

27th Annual Report
2013-2014



The Silent Performer

XL ENERGY LTD.



Board of Directors

Mr. Dinesh Kumar	Managing Director
Mr. Aneesh Mittal	Whole Time Director
Mrs. Ritu Lal Kumar	Non Executive and Non-Independent Director
Mr. P.R. Vishnu	Non Executive and Independent Director
Mr. Vikas Nayyar	Non Executive and Independent Director

K Surender Reddy Chief Financial Officer

Ms. Bhargavi. M Company Secretary

Auditors M/s. V N R Associates
Chartered Accountants
Hyderabad

Bankers to the Company State Bank of India
Canara Bank
IDBI Bank Limited
The Federal Bank Limited
Vijaya Bank
State Bank of Hyderabad
ICICI Bank Limited
Bank of India
State Bank of Bikaner & Jaipur
State Bank of Mysore

Registered Office C2, Pooja Plaza, Vikrampuri
Secunderabad – 500 009, Telangana.

Factory

1. Jointing Kits Division

Shed No. 30 & 31
I.D.A., Mallapur, Hyderabad - 500 076

2. SPV Division

Shed No. 32, I.D.A.,
Mallapur, Hyderabad - 500 076

3. SMPS & CDMA Division:

Plot No. 198/A, I.D.A., Cherlapally,
Hyderabad - 500 051

4. Ethanol Division:

Plot Nos. B 8 to B 10, &
B 18 to B21, MIDC, Kushnoor
NANDED (District), Maharashtra

5. Fabcity :

Plot No. 36, Raviryal Village,
Fab-City (SEZ) India Pvt. Ltd.
Maheshwaram Mandal,
Ranga Reddy District



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NOTICE

Notice is hereby given that the 27th Annual General Meeting of the members of M/s **XL ENERGY LIMITED** will be held on Monday, the 29th September, 2014 at 11.00 A.M at the premises of the Company's Plant at Shed No.31 & 32, IDA, Mallapur, Hyderabad - 500076 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as on 31st March 2014, the Profit & Loss Account for the year ended on that date together with the Schedules and Annexure thereto and the reports of the Auditors' and the Board of Directors thereon
2. To appoint a Director in place of Mr Dinesh Kumar, Director (DIN: 00054833), who retires by rotation and being eligible offers himself for re-appointment
3. To appoint a Director in place of Mrs Ritu Lal Kumar, Director (DIN: 00055638), who retires by rotation and being eligible offers herself for re-appointment
4. To re-appoint auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the fourth consecutive AGM and to fix their remuneration and pass the following resolution thereof:

“RESOLVED THAT, pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s V N R Associates, Chartered Accountants (Firm Registration No. 004478S), be and are hereby re-appointed as auditors of the Company, to hold office from the conclusion of this AGM to the conclusion of the fourth consecutive AGM (subject to ratification of the appointment by the members at every AGM held after this AGM) at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

5. **Appointment of Mr Vikas Nayyar (DIN: 06550288) as an Independent Director of the Company**

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 sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Vikas Nayyar (DIN 06550288), a Non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 29th September, 2014 to 28th September, 2019 and not liable to retire by rotation.”



6. Appointment of Mr P R Vishnu (DIN: 05218809) as an Independent 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 sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr P R Vishnu (DIN 05218809), a Non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 29th September, 2014 to 28th September, 2019 and not liable to retire by rotation.”

7. Re-appointment of Mr Aneesh Mittal (DIN: 00061365) as Whole time Director

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

“**RESOLVED THAT** in supersession to the earlier resolution(s) passed in this regard and in pursuance to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013(Act) including any statutory modification or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded for re-appointment of Mr Aneesh Mittal (DIN 00061365) as Whole Time Director of the Company for a period of one year with effect from 26th October, 2014 i.e. 26.10.2014 to 25.10.2015 without remuneration.

“**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized with requiring the approval of members, to alter or vary the terms and conditions of the said appointment, remuneration so as not to exceed the limits specified in Schedule V or other relevant provisions of the Companies Act, 2013 or any other amendments thereto, as may be agreed to between the Board and Mr. Aneesh Mittal.”

**For and on behalf of the Board of
Directors of XL Energy Limited**

**Place: Secunderabad
Date: 14.08.2014**

**Sd/-
Dinesh Kumar
Managing Director
(DIN: 00054833)**



NOTES:

(a) The relative Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) in respect of the business under Item Nos. 5 to 7 of the Notice, is annexed hereto.

(b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY/PROXIES INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

(c) Proxies in order to be effective should be received by the Company at its registered office not less than 48 hours before the commencement of the meeting.

(d) A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy. However, such person shall not act as a proxy for any other person or shareholder.

(e) The Register of Members and Share Transfer Books of the Company will remain closed from **26th September, 2014 to 29th September, 2014 (both days inclusive).**

(f) Members/proxies should bring the Attendance Slip duly filled in for attending the meeting. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.

(g) Shareholders are requested to kindly bring their copies of Annual Report to the Meeting and are also requested to send their queries, if any, on the accounts to the Registered Office at least four days before the meeting to enable the management to keep the information ready.

(g) The Ministry of Corporate Affairs vide circular nos.17/2011 and 18/2011 dated, April 21 and April 29, 2011 respectively, has undertaken a Green Initiative in Corporate Governance and allowed companies to share documents with its shareholders through an electronic mode. Being a company with a focus on the environment and eco-sustainability, the Company proposes to send documents such as the notice of the Annual General Meeting, Audited Financial Statements, Directors Report, Auditors Report, etc., henceforth to the shareholders in electronic form in lieu of the paper form to the Members who are holding Company's share(s) in electronic form and have registered their email address in the records of the Depository which has been made available to us by them. Going forward, the shareholder communication would be sent in electronic form to Member's email address.

Please inform any changes to your email address to your Depository Participant from time to time.

Those members who have not registered their email address with their Depository Participant are requested to register their email with their Depository Participants.

(h) The Securities Exchange Board of India has notified that the shareholders/transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their PAN Card to the company/RTA while transacting in the securities market including transfer, transmission or any other corporate action. Accordingly, all the shareholders/ transferee of shares (including joint holders) are requested to furnish a certified copy of their PAN Card to the company/RTA.



- (i) The e-voting period commences vide EVSN No. 140902030 on 22nd September, 2014 at 9.00 AM and ends on 24th September, 2014 at 6.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form as on cutoff date of 29th August, 2014 may cast their vote electronically. The CDSL will disable E voting facility after the expiry of e voting period. Once the vote on resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (j) The voting rights of the shareholders shall be in proportion to their shares of the paid-up share capital of the Company as on the cutoff date.
- (k) R. Ramakrishna Gupta, Partner, R & A Associates, Practicing Company Secretaries has been appointed as the scrutinizer to scrutinize the E-voting process in a fair and transparent manner.
- (l) The scrutinizer shall within a period not exceeding 3 working days from the conclusion of e-voting period unblock the votes in the presence of at least two witness not in the employment of the Company and make a scrutinizer report of the votes cast in favour or against, if any, to the chairman of the Company.
- (m) The annual report of your Company for the Financial Year 2013-14 would also be made available in the Company's website: www.xlenergy.co
- (n) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents.
- (o) Members are requested to address all their correspondence including change of address, mandates etc. to the registrars Viz. M/s. Bigshare Services Pvt Ltd, 306, Right Wing, Amrutha Ville Appt., Opp: Yashoda Hospital, Somajiguda, Rajbhavan Road, HYDERBAD – 500 082.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on 22nd September, 2014 at 9.00 AM and ends on 24th September, 2014 at 6.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 29th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.



- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the folio/client id number in the PAN field.• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name i.e. XL ENERGY LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.



- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (p) Additional information on Directors being re-appointed as required under Clause 49 (IV) (G) of the listing agreement entered with the Stock Exchanges is given below:

At the ensuing 27th Annual General Meeting, Mr. Dinesh Kumar and Mrs Ritu Lal Kumar, Directors, retire by rotation and being eligible offer themselves for re-appointment.

Mr Dinesh Kumar, aged 51 years has been associated with the Company since 1987. Mr. Dinesh Kumar holds Masters in Business Administration. He joined the Company as a Management Executive and was appointed as Deputy Managing Director for a period of five years with effect from 22nd April, 1999. Later Mr Dinesh Kumar was appointed as the Managing Director of the Company with effect from 9th October, 2000. Subsequently, he was reappointed as the Managing Director for three terms of three years for the periods from 1st June, 2004, 1st June, 2007 and 1st June, 2010 respectively and for a further term of five years for the period from 1st June, 2013. Mr Dinesh Kumar holds Directorship in M/s Saptashva Solar Limited, M/s Sree Sahasya Enterprises Private Limited and M/s Sree Sahasya Entertainments Private Limited and he is a member of Stakeholders/Investors Grievance Committee and Chairman of Management Committee of the Company.



XL ENERGY LTD.

Mrs Ritu Lal Kumar, aged 49 years is a Graduate by qualification. Mrs Ritu Lal Kumar has been associated with the Company since its inception and with her experience in finance and accounts has been instrumental in computerising the Accounts and Finance. She is the Chairperson of Stakeholders/Investors Grievance Committee and a member of Nomination and Remuneration Committee of the Company. She does not hold any shares in the Company. Apart from her Directorship in the Company, she is a Director on the Boards of M/s Sree Sahasya Enterprises Private Limited and M/s Sree Sahasya Entertainments Private Limited.

Mr Vikas Nayyar, aged 40 years is a B.A. Graduate in Economics and comes with good managerial and business expertise. He has over a twenty years of experience in Business Development and Marketing field and comes with an extensive knowledge in General Administrations, Sample Development, Production planning, Execution and control and Merchandising. Mr Vikas Nayyar is the Chairman of Nomination and Remuneration Committee and member of Audit Committee, Stakeholders/Investors Grievance Committee and Management Committee of the Company. Mr Vikas Nayyar does not hold Directorships in any other Companies and does not have any shares in the Company.

