



**CES LIMITED**

CIN: L55100TG1985PLC045963

***ANNUAL REPORT***

***2016 - 2017***

**BOARD OF DIRECTORS**

Mr. Murali Krishna Tummala(1889806)  
Mr. Duruvasan R (00223052)  
Mr. Mohana Rao Kancharla (00004288)  
Mr. Rama Krishna Sebbineni (01825682)  
Mr. Venkat Davarapalli (00028498)  
Mr. Sai Krishna Kancharla (07775575)  
Mr. Appa Rao Kancharla (2532842)  
Mrs. Aruna Krishna Sabbineni(06997005)

Chairman and Independent Director  
Independent Director  
Whole –Time Director  
Alternate Director (Venkat D)  
Director  
Director  
Alternate Director (Sai Krishna K)  
Director

Corporate Identity Number (CIN): L55100TG1985PLC045963

**KEY MANAGERIAL PERSONNEL**

Mr. Mohana Rao Kancharla- Whole -Time Director  
Mr. Benarji Mallampatti- Chief Financial Officer  
Mr. Surya Prakash Mungelkar- Company Secretary

**BANKERS**

ICICI Bank, Hyderabad  
Bank of India, Hyderabad  
IndusInd Bank, Hyderabad

**AUDITORS**

M/s P.MURALI CO. Chartered  
Accountants  
6-3-655/2/3, Somajiguda,  
Hyderabad - 500 082.

**INTERNAL AUDITOR**

K Rama Mohan & Associates.  
Flat No.1004, Minar  
Apartments, Basheerbagh  
Hyderabad - 500029

**SECRETARIAL AUDITOR**

Sharda Putcha  
8-3-168/B/10, Siddhartha  
Nagar,ESI, Near A.G. Colony  
Hyderabad - 500038

**REGISTERED OFFICE**

7<sup>th</sup> Floor, Tower –A, Ramky  
Selenium, Nanakramguda,  
Gachibowli, Hyderabad- 500032  
Hyderabad-500 032  
Ph: 040 42421122  
Fax: 040 66259444

**SHARE TRANSFER AGENTS**

Aarthi Consultants Pvt. Ltd.,  
1-2-285, Domalguda,  
Hyderabad - 500 029  
Ph: 040 - 27634445  
Fax: 040 – 27632184

[info@cesltd.com](mailto:info@cesltd.com)  
[www.cesltd.com](http://www.cesltd.com)

**LISTING AT**

Bombay Stock Exchange Limited, Mumbai  
Ahmedabad Stock Exchange Limited, Ahmadabad

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## NOTICE

**NOTICE** is hereby given that the 32<sup>nd</sup> Annual General Meeting of M/s. CES LIMITED will be held on Friday, 29<sup>th</sup> day of September 2017, at 4:00P.M.at the Registered Office of the Company at, **7<sup>th</sup> Floor, Tower-A, Ramky Selenium, Nanakramguda, Gachibowli, Hyderabad - 500 032** to consider the following Business:

### ORDINARY BUSINESS

1. To receive, consider and adopt Standalone and Consolidated Audited Balance Sheet as at 31st march 2017 and Profit and Loss Account for the period ended on that date and the Reports of the Directors and the Auditors thereon.
2. To appoint Mr Venkat Davarapalli (00028498) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company up to conclusion of Next Annual General Meeting in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**.

**“RESOLVED THAT** pursuant to Section 139(2) of the Companies Act 2013 & subject to Companies (Audit & Auditors) Rules 2014, **M/s. Chandra Babu Naidu & Co., (FRN: 016016S)**, Chartered Accountants, Hyderabad as Statutory Auditors of the Company w.e.f the Conclusion of this Annual General Meeting for a term of Five Years subject to ratification at every Annual General Meeting and fix their remuneration”.

**“RESOLVED FURTHER THAT** in terms of the provisions of Sections 139-142 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 as may be applicable and pursuant to the resolution of the members at the 32<sup>nd</sup> Annual General Meeting, the appointment of Statutory Auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the Next Annual General Meeting of the Company to be held in the year 2018, be ratified by the members on a remuneration as may be decided by the Board of Directors”.

