gas by the producer and / or variation

of drawal of gas by the consumer may adversely affect your company's revenue.

Risks and associated concerns for 2019-20 mainly pertain to possible reduced availability of contracted quantity of natural gas from the producer due to changing field conditions.

Human Resource

Your Company is committed to operational excellence and increased productivity through optimum utilization of human resources. The company recognizes the need for strategic and customer centric HR initiatives through development of HR strategy aligned to the overall organizational goal. It has continued to enable its employees to work in a conducive environment, leveraging technology to ease its operations.

As on 31st March, 2020, there were total 32 employees on the roll of the Company of which 17 are executive cadre and remaining 15 are non executive cadre.

During the year, some of the key technical and managerial personnel drawn from AGCL during project execution stage continue to be engaged in your company's operations on full time as well as on part time basis. They were being supported by technical and non technical manpower of the Company together with manpower outsourced to manpower supply agencies.

Safety

During the year 2019-20, there was no loss time accident (LTA). Regular Mock drills and Safety meetings awareness programmes were organized during the year. The Safety Policy may be accessed at the Company's website at www.dnpl.co.in.

Industrial Relations

Industrial relations were cordial and harmonious throughout the year. Issues with various groups and agencies were amicably resolved facilitating smooth conduct of business during the year.

Corporate Social Responsibility and Sustainability

DNPL's initiatives towards CSR and Sustainability were pursued with increased emphasis during 2019-20. The CSR Policy is uploaded in the Company's website at www.dnpl.co.in

Some of the highlights of CSR and Sustainability activities undertaken by your Company during the year are:

- i. Health Care and Sanitation
- ii. Environmental Sustainability and Ecological Balance and
- iii. Promotion of education.

Based on the average net profits of the Company for the last three financial years, total amount to be spent on CSR for the year 2019-20 was ₹ 88.47 lakhs. However, after considering the unspent amount of ₹ 25.75 lakhs earmarked for the year previous years, total mandatory expenditure for the year 2019-20 was ₹ 114.25 lakhs.

As against above, total amount spent on CSR activities during the financial year 2019-20 was ₹ 105.75 Lakhs and the balance committed and unspent amount of ₹ 08.50 Lakhs has been carried forward to the financial year 2020-21.

A detailed report on DNPL's CSR and Sustainability activities is enclosed at **Annexure - C**.

Members of the CSR & Sustainability Committee confirmed that implementation and monitoring of CSR Policy is in compliance with CSR Objectives and Policy of the Company.

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REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Corporate Governance is a set of system and practices adopted by a Company to ensure that it is managed in a way to ensure accountability, transparency, fairness in all its transactions and also to meet the aspiration of the stake holders and expectation of the Society. Corporate Governance is crucial to integrate all components by carefully balancing the complex relationship amongst the Board of Directors, Audit Committee & other subcommittees. DNPL is adopting best governance practices, which are critical to ensure optimization of returns and satisfaction to all the shareholders. The Company has been sharing relevant information with the various shareholders from time to time through Annual Reports, Minutes etc. Being a non-listed entity it is not mandatory to disclose as per Regulation 27 of the SEBI (LODR) Regulations, 2015 & Companies Act, 2013. However, as good corporate governance practice and as per Guidelines on Corporate Governance for State Level Public Enterprises issued by Department of Public Enterprises (DPE), Govt. of Assam in May, 2013, the Company has been complying with the stipulations contained therein to the extent applicable.

Relevant information on areas covered under Corporate Governance disclosures during the financial year 2019-20 are furnished below:-

2. BOARD OF DIRECTORS

DNPL is a Government Company under Section 2(45) of the Companies Act, 2013 by virtue of being a subsidiary of Assam Gas Company Limited (AGCL), which is a Government Company. The Board of Directors is the Apex Body constituted by the Shareholders for overall functioning of the Company. In terms of the Articles of Association of the Company, the number of Directors shall not be less than three and not more than fifteen.

As on 31st March, 2020, the Board of DNPL comprised of 4 (four) Part time (Ex-Officio) Directors from the promoters organizations, namely, Assam Gas Company Limited, Numaligarh Refinery Limited and Oil India Limited and 1 (one) Part time (Ex-Officio) Director from Government of Assam. The Composition of the Board of Directors as on 31st March, 2020 are as follows:

Sl. No.	Name of the Directors	Designation
1.	Shri Rupam Goswami	Chairman
2.	Shri Aswini Pait	Director & Vice-Chairman
3.	Shri Gokul Chandra Swargiyari	Director & CEO
4.	Shri Bhaskar Jyoti Phukan	Director
5.	Shri Susanta Kr. Sarmah	Director

**None of the Director is related to any other Director on the Board.

As per Section 165 of the Companies Act, 2013, a Director should not hold directorship in more than 20 Companies at the same time and directorship in Public Companies should not exceed 10 nos. During the year, there was no violation of Section 165 pertaining to number of Directorship held by the directors.

MEETINGS OF THE BOARD OF DIRECTORS:

The Board's actions and decisions are aligned with the Company's best interests. The Board

has an effective mechanism to facilitate Post Meeting, follow ups, Review and Reporting process for the decision taken by the Board or Sub-Committee of the Board.

During the financial year 2019-20, the Company convened 6 (six) meetings of the Board of Directors, the gap between two meetings never exceeded 120 (One Hundred and Twenty) days.

The details of the meetings of the Board of Directors held during the Financial Year 2019-20 are as follows:

Sl. No.	Date of Board Meeting	Board Strength	No. of Directors Present
1.	06/06/2019	6	5
2.	02/07/2019	6	6
3.	13/08/2019	6	5
4.	23/09/2019	6	6
5.	28/11/2019	6	5
6.	17/02/2020	6	3

Particulars of Directors including those who ceased to be director in the company during the financial year and their attendance at meetings of Board of Directors and the Shareholders held during the Financial Year 2019-20:

Sl. No	Name of Directors and their Category	Date of joining as Director of the Company	Attendance of the meeting of Board held during the year and percentage thereof			Attended in the last Annual General Meeting (Yes/No/NA)	No. of Membership/ Chairmanship of Board Committees in Other Companies	Name of the Companies/firms/ association of individuals in which interested
			Nos. of Meetings Attended	Total Meetings held during the tenure of the director.	% of Attendance			
1	Shri Rupam Goswami Chairman, DNPL	17 th March, 2017	6	6	100	Y	NIL	DNPL
2	Shri Aswini Pait Vice-Chairman, DNPL	17 th March, 2017	6	6	100	Y	NIL	DNPL

Sl. No	Name of Directors and their Category	Date of joining as Director of the Company	Attendance of the meeting of Board held during the year and percentage thereof			Attended in the last Annual General Meeting (Yes/No/NA)	No. of Membership/ Chairmanship of Board Committees in Other Companies	Name of the Companies/firms/ association of individuals in which interested
			Nos. of Meetings Attended	Total Meetings held during the tenure of the director.	% of Attendance			
3	Shri Gokul Chandra Swargiyari, Director & CEO, DNPL, and Managing Director, AGCL	11 th Sep-tember, 2019	3	3	100	Y	NIL	DNPL AGCL
4	Shri Aditya Kumar Sharma , (Former Director & CEO, DNPL, and Managing Director, AGCL)	11 th Sep-tember, 2015 (ceased as Director w.e.f 11 th September, 2019)	3	3	100	NA	NIL	DNPL AGCL
5	Dr. Roshan Ara Begum, IAS, Director, DNPL and Commissioner & Secretary, Public Enterprise Deptt. Govt. of Assam	28 th Sep-tember, 2015 (ceased as Director w.e.f 31 st January, 2020)	3	5	60	Y	NIL	
6	Shri Bhaskar Jyoti Phukan Director, DNPL, Director (Tech.), NRL and Chairman, ABRPL	01 st Febru-ary, 2018	4	6	67	Y	Member of Audit Committ-ee, NRL, Chairman, ABRPL	
7	Shri. Susanta Kumar Sarmah GM(GMS & Field OPS), OIL	27 th July, 2018	5	6	84	Y	NIL	DNPL

AGCL: Assam Gas Company Limited; **ABRPL:** Assam Bio-Refinery Private Limited, **DNPL:** DNP Limited; **NRL:** Numaligarh Refinery Limited; **APDCL:** Assam Power Distribution Company Limited; **APL:** Assam Petro-Chemicals Limited; **AEGCL:** Assam Electricity Grid Corporation Limited; **AFCSCCL:** Assam Food and Civil Supplies Corporation Limited; **ASWC:** Assam State Warehousing Corporation; **AMDCL:** Assam Mineral Development Corporation Limited. **AIDCL:** Assam Industrial Development Corporation Limited

1. Audit Committee

DNPL took the initiative to introduce Corporate Governance in the organization during the year 2012 itself, by constituting an Audit Committee. The Audit Committee assist the Board in its responsibility for overseeing the integrity of the accounting, auditing and reporting practices of the Company and its compliances of the legal and regulatory requirement. The Committee assists the Board in discharging its responsibility for overseeing the quality and integrity of the accounting, remuneration of Statutory Auditors, appointment and remuneration of Cost Auditors, performance of Internal Auditor and its compliance with the legal and regulatory requirements, etc.

The role, powers and functions of the Audit Committee were specified and approved by the Board. The quorum for the meetings of the Committee is two members or 1/3rd of the members of the Audit Committee, whichever is higher.

During the financial year 2019-20, the Company convened 3 (Three) meetings of the Audit Committee.

06/06/2019	23/09/2019	28/11/2019
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The 4th meeting of the Audit Committee was scheduled to be held on 27th March, 2020 which could not be held due to imposition of nationwide lockdown on account of Covid-19 Pandemic.

The attendance record of the members of the committee as on 31st March, 2020 are as follows:-

Sl. No.	Name of the Director	Status	No. of Meetings attended/ Out of	Attended in the last AGM (Y/N)
1.	Shri Bhaskar Jyoti Phukan (Director, DNPL)	Chairman	3/3	Y
2.	Shri Susanta Kumar Sarmah (Director, DNPL)	Member	3/3	Y
3.	Shri Aswini Pait (Director, DNPL)	Member	3/3	Y

There are no Independent Directors on the Board of the Company. The members possess the requisite knowledge of Finance and Accounts for effective functioning of the Audit Committee. The Company Secretary, DNPL acts as the Secretary of the Committee.