Mr P R Vishnu, aged 29 years is a Graduate by qualification and comes with good managerial and business expertise. He has good knowledge and command over Accountancy and has over six years experience in Business Development and Marketing field and comes with an extensive knowledge in branding, marketing, corporate communication and negotiations. Mr P R Vishnu is the Chairman of Audit Committee and is a member of Nomination and Remuneration Committee of the Company. Mr P R Vishnu does not hold Directorships in any other Companies and does not have any shares in the Company

Mr Aneesh Mittal, aged 52 years is a Graduate of Commerce. He is the Whole-time Director of the company and has over 23 years of experience in the field of General Management. He has been rendering valuable services from the inception of the Company in production and factory management successfully with great dedication and commitment. Mr Aneesh Mittal is a member of Audit Committee, Stakeholders/Investors Grievance Committee and Management Committees of the Company. Mr Aneesh Mittal does not hold Directorships in any other Companies.

None of the Directors are related to each other except Mrs Ritu Lal Kumar, who is wife of Mr Dinesh Kumar and Mr Aneesh Mittal, co-brother of Mr Dinesh Kumar.



Explanatory Statement
(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013(Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 5 to 7 of the accompanying Notice:

Item # 5: Appointment of Mr Vikas Nayyar (DIN: 06550288), Independent Director

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Mr Vikas Nayyar, as Independent Director on 10th April, 2013, in compliance with the requirements of the Clause.

Pursuant to the provisions of section 149 of the Act, which came into effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

Mr Vikas Nayyar is a B.A. Graduate and comes with good managerial and business expertise. He has over a decade of experience in Business Development and Marketing field and comes with an extensive knowledge in branding, marketing, corporate communication and negotiations. In order to benefit from his versatile experience in providing right management decision, the Nomination and Remuneration Committee has recommended the appointment of Mr Vikas Nayyar, as Independent Director from 29th September, 2014 up to 28th September, 2019.

Mr Vikas Nayyar, Non-executive Director of the Company, has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, Mr Vikas Nayyar fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Mr Vikas Nayyar as Independent Director is now being placed before the Members for their approval.

None of the Directors and Key Managerial Personnel are concerned or interested in the proposed resolution.

Item # 6: Appointment of Mr. P R Vishnu (DIN: 05218809), Independent Director

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Mr P R Vishnu, as Independent Director on 13th March, 2012, in compliance with the requirements of the Clause.

Pursuant to the provisions of section 149 of the Act, which came into effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

Mr. P. R. Vishnu, aged 29 years is a Graduate by qualification and comes with good managerial and business expertise. He has good knowledge and command over Accountancy and has over six years experience in Business Development and Marketing field and comes with an extensive knowledge in branding, marketing, corporate communication and negotiations. Keeping in view of his versatile expertise,



the Nomination and Remuneration Committee has recommended the appointment of Mr P R Vishnu as, Independent Directors from 29th September, 2014 up to 28th September, 2019.

Mr P R Vishnu, Non-executive Director of the Company, has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, Mr P R Vishnu fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Mr P R Vishnu, as Independent Director is now being placed before the Members for their approval.

Mr P R Vishnu, does not have shareholding or Directorship in other Public Companies and Memberships in Committees.

None of the Directors and Key Managerial Personnel are concerned or interested in the proposed resolution.

Item # 7: Re-appointment of Mr. Aneesh Mittal (DIN: 00061365), Whole Time Director

Mr.Aneesh Mittal, aged 52 years is the Whole-time Director of the company and by qualification is a B.com Graduate. He has over 20 years of experience in the field of General Management. He has been rendering valuable services from the inception of the Company in production and factory management successfully with great dedication and commitment. The existing tenure of Mr. Aneesh Mittal (DIN: 00061365) as Whole Time Director expires on 25th October, 2014. Keeping in view of his vast experience in General management and production areas, Board in its meeting held on 14th August, 2013 proposed to re-appoint him for a further period of one year with effect from 26th October, 2014 i.e. 26.10.2014 to 25.10.2015 without remuneration.

Board of Directors recommends the above resolution to the members for their approval.

None of the Directors and Key Managerial Personnel other than the Director being re-appointed are concerned or interested in the proposed resolution.

**For and on behalf of the Board of
Directors of XL Energy Limited**

**Place: Secunderabad
Date: 14.08.2014**

**Sd/-
Dinesh Kumar
Managing Director
(DIN: 00054833)**

**DIRECTORS' REPORT**

To
the Members,

Your Directors have pleasure in presenting the Twenty Seventh Annual Report of the Company together with the Audited Statement of Accounts for the financial year ended 31st March, 2014:

1. Financial Results

Particulars	₹ in Lacs	
	31 st March, 2014	31 st March, 2013
Income from Operations	206.56	312.97
Less: Duties and Taxes	9.68	5.04
Net Income from Operations	196.88	307.93
Other Income	10.60	16.31
Profit(+)/Loss(-) Before depreciation, Interest and Tax	(219.78)	(759.28)
Interest & Financial Charges	4.40	1.86
Depreciation	328.53	310.34
Extraordinary items	0	560.48
Profit(+)/Loss(-) Before Tax	(552.71)	(1631.96)
Provision for Income Tax	0	0
Deferred Tax	0	543.93
Prior period adjustments	0	0
Profit(+)/Loss(-) After Tax	(552.71)	(1088.03)
Dividend (%)	0	0
Equity Capital (Rs.)	227743970	227743970
Earnings per Share (Rs.)	-2.43	-4.78

During the year, your Company has achieved ₹ 206.56 lakhs revenues as compared to previous year revenues of ₹ 312.97 lakhs. The company has incurred a loss of ₹ 552.71 lakhs as against a loss of ₹ 1088.03 lakhs for the previous year.

2. Dividend

Due to non availability of surplus, your Directors do not recommend any dividend for the year 2013-2014.

3. Corporate Debt Restructuring (CDR) – Loan Recovery & OTS

The company could not execute the CDR package due to various reasons already explained in the previous year and the Banks have initiated steps for recovery of the debt including issuance of notice under SARFAESI Act as well as filing the OA with the Debt Recovery Tribunal (DRT). However, the Banks have kept an option open for settling the debt due under the One Time Settlement (OTS) proposal submitted to the banks by the Company with the proposed financial assistance from an Asset



Reconstruction Company (ARC). The Company is confident that the OTS proposal with support from the ARC will be acceptable to the bank and an early settlement with the banks shall be made.

4. Subsidiary companies

The Ministry of Corporate Affairs, Government of India, vide General Circular No. 2 and 3 dated February 8, 2011 and February 21, 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption. Necessary information relating to the subsidiaries has been included in the Consolidated Financial Statements.

The Company will make available the annual accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The annual accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary companies.

As required under the Listing Agreements with the Stock Exchanges, a Consolidated Financial Statement of the Company is attached. The Consolidated Financial Statement has been prepared in accordance with Accounting Standards 21, 23 and 27 issued by The Institute of Chartered Accountants of India.

Certifications

Your company has automated state-of-the-art manufacturing facilities and sophisticated equipments to manufacture high quality telecom and energy products. Your company is an ISO 9001:2000 certified Company. It has a system driven process for manufacturing of various products and has a set of well defined quality process at every stage of production to ensure delivery of high quality products and services.

SPV modules are made as per ISO 9001:2000 international quality standards and are certified for UL, German TuV certification and IEC certification.

5. Conservation of Energy, Technology Absorption etc

As required by the Companies (Disclosure of particulars in the report of Directors) Rules, 1988, the relevant data relating to conservation of energy, technology absorption and other details are given in the prescribed format as annexure to this report.

6. Directors' Responsibility Statement

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to Director's Responsibility Statement, it is hereby confirmed:

- (i) that in the preparation of the annual accounts for the Financial Year ended 31st March, 2014, the applicable accounting standards have been followed and there are no material departures.



- (ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year ended on 31st March, 2014 and of the loss of the Company for that period;
- (iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the directors had prepared the accounts for the financial year ended 31st March, 2014 on a 'going concern' basis.

7. Directors

During the year under review, Mr. K Vasudeva Rao, Executive Director, has resigned from the Board with effect from 23rd September, 2013.

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company, Mr Dinesh Kumar and Mrs Ritu Lal Kumar, Directors, retire by rotation at the ensuing 27th Annual General Meeting and being eligible have offered themselves for reappointment.

Mr. Aneesh Mittal, whose tenure expires as Whole time Director of the Company on 25th October, 2014 shall be reappointed for a further period of one year without any remuneration as recommended by the Board with effect from 26th October, 2014.

8. Auditors

M/s. Satyanarayana & Co, Chartered Accountants, who were the Statutory Auditors of the Company have submitted their resignation through their letter vide 30th December, 2013.

Accordingly, M/s V N R Associates, Chartered Accountants, have been appointed as the Statutory Auditors of the Company in the Extra Ordinary General Meeting held on 31st January, 2014 whose appointment has been approved by the shareholders.

9. Particulars of Employees

During the year under review, none of the employees were in receipt of remuneration in excess of the limits prescribed under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

10. Deposits

During the year under review your Company has not accepted any deposits within the meaning of Section 58A of the Companies Act, 1956 and the rules made there under.

11. Corporate Governance

Corporate Governance philosophy of the Company is based on the principles of equity, fairness, transparency, spirit of law and honest communication. The Company believes that sound Corporate Governance is necessary to retain stakeholder's trust and ensures efficient working and proper conduct of



the business of the Company with integrity. Development of Corporate Governance guidelines is a continuous process which evolves over a period of time to suit the changing needs of the business, society and the nation.

Your Company has implemented the conditions of Corporate Governance as contained in Clause 49 of the Listing Agreement with the Stock Exchanges. A separate report on Corporate Governance and Management Discussion and Analysis along with necessary certificates is given elsewhere in this report. Also certificate by M/s R & A Associates, Company Secretaries, Hyderabad confirming compliance of the conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement, is annexed to this report.

12. Explanations to qualifications in Auditors Report

- a) **Auditor's Qualification:** Balances appearing under Long Term and Short Term Borrowings, Trade Creditors, Long Term Liabilities and other Current Liabilities, Capital WIP, Long Term Loans and Advances are subject to confirmation and/ or reconciliation, if any.

Company's Response: During the year there were no major transactions with reference to Long Term and Short Term Borrowings, Trade Creditors, Long Term Liabilities and other Current Liabilities, Capital WIP, Long Term Loans and Advances and hence, the Company has not obtained confirmation/ reconciliation.

- b) **Auditor's Qualification:** Reference is invited to Note No. 2.29 of Notes to Audited financial Statements regarding non-provision of interest on borrowings from banks.