### SPECIAL BUSINESS:

4. Appointment of **Mr. Sai Krishna Kancharla (07775575)** as Director.  
To consider and, if thought fit, to pass, with or without modifications, the following resolution as an

### ORDINARY RESOLUTION:

**“RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force)

made there under read with Schedule V to the Act, **Mr. Sai Krishna Kancharla** (07775575), who was appointed as an Additional Director of the Company by the Board of Directors and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature for the office of the Director of the Company, be and is hereby appointed as Director.”

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, **Mr. Sai Krishna Kancharla** (07775575) be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient to give effect to the foregoing resolution.”

**PLACE:** HYDERABAD

**DATE:** 06/09/2017

BY ORDER OF THE BOARD

M. Surya Prakash

Company Secretary

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company or if holding more than 10 % of aggregate shareholding , then such a proxy shall not act as proxy for any person or any other shareholder.

In order to be effective, must be received at the office of the Company's Registrar and Share Transfer Agent- Aarthi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad- 500 029 not less than 48 hours before the Commencement of the meeting. A blank proxy form is enclosed.

2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 25 September (Monday) 2017 to, 29 September (Friday) 2017. (Both days inclusive).

4. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
5. Members are requested to bring their Client ID and DP ID or Folio Numbers, as may be applicable, for easy Identification of attendance at the meeting
6. Members desirous of getting any information about the accounts and operations of the Company are requested to submit their queries addressed to the Company Secretary at least 7 days in advance of the meeting so that the information called for can be made available at the meeting.
7. Kindly bring your copies of the Annual Report to the meeting.
8. Electronic copy of the Annual Report for the financial period ended 31.03.2017 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.
9. Electronic copy of the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
10. Members may also note that the Notice of the 32<sup>nd</sup> Annual General Meeting and the Annual Report for the financial period ended on 31.03.2017 will also be available on the Company's website [www.cesltd.com](http://www.cesltd.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [info@cesltd.com](mailto:info@cesltd.com).
11. Voting through electronic means in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 32<sup>nd</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL), Kindly Visit [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and select help option, you can find user manual for shareholders to caste Vote at **Annexure-IV**

BY ORDER OF THE BOARD  
For CES LIMITED

## DIRECTORS' REPORT

To  
The Members of  
M/s. CES LIMITED

The Directors have pleasure in presenting the 32<sup>nd</sup> Annual Report of the Company together with the Audited Accounts for the year ended on 31<sup>st</sup> March 2017 (01.04.2016 to 31.03.2017).

