TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE
P.O.CHINGAVANAM,
DIST.-KOTTAYAM, KERALA -686 531
EMAIL ID: tecilchemicals@gmail.com
PAN No.: AAACT8096J
CIN No.: L24299KL1945PLC001206
Website: www.tecilchemicals.com

CORPORATE OFFICE
EMPIRE HOUSE, 3RD FLOOR,
214, DR. D. N. ROAD, FORT,
MUMBAI – 400 001
TEL NO: 022-2207 83 81 / 82
FAX NO: 022-2207 42 94

DATE: 18TH MAY, 2017

TO,
NATIONAL STOCK EXCHANGE OF INDIA LTD.
DEPARTMENT OF CORPORATE SERVICES.
PLOT NO. C/1, G BLOCK,
BANDRA –KURLA COMPLEX, BANDRA (EAST),
MUMBAI - 400 051

SCRIPT ID:

SUBJECT: SUBMISSION OF OUTCOME OF BOARD MEETING, FORM 'A' PURSUANT TO THE REGULATION 33 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ALONG WITH THE AUDITED FINANCIAL RESULTS OF THE COMPANY FOR YEAR ENDED 31/03/2017

Dear Sirs,

We are enclosing herewith Quarterly Compliances as under for Quarter ended **31st March, 2017** as follows -

1.	Regulation 33	Audited Quarterly Financial Results along with Statement of Assets and Liabilities for the quarter and year ended 31/03/2017 and Form 'A' (for audit report with unmodified opinion)
2.		Outcome of the Board Meeting held on 18/05/2017

You are requested to take this on your records and acknowledge receipt.

Thanking You.

Yours Faithfully,

FOR TECIL CHEMICALS AND HYDRO POWER LTD.

S. B. SOMANI
DIRECTOR
(DIN NO. – 00077939)

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FORM A as per Regulation 33 (3)(d) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

1.	*Name of the Company:*	***TECIL CHEMICALS AND HYDRO POWER LIMITED***
2.	*Annual financial statements for the year ended*	***31st March, 2017***
3.	*Type of Audit observation*	***Un-Qualified***
4.	*Frequency of observation*	***Not Applicable***
5.	*To be signed by-* • ***CEO – S.B. SOMANI***	
	• ***CFO – SRS IYER***	
	• ***Auditor of the Company – VMD & Co.***	For VMD & CO. Partner CA Vijaykumar M. Desai Mem. No. F009219
	• ***Audit Committee Chairman –P. C. Jain***	

VMD & CO.
CHARTERED ACCOUNTANTS

AVMS PREMISES,
4TH FLOOR,
SHREENIWAS HOUSE,
27, H.S. MARG, FORT,
MUMBAI- 400 001
Telefax : +91 22 2207 7707
Email : info@vmd.co.in
www.vmd.co.in

INDEPENDENT AUDITOR'S REPORT

To The Members of TECIL CHEMICALS & HYDRO POWER LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Tecil Chemicals & Hydro Power Limited ('the Company'), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the Financial Statements

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

Auditors Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor



considers internal control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by company's directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017 and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2016 ('the order") issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by section 143(3) of the Act, we report that:

a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

d. in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014.

e. on the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of sub section (2) of section 164 of the Companies Act, 2013.

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 A'.



g. With respect to the other matters included in the Independent Auditor's report, in our opinion and to the best of our information and according to the explanations given to us:

1) The company has disclosed the impact of pending litigation on its financial position in its financial statement.

2) The company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

3) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by Company.

4) The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank notes during the period from 8th November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 16 to the financial statements.

For VMD & Co.
Chartered Accountants
FRN: 125002W

VMD & CO., FRN : 125002W
VMS Premises Shreenivas House, 27, H. S. Marg, MUMBAI - 1.
Chartered Accountants

CA V.M. Desai
Partner
MRN: 009219
Place : Mumbai
Date: 18th May 2017
No. : A/01/0517

Annexure A To The Independent Auditor's Report of even date on the Financial Statements of Tecil Chemicals and Hydro Power Limited

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

To the Members of Tecil Chemicals and Hydro Power Limited

We have audited the internal financial controls over financial reporting of Tecil Chemicals and Hydro Power Limited ("the Company") as of 31 March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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



Meaning of Internal Financial Controls Over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For VMD & Co.
Chartered Accountants
FRN: 125002W

VMD & Co., FRN : 125002W
AVMS Premises Shreenivas House, 27, H. S. Marg, MUMBAI - 1.
Chartered Accountants

CA V.M. Desai
Partner
MRN: 009219
Place : Mumbai
Date: 18th May 2017
No. : A/01/0517

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of section 143(11) of the Companies Act, 2013

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) Fixed Assets were physically verified by the Management during the current year. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its Fixed Assets.