Company's Response: There are practically no transactions made by the Company in its accounts with the Banks in which all the accounts have been overdrawn and the Company is under the Corporate Debt Restructuring. Further, the company has decided not to provide interest on such loan accounts as they are not funded and also since the Company has submitted a proposal for One Time Settlement (OTS) with the banks and the Company is confident that this proposal will be acceptable to the Banks. Hence, interest if any provided during this year or in previous years will have to be reversed and therefore, the Company could not obtain all the required confirmations.

13. Management Discussion & Analysis

The Management Discussion and Analysis on Company's performance, industry trends, future outlook and other material changes with respect to the Company and its subsidiaries, wherever applicable, are presented in this annual report as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange(s) in India.

14. Acknowledgements

Your Directors would like to place on record their gratitude for all the guidance and co-operation received from the Securities and Exchange Board of India, the Bombay Stock Exchange Limited, National Stock Exchange of India Limited, National Securities Depository Limited, Central Depository Services (India) Limited and other government and regulatory agencies.

Your Directors are grateful to the Company's clients, investors, bankers and other business associates for their continued support.



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Your Directors would also like to take this opportunity to express their appreciation to the dedicated and committed team of employees for their contribution to the Company and rendering high quality services to the clients.

Your Directors wish to place on their record sincere thanks to the stakeholders for their endeavours and confidence they have reposed on the management of the Company.

**For and on behalf of the Board of Directors of
XL ENERGY LIMITED**

Sd/-

Place: Secunderabad

Date: 14.08.2014

**Dinesh Kumar
Managing Director
(DIN: 00054833)**

Sd/-

**Aneesh Mittal
Whole Time Director
(DIN: 00061635)**



ANNEXURE TO DIRECTORS' REPORT

INFORMATION PURSUANT TO THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE BOARD OF DIRECTORS) RULES, 1988

(1) CONSERVATION OF ENERGY:

a) Energy Conservation Measures taken

Adequate measures have been taken to conserve the energy. Possible steps have been taken to create awareness among employees on the necessity of conservation of energy.

b) Additional Investment and proposals, if any, being implemented for reduction of conservation of energy

No additional investment is proposed.

c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods.

NIL

d) Total Energy Consumption and energy consumption per unit of production

NIL

(II) Technology Absorption:

A. RESEARCH AND DEVELOPMENT: NIL

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

a) Efforts made, in brief, toward technology absorption, adaptation and innovation and benefits derived out of such efforts: NIL

b) Import of Technology: NIL

(III) FOREIGN EXCHANGE EARNINGS AND OUTGO

	₹ in Lakhs	₹ in Lakhs
	2013 – 2014	2012-2013
<u>Earnings</u>		
- FOB Value of exports	NIL	NIL
<u>Expenditure</u>		
- Travelling	NIL	NIL
- Import of Raw Materials (C.I.F. value)	NIL	NIL



REPORT ON CORPORATE GOVERNANCE

1. A brief statement on Company's philosophy on Corporate Governance

At XL, it is our belief that we are taking measures to move closer towards our aspirations of becoming a global Company and that our Corporate Governance standards must be globally benchmarked. This gives us the confidence of having put in the right building blocks for future growth and ensures that we achieve our ambitions in a prudent and sustainable manner. Good Corporate Governance implies optimum utilization of the resources and ethical behavior of the enterprise to enhance the stakeholder's value with strong emphasis on transparency, accountability and integrity.

The Company has a mission to provide sustainable advanced solutions and services to our global customers, long term partnership with its investors, maximizing value to our stakeholders and the communities we serve. The Company works with the mission of becoming a vibrant organization, where openness, trust, teamwork, simplicity, responsibility and innovation are valued and promoted. The Company's activities are carried out in accordance with good governance practices as per Clause 49 of the Listing Agreement.

2. BOARD OF DIRECTORS

The Company has a high profiled Board with varied management expertise. The Board's role, functions, responsibility and accountability are known to them due to their vast experience. During the year, information as mentioned in Annexure-IA to Clause 49 of the Listing Agreement has been placed before the Board for its consideration.

Minutes of the Board Meetings/Committee Meetings are circulated to Directors and confirmed at the subsequent meetings.

(A) Composition of Board

The Company has 5 directors as on 31st March 2014. During the financial year 2013-14, the following changes took place in the Company:

- Mr. K Vasudeva Rao, Executive Director has resigned from the Board of the Company through his resignation letter dated 23rd September, 2013.
- Mr Vikas Nayyar, Non-executive Independent Director has been appointed as the Chairman for the Board Meetings by the Board.

The Board presently consists of five directors, out of which two are Executive Directors, two are Independent Directors and one is a Non-Executive Woman Director.

**(B) Non-Executive Directors' compensation and disclosures**

The Non-Executive Directors are paid sitting fee within the limits prescribed under the Companies Act, 1956.

(C) Other provisions as to Board and Committees

During the year 2013-14, 09 meetings of the Board of Directors were held on 10th April, 2013, 15th May, 2013, 30th May 2013 which was adjourned to 14th June, 2013, 14th August, 2013, 23rd August, 2013, 23rd September, 2013, 14th November, 2013, 31st December, 2013 and 13th February, 2014. The maximum time gap between any two consecutive meetings did not exceed three months.

- i. None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31st, 2014 have been made by the Directors.
- ii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies is given below. Other directorships do not include alternate directorships, directorships of private limited companies, Section 25 companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

The Board members possess requisite skills, experience and expertise required to take decisions, which are in the best interest of the Company.

Name of the Director	Category	No. of Board meetings during the year 2013-2014 (12 months period)		Whether attended last AGM held on 20 th Sep, 2013	No. of Directorships in other public companies		No. of Committee positions held in other public Companies	
		Held	Attended		Chairman	Member	Chairman	Member
Mr. P R Vishnu	Independent, Non-Executive	9	9	Yes	---	---	---	---
Mr. Dinesh Kumar Managing Director	Promoter, Executive, Non-independent	9	9	Yes	---	1	---	---
Mr. K. Vasudeva Rao *	Executive Non-independent	9	---	No	---	---	---	---
Mr. Aneesh Mittal	Promoter, Executive, non-independent	9	9	Yes	---	---	---	---
Mrs. Ritu Lal Kumar	Non-Independent Non Executive, Promoter	9	6	No	---	---	---	---
Mr. Vikas Nayyar**	Independent, Non-Executive	9	9	Yes	---	---	---	---

*Mr K Vasudeva Rao, Executive Non-independent Director, has resigned from the board with effect from 23rd September, 2013.

** Mr Vikas Nayyar has been appointed as Independent Director on the Board with effect from 10th April, 2013.



None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company.

- iii. During the year, information as mentioned in Annexure 1A to Clause 49 of the Listing Agreements has been placed before the Board for its consideration.

(D) Code of Conduct

- (i) The Board of Directors has laid down Code of Conduct for all Board Members and Senior Management of the Company. The copies of Code of Conduct as applicable to the Directors as well as Senior Management of the Company are uploaded on the website of the Company – www.xlenergy.co.
- (ii) The Members of the Board of Directors and Senior Management personnel have affirmed the compliance with the Code applicable to them during the year ended 31st March, 2014.

“It is hereby declared that the Company has obtained from all members of the Board and Senior Management affirmation that they have complied with the Code of Conduct for Directors and Senior Management of the Company for the financial year ended 2013-14.”

Place: Secunderabad
Date: 14.08.2014

Sd/-
Dinesh Kumar
Managing Director

3. Board Committees

3.1 Audit Committee

(A) Qualified and Independent Audit Committee

The Company complies with the provisions of Section 292A of the Companies Act, 1956 as well as requirements under the Listing Agreement pertaining to the Audit Committee. Its functioning is as under:

- i) The Audit Committee presently consists of three Directors of which two of them are Independent Directors.
- ii) All members of the Committee are financially literate and having the requisite financial management expertise.
- iii) The Chairman of the Audit Committee is an Independent Director.
- iv) The Chairman of the Audit Committee was present at the last Annual General Meeting held on 20th September, 2013.

(B) Terms of reference

The terms of reference of the Audit Committee include inter-alia:

- i) Authority to investigate any matter pertaining to the items specified in section 292A of the Companies Act or referred to it by the Board
- ii) Investigate any activity within its terms of reference



- iii) 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
- iv) Reviewing with management the annual financial statements
- v) Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
- vi) Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
- vii) Reviewing the Company’s financial and risk management policies
- viii) Periodic discussion with the auditors about internal control systems, scope of audit including the observations of the auditors and review the quarterly, half-yearly, and annual financial statements before submissions to the Board.

The Audit Committee specifically reviews the Un-audited Quarterly financial results before these are submitted to the Board for approval. Minutes of each Audit Committee meeting are placed before the Board for information.

(C) Composition, Names of Members and Chairperson, its meetings and attendance:

The Committee has been reconstituted on 10th April, 2013. The members of the Audit Committee include two Independent and Non-executive Directors and a Whole time Director. All the members of the committee have adequate financial and accounting knowledge.

During the year, the Committee met Seven times viz. on 15th May 2013, 30th May, 2013 which was adjourned to 14th June, 2013, 14th August 2013, 23rd August, 2013, 14th November, 2013, 31st December, 2013 and 13th February, 2014.

The composition of the Audit Committee and particulars of meetings attended by the members of the Audit Committee are given below:

Name	Category	No. of meetings during the year 2012-13	
		Held	Attended
Mr P R Vishnu	Chairman, Non – Executive and Independent	7	7
Mr Aneesh Mittal	Whole Time Director	7	7
Mr Vikas Nayyar*	Non– Executive and Independent Director	7	7

* Mr Vikas Nayyar has been appointed as an Independent Non-executive Director with effect from 10th April, 2013.

**(D) REMUNERATION COMMITTEE:**

- i) The Company has reconstituted its Remuneration Committee as on 12th June, 2014. The scope of the Remuneration committee has been defined by the Board of Directors in accordance clause 49 of the Listing Agreement, which among others, includes:
- to approve the terms and conditions for appointment and remuneration payable to Managing Director and other Executive Directors
 - to approve the remuneration payable to executives of the Company and other matters related thereto.

ii) Composition and Attendance

As on date, the Remuneration committee has three Directors, Mr Vikas Nayyar and Mr P R Vishnu, are Non-Executive Independent Directors and Mrs Ritu Lal Kumar is a Non-executive Director. The Chairman of the committee, Mr Vikas Nayyar, is a Non-Executive Independent Director. No Remuneration Committee meetings were held during year 2012-13.

iii) The company does not have any Employee Stock option Scheme.

iv) Remuneration Policy:

The Company's remuneration policy is driven by the success and performance of the individual employee and the Company. Through its compensation programme, the Company endeavors to attract, retain, develop and motivate a high performance workforce.