The role and responsibilities of the Audit Committee as approved by the Board broadly includes the following:-

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fee, and also approval for payment for any other services.
- Reviewing with management the quarterly/ half yearly /annual financial statements before submission to the Board, focusing primarily on :

Reviewing any Related party transactions i.e. transactions of the Company of material nature with promoters or the management, their subsidiaries, relatives etc. that may

have potential conflict of the interest with the Company at large.

- Reviewing with management, external and internal auditors, the adequacy of internal control systems and any significant findings and follow up thereon
- Reviewing the Company's financial and risk management policies.

2. Corporate Social Responsibility & Sustainability Committee:

DNPL took the initiative to contribute towards society in a transparent, responsible, accountable and fair manner. DNPL's CSR policy was approved by the Board on 12th February, 2015.

As on 31st March, 2020, the CSR and Sustainability Committee of the Board were comprised of following members: -

- Shri Aswini Pait, as the Chairman; and
- Shri Bhaskar Jyoti Phukan
- Shri Gokul Chandra Swargiyari
- Shri Susanta Kr. Sarmah, as members.

During the financial year 2019-20, two meeting of the CSR Committee were held on 6th June, 2019, and 17th February, 2020.

Attendance at the CSR Committee meeting during the financial year 2019-20:

Name of the members	No. of meetings attended/ Out of	Attended the last Annual General Meeting held on 23/09/2019 (Y/N)
Shri Aswini Pait	2/2	Y
Shri Bhaskar Jyoti Phukan	1/2	Y

Shri Susanta Kr. Sarmah	1/2	Y
Shri A.K. Sharma (Ceased to be a member w.e.f 11.09.2019)	1/1	Y
Shri G.C. Swargiyari (appointed as a member w.e.f 11.09.2019)	1/1	Y

3. Nomination and Remuneration Committee:

The Details of the Committee has been provided in the Directors Report.

4. Investors Grievance Committee:

DNPL being a non-listed Company with only nine shareholders, no such Committee has been formed.

Annual/Extra Ordinary General Meetings:

a) Details of location, time and date of last three AGMs/EGM are given below:-

No. of AGM	Date and Time of the Meetings	Venue
10 th Annual General Meeting	18 th September, 2017 5.00 P.M	Flat No. 4, House No. 2 "Dinesh Mansion", Dr. R.P Road, Dispur, Guwahati-781006
11 th Annual General Meeting	26 th September, 2018 5.00 P.M	Flat No. 4, House No. 2 "Dinesh Mansion", Dr. R.P Road, Dispur, Guwahati-781006
12 th Annual General Meeting	23 rd September, 2019 5.00 P.M	Flat No. 4, House No. 2 "Dinesh Mansion", Dr. R.P Road, Dispur, Guwahati-781006

b) Details of Special Resolution passed during the last three years:

Business	Type of resolution	Type of meeting	Date of Meeting
Alteration of Articles of Association	Special Resolution	12 th Annual General Meeting	23 rd September, 2019

c) Postal Ballot:

The number of Members being below 200, the Company is not required to transact any business by way of Postal ballot pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

d) Brief Resumes of the Director(s) seeking appointment:

Smti. Neera Daulagupu, ACS is presently posted as Additional Secretary to the Government of Assam, in the Industries & Commerce Department, Assam Secretariat, Dispur.

She did her graduation from Cotton College, Guwahati and post-graduation in English from the North Eastern Hill University, Shillong. Prior to her present posting Smti Daulagupu served in various capacities looking after the Investment Cell of Industries & Commerce Department. She was a part of the active team in the Department that undertook the successful organization of “Advantage Assam”, 2018 in coordination with various Departments of Government of Assam.

Smti. Daulagupu also served the Government in various capacities and in different districts of Assam since her joining the Assam Civil Service in 1993.

With her experience in diverse capacities, Smti. Daulagupu 's association with the Company will definitely yield rich benefits to the organization.

Smti. Neera Daulagupu, being appointed as Additional Director will hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice from a member under section 160 of the Companies Act, 2013 proposing the candidature of Smti Neera Daulagupu as a Director of the Company.

5. Disclosures and compliance

- There was no transaction of material nature with Directors or the Management or their relatives having potential conflict with the interest of the Company at large.
- There was no instances of non-compliance of any provisions of Law, guidelines issued by any regulatory authorities as well as no penalties was imposed on the Company during the last three years.
- During the year, no expenses was incurred which are personal in nature and incurred for the Board of Directors and Top Management.
- There were no qualifications in the Auditors' Report on the financial statements to the shareholders of the Company.
- The Company has spent an amount of ₹ 105.75 lakhs towards CSR and Sustainability activities during the financial year 2019-20 out of ₹ 114.25 Lakhs (accumulated mandatory 2% on average previous three years profit and unspent amount of the previous year) and balance committed and unspent amount of ₹ 08.50

lakhs has been carried forward to the next financial year i.e. 2020-21.

- f. During the year under review, no case was filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Means of communication of financial performance

DNPL, being a non listed company, publishing of quarterly/half yearly and annual financial statements are not mandatory. However, as a good corporate practice, the Company has been sharing relevant information with its shareholders as well as other stakeholders from time to time through its web site (www.dnpl.co.in), Annual Report, etc.

Management Discussion & Analysis Report:

A detailed chapter on Management Discussion & Analysis is incorporated in the Directors' Report.

General information to shareholders:-

Number of AGM	13 th Annual General Meeting
Date and Time	18 th December 2020 at 04.45 PM
Venue	Registered Office:- Flat No.-4, House No.2, "Dinesh Mansion", 2 nd Floor, Dr. R.P. Road, Dispur, Guwahati-781006
Dividend payment	The Board has recommended Dividend of @ ₹ 0.94 per share (i.e., 9.4% of the paid-up share capital) for consideration of the shareholders at the ensuing Annual General Meeting. If approved by the shareholders, the same will be paid within 30 days from the date of declaration.

Financial year- DNPL follows the financial year from 1st April to 31st March.

Since the Company's shares are not listed, market price of share is not available.

Share Transfer system and Shareholding Pattern as on 31-03-2020:

The Board of Directors considers the request for transfer/transmission of shares etc.

Shareholding Pattern as on 31-03-2020 is given below:

Sl. No.	Name of shareholder	Capital contribution in(₹)	Nos. of shares held	Percentage of holding (%)
01.	Assam Gas Company Limited along with nominees	85,30,00,000/-	8,53,00,000	51%
2.	Numaligarh Refinery Limited along with nominees	43,49,00,000/-	4,34,90,000	26%
3.	Oil India Limited	38,46,00,000/-	3,84,60,000	23%
	Total	167,25,00,000/-	16,72,50,000	100%

Registered Office:

DNP Limited
Flat No.-4, House No.2
"Dinesh Mansion", 2nd Floor, Dr. R.P. Road,
Dispur, Guwahati-781006

Head Office:

Assam Gas Company Limited Campus
P.O. Duliajan, Dist: Dibrugarh
Pin-786602

Site Office (Plant Office)

Madhuban
P.O. Kendriya Vidyalaya
Borpathar No 1
Duliajan
Dist: Dibrugarh
Pin-786602

To,
The Members,
DNP Limited,
CIN: U51410AS2007SGC008410
Flat No. 04, House No. 2, “Dinesh Mansion”
2nd Floor, Dr. R.P. Road,
Dispur, Guwahati-781006, Assam

COMPLIANCE OF CORPORATE GOVERNANCE CONDITIONS

We have examined the compliance of conditions of Corporate Governance by **DNP Limited** (a Non-Listed State PSU) for the year ended **31st March, 2020** as stipulated in the Guidelines on Corporate Governance for State Level Public Sector Enterprises issued by the Department of Public Enterprises (DPE), Government of Assam, 2012-13.

The compliance of Conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

During the course of our Audit, it was appraised in our opinion and to the best of our information and according to the explanations given to us, we certify that the Management of the Company has complied with the requirements of Corporate Governance as stipulated in the

Guidelines except:

- a. Clause 3.1.1 relating to the Board of Directors /Board of Management / Managing Committee shall have an optimum combination of Functional, Nominee and Independent directors.
- b. Clause 3.1.4 relating to the number of Independent Directors on the Board of the Company which states that at least 1/3rd of the Board members should be independent Directors.
- c. Clause 4.1.1, relating to the composition of Audit Committee which states that two-thirds of the members of the Audit Committee shall be Independent Directors.
- d. Clause 4.1.2 relating to the chairman of the Audit Committee shall be an Independent Director.

During the course of our audit it was appraised and informed by the management of the Company that, it being a State Level PSU, the

appointment of Directors are made by the State Government and the State Government has not appointed any Independent Director on its Board till date.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the Affairs of the Company.

**For AMIT PAREEK & ASOCIATES
Company Secretaries**

Date: 21-08-2020

Place: GUWAHATI

Sd/-

(AMIT PAREEK)

PROPRIETOR

M. NO. F5714

C.P. No.: 4289

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FORM MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,

The Members,

DNP LIMITED

CIN: U51410AS2007SGC008410

Flat No. 04, House No. 2, "Dinesh Mansion"

**2nd Floor, Dr. R.P. Road, Dispur, Guwahati
Kamrup AS 781006**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DNP LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

We report that:

- a. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
- b. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- c. We have not verified the correctness and appropriateness of the financial statement

of the Company.

- d. The compliance of the provisions of the Corporate and other applicable Laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verifications of procedures on test basis.
- e. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of **DNP LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st day of March, 2020 ("audit period")**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **DNP LIMITED**. ("The Company") for the financial year ended on **31st March, 2020** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Other Laws as may be applicable to the Company as provided by the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations made in **Annexure-1**.

We further report that:-

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors as applicable **except annexure-1**. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda **except annexure-1**, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for

meaningful participation at the meeting.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company had no specific events / actions which is having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.)

We further report that during the audit period there were no instances of:

- (i) Public/Right/Bonus /debentures/sweat equity/preferential issue of shares.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations.