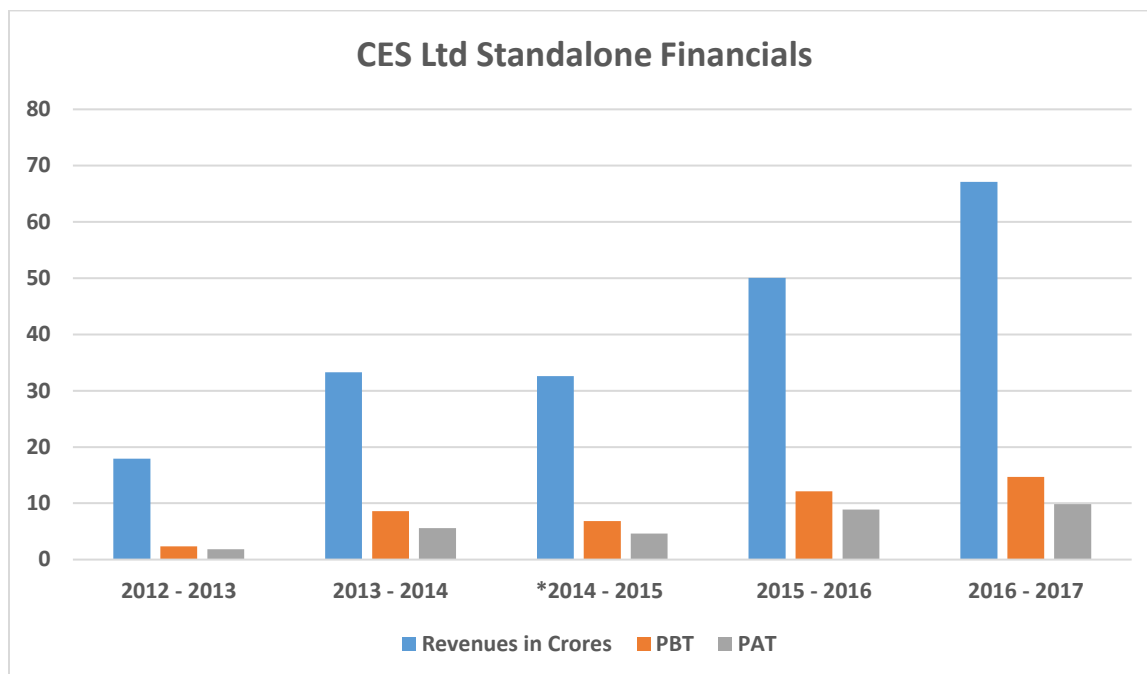
## FINANCIAL RESULTS

	Consolidated		Standalone	
	2016-2017	2015-2016	2016-2017	2015-2016
	Rs.	Rs.	Rs.	Rs.
Net Revenue	2,258,960,243	1,757,004,309	671,065,932	500,700,664
Profit Before Depreciation	268,980,869	239,175,016	167,368,943	139,308,502
Depreciation	53,468,140	36,732,642	20,675,311	18,226,311
Profit Before Taxation	215,512,729	202,442,374	146,693,632	121,082,191
Provision for Taxation	69,027,094	54,672,769	47,952,568	32,102,306
Profit after Taxation	146,485,635	147,769,606	98,741,064	88,979,885
Brought Forward Profit/(Loss)	364,071,900	216,302,294	286,710,564	197,730,679
Balance carried to Balance Sheet	510,557,535	364,071,900	385,451,628	286,710,564