- The company pays sitting fees to the Non-Executive Directors and reimburses the out-of-pocket expenses incurred by the Directors for attending meetings.
- vi) Details of remuneration for the year ended 31.03.2014
- Non-Executive Directors

Name	Sitting Fees per Board Meeting (₹)
Mr. P. R. Vishnu	7,500
Mr Vikas Nayyar	7,500
Mrs Ritu Lal Kumar	NIL

b. Managing Director & Executive Directors

Name	Salary	Perquisites & Allowances
Mr. Dinesh Kumar	NIL	NIL
Mr. Aneesh Mittal	NIL	NIL

3.2 Shareholders/Investors Grievance Committee

- (A) The committee is constituted for redressing shareholders/investors complaints like transfer of shares, non-receipt of annual report, non-receipt of declared dividend and others. The purpose of the committee is to review all investor grievances and ensure that these are redressed within a period of 7-10 days



from the date of receipt of complaint, except those that are constrained by legal impediments/procedural issues.

- i. The Committee is set up to oversee the performance of the Registrars and Share Transfer Agents with respect to redressal of Shareholders grievances etc. The said Committee would also recommend measures for overall improvement of the quality of Investor services
- ii. One meeting of Shareholders / Investors Grievances Committee was held during the year.
- iii. The Committee has been reconstituted on 10th April, 2013. As on date the composition of the Shareholders / Investors Grievance Committee is Mr Dinesh Kumar, Managing Director, Mr Vikas Nayyar, Non-executive Independent Director and Mrs Ritu Lal Kumar, Chairperson of the Committee is a Non-Executive Director.

(B) Name and Designation of the Compliance Officer

Ms. M. Bhargavi, Company Secretary, is the Compliance Officer and can be contacted at:

XL Energy Limited
C2, Pooja Plaza, Vikrampuri
Secunderabad – 500 009

Tel : 040 27883333
Fax : 040 27883344
Email : bhargavi@xlenergy.co

Details of Complaints received:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
NIL	1	1	NIL

3.3. MANAGEMENT COMMITTEE

- i) Management Committee of Directors is constituted in order to take decisions in day to day operations of the Company viz., opening of Bank accounts, day to day administrative and financial functions, to appoint attorneys for general or specific purposes, to authorize company executives to institute civil suits, to borrow money for working capital requirements and etc. Generally, the Committee meets every month to review business opportunities & handling day to day operations. The Committee has been reconstituted on 23rd September, 2013.
- ii) The terms of references of the Committee are:
 - (a) Mr. Dinesh Kumar, Managing Director of the Company shall be the Chairman of the Management Committee.
 - (b) The quorum for the Committee meetings shall be TWO members or one third of the total number of members whichever is higher.
 - (c) The Company Secretary shall be the Secretary of the Management Committee and shall issue the Notices for the Management Committee meetings, prepare minutes of the meetings of the Committee and get the same ratified by the Board of Directors.
- iii) Four meetings of the Management Committee were held during the year on 26th April, 2013, 25th July, 2013, 17th October, 2013 and 05th November, 2013.



- iv) The composition of the Management Committee and the details of meetings attended by its members are given below:

Name	Category	No. of meetings during the year 2013-14	
		Held	Attended
Mr. Dinesh Kumar	Managing Director	4	4
Mr. Aneesh Mittal	Wholetime Director	4	4
Mr Vikas Nayyar	Independent Director	4	4

4. Subsidiary Company

- (i) The Company has one Foreign Subsidiary as on the Balance Sheet date.
- (ii) The Board of the Company in its meeting held on 31st December, 2013 have proposed to dispose off its investments in the shares of Indian subsidiary M/s Khandoba Distilleries Limited and as such it has transferred its shares on 3rd January, 2014. Therefore M/s Khandoba Distilleries Limited is no more a subsidiary of the Company.

5. Disclosures

(A) Basis of Related Party Transactions

- (i) The statements containing the transactions with related parties have been disclosed in the annual accounts.
- (ii) There are no related party transactions that may have potential conflict with the interest of the Company at large.
- (iii) There were no material individual transactions with related parties during the year, which were not in the normal course of business as well as on an arm's length basis.
- (iv) There are no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital market, during the last three years.

(B) Disclosure of Accounting Treatment

During the year, there has been no change in Accounting Standard applicable to the Company.

(C) Board Disclosures - Risk Management

The Company has laid down procedures to inform the Board of Directors about the Risk Management and its minimization procedures.

(D) Proceeds from public issues, right issues, preferential issues etc.

The Company did not have any of the above issues during the year under review.

(E) Management Discussion and Analysis Report

The Management Discussion and Analysis Report has been included separately in the Annual Report to the Shareholders.

**6. CEO/CFO Certification**

The Managing Director & CEO have certified to the Board in accordance with Clause 49(V) of the Listing Agreement pertaining to CEO Certification for the financial year ended March 31, 2014, published elsewhere in the Annual Report.

7. Compliance on Corporate Governance

The quarterly compliance report has been submitted to the Stock Exchanges where the Company's equity shares are listed in the requisite format duly signed by the Compliance Officer. Pursuant to Clause 49 of the Listing Agreement, the Auditor's Certificate in compliance on conditions of Corporate Governance is published elsewhere in the Annual Report.

8. General Body Meetings**(a) Location and time, where last three AGMs held:**

Year	Date & Time of Meeting	Venue	Special Resolutions
2012-13	20.09.2013 at 11.30 AM	PlotNo.198/A, IDA Cherlapally, Hyderabad-51	NIL
2011-2012	04.02.2013 at 11.30 AM	PlotNo.198/A, IDA Cherlapally, Hyderabad-51	NIL
2010-2011	24.11.2011 at 11.00 AM	PlotNo.198/A, IDA Cherlapally, Hyderabad- 51	1) Re-appointment of Mr. K. Vasudeva Rao, Executive Director

(b) Information on Directors seeking appointment/re-appointment as required under Clause 49(IV)(G) of the Listing Agreement with Stock Exchange

This information is provided in the Notes appended to the Notice of the Annual General Meeting under the heading "Additional information on Directors seeking appointment/re-appointment at the ensuing Annual General Meeting".

(c) Postal Ballot

No Postal Ballot has been conducted during the year under review.

(d) Extra Ordinary General Meeting

During the year, the Company has convened an Extraordinary General Meeting on 31st January, 2014 at 11.30 AM at Plot No.198/A, IDA, Cherlapally, Hyderabad-500 051 for appointment of Statutory Auditors to fill the casual vacancy caused due to resignation of Existing Auditors.

9. Means of Communication

The Company regularly interacts with the shareholders through the multiple channels of communication such as publication of results, Annual Report, press releases, Analysts Call after the Board Meeting and the Company's website. The Company also informs the Stock Exchanges in a prompt manner, all price sensitive information and all such other matters which in its opinion, are material and relevant for the shareholders.



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Quarterly report sent to each household of shareholders.	The results of the Company are published in the newspapers.
Quarterly results and in which newspaper normally published in.	Results are published in Financial Express (all editions) and in Vishalandhra (Telugu – Hyderabad edition).
Any website where displayed.	Yes, the results are displayed on the Company's website www.xlenergy.co
Whether it also displays official news releases.	Yes
Whether the website displays the presentation made to the institutional investors and to the analysts.	Yes

10. General Shareholder Information

Annual General Meeting:

- (i) Date, time and Venue : 29th September, 2014, 11.00 AM
Shed No. 31 & 32, IDA, Mallapur, Hyderabad – 500076
- (ii) Financial Year : 1st April, 2013 to 31st March, 2014
- (iii) Date of Book Closure : 26.09.2014 to 29.09.2014(both days inclusive)

(iv) Listing

The Stock Exchanges on which the Company's shares are listed:

- Bombay Stock Exchange Limited (BSE)
- National Stock Exchange of India Limited (NSE)
- Zero Coupon Foreign Currency Convertible Bonds (FCCBs) are listed at Singapore Exchange Securities Trading Limited (SGX-ST).

(v) Stock Code

Bombay Stock Exchange Limited (BSE) : 532788 & XLENERGY

National Stock Exchange of India Limited (NSE) : XLENERGY

ISIN for FCCBs

Singapore Stock Exchange: XS0325291861

Market Price Data: High, Low during each month in last financial year

Month	BSE		NSE	
	High	Low	High	Low
April, 2013	3.01	2.50	3.00	2.60
May, 2013	3.50	2.45	3.50	2.45
June, 2013	3.11	2.43	3.10	2.45
July, 2013	2.96	2.27	2.90	2.30
August, 2013	2.68	1.51	2.90	2.40
September, 2013	1.93	1.54	2.30	1.85
October, 2013	2.46	1.77	2.25	1.80
November, 2013	2.50	2.12	2.35	2.00

**XL ENERGY LTD.**

December, 2013	2.52	1.92	2.20	1.85
January, 2014	2.41	1.91	2.20	1.90
February 2014	2.00	1.73	1.90	1.70
March 2014	1.99	1.72	2.00	1.70

vi) Registrar and Share Transfer Agents

The Members are requested to correspond to the Company's Registrars & Share Transfer Agents Bigshare Services Pvt Ltd, quoting their Folio Number, Client ID and DP ID at the following address:

Bigshare Services Pvt Ltd,
306, Right Wing, Amrutha Ville Appt.,
Opp: Yashoda Hospital, Somajiguda,
Rajbhavan Road, HYDERBAD – 500 082
Tel: +91 40 23374967 Fax: +91 40 23370295

E-mail: bsshyd@bigshareonline.com, Website: www.bigshareonline.com

vii) Share Transfer System

All physical share transfers are handled by Bigshare Services Private Limited. The transferee is required to furnish transfer deed duly complete in all respects together with the share certificates to Bigshare Services Private Limited at the above said address in order to enable them to process the transfer. As regard transfers of dematerialized shares, the same can be effected through the demat accounts of the transferor(s) and transferee(s) maintained with recognized Depository Participants. All requests received by the Company/RTA for Dematerialisation/ Rematerialisation/ transfer are disposed off expeditiously. Share Certificates duly endorsed are issued /transferred to all those shareholders, who opt for shares in the physical form.

viii) Distribution of shareholding**a. Distribution of shareholding as on 31st March, 2014:**

Range (in Rupees)	No. of shareholders	% of shareholders	No. of shares	% of shareholding
1 - 500	18437	79.1865	2658431	11.646
501 - 1000	2196	9.4318	1818313	7.9840
1001 - 2000	1267	5.4417	1969321	8.6471
2001 - 3000	462	1.9843	1179756	5.1802
3001 - 4000	196	0.8418	700972	3.0778
4001 - 5000	211	0.9062	999027	4.3866
5001 - 10000	317	1.3615	2354700	10.3392
Above 10000	197	0.8461	11093877	48.7121
Total	23283	100.00	22774397	100.00



b. Shareholding pattern on 31st March, 2014

Category	No. of Shares	Percentage
Promoters	4524113	19.8600
Indian Public & others	13867126	60.894
Trusts	1	0.00
Bodies Corporate	3560858	15.6354
NRIs	792729	3.4808
Clearing Member	29570	0.1298
Grand Total	22774397	100.0000

ix) Dematerialization of shares and liquidity

The Company has admitted its equity & Cumulative Redeemable Preference shares (CRPS) to the depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialization of shares. The International Securities Identification Number (ISIN) allotted to the Company for Equity is INE 183H01011 & for Preference Shares is INE 183H04015. The equity shares of the Company are compulsorily traded in dematerialized form as mandated by SEBI.