Date: 31-07-2020

Place: GUWAHATI

UDIN: F005714B000538026

**For AMIT PAREEK & ASOCIATES
Company Secretaries**

Sd/-

(AMIT PAREEK)

PROPRIETOR

M. NO. F5714

C.P. No.: 4289

ANNEXURE -1

During the course of the conduct of our audit, the following observations were made:-

- 1) Pursuant to the provisions of Section 203 of the Companies Act, 2013 the Company is in default of appointment of Chief Financial officer (CFO) on the board of Directors of the Company, however, as on the date of this report the same is complied.
- 2) It was observed that the agenda and detailed notes for participation in the meeting by the Board of Directors were not sent before seven days in advance.
- 3) The Company has not complied with the Information and Technology Act, 2000 as amended by Information Technology Amendment Act, 2008 with respect to safety and storage of data.

Date: 31-07-2020

Place: GUWAHATI

UDIN: F005714B000538026

For AMIT PAREEK & ASOCIATES

Company Secretaries

Sd/-

(AMIT PAREEK)

PROPRIETOR

M. NO. F5714

C.P. No.: 4289

Management Reply to Secretarial Auditors Observations of DNPL for the year 2019-20

Addendum to the Directors' Report

Sl. No	Secretarial Auditors Observations	Management Reply
1.	Pursuant to the provisions of Section 203 of the Companies Act, 2013 the Company is in default of appointment of Chief Financial officer (CFO) on the board of Directors of the Company, however, as on the date of this report the same is complied	The Comment of the Auditor is self explanatory
2.	It was observed that the agenda and detailed notes for participation in the meeting by the Board of Directors were not sent before seven days in advance.	Many a times, meetings are to be called at a shorter notice depending upon the availability and convenience of majority directors.
3.	The Company has not complied with the Information and Technology Act, 2000 as amended by Information Technology Amendment Act, 2008 with respect to safety and storage of data.	Noted for compliance.

FORM NO. 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 transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm’s length basis: NIL

2. Details of contracts or arrangements or transactions at Arm’s length basis :

Names of the related party and nature of relationship	Nature of Contracts/ arrangement/ transactions	Duration of Contracts/ arrangement/ transactions	Salient terms of contracts or arrangements or transactions including the value, if any	Date of approval by the Board	Amount paid as advance, if any
Assam Gas Company Limited (AGCL)	Reimbursement of salary and other expenses incurred by AGCL for the persons deputed in DNPL and other expenses related to DNPL.	Ongoing transactions	DNPL will reimburse AGCL the manpower cost on Cost to the Company basis which comes to approximately 100% of the actual salary paid. (₹ 138.35 Lakhs)	2009	Nil
Assam Gas Company Limited (AGCL)	Payment of rental and electricity charges for office accommodation to AGCL	Ongoing transactions	₹ 4.68 Lakhs	Not applicable	Nil
Assam Gas Company Limited (AGCL)	Payment of Interest on Loan to AGCL	Ongoing transaction	₹ 8.76 Lakhs	February, 2016	Nil
Numaligarh Refinery Limited (NRL)	Reimbursement of expenses incurred by NRL in respect of DNPL.	Ongoing transactions	NIL	Not applicable	Nil
Numaligarh Refinery Limited (NRL)	Transportation charges from NRL.	Ongoing transactions	₹ 8647.64 Lakhs	Not applicable	Nil
Numaligarh Refinery Limited (NRL)	Project Management Consultancy Charges	Ongoing transactions	₹ 19.84 Lakhs	Not applicable	Nil
Oil India Limited (OIL)	Cost of gas purchased from OIL.	Ongoing transactions	₹ 768.64 lakhs	Not applicable	Nil
Oil India Limited (OIL)	Reimbursement of expenses if any incurred by OIL for DNPL.	Ongoing transactions	Nil	Not applicable	Nil
Oil India Limited (OIL)	Payment of ROW rental and supervision charges to OIL.	Ongoing transactions	₹ 46.68 Lakhs	Not applicable	Nil

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY OF DNP LIMITED

1.0 INTRODUCTION :

DNP Limited is a Government of Assam Undertaking and a joint venture company of Assam Gas Company Limited (AGCL), Numaligarh Refinery Limited (NRL) & Oil India Limited (OIL). The Company is presently engaged in the transportation of natural gas to Numaligarh Refinery Limited from OIL's source at Duliajan through an underground pipeline. The Company started its commercial operation from 1st April, 2011. Since commissioning the company has been performing well and started making profit from the 2nd year of its operation.

Being a responsible Corporate Citizen, DNP Limited equally concentrates on its business policy as well as its socio-economic welfare policy so that it can create a positive impact on society. With the enactment of new Companies Act, 2013, and the formulation of CSR Rules 2014, DNPL has now adopted its CSR (Corporate Social Responsibility) Policy.

2.0 The "POLICY":

DNPL's "CSR Policy" will incorporate the following salient points –

3.0 VISION :

To enhance the socio-economic development of the society in the vicinity of the DNPL's operational area with a special attention to protect the ecology and environment.

4.0 MISSION:

To identify areas where there are genuine needs and quantify the actual requirements based on baseline survey and in house assessment, in consultation with district authorities, stakeholders and to gauge the effectiveness of the implemented schemes through periodic evaluation.

5.0 OBJECTIVE:

- (i) To bring tangible socio-economic development in and around DNPL's operational area in particular and in the state of Assam as a whole.
- (ii) To ensure effective utilization of allocated resources.

6.0 STRATEGY:

- (i) DNPL will work independently or with other organizations for mobilization of resources.
- (ii) To utilize NGOs, self help groups, registered trust or society in promoting CSR activities of the Company.

7.0 FOCUS AREA:

Schedule VII of the Companies Act, 2013, has given a wide list of CSR activities. While recognizing these, for CSR to maximize the benefit our Company will focus on the following areas –

- (i) Health Care and Sanitation.
- (ii) Environmental Sustainability and Ecological Balance.
- (iii) Promotion of Education.

Our Company shall give preference on these projects in the local area and areas around it specific to the area of operation.

8.0 BUDGET:

Annual budget allocation for CSR and Sustainability activities for a given year shall be based on minimum 2% of the average profit before tax of the three preceding financial years, as per stipulations in the Companies Act, 2013.

Unspent amount from the CSR and Sustainability budget shall not lapse and shall be carried forward to the next year for utilization against the purpose for which it was allocated. Adequate justification for unspent amount shall be recorded.

9.0 EXECUTION:

- (i) DNPL will conceive the project including the execution methodology and each such project along with estimated cost shall be approved by Director & CEO, DNPL.
- (ii) All broad projects proposal will be put up to the CSR Committee in every quarterly meeting for information.

10.0 EVALUATION, MONITORING & REPORTING:

The CSR Committee will evaluate and monitor the CSR Projects for which, Director & CEO, DNPL will prepare and submit quarterly report on the effectiveness of the CSR project to the CSR Committee.

11.0 LOCAL AREA :

Focus on DNPL's CSR activities shall be in the area (i) within 10.00KM radius of the Despatch Station of DNPL at Madhuban and 5 KM of other stations of DNPL. (ii) 1.00 KM in either side of the RoW. These area shall be deemed as "Local Areas" in the parlance of pursuing CSR initiatives.

12.0 CONFORMITY TO STATUTORY REQUIREMENTS:

The Policy shall conform to stipulations under Section 135 of the Companies Act, 2013, the CSR Rules issued by the Ministry of Corporate Affairs and applicable Guidelines on CSR issued by the Government from time to time. In case of conflict between Guideline and the Rules on CSR, the Rules shall prevail.

13.0 REVIEW:

CSR policy will be reviewed in every 3 (Three) years. A suitable mechanism shall be set up for monitoring the progress and effectiveness of the projects and activities undertaken by the company as per the provisions of the Act and the rules framed thereunder.

Appendix to Annexure-‘C’

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2019-20

1	A brief outline of the Company’s CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs and the composition of CSR Committee.	Refer Sections: a. Corporate Social Responsibility and b. Disclosures: CSR Committee in this Report
2	Average net profit of the Company for last three financial years	₹ 4,423.70 Lakhs
3	Prescribed CSR expenditure (Two percent of the amount mentioned in item 2 above)	₹ 88.47 lakhs
4	Details of CSR spent during the financial year:	₹ 105.75 Lakh
5	Total amount to be spent for the financial year	₹ 114.25 Lakhs
6	Amount unspent, if any	₹ 08.50 Lakhs

7 MANNER IN WHICH THE AMOUNT SPENT DURING THE FINANCIAL YEAR 2019-20

Sr. No.	CSR project or Activity Identified	Sector in which the project is Covered (clause no. of Schedule VII to the Companies Act, 2013, as amended)	Project of Program (1) Local Area or Other (2) Specify the State and district where projects or programs was undertaken	Amount Outlay (Budget) Project or Program wise (₹ in Lakhs)	Amount spent on the Projects or Programs Sub Heads: (1) Direct Expenditure on Projects or Programs (2) Overheads (₹ in Lakhs)	Cumulative Expenditure upto the reporting period i.e. FY 2019-20 (₹ in Lakhs)	Amount Spent Direct or through Implementing Agency
1.	Promoting Health care & Sanitation	(i) Of Schedule-VII	Within 10.00 k.m. radius of the Despatch station of DNPL at Madhuban and 5.00 km of other stations of DNPL Assam	.....	36.62	130.13	Implementing Agency

2.	Promotion of Education	(ii) of Schedule-VII	Within 10.00 k.m. radius of the Despatch station of DNPL at Madhuban and 5.00 km of other stations of DNPL Assam	.....	21.50	37.10	Implementing Agency
3.	Environmental Sustainability & Ecological Balance. (Plantation of trees, installation of Solar powered street lights, construction of rural road, Swaccha Bharat Abhiyan etc)	(iv) of Schedule-VII	Within 10.00 k.m. radius of the Despatch station of DNPL at Madhuban and 5.00 km of other stations and registered office of DNPL, Assam	.....	47.63	111.43	Implementing Agency & Direct

RESPONSIBILITY STATEMENT

Our major CSR project relates to providing of Hygiene and Sanitation facilities by constructing toilets for the poor and underprivileged families of the villages in the Companies operational area.