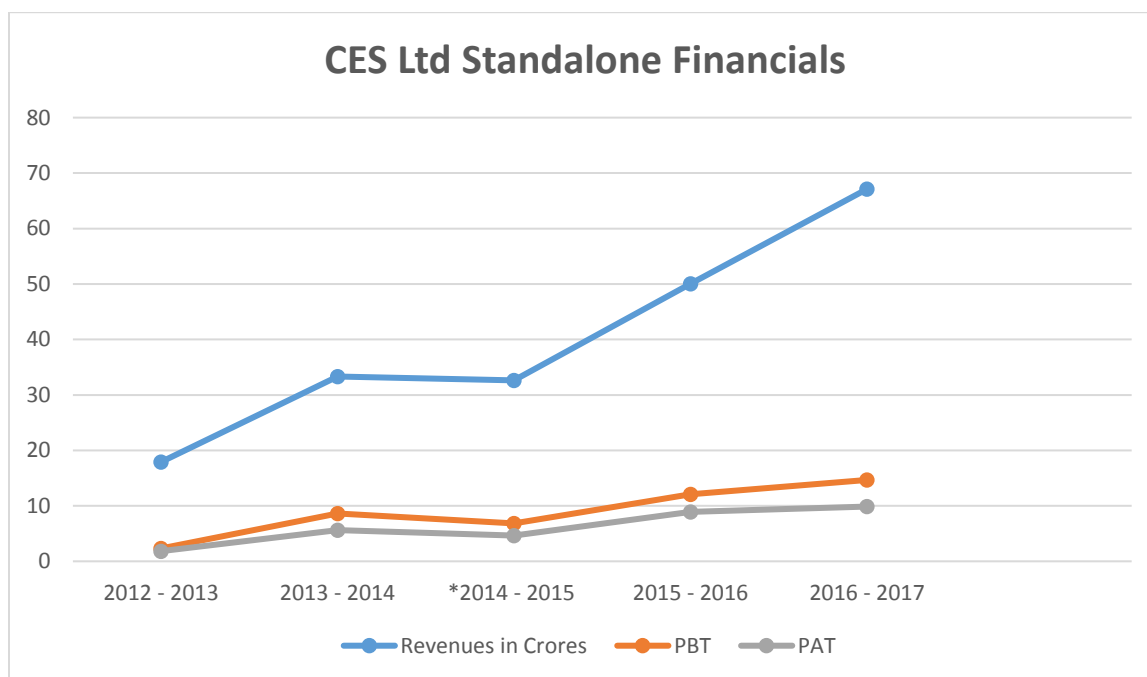
## BUSINESS PERFORMANCE OF THE COMPANY

**Standalone:** Our revenue for financial year 2016-17 is Rs. 671.07 Million and our profit after tax (PAT) Rs. 98.74 Million.

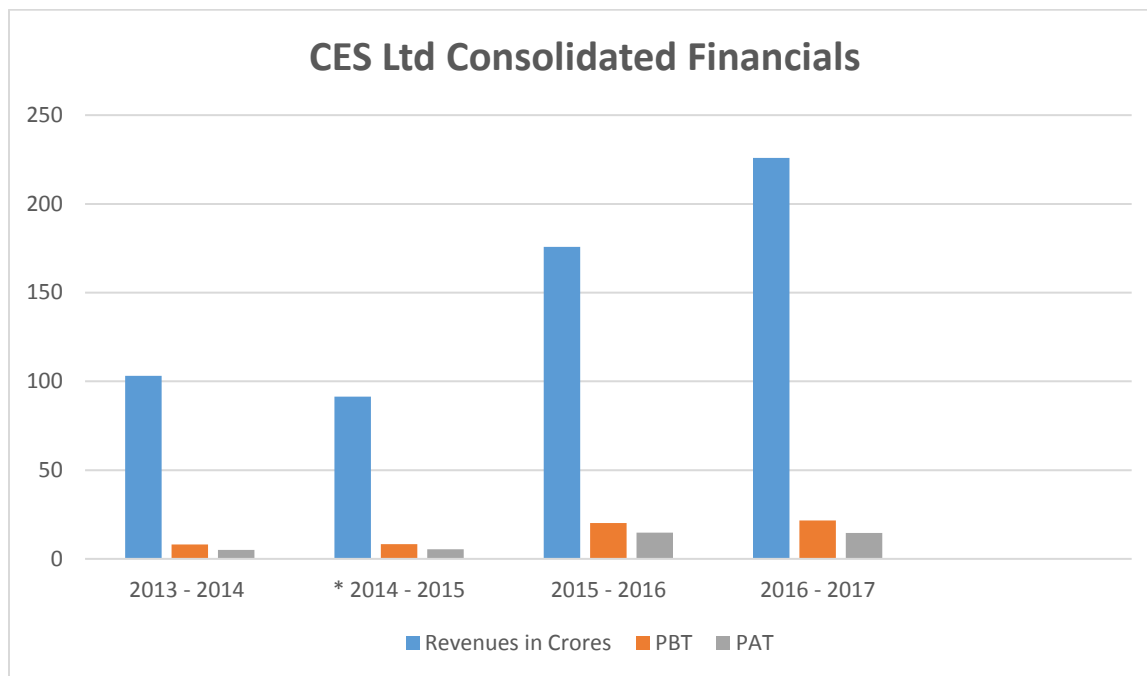
**Consolidated:** Our consolidated financial results for financial year 2016-17 is Rs.2,258.96 Million and our consolidated profit after tax (PAT) is Rs. 146.49 Million.