Out of 2,27,74,397 equity shares, 2,27,66,846 equity shares constituting 99.96% of total equity share capital are held in dematerialized form with NSDL and CDSL as on 31st March, 2014.

PLANT & LOCATIONS IN INDIA

- 1. Jointing Kits Division**
Shed No. 30 & 31
I.D.A., Mallapur, Hyderabad - 500 076
- 2. SPV Division**
Shed No. 32, I.D.A.,
Mallapur, Hyderabad - 500 076
- 3. SMPS & CDMA Division:**
Plot No. 198/A, I.D.A., Cherlapally,
Hyderabad - 500 051
- 4. Ethanol Division:**
Plot Nos. B 8 to B 10, &
B 18 to B21, MIDC, Kushnoor
NANDED (District), Maharastra State
- 5. Fabcity :**
Plot No. 36, Raviryal Village,
Fab-City (SEZ) India Pvt. Ltd.
Maheshwaram Mandal,
Ranga Reddy District

ADDRESS FOR CORRESPONDENCE

REGISTERED OFFICE

C2, Pooja Plaza, Vikrampuri
Secunderabad – 500 009
Tel : 040 27775568 Fax : 040 27840081
Email : info@xlenergy.co
Website : www.xlenergy.co



Management Discussion and Analysis

i. Industry structure and developments

The Disruptive Potential of Solar Power outlines that despite the current hardships of the industry, solar power has a “disruptive potential” to adversely affect other areas of the market.

The financial crisis, cheap natural gas, subsidy cuts by cash-strapped governments, and a flood of imports from Chinese solar-panel manufacturers have profoundly challenged the industry’s short-term performance. But they haven’t undermined its potential; indeed, global installations have continued to rise—by over 50% a year, on average, since 2006. The industry is poised to assume a bigger role in global energy markets; as it evolves, its impact on businesses and consumers will be significant and widespread. Utilities will probably be the first, but far from the only, major sector to feel solar’s disruptive potential.”

Solar Business worldwide has great political support. Even during the recession period many governments provided funding, subsidies and tax benefits. Leading nations are Germany, Italy, France, China, USA, Canada, India etc. The threat of climate change and obligations to reduce Green House Gas (GHG) emissions has put onus on each large country, including on India, to support renewable energy power generation vigorously.

Photovoltaic (PV) Industry –

Solar energy is one of the most economically promising renewable energy sources in the world, as well as being environmentally compatible. Considering that worldwide energy consumption is increasing with the passing of years, the growth of the photovoltaic industry is almost certain

In recent years, despite that for many countries there has been a period of economic recession, photovoltaic’s has made a record number of installations in 2011 and it has increased again in 2012. In today’s world, there are more than 100 GW installed with a production capacity of about 110 TWh annually.

Europe remains the leading region in the world with about 70 GW installed in 2012, just behind China (8.3 GW), the U.S. (7.8 GW) and Japan (6.9 GW). These countries, and more generally, the markets outside the EU, today have used only a minimal part of the potential actually available, even with some markets such as Africa, the Middle East, South East Asia and Latin America just at the beginning of their course.

Renewable energy is expected to play a vital role not only from an environment angle but more importantly from the energy security perspective. Currently, more than 100 countries have renewable energy targets, more than 40 developing nations have introduced feed-in tariffs, and countries from Saudi Arabia to South Africa are making big bets on renewables as a growth market. Many countries are also exploring carbon-trading markets, including the EU, South Korea, and Australia. This year, China launched pilot trading projects in five cities and two provinces, with a goal of a national program by 2015.



**Indian PV Industry –
XL PV Business:**

The Indian solar energy sector has been growing rapidly, in the past few years, majorly due to Government's initiatives such as tax exemptions and subsidies. In the year financial year 2013-14, the Company had come across many ups and downs due to energy crisis being faced by the country as a whole. Though there was growing demand for electricity, the failure on the part of conventional sources of energy to cater to the demands, the Company could not progress well.

Looking at the current market scenario, there are lot of companies who would like to enter in long term Solar Power Purchase agreements and this particular industry is looking very positive as the cost of Solar Power Generation is coming down consistently. The Company is anticipating a revival and a great future for the solar industry considering the early settlement with the banks through the OTS with the proposed financial assistance from an ARC and and also taking into consideration the business potential in solar power sector and future business prospects, which would allow the Company to gain and accumulate orders thereby enabling the Company to encash opportunities in the Solar Power space.

Cost, efficiency and price are fundamental drivers of PV industry. Innovations across the value chain will enable higher margins for PV industry. Photovoltaic's being very environment friendly and solar energy being a much cleaner source of energy, XL aspires to drive opportunities by making available solar power to all kinds of consumers by reducing the costs .

ii. Future Outlook

India hopes to achieve a fairly high rate of growth over the next several decades – notwithstanding the current global financial crisis. Energy availability – in adequate quantities and good quality would be a prerequisite to sustain these levels of economic growth and the desired social development. However the quantum of energy demand would obviously be a function of the energy pathways that India can choose to adopt or design to follow. An attempt here has been made here to define alternative energy development pathways which could lead to significantly different outcomes in terms of fuel mix, technologies deployed and therefore total conventional energy demand. It is expected that India will achieve target of commissioning solar power of 30,000 MW by the year 2020 including grid/off grid power.

iii. Opportunities and Threats

Opportunities

- Growing demand for solar energy
- Fall in investment prices on solar power generation equipments inducing investors to make better investment
- Abundant sunshine in large parts of the country that suits for better solar power generation.
- Strong brand positioning and manufacturing capabilities that attract investors.

Threats

- Threat from competitors
- Threat from the markets
- Continued dumping of PV cells at lower prices
- Decline in price of Solar Photovoltaic cells and erosion of demand



iv. Risks and concerns

- High risk of default on payments and low perceived value of service
- Mistrust for solar technology
- Underutilisation of capacity due to industry downturn
- Liquidity and Interest Risk
- Input cost and falling selling price risk
- Government Policies regarding the imports and exports

v. Adequacy of internal controls

The company has a strong, independent and adequate system of internal control procedures commensurate with the size and nature of its business to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly. An extensive programme of internal audits, reviews by management and documented policies, guidelines and procedures, supplements the internal control systems. The internal control systems are designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

vi. Financial performance - Overview

The Company for the year 2013-14 has recorded total revenue of ₹ 206.56 lakhs as against ₹ 312.97 lakhs for the previous year. The Company has incurred a loss after tax for the year ₹ 552.71 lakhs as against a loss of ₹ 1088.03 lakhs for the previous year.

vii. Human Resource –

Human Resource stands to be the element of utmost importance for the success of any organization. The company's ability to deliver value depends on its ability to attract, motivate, empower and retain the best professional talents. XL has always focused on attracting and recruiting the best talent from all walks of the country and enjoys good brand image in the market. There is significant competition from emerging sectors, which poses inherent risks associated with the ability to hire and retain skilled and experienced professionals. Human Resource department is making sincere efforts on all fronts to create an environment in which our people feel motivated to perform to their best potential.

Cautionary Statement-

Statements in the management discussion and analysis describing the company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government/regulatory regulations, tax laws, economic developments within the country and such other factors.



Date: 12.06.2014

To
The Board of Directors,
XL Energy Ltd,
C2, Pooja Plaza, Vikrampur,
SECUNDERABAD – 500 009.

Dear Sirs,

Sub: CEO & CFO certification under Clause 49 (V) of the Listing Agreement – Reg

We, Mr Dinesh Kumar, Managing Director and Mr K Surender Reddy, Chief Financial Officer of XL Energy Limited, responsible for the integrity and objectivity of the financial statements and related notes and hereby certify that:

- (a) We have reviewed financial statements and the cash flow statement for the Financial Year ended 2013-14 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/-

Sd/-

Dinesh Kumar
Managing Director

K Surender Reddy
Chief Financial Officer



CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
XL Energy Limited.

We have examined the compliance of conditions of Corporate Governance by XL ENERGY LIMITED for the year ended on 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges in India.

The Compliance of the 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 Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance as stipulated in the above listing agreement, subject to following qualifications:

- Clause 49 (III) (i) - The company did not appoint any independent director on the board of its material unlisted subsidiary (i.e., Khandoba Distilleries Limited) during the period when such relationship exist.
- Clause 49 (G)(i) – The company has not fully disclosed to the shareholders the requirements about Directorships and committee memberships with regard to re-appointment of Mr. Dinesh Kumar, Managing Director and Mr. Aneesh Mittal, Whole-Time Director who were proposed to be re-appointed in the general meeting

We 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 R & A Associates
Company Secretaries**

**Sd/-
R. Ramakrishna Gupta
Partner
C.P No: 6696**

**Place: Hyderabad
Date: 14.08.2014**



INDEPENDENT AUDITOR'S REPORT

**To
The Members of XL Energy Limited**

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of XL Energy Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and 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

Management is responsible for 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 standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 judgement, 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 and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of financial statements.