During the FY 2019-20 Rs. 105.75 lakhs has been spent till the closing of the 31st March, 2020, out of the total earmarked amount of CSR for the financial year including the unspent amount for the previous year totaling to ₹ 25.75 Lakhs.

However, due to local unrest in the operational area of the Company from December 2019 to January 2020 because of various strikes against Citizen (Amendment) Act, 2019 and subsequently due to the Covid-19 Pandemic from the month of March, 2020, ₹ 08.50 Lakhs has remained unspent as on 31st March, 2020. The same has been carried forward to the financial year 2020-21.

The implementation and monitoring of the Company's CSR Policy is in compliance with CSR objectives and Policy of the Company.

Sd/-
(Gokul Chandra Swargiyari)
CEO/ Member of CSR Committee

Sd/-
(Aswini Pait)
Chairman, CSR Committee

**INDEPENDENT
AUDITORS'
REPORT**



Hon'ble Chairman, DNPL hoisting the 14th Foundation Day Flag on 15th June, 2020



Observing National Safety Day on 4th March, 2020 by Director & CEO, DNPL, GM(Tech) along with employees of DNP Limited at Despatch Station, Madhuban

INDEPENDENT AUDITORS' REPORT

Report on the Financial Statements

We have audited the accompanying standalone financial statements of DNP Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('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, 2020, its loss and cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there

under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's responsibility for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain

professional skepticism throughout the audit. We also:

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

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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with

them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

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", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

With respect to the other matters to be included in the Auditors' Report in terms of the directions of the Comptroller and Auditor General of India (C&AG) under Section 143(5) of the Act, and on the basis of our examination of the books and 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, we give in the Annexure 'B' and Annexures 'C' & 'D', statements on the matters specified in the Directions and Sub-directions of C&AG respectively.

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 March 31, 2020 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2020 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.; and
- 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; and
- iii. There has been no delay in transferring

amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date: 30-06-2020
Place: DIBRUGARH

Sd/-
For M/s Rajendra C. Sharma & Co.
Chartered Accountants, FRN 315011E

Sd/-
(CA. R.C. Sharma, FCA) Prop.
Membership No. 052029
UDIN: 20052029AAAAAR4912

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF DNP LIMITED FOR THE YEAR ENDED 31 MARCH 2020

The preparation of financial statements of DNP Limited for the year ended 31 March 2020 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The Statutory Auditor/Auditors appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 30 June 2020.

I, on the behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of DNP Limited for the year ended 31 March 2020 under section 143 (6) (a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditor and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditor's report under section 143 (6) of the Act.

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

**Date: 13-11-2020
Place: GUWAHATI**

**Sd/-
Accountant General (Audit), Assam**

ANNUAL ACCOUNTS



DNPL employees with Hon'ble Minister of Industries & Commerce, Assam, Shri Chandra Mohan Patowary on the occasion of 14th Foundation Day of DNP Limited at Despatch Station, Madhuban

Hon'ble Chairman, DNPL in discussion with Hon'ble Minister of Industries & Commerce, Assam, Shri Chandra Mohan Patowary on the occasion of 14th Foundation Day of DNP Limited at Despatch Station, Madhuban



Director & CEO, DNPL welcoming Former Rajya Sabha MP Shri Biswajit Daimary at Despatch Station, Madhuban

BALANCE SHEET

₹ in thousands

Particulars		Note No	As at 31-Mar-2020	As at 31-Mar-2019
I. ASSETS				
1	Non-current Assets			
a.	Property, Plant and Equipment	3 (i)	23,46,896	23,49,945
b.	Capital work-in-progress	3 (ii)	15,114	302
c.	Other Intangible assets	3 (iii)	275	213
d.	Intangible assets under development	4	-	-
e.	Other non-current assets	5	874	874
			23,63,159	23,51,334
2	Current Assets			
a.	Inventories	6	84,075	64,328
b.	Financial Assets			
(i)	Trade Receivables	7	1,70,361	1,64,500
(ii)	Cash and Cash Equivalents	8	1,58,651	2,43,707
(iii)	Bank Balances other than (ii) above	9	2,66,816	1,40,000
c.	Current Tax Assets (Net)	10	25,184	8,815
d.	Other current assets	11	88,673	53,928
			7,93,760	6,75,278
TOTAL ASSETS			31,56,919	30,26,611
II. EQUITY AND LIABILITIES				
1	Equity			
a.	Equity Share Capital	12	16,72,500	16,72,500
b.	Other Equity	13	10,11,784	8,88,422
			26,84,284	25,60,922
LIABILITIES				
2	Non-current Liabilities			
a.	Financial Liabilities			
(i)	Borrowings	14	-	-
(ii)	Other financial liabilities	15	-	5,686
b.	Deferred Tax Liabilities (Net)	16	3,90,402	3,86,640
			3,90,402	3,92,326
3	Current Liabilities			
a.	Financial Liabilities			
(i)	Trade payables	17	38,102	26,090
(ii)	Other financial liabilities	15	40,930	31,335
b.	Other Current Liabilities	18	3,198	15,935
c.	Provisions	19	3	3
			82,233	73,363
TOTAL EQUITY AND LIABILITIES			31,56,919	30,26,611

Corporate Information & Significant Accounting Policies 1 & 2
Notes to Financial Statement 3 - 35
The accompanying notes are an integral part of these financial statements.

In terms of our Report of even date attached

For and on behalf of Rajendra C. Sharma & Co.
Chartered Accountants
Firm Reg. No. 315011E

Sd/-
(CA. Rajendra Chandra Sharma)
Membership No. 052029
Place: Dibrugarh
Date: 30-06-2020

For and on behalf of the Board of Directors

Sd/-
G. C. Swargiyari
Director & Chief Executive Officer
DIN- 08545385
Place: Duliajan
Date: 08-05-2020
Sd/-
Samujjal Borah
Company Secretary
Place: Duliajan
Date: 08-05-2020

Sd/-
B.J. Phukan
Director
DIN- 07721895
Place: Duliajan
Date: 08-05-2020
Sd/-
CA. Manoj Kr. Sinha
Chief Financial Officer
DIN- 07721895
Place: Duliajan
Date: 08-05-2020

STATEMENT OF PROFIT AND LOSS

₹ in thousands

	Particulars	Note No	Year Ended 31-Mar-2020	Year Ended 31-Mar-2019
I	Revenues from Operations	20	8,51,568	8,64,764
II	Other Income	21	27,985	61,063
III	Total Revenue (I+II)		8,79,553	9,25,827
IV	Expenses :			
	Employee Benefits Expense	22	35,311	33,833
	Finance Costs	23	2,664	3,310
	Depreciation and Amortisation	3 (i)	1,35,983	1,28,755
	Other Expenses	24	2,61,522	2,31,733
	Total Expenses		4,35,480	3,97,631
V	Profit before exceptional items and tax (III-IV)		4,44,073	5,28,196
VI	Exceptional items		-	-
VII	Profit before tax (V - VI)		4,44,073	5,28,196
VIII	Tax Expense:			
	1. Current tax	10	86,144	1,18,752
	2. Deferred tax	16	3,762	(50,266)
IX	Profit (Loss) for the period from continuing operations (VII - VIII)		3,54,167	4,59,710
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		3,54,167	4,59,710
XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		3,54,167	4,59,710
XVI	Earnings per equity share (for continuing operations)	27		
	[Equity Shares of ₹ 10/- each]			
	1. Basic		2.12	2.75
	2. Diluted		2.12	2.75

Corporate Information & Significant Accounting Policies 1 & 2
Notes to Financial Statement 3 - 35
The accompanying notes are an integral part of these financial statements.

In terms of our Report of even date attached

For and on behalf of Rajendra C. Sharma & Co.
Chartered Accountants
Firm Reg. No. 315011E

Sd/-
(CA. Rajendra Chandra Sharma)
Membership No. 052029
Place: Dibrugarh
Date: 30-06-2020

For and on behalf of the Board of Directors

Sd/-
G. C. Swargiyari
Director & Chief Executive Officer
DIN- 08545385
Place: Duliajan
Date: 08-05-2020

Sd/-
Samujjal Borah
Company Secretary
Place: Duliajan
Date: 08-05-2020

Sd/-
B.J. Phukan
Director
DIN- 07721895
Place: Duliajan
Date: 08-05-2020

Sd/-
CA. Manoj Kr. Sinha
Chief Financial Officer
DIN- 07721895
Place: Duliajan
Date: 08-05-2020

STATEMENT OF CHANGES IN EQUITY

₹ in thousands		Other Equity								
Total	6,24,292.27	-	-	6,24,292.27	4,59,710.06	(1,62,232.50)	-	(33,347.37)	8,88,422.47	
Money received against share warrants				-					-	
Other items of Other Comprehensive Income (specify nature)				-					-	
Exchange differences on translating the financial statements of a foreign operation				-					-	
Revaluation Surplus				-					-	
Effective portion of Cash Flow Hedges				-					-	
Equity Instruments through Other Comprehensive Income				-					-	
Debt instruments through Other Comprehensive Income				-					-	
Reserves and Surplus	Retained Earnings	3,23,565.99		3,23,565.99	4,59,710.06	(1,62,232.50)	(1,27,485.92)	(33,347.37)	4,60,210.26	
	General Reserve	3,00,726.28		3,00,726.28		-	1,27,485.92	-	4,28,212.20	
	Securities Premium Reserve			-					-	
	Capital Reserve			-					-	
Equity component of compound financial instruments				-					-	
Share application money pending allotment				-					-	
Equity Share Capital	16,72,500.00	-	-	16,72,500.00					16,72,500.00	
Particulars	Balance at 01-April- 2018	-	Changes in accounting policy or prior period errors	-	Restated balance at the beginning of the reporting period	Total Comprehensive Income for the year	Dividends	Transfer to/from retained earnings	Tax on Distributed Profits	Balance at 31-Mar-19