(c) According to the information and explanation given to us and the records examined by us we report that, the immovable properties of land and building which are freehold, are held in the name of the Company as at the Balance Sheet date except 2.64 hectors of land subject to re-conveyance of brought in land by the Government. In case of the building constructed on leased land resumed by the Kerala Government, compensation for appeal is pending before the Kerala High Court (Refer Note No 3 to the financial statements).

(ii) There was no inventory at beginning of the year neither the company has effected any purchases during the year hence in our opinion clause (ii) is not applicable to the company.

(iii) (a) The company has given loans to two parties covered in the register maintained under section 189 of the Companies Act, 2013.

(b) In the case of the loans granted to the companies in the register maintained under section 189 of the Act, the loans are of interest free in nature and the terms of arrangements do not stipulate any repayment schedule and are repayable on demand. The loans have been repaid during the year, accordingly, paragraph 3(iii)(b) of the Order is not applicable to the Company in respect of repayment of the principal amount.

(c) There are no overdue amounts in respect of the loans granted to the companies listed in the register maintained under section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) In our opinion and according to the information and explanations given to us, no fixed deposits were accepted from the public.

(vi) In our opinion, clause 3(vi) of the order for maintenance of the cost records under section 148(1) of the Companies Act 2013 is not applicable to the Company.

(vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, ESIC and Income Tax.



(b) According to the information and explanations given to us there were no undisputed amounts payable in the respect of Income Tax, Sales Tax, Wealth Tax, Excise Duty and other material statutory dues in arrears as at 31st March, 2017.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to the banks. The company does not have any loans or borrowings from financial institutions or government and has not issued any debentures.

(ix) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the order is not applicable.

(x) Based on the audit procedures performed and information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

(xi) The Company has not paid any managerial remuneration for the year hence clause 3(xi) of the order is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with section 177 and 188 of the act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.

(xvi) The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934.

For VMD & Co.
Chartered Accountants
FRN: 125002W



CA V.M. Desai
Partner
MRN: 009219
Place : Mumbai
Date: 18th May 2017
No. : A/01/0517

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ANNEXURE - I

Part I

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH, 2017

(Rupees in Lacs)

Sr. No.	Particulars	Quarter Ended		Year Ended	
		31st March 2017	31st March, 2016	31st March 2017	31st March, 2016
		Audited	*Audited*	*Audited*	*Audited*
1	**Income from Operations**				
	a. Net Sales/ Income from Operation (Net of Excise Duty)	-	-	-	-
	b. Other Operating Income	30.62	17.82	56.20	63.03
	Total Income from Operations (Net)	**30.62**	**17.82**	**56.20**	**63.03**
2	**Expenses**				
	a. Cost Materials consumed	-	-	-	-
	b. Purchase of Stock-in-Trade	-	-	-	-
	c. Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	-	-	-	-
	d. Employee Benefits Expenses	2.65	2.23	13.91	23.07
	e. Depreciation and Amortisation Expenses	1.27	7.40	7.27	8.90
	f. Other Expenses (Any Item exceeding 10% of the Total Expenses relating to continuing Operations to be shown seperately)	224.93	26.66	270.31	82.09
	Total Expenses	**228.85**	**36.29**	**291.49**	**114.06**
3	**Profit/(Loss) from Operation before other Income, Finance Costs & Exceptional Items (1-2)**	**(198.23)**	**(18.47)**	**(235.29)**	**(51.03)**
4	Other Income	-	-	-	-
5	**Profit/(Loss) from Ordinary Activities after Finance Costs and Exceptional Items (3+/-4)**	**(198.23)**	**(18.47)**	**(235.29)**	**(51.03)**
6	Finance Costs	-	-	-	-
7	**Profit/(Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5+/-6)**	**(198.23)**	**(18.47)**	**(235.29)**	**(51.03)**
8	Exceptional Items	-	-	(4.69)	-
9	**Profit/(Loss) from Ordinary Activities before Tax (7+/-8)**	**(198.23)**	**(18.47)**	**(239.98)**	**(51.03)**
10	Tax Expenses	-	-	-	-
11	**Net Profit/(Loss) from ordinary Activities after Tax (9+/-10)**	**(198.23)**	**(18.47)**	**(239.98)**	**(51.03)**
12	Extra Ordinary Items (Net of Tax Expenses Rs.____ Lacs)	-	-	-	-
13	**Net Profit/(Loss) for the Period (11+/-12)**	**(198.23)**	**(18.47)**	**(239.98)**	**(51.03)**
14	Share of Profit/(Loss) of Associates*	-	-	-	-
15	Minority Interest	-	-	-	-
16	**Net Profit/(Loss) after Taxes, Minority Interest and Share of Profit /(Loss) of Associates (13+/-14+/-15)***	**(198.23)**	**(18.47)**	**(239.98)**	**(51.03)**