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

Basis for Qualified Opinion

1. Balances appearing under Long terms and Short Term borrowings, Trade Creditors, Long Term Liabilities and Other Current Liabilities, Capital WIP, Long Term Loans and Advances are subject to confirmation and / or reconciliation, if any.
2. Reference is invited to Note No.2.29 regarding non-provision of interest on borrowings from banks.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the 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:



- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- i. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by section 227(3) of the Companies Act, 1956, we report that:
 - (a) Subject to the Basis for Qualified Opinion paragraph, we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) Subject to the Basis for Qualified Opinion paragraph, in our opinion proper books of account as required by law have been kept by the Company so far as 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 books of accounts;
 - (d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph, in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the accounting standards referred to in sub-section (3C) of section 211 of the Act;
 - (e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.
 - (f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**For V N R Associates
Chartered Accountants
FRN 004478S**

**Sd/-
V N Rao
Proprietor
Membership No. 018492**

**Place : Secunderabad
Date : 12.06.2014**



ANNEXURE REFERRED TO IN PARAGRAPH (3) OF OUR REPORT OF EVEN DATE:

i. Fixed Assets

- (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets of the company.
- (b) The physical verification of fixed assets is being carried out as per the program drawn up and to the extent the physical verification is carried out, no material discrepancies were noticed on such verification.
- (c) There was no disposal of a substantial part of fixed assets during the year.

ii. Inventory

- (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper record of inventory. The discrepancies noticed on verification between the physical stock and the book records were not material.

iii. Loans taken/ granted

According to the information and explanations given to us, the company has not taken any loans secured or unsecured from / to companies, firms or other parties covered in the register maintained under sec.301 of the Companies Act, 1956. However, reference is invited to 2.34 of notes to the audited financial statements regarding monies advanced / equity invested.

iv. Internal Control

The quantum of operation of the Company are at low scale. This does not call for a comprehensive internal control systems and procedures at present.

v. Section 301

According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered in to the register maintained under sec. 301 of the Companies Act, 1956 have been so entered.

vi. Public Deposits

The Company has not accepted any deposits from the public.

vii. Internal Audit

Since the operations of the Company are at a very low level, in our opinion, the company does not require a comprehensive internal audit system.

viii. Cost Records

We broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the rules made by the central government for the maintenance of cost records and sec 209 (1) (d) of the companies act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.



ix. Statutory Dues

- (a) The Company is not regular in depositing with appropriate authorities the following undisputed statutory dues including Provident Fund, investor education protection fund, Employees State Insurance, Income tax, sales tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it.

Provident Fund Dues	₹ 30.86 Lakhs
ESI	₹ 24.87 Lakhs
Tax Deducted At Source	₹ 72.01 Lakhs
Service Tax	₹ 11.61 Lakhs
Total	₹139.35 Lakhs

- (b) According to the information and explanation given to us there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.

x. Accumulated losses / Cash Losses

In our opinion the accumulated losses of the company are more than 50% of its net worth. The company incurred a cash loss of ₹ 177.99 lakhs during the current accounting year. The cash loss during immediately preceding accounting year is ₹ 714.75 lakhs.

xi. Repayment of Dues

The company has defaulted in the repayment of dues to banks and financial institutions, for both term loans and working capital loans. The company has submitted a proposal to the banks for One Time Settlement (OTS). The details were mentioned in 2.29 of notes to audited financial statements.

xii. Loans & Advances

In our opinion and according to the information and explanations given to us the Company has not granted loans and advances against pledge of shares debentures and other securities.

xiii. Chit – Fund Companies/Nidhi/Mutual benefit societies

In our opinion the company is not a chit fund / a Nidhi / mutual benefit fund/ society. Therefore clause 4 (xiii) is not applicable to the company.

xiv. Financing Companies

In our opinion and according to the information and explanations given to us the Company is not dealing in or trading in shares and securities. In the case of the investment held by the company, the same are in the name of the company.

xv. Guarantee for Loans

According to the information and explanations given to us the company has given guarantee for loans taken by others to banks or financial institutions excepting corporate guarantee to M/s Soft Projex (India) Limited.

xvi. Term Loans

In our opinion and according to the information and explanations given to us the term loans have been applied for the purpose for which they were raised.



xvii. Usage of Funds

According to the information and explanations given to us and on an overall examination of Balance Sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.

- (a) The Company has not made any preferential allotments during the year. With regard to FCCB's reference is invited to note no. 2.33 of notes to audited financial statements.
- (b) The clause 4 (xiv) of the Companies (Audit Report) Order 2003 relating to the creation of the security for the debentures is not applicable to the company as no debentures are raised by the company.
- (c) The company has not raised any money by way of public issue during the year.

xviii. Preferential Allotments

The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act.

xix. Creation of securities

The company has not issued any debentures during the year, hence the question of creation of securities does not arise.

xx. Public Issue

The company has not raised any money through public issue.

xxi. Frauds

According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

**For V N R Associates
Chartered Accountants
FRN 004478S**

**Sd/-
V N Rao
Proprietor
Membership No. 018492**

**Place : Secunderabad
Date : 12.06.2014**

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad - 500009, Telangana
Balance Sheet As At 31st March, 2014

Amount in ₹ Lakhs

Particulars	Note No	As At 31-Mar-14	As At 31-Mar-13
1	2	3	4
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	12,655.48	12,655.48
Reserves and Surplus	2.02	(10,861.27)	(10,308.56)
Money Received against Share Warrants			
Non - Current Liabilities			
Long- Term Borrowings	2.03	41,700.07	41,700.07
Other Long Term Liabilities	2.04	3,248.18	3,252.18
Current Liabilities			
Short Term Borrowings	2.05	4,478.04	4,795.15
Trade Payables	2.06	923.27	980.64
Other Current Liabilities	2.07	44,670.06	44,792.79
Short - Term Provisions	2.08	507.77	538.62
TOTAL		97,321.60	98,406.37
ASSETS			
Non - Current Assets			
Fixed Assets			
Tangible Assets	2.09	8,708.62	3,368.23
Intangible Assets			
Capital Work -in-Progress	2.10	24,254.48	29,933.69
Non-Current Investments			
Deferred Tax Assets (Net)	2.11	2,648.20	4,186.00
Long-Term Loans and Advances	2.12	16,976.68	16,976.68
Other Non current Assets	2.13	18,434.42	17,303.55
	2.14	150.13	196.33
Current Assets			
Inventories	2.15	7,873.94	8,079.93
Trade Receivables	2.16	16,413.26	16,469.23
Cash & Cash Equivalents	2.17	240.05	266.88
Short term loans and advances	2.18	1,390.60	1,350.20
Other Current Assets	2.19	231.22	275.65
TOTAL		97,321.60	98,406.37
Significant Accounting Policies	1.0	-	-

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/- Dinesh Kumar Managing Director	Sd/- Aneesh Mittal Wholetime Director	Sd/- K Surender Reddy Chief Financial Officer	Sd/- Bhargavi M Company Secretary
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Sd/-
V N Rao
Propreitor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014

**XL ENERGY LTD.**

XL ENERGY LTD

C2, Pooja Plaza, Vikramপুরi, Secunderabad - 500009, Telangana

Statement of Profit and Loss for the year ended 31st March, 2014

Amount in ₹ Lakhs

Particulars	Note No	For the year ended	
		31-Mar-14	31-Mar-13
Revenue From Operations	2.20	196.88	307.93
Other Income	2.21	10.60	16.31
Total Revenue		207.48	324.24
Expenses			
Cost of Raw Materials Consumed	2.22	69.69	197.68
Purchase of Stock in trade	2.23	-	-
Changes in Inventories of Finished Goods and WIP	2.24	136.50	420.84
Employee Benefit Expense	2.25	2.12	211.08
Finance Costs	2.26	4.40	1.86
Depreciation and Amortisation Expense	2.09	328.53	310.34
Other Expenses	2.27	218.95	253.92
Total Expenses		760.19	1,395.72
Profit before exceptional and extraordinary items and Tax (III- IV)		(552.71)	(1,071.48)
Exceptional Items		-	-
Profit Before extraordinary items and Tax (V-VI)		(552.71)	(1,071.48)
Extraordinary Items	2.28	-	560.48
Profit Before Tax (VII - VIII)		(552.71)	(1,631.96)
Tax Expense			
(1) Current Tax		-	-
(2) Deferred Tax		-	(543.93)
Profit /(Loss) for the period from continuing operations (VII-VIII)		(552.71)	(1,088.03)
Profit /(Loss) from discontinuing Operations			
Tax Expense on discontinuing Operations			
Profit / (Loss) from Discontinuing Operations (after tax) (XII--XIII)		-	-
Profit / (Loss) for the Period (XI + XIV)		(552.71)	(1,088.03)
Earnings per Equity Share			
(1) Basic		(2.43)	(4.78)
(2) Diluted		(2.43)	(4.78)
Significant Accounting Policies	1.0		

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/-
Dinesh Kumar
Managing Director

Sd/-
Aneesh Mittal
Wholetime Director

Sd/-
K Surender Reddy
Chief Financial Officer

Sd/-
Bhargavi M
Company Secretary

Sd/-
V N Rao
Propreitor
M. No. 01842
Place: Hyderabad
Date: 12.06.2014

**XL ENERGY LTD.**

XL ENERGY LIMITED
C2, Pooja Plaza, Vikrampuri, Secunderabad-500009, Telangana
Cash Flow Statement for the year ended 31st March, 2014

Amount in ₹ Lakhs

Particulars	31-Mar-14	31-Mar-13
Cash Flow from Operating Activities		
Net Profit (loss) before tax and extraordinary items	(552.71)	(1,631.96)
Adjustments for :		
Depreciation	328.53	310.34
Misc Exp Written off	46.20	46.19
Loss on sale of Assets / write off	-	560.48
Interest Income	-	(16.31)
Interest & Finance Charges	4.40	1.86
	379.13	902.56
Operating Profit before Working Capital Adjustments	(173.58)	(729.40)
Adjustments for :		
(Increase)/ Decrease in Inventories	205.99	1,178.19
(Increase)/ Decrease in Trade and other receivables	55.97	5.30
(Increase)/Decrease in Short Term Loans & Advances	4.03	27.11
Increase)/ (Decrease) in Trade Payables & others	(210.95)	(156.95)
Cash Generated from Operations	(118.54)	324.25
Interest on Borrowings	(4.40)	(1.86)
Direct Taxes Paid	-	
Transfer to General reserve	-	
Extraordinary loss of inventory in discontinuing business	-	(560.48)
Net Cash Flow from Operations	(122.94)	(238.09)
Cash Flow from Investing Activities		
Purchase of Fixed Assets	(5,668.92)	19.74
Sale of Fixed Assets	-	-
Purchase / Sale of Investments	1,537.80	
Advances/ Payables for Capital work in Progress	(1,097.21)	184.82
Capital work in Progress	5,679.21	(7.33)
Interest Income Received	-	16.31
Net Cash used in Investing Activities	450.88	213.54
Cash Flow from Financing Activities		
Proceeds from issue of Share Capital including premium	-	-
Share Application Money	-	-
Proceeds from Long Term Borrowings	-	-
Repayment of Unsecured Loans (FCCB)	-	-
Proceeds from Short Term Borrowings	(317.11)	(0.01)
Dividends Paid (Including Tax thereon)	-	-
Inter corporate loans and advances	(37.66)	30.32
Net Cash Flow from Financing Activities	(354.77)	30.31
Net Increase /(Decrease) in Cash and Cash Equivalents	(26.83)	5.76
Cash and Cash Equivalents at the Beginning of the Year	266.88	261.11
Cash and Cash Equivalents at the End of the Year	240.05	266.88