Particulars		₹ in thousands	
		2019	2018
Equity Share Capital			
Balance at 01-April- 2019	16,72,500.00	-	16,72,500.00
Changes in accounting policy or prior period errors	-	-	-
Restated balance at the beginning of the reporting period	16,72,500.00	-	16,72,500.00
Total Comprehensive Income for the year	-	3,54,166.59	3,54,166.59
Dividends	-	(1,96,476.61)	(1,96,476.61)
Transfer to/from retained earnings	-	2,28,905.17	-
Tax on Distributed Profits	-	(34,328.39)	(34,328.39)
Balance at 31-Mar-19	16,72,500.00	3,54,666.68	10,11,784.05
Other Equity			
Reserves and Surplus			
Retained Earnings	4,60,210.26	-	4,60,210.26
General Reserve	4,28,212.20	-	4,28,212.20
Securities Premium Reserve	-	-	-
Capital Reserve	-	-	-
Equity component of compound financial instruments	-	-	-
Share application money pending allotment	-	-	-
Debt instruments through Other Comprehensive Income	-	-	-
Equity Instruments through Other Comprehensive Income	-	-	-
Effective portion of Cash Flow Hedges	-	-	-
Revaluation Surplus	-	-	-
Exchange differences on translating the financial statements of a foreign operation	-	-	-
Other items of Other Comprehensive Income (specify nature)	-	-	-
Money received against share warrants	-	-	-
Total	8,88,422.47	-	8,88,422.47

CASH FLOW STATEMENT FOR THE PERIOD ENDED

		₹ in thousands 31-Mar-20	₹ in thousands 31-Mar-19
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX	4,44,073	5,28,196
	ADD ADJUSTMENTS FOR		
	Impact on Fair Valuation of Financial Instruments	546	303
	Provision for Project Surplus Material/ Inventory	-	-
	Depreciation and Amortisation	1,35,983	1,28,755
	Interest paid	0	888
		5,80,602	6,58,142
	LESS ADJUSTMENTS FOR		
	Interest / Dividend / Brokerage Income	27,180	19,388
	Other Non Cash Items	-	-
	Operating profit before working capital changes	5,53,422	6,38,754
	ADJUSTMENTS FOR		
	Trade and other receivables	(36,498)	(84,668)
	Inventories	(19,748)	5,104
	Trade and other payables	65	(1,22,696)
	Cash generated from operations (Before Exceptional Items)	(56,180)	(2,02,260)
	Direct taxes paid	(1,02,514)	(1,17,764)
	NET CASH FROM OPERATING ACTIVITIES (AFTER TAX)	3,94,728	3,18,731
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	a) INVESTMENT IN PROPERTY PLANT & EQUIPMENTS	(1,45,235)	(30,987)
	b) INVESTMENT IN FIXED DEPOSITS	(1,26,816)	(1,25,753)
	c) INTEREST ON FIXED DEPOSITS	23,072	17,815
	d) LONG TERM SECURITY DEPOSIT	0	-
	NET CASH FROM INVESTING ACTIVITIES	(2,48,979)	(1,38,925)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	a) INTEREST PAID	(0)	(888)
	b) ISSUE OF SHARE CAPITAL	-	-
	c) SECURED LOAN	-	-
	d) UNSECURED LOAN	-	-
	e) PAYMENT OF DIVIDEND AND DIVIDEND TAX	(2,30,805)	(1,95,580)
	NET CASH FROM FINANCING ACTIVITIES	(2,30,805)	(1,96,468)
D.	NET INCREASE IN CASH AND CASH EQUIVALENT	(85,056)	(16,662)
E.	CASH AND CASH EQUIVALENT CONSISTS OF :		
	a) CLOSING CASH AND CASH EQUIVALENT		
	i) Cash and Bank Balance	2,853	9,362
	ii) Short Term Deposit with Banks	1,55,798	2,34,345
	b) LESS : OPENING CASH AND CASH EQUIVALENT		
	i) Cash and Bank Balance	9,362	2,501
	ii) Short Term Deposit with Banks	2,34,345	2,57,868
F.	INCREASE IN CASH AND CASH EQUIVALENT	(85,056)	(16,662)

In terms of our Report of even date attached

For and on behalf of the Board of Directors

For and on behalf of Rajendra C. Sharma & Co.
Chartered Accountants
Firm Reg. No. 315011E

Sd/-
(CA. Rajendra Chandra Sharma)
Membership No. 052029

Place: Dibrugarh
Date: 30-06-2020

Sd/-
G. C. Swargiyari
Director & Chief Executive Officer
DIN- 08545385
Place: Duliajan
Date: 08-05-2020

Sd/-
Samujjal Borah
Company Secretary
Place: Duliajan
Date: 08-05-2020

Sd/-
B.J. Phukan
Director
DIN- 07721895
Place: Duliajan
Date: 08-05-2020

Sd/-
CA. Manoj Kr. Sinha
Chief Financial Officer
DIN- 07721895
Place: Duliajan
Date: 08-05-2020

1. CORPORATE INFORMATION

DNP Limited (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. At present the Registered Office of the Company is situated at Flat No. 04, House No. 2, “Dinesh Mansion” 2nd Floor, Dr. R.P. Road, Dispur, Guwahati, Kamrup and the Operational Office is situated at AGCL Campus, Duliajan, Assam. The company is engaged in transportation of natural gas from Oil India Limited’s installation in Duliajan to Numaligarh.

2. SIGNIFICANT ACCOUNTING POLICIES

A. Basis for preparation

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

B. Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements, the disclosures of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses

during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

C. Property, Plant and Equipment

a. Land

Land acquired on outright purchase / perpetual lease basis are treated as free hold Land at cost plus incurred incidental expenses.

b. Property, Plant & Equipment other than Land

Property, Plant & Equipment are valued in accordance with Ind AS-16- Property, Plant and Equipment at cost on consistent basis inclusive of incidental expenses related thereto. Spare parts, stand-by equipment and servicing equipment being tangible items which are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes and are expected to be used during more than one year are capitalized to the item of Property, Plant & Equipment to which it is related. The Company considers spare parts, stand-by equipment and servicing equipment costing ₹ 1,000 thousand or more as such tangible items to be capitalized.

c. Intangible Assets:

Intangible assets are recognized on the basis of recognition criteria as set out in Indian Accounting Standard Ind AS 38- Intangible Assets.

Expenditure incurred for creating / acquiring intangible assets from which future economic benefits will flow over a period of time, are amortised over the estimated useful life of the asset if such useful life is finite. Intangible asset with an indefinite useful life is not amortised, when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period

over which the asset is expected to generate net cash inflows for the entity. Intangible Assets with indefinite useful life is tested for impairment as per Ind AS 36-Impairment of Assets. Amortization methods and useful lives are reviewed periodically at each financial year end. On reviewing, if the useful life changes, the same is accounted for as changes in accounting estimates and if such a change has the effect of change of indefinite useful life to a finite useful life the same is treated in accordance with Ind AS 38.

d. Expenditure during construction period:

Direct expenses incurred during construction period on capital projects are capitalised. Indirect expenses including related pre-production expenses are allocated to projects and are also capitalised.

e. Pre-operative Expenditure

Pre-operative expenditure incurred during construction period are allocated on completion of the project after setting off the income earned, if any.

D. Depreciation

Depreciation on Property, Plant & Equipment, other than those mentioned below is provided on Straight Line Method, at rates prescribed under schedule II to the Companies Act, 2013. When any part of an item of property, plant and equipment, has different useful life and cost is significant in relation to the total cost of the asset, they are accounted for and depreciated separately. Additions to Property, Plant & Equipment during the year are being depreciated from the date such Assets are capitalized.

(a) Assets costing upto ₹ 5 thousand are depreciated fully in the year of capitalization.

(b) Cost of the leasehold land not exceeding 99 years is amortized over the lease period.

(c) The typical useful lives of other major property, plant and equipment are as follows:

Buildings	30 to 60 yrs
Plant & Machinery	8 to 30 yrs
Computers & Data Processing Units	3 to 6 yrs
Furniture & Fixtures	10 yrs
Electrical Installation and Equipment	10 yrs
Roads & Drains	5 yrs

E. Inventories

Inventories/Stores are valued at weighted average cost. Project materials identified as surplus are provided for 95% of the value.

F. Revenue Recognition

- i. Revenue is recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured. Revenue from services rendered is recognized net of Service Tax/ Goods and Services Tax on performance of service based on agreements/arrangements with the concerned parties.
- ii. Other claims are booked when there is a reasonable certainty of recovery. Claims are reviewed on a periodical basis and if recovery is uncertain, provision is made in the accounts.
- iii. Income from sale of scrap is accounted for on realisation.
- iv. Dividend income is recognised when the company's right to receive the dividend is established which can be reliably measured

and it is probable that the economic benefits associated with the dividend will flow to the entity.

- v. Interest income is recognised using the effective interest method.
- vi. Liquidated damages, if any, are accounted for as and when recovery is effected and the matter is considered settled by the Management. Liquidated damages, if settled after capitalisation of the assets and less than ₹ 500 thousand in each case are charged to revenue, otherwise adjusted against the cost of the relevant assets.
- vii. Insurance claim is accounted for on the basis of claims admitted by the insurers.

G. Classification of Income/Expenses

Expenses are accounted for on accrual basis and provision is made for all known liabilities.

Income/expenditure up to ₹ 100 thousand in each case pertaining to prior years is charged to the current year.

Prepaid expenses up to ₹ 100 thousand in each case are charged to revenue as and when incurred.

H. Borrowing Costs

Borrowing cost of the funds that are attributable to the acquisition or construction of qualifying assets are capitalized as a part of the cost of such assets. The same is capitalized up to the date when the asset is ready for intended use or sale, after netting off any income earned on temporary investment of such funds.

I. Foreign Currency Transaction

- a. Foreign currency transactions are recorded at the rate of exchange prevailing on the date

of transaction.

- b. All exchange differences are dealt with as per Ind AS 21.
- c. Monetary items carried at historical cost denominated in foreign currency are converted at exchange rates prevailing at the year end. Any gain/loss arising out of such conversion is recognized in the Profit & Loss Account.

J. Capital Grants

Government grants in the nature of promoters' contribution are credited to Capital Reserve and treated as part of shareholders' fund.

K. Provisions, Contingent Liabilities and Capital Commitments

- a. Provisions are recognized when there is present legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefits will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.
- b. Contingent assets are neither recognized nor disclosed in the financial statements. Contingent liabilities exceeding ₹ 100 thousand in each case are disclosed by way of notes to accounts.
- c. Estimated amount of contracts remaining to be executed on capital accounts are disclosed in each case above ₹ 100 thousand.