Contd... 2

TECIL CHEMICALS & HYDRO POWER LTD. BOMBAY

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17	Paid-up Capital Equity Share (Face Value of Rs.10/- each)	**1,896.37**	**1,896.37**	**1,896.37**	**1,896.37**
18	Reserves excluding Revaluation Reserve as per Balance Sheet of Previous Accounting Year	**(2,951.55)**	**(2,711.82)**	**(2,951.55)**	**(2,711.82)**
19i	**Earnings per Share (before Extra Ordinary Items) (of Rs.___/- each) (not Annualised):** a. Basic b. Diluted	**(1.05)**	**(0.10)**	**(1.27)**	**(0.27)**
19ii	**Earnings per Share (after Extra Ordinary Items) (of Rs.___/- each) (not Annualised):** a. Basic b. Diluted	**(1.05)**	**(0.10)**	**(1.27)**	**(0.27)**

A. PARTICULARS OF SHARE HOLDINGS

1	Aggregate of Non-Promoter Shareholding				
	- Number of shares	1,14,18,043	1,14,18,043	1,14,18,043	1,14,18,043
	- Percentage of shareholding	60.21	60.21	60.21	60.21
2	Promoters and Promoter Group shareholding				
	a) Pledged/Encumbered	-	-	-	-
	- Number of shares	NIL	NIL	NIL	NIL
	- Percentage of shareholding(as a % of the total	NIL	NIL	NIL	NIL
	- Percentage of shareholding(as a % of the total share	NIL	NIL	NIL	NIL
	b) Non-Encumbered				
	- Number of shares	75,45,657	75,45,657	75,45,657	75,45,657
	- Percentage of shareholding(as a % of the total	100	100	100	100
	- Percentage of shareholding(as a % of the total share	39.79	39.79	39.79	39.79

Notes :

1 The above Audited Financial Results for the Quarter and Year Ended 31.03.2017 have been reviewed by the Audit Committee in their Meeting held on 18.05.2017 and approved by the Board of Directors of its Meeting held on 18.05.2017. The Limited Review Report of Auditors M/s VMD & Co. was also taken on record by the Board in its Meeting.

2 The Company is not having any Subsidary Company / Associate Company. These are Standalone Results as intimated to BSE & NSE.

3 The Company is having one segment.

For Tecil Chemicals & Hydro Power Ltd.

S. B. Somani
Director & CEO

Mumbai, 18th May, 2017

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STANDALONE STATEMENT OF ASSETS & LIABILITIES AS PER CLAUSE 41 OF THE LISTING AGREEMENT

(Rupees. In Lacs)

Sr. No.	Particulars	As at Year ended 31.03.2017	As at Year ended 31.03.2016
A	EQUITY AND LIABILITIES		
1	Shareholders' Funds		
	(a) Share Capital	1,896.37	1,896.37
	(b) Reserves and Surplus	(2,785.50)	(2,543.35)
	Sub-total - Shareholders' Fund	(889.13)	(646.98)
2	Share application money pending allotment	-	-
3	Monority Interest*	-	
4	Non-current Liabilities		
	(a) Long-term borrowings	-	-
	(b) Deferred tax liabilities (net)	-	-
	(c) Other long-term liabilities	-	-
	(d) Long-term provisions	-	-
	(e) Unsecured Loans	-	-
	Sub-total - Non-Current Liabities	-	-
5	Current Liabilities		
	(a) Short-term borrowings	-	-
	(b) Trade payables	-	-
	(c) Other current liabilities	1,624.19	1,521.34
	(d) Short-term provisions	-	-
	Sub-total - Current Liabities	1,624.19	1,521.34
	TOTAL - EQUITY AND LIABILITIES	735.06	874.36
B	ASSETS		
1	Non-current Assets		
	(a) Fixed Assets	387.12	398.31
	(b) Goodwill on consolidation*	-	-
	(c) Non-current investments	0.05	37.71
	(d) Deferred tax assets (net)	-	-
	Sub-total - Non-Current Assets	387.17	436.02
2	Current Assets		
	(a) Current investments	-	-
	(b) Inventories	-	-
	(d) Cash and cash equivalents	106.00	69.23
	(e) Short-term loans and advances	225.00	314.53
	(f) Other current asets	16.89	54.58
	Sub-total - Current Assets	347.89	438.34
	TOTAL - ASSETS	735.06	874.36

Consequent to the notification of Revised Schedule VI under the Companies Act, 1956, the Assets and Liabilities Statements for the year ended 31.03.2017 are prepared as per revised Schedule VI. Accordingly, the previous year figures have also been re-classified to conform to this year's classification.

For Tecil Chemicals & Hydro Power Ltd.

S. B. Somani
Chairman & C.E.O

Mumbai, 18th May, 2017