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/- Dinesh Kumar Managing Director	Sd/- Aneesh Mittal Wholetime Director	Sd/- K Surender Reddy Chief Financial Officer	Sd/- Bhargavi M Company Secretary
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Sd/-
V N Rao
Proprietor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikramपुरi, Secunderabad-500009, Telangana
Notes on Accounts

		31-Mar-14 ₹ in lakhs	31-Mar-13 ₹ in lakhs
2.01	Share Capital		
	<u>Authorised</u>		
	4,00,00,000 Equity shares of ₹ 10/- each	4,000.00	4,000.00
	11,00,00,000 Preference shares of ₹ 10/- each	11,000.00	11,000.00
		15,000.00	15,000.00
	<u>Issued, Subscribed and Paid Up</u>		
	2,27,74,397 Equity shares of ₹ 10/- fully paid	2,277.44	2,277.44
	10,37,80,394 Convertible Redeemable Preference Shares of ₹ 10/- each	10,378.04	10,378.04
	Total	12,655.48	12,655.48
	2.02	Reserves and Surplus	
(a)	Capital Reserves		
	Opening Balance	543.54	543.54
	Transferred in the current year	-	-
	written back in the current year	-	-
	543.54	543.54	
(b)	Security Premium Reserve		
	Opening Balance	24,269.42	24,269.42
	Transferred in the current year	-	-
	written back in the current year	-	-
	24,269.42	24,269.42	
(c)	General Reserves		
	Opening Balance	736.72	736.72
	Transferred in the current year	-	-
	written back in the current year	-	-
	736.72	736.72	
(d)	Surplus		
	Opening Balance	(35,858.24)	(34,770.21)
	Add: Net Profit / (Net Loss) for Current Year	(552.71)	(1,088.03)
	Closing Balance	(36,410.95)	(35,858.24)
	Total Reserves & Surplus	(10,861.27)	(10,308.56)
2.03	Long- Term Borrowings		
	<u>Secured</u>		
	Term Loans		
	From Banks	39,798.08	39,798.08
	(Secured by Equitable Mortgage of Land, First charge of immovable properties of the Company both present and future, Hypothecation of all tangible, movable properties and assets both present and future including Raw Materials, Inventory and Receivables. See detailed breakup in 2.32 notes to accounts)		
	Hire Purchase Loans from Banks	-	-
		39,798.08	39,798.08
	<u>Unsecured</u>		
	Other Loans and advances		
	Un-Secured Loans -FCCB	1,901.99	1,901.99
(Outstanding amount of USD 4.20 million Foreign Currency Convertible Bonds issued in October 2007 with a maturity period of 5 years and one day)			
	1,901.99	1,901.99	
	41,700.07	41,700.07	
	Total Long Term Liabilities	41,700.07	41,700.07



2.04	Other Long Term Liabilities		
	Sundry Creditors - Capital Goods - Payables	3,241.34	3,241.34
	Sundry Creditors - Capital Goods- Retention Money	6.84	10.84
		3,248.18	3,252.18
2.05	Short Term Borrowings		
	Loans payable on demand		
	a) from banks (Secured by Equitable Mortgage of land, First charge of immovable Properties of the company both present and future, Hypothecation of all tangible, movable properties and assets both present and future including Raw Materials, Inventory and Receivables. See detailed note 2.32 in notes to accounts)	4,478.04	4,502.43
	b) From other parties	-	292.72
		4,478.04	4,795.15
2.06	Trade Payables		
	Sundry Creditors -Trade (unsecured)		
	a) Total outstanding dues of micro, medium and small enterprises	0.00	0.00
	b) Total outstanding dues of other than micro, medium and small enterprises	787.84	836.43
	Sundry Creditors - Transport	135.43	144.21
		923.27	980.64
2.07	Other Current Liabilities		
	Current Maturities of Long Term Debt	37,698.92	37,698.92
	Interest accrued but not due on borrowings	-	-
	Interest accrued due on borrowings	6,884.42	6,884.42
	Unpaid Dividends	0.02	0.02
	Other Payables :	-	-
	Service Tax	11.61	9.69
	TDS Payable	72.01	196.16
	Professional tax	2.60	3.10
	Work Contract Tax	0.48	0.48
		44,670.06	44,792.79
2.08	Short - Term Provisions		
	Provision for employee benefits		
	Salary & Reimbursements	355.15	375.72
	Contribution to PF	30.86	90.08
	Contribution to ESI	24.87	27.09
	LIC premium payable	2.37	2.40
	Provision for Income Tax	29.77	29.77
	Other Liabilities	64.75	13.56
		507.77	538.62



XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad-500009, Telangana
Notes on Accounts

Amount in
₹ Lakhs

Fixed Assets		Gross Block			Depreciation				Net Block		
		As at	Additions during the year	Disposal during the year	As at	As at	Depreciation for year	Depreciation on disposals	As at	As at	As at
		1-Apr-13			31-Mar-14	1-Apr-13			31-Mar-14	31-Mar-14	31-Mar-14
2.09	Tangible Assets										
(a)	Land	1,154.90	-		1,154.90	-	-	-		1,154.90	1,154.90
(b)	Buildings	903.26	3,812.30		4,715.56	273.36	40.78		314.14	4,401.42	629.90
(c)	Plant and Equipment	3,207.72	1,879.48		5,087.20	1,945.91	237.86		2,183.77	2,903.43	1,261.81
(d)	computers	114.50	-		114.50	114.45	0.05		114.50	-	0.05
(e)	Vehicles	312.33	-	49.84	262.49	184.69	29.67	26.98	187.38	75.11	127.64
(f)	furniture & fixtures	263.35	-		263.35	95.07	16.67		111.74	151.61	168.28
(g)	Office equipment	73.72	-	-	73.72	48.07	3.50		51.57	22.15	25.65
	Total	6,029.78	5,691.78	49.84	11,671.72	2,661.55	328.53	26.98	2,963.10	8,708.62	3,368.23
	Previous Year Balance	6,066.90	0.08	37.20	6,029.78	2,368.59	310.34	17.37	2,661.56	3,368.22	3,698.31
-	Intangible Assets										
2.10	Capital Work -in-Progress										
	CWIP - SPV - Fabcity	29,794.45	12.57	5,691.78	24,115.24					24,115.24	29,794.45
	CWIP-ETAHNOL PROJECT	27.96	-		27.96					27.96	27.96
	CWIP - Photobioreact or - Cherlapally	111.28	-		111.28					111.28	111.28
	Capital Work -in-Progress	29,933.69	12.57	5,691.78	24,254.48	-	-	-	-	24,254.48	29,933.69

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad-500009, Telangana
Notes on Accounts

		As At 31-Mar-14 ₹ in lakhs	As At 31-Mar-13 ₹ in lakhs
2.11	Non-Current Investments		
A	Trade Investments		
(i)	Investment in Shares of:		
	(a) Khandoba Distilleries Ltd -Subsidiary (1,53,78,000 fully paid equity shares of ₹ 10/- each)	-	1,537.80
	(b) Saptashva Solar SL-Spain - Wholly owned subsidiairy (2548006 fully paid equity shares of Euro 1 each)	1,636.49	1,636.49
	(c) Saptashva Solar Ltd. - Joint Venture Company (50,000 fully paid equity shares of ₹10/- each)	5.00	5.00
(ii)	Application money paid - pending allotment of shares (a) Saptashva Solar SL-Spain - Wholly owned subsidiairy	1,006.71	1,006.71
	Total 'A'	2,648.20	4,186.00
	Less: Diminution in the value of investments	-	-
	Total	2,648.20	4,186.00
2.12	Deferred Tax Assets (Net)	16,976.68	16,976.68
		16,976.68	16,976.68
2.13	Long-Term Loans and Advances		
	Capital Advances	17,980.35	16,887.14
	Loans and Advances to related parties	413.70	376.04
	Rental Deposits	40.37	40.37
		18,434.42	17,303.55
2.14	Other Non current Assets		
	Preliminary expenses	150.13	196.33
		150.13	196.33
2.15	Inventories (Valued at cost or net realisable value)		
(a)	Raw materials, Stores & Consumables etc	1,557.95	1,627.44
(b)	Work in Progress	6,315.99	6,452.49
(c)	Finished Goods	-	-
(d)	Stock In Trade	-	-
		7,873.94	8,079.93
2.16	Trade Receivables (Unsecured Considered Good)		
	Exceeding six months	16,413.26	16,469.23
	Less than six months	-	-
	Less: Provision for Doubtful Debts	-	-
		16,413.26	16,469.23
2.17	Cash & Cash Equivalent		
	Balances with banks		
	in Current Account	4.20	2.13
	in Deposit Accounts (including margin money)	234.40	258.79
	Unclaimed Dividend Balance	-	-
	Cash On Hand	1.45	5.96
		240.05	266.88