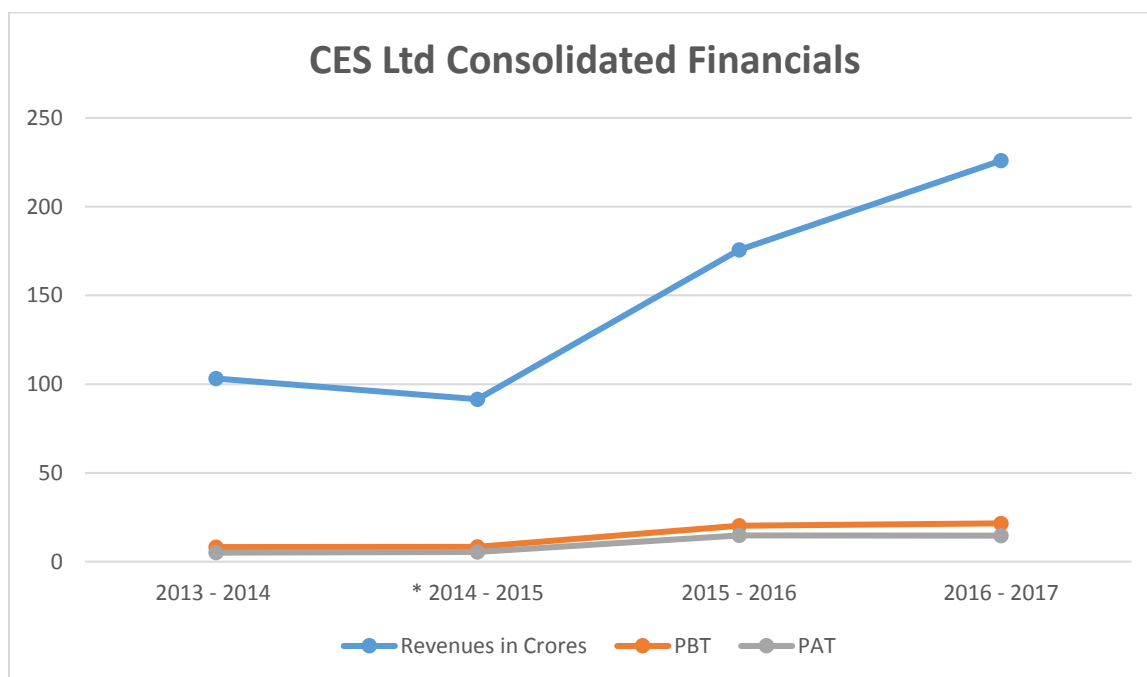
\* 2014 - 2015 Financials are for 9 months.



\* 2014 - 2015 Financials are for 9 months.



\* 2014 - 2015 Financials are for 9 months.



\* 2014 - 2015 Financials are for 9 months.

## **COMMITTEES OF THE BOARD**

### **AUDIT COMMITTEE**

<b>Name</b>	<b>Designation / Category</b>
Mr. Murali Krishna Tummala(01889806)	Chairman ( Independent Director )
Mr. Duruvasan Ramachandra (00223052)	Member ( Independent Director )
Mr. Rama Krishna Sebbineni(01825682)	Member (Non-Executive Director)

### **NOMINATION & REMUNERATION COMMITTEE**

<b>Name</b>	<b>Designation / Category</b>
Mr. Duruvasan Ramachandra (00223052)	Chairman( Independent Director )
Mr. Murali Krishna Tummala ( 01889806)	Member ( Independent Director )
Mr. Mohan Kancharla (00004288)	Executive Director

### **STAKEHOLDER RELATIONSHIP COMMITTEE**

<b>Name</b>	<b>Designation / Category</b>
Mr. Murali Krishna Tummala ( 01889806)	Chairman ( Independent Director )
Mr. Duruvasan Ramachandra (00223052)	Member ( Independent Director )
Mr. Rama Krishna Sebbineni(01825682)	Member ( Non- Executive Director)

### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

<b>Name</b>	<b>Designation / Category</b>
Mr. Murali Krishna Tummala ( 01889806)	Chairman ( Independent Director )
Mr. Rama Krishna Sebbineni (01825682)	Member ( Non- Executive Director)
Mr. Mohan Kancharla (00004288)	Executive Director

### **DURING THE FINANCIAL YEAR 2016-2017, SEVEN BOARD MEETINGS WERE HELD AS FOLLOWS:**

06.04.2016, 30.05.2016, 13.08.2016, 06.09.2016, 14.11.2016, 14.02.2017, 30.03.2017.

### **FINANCIALS OF SUBSIDIARY COMPANY**

Pursuant section 129 sub section (3), the financials of subsidiary are as per **Annexure -I**