L. Taxes on Income

The tax expense comprises of current tax &

deferred tax charged or credited to the statement of profit and loss for the year. Provision for Current tax is calculated in accordance with the provisions of the Income Tax Act, 1961 and rules thereunder applicable for the current financial year. Adjustments of Taxes/ Provisions are made on receipt of Intimation/ Deemed Intimation.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit & Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward.

Deferred tax expenses or benefit is recognized using the tax rates and tax laws that have been enacted by the balance sheet date. In the event of unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Other deferred tax assets are recognized only to the extent there is a reasonable certainty of realization in future.

M. Impairment of Assets

The values of Property, Plant & Equipment in respect of Cash Generating Units are reviewed by the Management for impairment at each Balance Sheet date if events or circumstances indicate that the carrying values may not be recoverable. If the carrying value is more than the net selling price of the Asset or present value, the difference is recognized as an impairment loss.

N. Cenvat / GST Input Credit

Cenvat credit of Excise Duty/ Input GST Credit on eligible material is recognized on receipt of such materials and Cenvat credit of Service Tax is recognized on payment of Service Tax to the Service Provider. Input GST Credit on Services is recognized on receipt of invoices from service providers and approval thereof.

O. Financial Instruments

a. Initial Recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables. All financial liabilities except for Deposits from Customer which are maturing within one year from the Balance Sheet date are initially measured at transaction price as the carrying amounts approximate fair value due to the short maturity of these instruments.

b. Subsequent Recognition

Financial assets and liabilities are subsequently carried at amortized cost except for Deposits from Customer which is measured at fair value through profit or loss.

c. Fair Value of Financial instruments

Fair value measurements of financial assets and liabilities are made using variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The income approach has been adopted wherever valuation techniques are required to be applied on financial assets and liabilities.

Notes Forming Part of Financial Statements

3(i) Property, Plant and Equipment

Particulars	Gross Block/Cost				Depreciation				₹ in thousands	
	As at 01-Apr-18	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-19	As at 01-Apr-18	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-19	As at 31-Mar-19	As at 31-Mar-18
	(1)	(2)	(3)	(4) = (1 + 2 - 3)	(5)	(6)	(7)	(8) = (5 + 6 - 7)	(9) = (4 - 8)	(10) = (1 - 5)
Land	20,865	-	-	20,865	-	-	-	-	20,865	20,865
Buildings										
1) Building (Other than Factory Building) RCC Frame Structure	38,663	-	-	38,663	1,959	653	-	2,612	36,051	36,704
2) Factory Building	82,637	987	-	83,623	8,951	2,989	-	11,940	71,683	73,685
Roads & Drains										
1) Carpeted Roads - Other than RCC	22,678	-	-	22,678	20,511	-	-	20,511	2,167	2,167
Plant & Machinery										
1) Continuous Process Plant (Compressors)	3,64,913	24,494	-	3,89,406	48,487	16,896	-	65,383	3,24,024	3,16,426
2) Pipeline	20,05,548	-	-	20,05,548	2,13,872	72,418	-	2,86,291	17,19,257	17,91,676
3) Other Plant & Machinery	1,74,597	3,042	-	1,77,640	43,668	14,943	-	58,610	1,19,030	1,30,930
Furniture & Fixtures										
1) Furniture General	1,606	572	-	2,179	366	222	-	588	1,590	1,241
Computers & Data Processing Units										
1) Servers & Networks	32,101	-	-	32,101	25,692	1,417	-	27,108	4,993	6,409
2) End use devices - Desktops, Laptops etc.	1,153	202	-	1,354	343	332	-	675	679	810
Electrical Installation and Equipment	1,22,479	1,341	-	1,23,819	55,556	18,657	-	74,213	49,606	66,923
Small Value Assets	94	15	-	109	94	15	-	109	-	-
Total	28,67,334	30,653	-	28,97,986	4,19,498	1,28,543	-	5,48,041	23,49,945	24,47,836

1. Free hold land owned by the company as on 31.03.2018 stands at 54B-4K-15.43L (including 7B-3K-6.56L allotted by Govt. of Assam) out of which mutation is pending for 16B-4K-16.43L.

3(ii) Capital work-in-progress

	As at 01-Apr-18	Addition	Deductions	As at 31-Mar-19	As at 31-Mar-18
Building (Other than Factory Building) RCC Frame Structure - Office Building	302	-	-	302	302
Total	302	-	-	302	302

3(iii) Other Intangible assets

	Gross Block/Cost				Depreciation			Net Block	
	As at 01-Apr-18	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-19	As at 01-Apr-18	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-19	As at 31-Mar-18
	(1)	(2)	(3)	(4) = (1 + 2 - 3)	(5)	(6)	(7)	(8) = (5 + 6 - 7)	(10) = (1 - 5)
Way Leave Rights	-	334	-	334	-	122	-	122	213
Total	-	334	-	334	-	122	-	122	213

₹ in thousands

Notes Forming Part of Financial Statements

3(f) Property, Plant and Equipment

Particulars	Gross Block/Cost			Depreciation						As at 31-Mar-19
	As at 01-Apr-19	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-20	As at 01-Apr-19	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-20	As at 31-Mar-20	
	(1)	(2)	(3)	(4) = (1 + 2 - 3)	(5)	(6)	(7)	(8) = (5 + 6 - 7)	(9) = (4 - 8)	(10) = (1 - 5)
Land	20,865	1,00,785	-	1,21,650	-	-	-	-	1,21,650	20,865
Buildings										
1) Building (Other than Factory Building) RCC Frame Structure	38,663	-	-	38,663	2,612	653	-	3,265	35,398	36,051
2) Factory Building	83,623	2,212	-	85,835	11,940	3,061	-	15,002	70,833	71,683
Roads & Drains										
1) Carpeted Roads - Other than RCC	22,678	-	-	22,678	20,511	-	-	20,511	2,167	2,167
Plant & Machinery										
1) Continuous Process Plant (Compressors)	3,89,406	26,404	-	4,15,810	65,383	24,761	-	90,144	3,25,667	3,24,024
2) Pipeline	20,05,548	-	-	20,05,548	2,86,291	72,419	-	3,58,709	16,46,839	17,19,257
3) Other Plant & Machinery	1,77,640	1,736	-	1,79,376	58,610	15,190	-	73,800	1,05,575	1,19,030
Furniture & Fixtures										
1) Furniture General	2,179	264	-	2,443	588	236	-	824	1,619	1,590
Computers & Data Processing Units										
1) Servers & Networks	32,101	-	-	32,101	27,108	470	-	27,579	4,522	4,993
2) End use devices - Desktops, Laptops etc.	1,354	516	-	1,870	675	413	-	1,089	781	679
Electrical Installation and Equipment	1,23,819	971	-	1,24,791	74,213	18,734	-	92,948	31,843	49,606
Small Value Assets	109	9	-	118	109	9	-	118	0	-
Total	28,97,986	1,32,897	-	30,30,884	5,48,041	1,35,947	-	6,83,988	23,46,896	23,49,945

1. Free hold land owned by the company as on 31.03.2019 stands at 76B-0K-0.43L (including 7B-3K-6.56L allotted by Govt. of Assam) out of which mutation is pending for 16B-4K-16.43L.

3(ii) Capital work-in-progress

₹ in thousands					
	As at 01-Apr-19	Addition	Deductions	As at 31-Mar-20	As at 31-Mar-19
Building (Other than Factory Building) RCC Frame Structure - Office Building	302	-	-	302	302
Compressors	-	-	-	4,363	-
Pipeline Piggging	-	-	-	10,449	-
Total	302	-	-	15,114	302

3(iii) Other Intangible assets

	Gross Block/Cost			Depreciation						
	As at 01-Apr-19	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-20	As at 01-Apr-19	Addition	Deductions on account of Retirement/ Adjustments	As at 31-Mar-20	As at 31-Mar-19	
Particulars	(1)	(2)	(3)	(4) = (1 + 2 - 3)	(5)	(6)	(7)	(8) = (5 + 6 - 7)	(9) = (4 - 8)	(10) = (1 - 5)
Software	-	98	-	98	-	5	-	5	93	-
Way Leave Rights	334	-	-	334	122	30	-	152	182	213
Total	334	98	-	432	122	36	-	157	275	213

Notes Forming Part of Financial Statements

4 Intangible assets under development

₹ in thousands

	31-Mar-20	31-Mar-19
SOFTWARE		
a) Inventory Management Software	-	-
	-	-

5 Other non-current assets

₹ in thousands

	31-Mar-20	31-Mar-19
Security Deposits		
(Unsecured, considered good)	874	874
	874	874

6 Inventories

₹ in thousands

	31-Mar-20	31-Mar-19
Stores and spares valued at Weighted Average Cost	1,30,459	1,10,712
Less : Provision for Losses for Project surplus material	(46,384)	(46,384)
	84,075	64,328

7 Trade Receivables

₹ in thousands

	31-Mar-20	31-Mar-19
Unsecured		
Outstanding for a period exceeding six months from the date they are due for payment :		
Considered good	-	-
Considered doubtful	49,530	8,567
	49,530	8,567
Less: Provision for doubtful receivable	49,530	8,567
	(A)	-
Not Exceeding Six Months :		
Other receivables	-	-
Considered good.	1,70,361	1,64,500
Considered doubtful.	22,873	14,490
	1,93,234	1,78,990
Less: Provision for doubtful receivable.	22,873	14,490
	(B)	1,70,361
	(A+B)	1,70,361
	1,70,361	1,64,500

8 Cash and Cash Equivalents

₹ in thousands

	31-Mar-20	31-Mar-19
Cash in Hand	-	-
Balances with bank		
In current account	2,853	9,362
Deposits with original maturity of less than three months	1,55,798	2,34,345
	1,58,651	2,43,707

9 Other Bank Balances

₹ in thousands

	31-Mar-20	31-Mar-19
Deposits with original maturity for more than three months	2,66,816	1,40,000
	2,66,816	1,40,000

10 Current Tax Assets (Net)

₹ in thousands

	31-Mar-20	31-Mar-19
Advance Income Tax	3,34,639	2,97,302
Provision for Income Tax	(3,09,455)	(2,88,487)
	25,184	8,815

Reconciliation of effective tax rate

	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit before tax	4,44,073.75	5,28,196
Tax using the Company's domestic tax rate at MAT (Current year 17.47% and 21.55 % Previous Year)	77,589	1,13,820
Increase in tax rate		
Tax effect of:		
Amount withdrawn from reserves or provisions	(30)	(37)
Provisions for uncertain liabilities	8,622	4,969
Tax-exempt income		
Interest expense not deductible for tax purposes		-
Others (Prior Years)	(36)	-
Current Tax (A)	86,145	1,18,752
Amount of deferred tax expense (income) relating to the origination and reversal of temporary differences (B)	3,762	(50,266)
Tax expense as per Statement of Profit & Loss (A+B)	89,907	68,486

The applicable normal Indian statutory tax rate for fiscal 2020 is 29.12% and fiscal 2019 is 29.12%. However the company is provisioning taxes (MAT) as per section 115JB of the I T Act, 1961. MAT Credit has been recognised to the extent there is certainty of recovery of same within the specified period.

11 Other current assets

₹ in thousands

	31-Mar-20	31-Mar-19
Security Deposits		
(Unsecured, considered good)	466	466
Loans and advances to related parties		
(Secured, considered good)	-	-
Other Loans and advances		
To Employees		
(Secured, considered good)	1,339	89
To Others		
(Unsecured, considered good)	1,128	44,258
(Unsecured, considered doubtful)	-	-
Less : Provision for doubtful advances	-	-
Prepaid Expenses	925	1,227
Deposit with Statutory Authorities	3,853	3,138
Claimable GST Tax credit	227	1,843
Interest accrued but not due on Fixed Deposits	6,868	2,759
Other Income Accrued but not due	103	115
Other Receivables	73,764	32
	88,673	53,928

(i) Other Receivables includes advance given to contractors/ suppliers for capital projects ₹ 69,094 thousand.

12 Equity Share Capital

₹ in thousands

	31-Mar-20	31-Mar-19
Equity Shares Authorised		
17,00,00,000 (31 March 2019 : 17,00,00,000) Equity Shares of ₹ 10 each	17,00,000	17,00,000
	17,00,000	17,00,000
Issued, Subscribed and Paid up		
16,72,50,000 (31 March 2019 : 16,72,50,000) Equity Shares of ₹ 10/- each	16,72,500	16,72,500
	16,72,500	16,72,500

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	31-Mar-20		31-Mar-19	
	₹ in thousands		₹ in thousands	
Equity Shares	Number		Number	Amount
Shares outstanding at the beginning of the year	16,72,50,000	16,72,500	16,72,50,000	16,72,500
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	16,72,50,000	16,72,500	16,72,50,000	16,72,500

b. Terms/right attached to equity shares

The company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shares held by holding company

Out of equity shares issued by the Company, shares held by Holding Company is as below :

₹ in thousands

	31-Mar-20	31-Mar-19
Assam Gas Company Limited (with nominees)		
8,53,00,000 (31st March 2019 : 8,53,00,000) equity shares of ₹ 10/- each fully paid	8,53,000	8,53,000

d. Details of shareholders holding more than 5% shares in the company

	31-Mar-20		31-Mar-19	
	Number	% of Holding	Number	% of Holding
Name of Shareholders				
Assam Gas Company Limited (with nominees)	8,53,00,000	51%	8,53,00,000	51%
Numaligarh Refinery Limited	4,34,90,000	26%	4,34,90,000	26%
Oil India Limited.	3,84,60,000	23%	3,84,60,000	23%

13. Other Equity

₹ in thousands

	General Reserve	Profit & Loss Account	Total
As at 01-April- 2018	3,00,726	3,23,566	6,24,292
Profit/(Loss) for the year	-	4,59,710	4,59,710
Dividend to Equity shareholders for the year ended 31-Mar-18	-	(1,62,233)	(1,62,233)
Tax on Distribution of Profits for the year ended 31-Mar-18	-	(33,347)	(33,347)
Transfer (to)/from	1,27,486	(1,27,486)	-
As at 31-Mar-19	4,28,212	4,60,210	8,88,422
As at 01-April- 2019	4,28,212	4,60,210	8,88,422
Profit/(Loss) for the year		3,54,167	3,54,167
Dividend to Equity shareholders for the year ended 31-Mar-19	-	(1,96,477)	(1,96,477)
Tax on Distribution of Profits for the year ended 31-Mar-19	-	(34,328)	(34,328)
Transfer (to)/from	2,28,905	(2,28,905)	-
As at 31-Mar-20	6,57,117	3,54,667	10,11,784

Proposed Dividend (including Dividend Distribution Tax on Proposed Dividend) on Equity Shares is accounted for on payment basis.

14. Borrowings

₹ in thousands

	Non-current portion		Current Maturities	
	31-Mar-20	31-Mar-19	31-Mar-20	31-Mar-19
Term Loans				
From Assam Gas Company Limited				
Secured	-	-	-	-
Unsecured	-	-	-	-
Amount disclosed under the head "Other Financial Liabilities".	-	-	-	-
	-	-	-	-

Additional Information to Secured/Unsecured Long Term Borrowings:

The long term portion of term loans are shown under long term borrowings and the current maturities of the long term borrowings are shown under the current liabilities as per the disclosure requirements of the Schedule III.

15. Other financial liabilities

₹ in thousands

	31-Mar-20	31-Mar-19
Non-Current:		
Deposits from Customer (Non Current)	-	5,164
Advance for Transportation Charge (Non Current)	-	522
	(A)	5,686
Current:		
Current maturities of long term debt	-	-
EMD from Contractors & Suppliers	2,881	1,543
Security Deposits from Contractors	7,904	5,912
Retentions from Contractors	319	286
Advance against Project	-	(0)
Less: Stores and spares (in hand for Project Work)	-	(0)
Advance for transportation Charge (Current)	523	2,118
Deposits from Customer (Current)	29,303	21,476
	(B)	31,335
Total	(A+B)	37,021

(i) Deposits from Customer (Current/ Non-Current) pertains to the fair value of Security Deposit received from Numaligarh Refinery Limited.

16 Deferred Tax Liabilities (Net)

₹ in thousands

	31-Mar-20	31-Mar-19
Deferred Tax Liability		
Deposits from Customer	51	210
Property, Plant and Equipment	3,90,351	3,86,430
Total	3,90,402	3,86,640
Deferred Tax Assets		
Total	-	-
Net Deferred Tax Liability	3,90,402	3,86,640

17 Trade payables

₹ in thousands

	31-Mar-20	31-Mar-19
Creditors for Capital Expenditure	3,137	564
Other Trade Payables	34,965	25,526
	38,102	26,090

The disclosing in respect of the amounts payable to Micro, Small and Medium Enterprises as at 31st March, 2020 has been made in the financial statements based on information received and available with the company. Accordingly disclosure has been made below:-

₹ in thousands

	31-Mar-20	31-Mar-19
Principal and interest amount remaining unpaid-		
Principal	-	-
Interest	-	-
The amount of interest paid by the company in terms of section 16 of the MSMED Act, 2006 alongwith the amount of the payment made to the supplier beyond the appointed date during the year	-	-
The amount of the payments made to Micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-

18 Other Current Liabilities

₹ in thousands

	31-Mar-20	31-Mar-19
Statutory Liabilities	2,941	13,945
Other Payables	257	1,990
	3,198	15,935

19 Provisions

₹ in thousands

	31-Mar-20	31-Mar-19
Other Provisions		
Provision for Professional Tax	3	3
	3	3

20 Revenues from Operations

₹ in thousands

	April - Mar 20	April - Mar 19
Sale of Services		
Transportation of Gas	8,51,568	8,64,764
	8,51,568	8,64,764

(i) Transportation of Gas includes ₹ 2,118 thousand for the period Apr- Mar 20 and ₹ 2,118 thousand for the period Apr- Mar 19 on account of adjustment towards fair valuation of Security Deposit from Numaligh Refinery Limited.

(ii) During the year an amount of ₹ 8,681 thousand (previous year ₹13,016 thousand) owing to fuel price adjustment to transportation charges of gas has not been accounted for owing to confirmation being awaited from Numaligarh Refinery Limited

21 Other Income

₹ in thousands

	April - Mar 20	April - Mar 19
Interest Income		
On Bank Deposits	27,180	19,388
Contract Income	-	38,569
Other non-operating income	805	3,106
	27,985	61,063

22 Employee Benefits Expense

₹ in thousands

	April - Mar 20	April - Mar 19
Salaries and wages		
Employees	21,760	17,034
Deputed Employees (AGCL)	9,964	13,835
Stipend to Trainees	-	245
Contribution to Provident Fund	2,127	1,633
Contribution to Gratuity Fund	461	432
Welfare & Training Expenses	999	654
	35,311	33,833

23 Finance Costs

₹ in thousands

	April - Mar 20	April - Mar 19
Interest expenses on loans		
OIDB Loan	-	-
Assam Gas Company Limited	0	888
Interest on Fair Valuation	2,664	2,422
	2,664	3,310

Interest on Fair Valuation pertains to the adjustments made to restate the carrying amount of Security Deposit from Numaligarh Refinery Limited at Fair Value.

24 Other Expenses

₹ in thousands

	April - Mar 20	April - Mar 19
Power & Fuel	88,008	84,921
Operation & Maintenance		
- Compressor	21,641	20,075
- Others	3,799	2,914
ROW Expenses		
- ROW Rental Charges	4,329	4,244
- ROW Supervision Charges	433	424
Rent	860	838
Repair & Maintenance		
Plant & Machinery	33,302	21,654
Building	2,846	1,798
Others	6,609	826
Insurance	6,802	6,485

Rates and Taxes-excluding taxes on income	2,088	804
Auditors' Remuneration		
Statutory Audit Fees	50	40
Cost Audit Fee	40	40
Tax Audit Fee	22	18
Secretarial Audit Fee	25	35
GST Audit Fee	83	-
For Other Matters (Statutory Auditor)	-	20
For Other Matters (Cost Auditor)	15	50
For Other Matters (Secretarial Auditor)	15	-
Reimbursement of Out of Pocket Expenses (Statutory Auditor)	33	2
Reimbursement of Out of Pocket Expenses (Cost Auditor)	3	2
Reimbursement of Out of Pocket Expenses (Secretarial Auditor)	18	-
Travelling and Conveyance	5,688	5,263
Stationery, Postage, Telephone & Advertisement	356	529
Security Expenses	10,280	9,989
Consultancy Charges	1,380	-
CSR Expenses	10,575	5,104
Professional Charges	4,171	853
Sub-Contract Expenses	-	36,909
Fire & Safety Expenses	220	-
Provision for Bad and Doubtful Debts	49,346	23,057
Honorarium to Directors	1,080	793
Donation & Subscription	2,233	8
Bank Charges & Other Misc. Expenses	1,989	1,759
	2,61,522	2,31,733

25 Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

₹ in thousands

March 31, 2020	Carrying amount				Fair value			
	Mandatorily at FVTPL	FVTOCI - designated as such	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets	-	-	-	-	-	-	-	-
Cash and cash equivalents	-	-	1,58,651	1,58,651	-	-	-	-
Other Bank Balances	-	-	2,66,816	2,66,816	-	-	-	-
Trade receivables	-	-	1,70,361	1,70,361	-	-	-	-
	-	-	5,95,828	5,95,828	-	-	-	-

Financial liabilities	-	-	-	-	-	-	-	-
Deposit from Customer	29,826	-	-	29,826	-	29,826	-	29,826
Term loans	-	-	-	-	-	-	-	-
Trade and other payables	-	-	38,102	38,102	-	-	-	-
Other current financial liabilities	-	-	11,104	11,104	-	-	-	-
	29,826	-	49,206	79,031	-	29,826	-	29,826

₹ in thousands

March 31, 2019	Carrying amount				Fair value			
	Mandatorily at FVTPL	FVTOCI - designated as such	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets	-	-	-	-	-	-	-	-
Cash and cash equivalents	-	-	2,43,707	2,43,707	-	-	-	-
Other Bank Balances	-	-	1,40,000	1,40,000	-	-	-	-
Trade receivables	-	-	1,64,500	1,64,500	-	-	-	-
	-	-	5,48,207	5,48,207	-	-	-	-
Financial liabilities	-	-	-	-	-	-	-	-
Deposit from Customer	29,280	-	-	29,280	-	29,280	-	29,280
Term Loans	-	-	-	-	-	-	-	-
Trade and other payables	-	-	26,090	26,090	-	-	-	-
Other current financial liabilities	-	-	7,741	7,741	-	-	-	-
	29,280	-	33,831	63,111	-	29,280	-	29,280

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, for financial instruments measured at fair value in the statement of financial position, as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Deposit from Customer	Present Value techniques using appropriate discounting rates.	Not applicable	Not Applicable

C. Financial risk management

i. Risk management framework

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Baring Market risk the Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk

i. Market risk

Market risk is the risk of changes in market prices – such as foreign exchange rates, interest rates and equity prices – that will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. Though the Company expects circumstances relating of transactions in foreign currency, but the Company is currently not carrying any foreign exchange bearing financial instruments in the stated reporting periods.

ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of the customer. The Company assumes low credit risk on Trade Receivables which comprise of only one customer amounting to ₹ 2,42,764 thousand as at 31st March 2020 and ₹ 1,87,557 thousand as at 31st March 2019 ; as it does not expect its customer to fail in meeting its contractual obligations as the Company understands that the customer has a strong capacity to meet its contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. However, since 1st April 2019 the customer has not been honouring the annual 3% increment in the dues amounting to ₹ 72,403 thousand, citing review of the tariff rate for transportation of gas.

₹ in thousands

31-Mar-20	Gross carrying amount	Weighted average loss rate - range	Loss allowance
Neither past due not impaired	1,70,361	0%	-
Past due 1-90 days	8,187	100%	8,187
More than 90 days	64,216	100%	64,216
	2,42,764	29.82%	72,403

₹ in thousands

31-Mar-19	Gross carrying amount	Weighed average loss rate - range	Loss allowance
Neither past due not impaired	83,596	0%	-
Past due 1-90 days	88,718	9%	7,814
More than 90 days	15,243	100%	15,243
	1,87,557	12.29%	23,057

Cash and cash equivalents

The Company held cash and cash equivalents of ₹ 1,58,651 thousand as at March 31, 2020 and ₹ 2,43,707 thousand as at March 31, 2019. The cash and cash equivalents are held with bank with good credit ratings. The Company also invests its short term surplus funds in bank fixed deposit, which carry no/low mark to market risks for short duration therefore does not expose the company to credit risk.

Other than trade and other receivables, the Company has no other material financial assets that are past due but not impaired.

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due in a cost effective manner, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Exposure to liquidity risk

₹ in thousands

March 31, 2020	Carrying amount	Contractual cash flows				
		Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Financial liabilities						
Deposit from Customer	29,826	30,000	30,000	-	-	-
Trade and other payables	38,102	38,102	38,102	-	-	-
Other current liabilities	11,104	11,104	11,104	-	-	-

₹ in thousands

March 31, 2019	Carrying amount	Contractual cash flows				
		Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
Financial liabilities						
Deposit from Customer	29,280	30,000	-	30,000	-	-
Trade and other payables	26,090	26,090	26,090	-	-	-
Other current liabilities	7,741	7,741	7,741	-	-	-

The Company has not carried any derivative financial liabilities as on 31st March 2020 and 31st March 2019.

26 Provision for taxation for the financial year 2019-20 amounting to ₹ 86,144 thousand (Previous Year ₹ 1,18,752 thousand) has been arrived at after availing MAT Credit of ₹ 56,888 thousand u/s 115JAA of the Income Tax,1961 in the FY 2019-20 (Previous Year ₹ 24,176 thousand) due to certainty of recovery of the same.

27 Earnings per equity share

₹ in thousands

	31-Mar-20	31-Mar-19
Face value ₹ 10/- each		
Net profit as per Profit and Loss account available to Equity Shareholders	3,54,167	4,59,710
Weighted average number of Equity Shares outstanding during the year	16,72,50,000	16,72,50,000
Basic earnings per share (₹)	2.12	2.75
Diluted earnings per share (₹)	2.12	2.75

28 The company is operating under a single segment. As such there is no other reportable segment as defined by the Ind AS-108 Operating Segments notified by the Ministry of Corporate Affairs.

29 Trade Receivables and Trade Payables including Creditors for Capital Expenditure are subject to Confirmation.

30 As per guidelines Ind AS 36 "Impairment of Assets", the company has assessed the recoverable amount of the relevant assets and found that no impairment exists in relation to its assets as on 31st March 2020 and 31st March 2019.

31 Contingent Liabilities

₹ in thousands

	31-Mar-20	31-Mar-19
Contingent Liabilities :		
Claims against the Company not acknowledged as debts :	-	-
In respect of Taxation matters		
Service Tax	-	2,229
Guarantees :	-	-
Other Money for which the company is contingently liable :		
Rental and Supervision Charges for ROW to Oil India Limited	15,572	13,702
	15,572	15,931
Commitments :		
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net off Advance)	3,05,790	75,129
	3,05,790	75,129

32 Related Party Transactions

The Company has adopted the exemption under para 25 of Ind AS-24 related to disclosure pertaining to related parties under the control of the same Govt.

List of Related Parties

Particulars	Nature of Relationship
1 Assam Gas Company Limited (AGCL)	Parent Company and under the control of the same Govt.
	Viz. Government of Assam
2 Numaligarh Refinery Limited (NRL)	Being Associate of NRL
3 Oil India Limited (OIL)	Being Associate of OIL
4 Shri Rupam Goswami	Being Director of the Company
5 Shri Ashwini Pait	Being Director of the Company

The details of amounts (due to) or due from related parties as at 31st March 2020 and 31st March 2019 are as follows:

Particulars	₹ in thousands	
	31-Mar-20	31-Mar-19
Numaligarh Refinery Limited (NRL)	1,40,537	1,35,221
Oil India Limited (OIL)	(18,558)	(15,278)

Terms and Conditions and nature of consideration for settlement:

1. The balance of NRL includes amount trade receivables and amount of security deposit received under the terms and conditions of Gas Transportation Agreement and other advances for purchase of materials.
2. The balance of OIL includes other trade payables against supply of Natural Gas at market rates, ROW rental and supervision charges and maintenance of cathodic protection system as per terms and conditions of respective agreements.

The details of the related parties transactions entered into by the Company for the year ended 31st March 2020 and 31st March 2019 are as follows:

Particulars	Nature of Transactions	₹ in thousands	
		31-Mar-20	31-Mar-19
Revenue Transactions:			
1. Assam Gas Company Limited (AGCL) :	Key Management Personnel on Deputation	2,057	2,173
2. Numaligarh Refinery Limited (NRL) :	Tranportation of Natural Gas	8,51,568	8,64,764
	Project Management Consultancy Fees	458	1,984
3. Oil India Limited (OIL) :	Consumption of Natural Gas	80,089	76,865
	ROW rental & Supervision charges	4,762	4,668
	Maintenance of CPS	-	-
	Water Testing Charges	-	116

4. Shri Rupam Goswami	Honorarium	600	436
5. Shri Ashwini Pait	Honorarium	480	357

₹ in thousands

Key management personnel compensation	31-Mar-20	31-Mar-19
1. Samujjal Borah, , Company Secretary		
(a) Short-term employee benefits	855	724
(b) Post-employment benefits	-	-
(c) Other long-term benefits	-	-
(d) Termination benefits	-	-
(e) Share-based payments	-	-

33 Reconciliation of Expenditure on Corporate Social Responsibility (CSR) Activities are as follows:

₹ in thousands

	2019-20	2018-19
Amount unspent (for earlier years) at the beginning of the year	2,580	858
Amount earmarked during the financial year for CSR activities	8,847	6,827
Amount actually spent for CSR activities	10,575	5,104
Amount remaining unspent at the end of the year	852	2,580

34 Dividend

The Board of Directors of the Company has proposed to declare a dividend @ 9.40% of Paid up Share Capital for the FY 2019-20 (previous year @ 13.58% of Paid up Share Capital)

35 Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary for comparison and conforms to current year's classification.

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