2.18	Short term loans and advances (Unsecured, considered good)		
	Deposits	222.92	225.05
	Others advances -Advance to suppliers	1,095.79	1,053.26
	Less: allowance for Doubtful Loans and advances	-	-
	Interest Accrued but not received	71.89	71.89
		1,390.60	1,350.20
2.19	Other Current Assets		
	Other advances	5.25	51.45
	Salary Advances	-	1.89
	Tour Advances	1.70	0.87
	Excise duty & Mod VAT receivable	221.85	220.35
	VAT & CST Receivables	2.42	1.09
		231.22	275.65
2.20	Revenue From Operations		
	Sale of Products		
i	Domestic Sales		
	Telecom Division		
	Energy Division	127.52	117.46
ii	Export Sales		
	Telecom Division		-
	Energy Division	3.17	
iii	Other Sales - Energy Division	43.22	190.47
	Other Sales - Telecom Division	22.97	
		196.88	307.93
	Less		
	Excise Duty	-	-
	Total	196.88	307.93
2.21	Other Income		
	Interest Income	-	16.31
	Other Non - Operating Income	9.80	-
	Net Gain / Loss on foreign currency translation and transaction	0.80	0.00
	Total	10.60	16.31
2.22	Cost of Raw Materials Consumed		
	Opening Stock of Raw Material	1,627.44	2,384.79
	Add : purchase of Raw Material	0.20	0.81
		1,627.64	2,385.60
	Less : Closing Stock of Raw Material	1,557.95	1,627.44
	Less : Loss on Inventory due to absolute & dead stock	-	560.48
	Consumption of Raw Materials	69.69	197.68
	Details of Raw Material Consumed :		
	a) Raw Material for SPV Modules		
	Solar Cells 6"	-	155.19
	EVA	2.99	7.72
	Tedlar	10.94	7.77
	Toughened Glass	5.80	14.38
	Ribbon Interconnects	2.56	0.53
	Bus Bar	2.42	0.41
	Aluminium Frames	11.58	2.38
	Silicon Sealant	-	0.75
	Flux	0.39	0.01
	Terminal Box	9.83	3.72
	Packing Material	6.16	2.24
	Others	17.02	2.58
		69.69	197.68



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	Note : Solar cells & silicon sealant salvaged and used from inventory written off in earlier years		
	b) Raw Material for SMPS units		
	Total	69.69	197.68
2.23	Purchase of Stock in trade		
	Purchase of Raw Material	-	-
	Purchase of stock in trade	-	-
2.24	Changes in Inventories of Finished Goods and WIP		
	i)(Increase/ Decrease in WIP)		
	Opening Stock	6,452.49	6,873.33
	Closing Stock	6,315.99	6,452.49
	Changes in Inventories of WIP (a)	136.50	420.84
	ii)(increase)/Decrease in Finished Goods		
	Opening Stock	-	-
	Less : Loss on Inventory due to absolute & dead stock		
	Closing Stock	-	-
	Changes in Inventories of Finished Goods (b)	-	-
	Total Cost of Materials Consumed (a)+(b)	136.50	420.84
2.25	Employee Benefit Expense		
	Salaries and Wages	1.01	196.50
	Contribution to Provident and other Funds	0.00	14.58
	Staff Welfare Expenses	1.11	0.00
	Total	2.12	211.08
2.26	Finance Costs		
a)	Interest expense		
	Interest on Hire Purchase Loans	-	-
	Interest on Term Loans	-	-
b)	Other borrowing costs		
	Interest on Working Capital Loans & Bank charges	4.40	1.86
	Total	4.40	1.86
2.27	Other Expenses		
	Power and Fuel expenses	9.66	33.10
	Rent	37.76	0.33
	Repairs to buildings & Machinery		
	- Buildings		
	- Plant & Machinery		
	- Others		
	Insurance	8.83	15.92
	Rates and taxes, excluding taxes on income	5.65	
	Communication Expenses	2.89	12.28
	Printing & Stationery Expenses	0.17	0.98
	Prof & Consultancy Charges	27.53	46.78
	Traveling & Conveyance Expenses	31.44	65.32
	Managerial Remuneration :		
	Payment to the Auditor		
	- for Audit	1.50	3.44
	- for Other services	0.50	
	Selling expenses	4.81	13.78
	Loss on sale of vehicles	11.75	
	Miscellaneous expenses Written off	46.19	46.19
	Other Administrative Expenses	30.26	15.80
	Total	218.95	253.92
2.28	Extraordinary Items		
	Loss on Raw Material Inventory due to absolute & dead stock	-	560.48
	Loss on Finished Goods Inventory due to absolute & dead stock	-	-
	Total	-	560.48



SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO AUDITED FINANCIAL STATEMENTS

1 SIGNIFICANT ACCOUNTING POLICIES:

Corporate Information

XL Energy Limited (formerly XL Telecom & Energy Limited) is listed company having its shares listed in BSE and NSE stock exchanges. The company is engaged in manufacturing/trading/production and sale of Solar Photo voltaic Modules as its main business. In addition to this the company is engaged in the business of manufacture of equipment for Telecom Industry and manufacture of Ethanol. However at present the business conducted in this segment has become negligible. The company caters to both international and domestic market in Solar PV Business.

1.1 System of Accounting:

The accounts have been prepared and presented under the historical cost convention method on the accrual basis of accounting in accordance with the accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) to the extent applicable.

1.2 Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgment estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the end of the reporting period. Although, these estimates are used on the managements' best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcome requiring a material adjustment to the carrying amounts of assets or liabilities to the carrying amounts of assets or liabilities in further periods.

1.3 Tangible Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. Cost is inclusive of duties & taxes (net of CENVAT/VAT), incidental expenses and erection / commissioning expenses.

1.4 Depreciation:

Depreciation on Fixed Assets is provided on Straight Line Method at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on Assets bought / sold during the year is charged at applicable rates on monthly basis in the month the Asset is put to use / sold.

1.5 Expenditure during construction period:

Expenditure (including Finance cost relating to borrowed funds for construction or acquisition of fixed assets) incurred on projects under implementation are treated as preoperative expenses pending allocation to the assets and are shown under "Capital Work in Progress". These expenses will be apportioned to fixed assets on commencement of commercial production.

1.6 Investments:

Long term investments and investments in subsidiary companies are carried at cost.

1.7 Valuation of Inventories:

- a) Inventories are valued at the lower of weighted average cost or net realizable value. The weighted average value is calculated on the basis of net landed cost.
- b) Cost for the purpose of finished goods and material in process is computed on the basis of cost of material, labour and other related overheads.
- c) In all the cases necessary adjustments are made in respect of non-moving, slow moving, damaged and unserviceable goods.



1.8 Foreign Exchange:

Foreign Exchange transactions are recorded at the exchange rates prevailing at the time of transactions or at contracted rates. Current assets and current liabilities are translated at values prevailing at the Balance Sheet date. Gains/losses, if any, arising thereby are recognized in the Profit and Loss account.

1.9 Revenue Recognition:

- a) Revenue from sales is recognized when significant risk and rewards in respect of ownership of the products are transferred.
- b) Revenue from domestic sales is recognized on dispatch of products from the factory of the Company.
- c) Revenue from export sales is recognized on the basis of dates of Bill of Lading.

1.10 Employee Retirement Benefits:

Defined Contribution Plan: Contributions paid/ payable the defined contribution plan of provident fund for employees covered under the scheme are recognized in the profit and loss account each year.

Defined Benefit Plan: The Company is accounting gratuity and bonus on cash basis. The company has not provided for gratuity and bonus liability as at the Balance Sheet date in accordance with revised accounting standard 15 issued by ICAI

Other Long Term employee Benefits: There are no long term employee benefits comprising of Leave encashment, bonus, etc. as at the Balance Sheet date.

1.11 Borrowing Costs:

Borrowing costs incurred in relation to the acquisition and construction of assets is capitalized as part of the cost of such assets up to the date when such assets are ready for intended use.

1.12 Income Tax Expenditure:

- a) Current Tax Expense: The current charge for income tax is calculated in accordance with the tax regulations.
- b) Deferred Tax Expense: Deferred income tax reflects the impact of timing difference between accounting income and tax income for the year/ period. Deferred tax is measured based on the tax rates and the tax laws enacted at the Balance sheet date. Deferred tax asset is recognized till the previous year. Deferred tax asset for the year is not recognized in view of the uncertainty of its utilization against the future profits of the Company.
- c) The company had received a demand notice from the Income Tax department in September 2012, for payment of Income tax dues for the AY.2005-06, AY.2006-07, AY. 2007-08 & AY 2008-09 for a total aggregate sum of ₹ 319.68 Lakhs. The company had not provided for such expenses in the account since the company had contested the demand raised by the department and the company is confident of winning the appeals.

1.13 Miscellaneous Expenditure:

Miscellaneous expenditure comprises of preliminary/ public issue expenses which are amortized over a period of ten years.

**NOTES TO AUDITED FINANCIAL STATEMENTS****2.29 Corporate Debt Restructuring (CDR)- Loan Recovery & OTS :**

The Company could not execute the CDR package due to various reasons already explained in the previous year and the Banks have initiated steps for recovery of the debt including issuance of notice under SARFAESI Act as well as filing the OA with the DRT. However, the Banks have kept the option open for settling the debt under the OTS proposal. Interest on all banks outstanding have not been provided as the company is confident that the OTS proposal with support from the ARC companies will be acceptable to the banks and an early settlement with the banks will be completed.

2.30 The net worth of the Company suffered further depletion during the year due to substantial reduction in revenues of the company and the consequent losses suffered. However, considering the early settlement with the banks through the OTS and also the various measures taken by the Company to gain and accumulate orders and also taking into consideration the business potential in solar power space and future business prospects of the company, the accounts are stated ongoing concern basis.

2.31 Contingent liabilities not provided for in respect of:

(₹ in Lakhs)

Particulars	As at 31.03.2014	As at 31.03.2013
a) Guarantee / Counter Guarantees given on sale of contracts	710.77	597.26
b) Letter of credits by Banks	NIL	NIL
c) Estimated amount of contracts remaining to be executed on capital account (net of advances) not provided for	Nil	762.91

2.32 Secured Loans:

(₹ in Lakhs)

SI No	Particulars	As at 31.03.2014	As at 31.03.2013
	A. Term Loans:		
i)	Canara Bank – SPV	4345.55	4345.55
ii)	IDBI Bank – SPV	5415.83	5415.83
iii)	Bank of India – SPV	5191.90	5191.90
iv)	State Bank of Bikaner & Jaipur – SPV	2423.16	2423.16
v)	State Bank of Mysore – SPV	2021.01	2021.01
vi)	IDBI corporate loan	250.00	250.00
	Total	19647.45	19647.45
	B. Funded interest Term loans I:		
i)	Canara Bank – SPV	86.86	86.86
ii)	State Bank of Bikaner & Jaipur – Fabcity	86.45	86.45
iii)	State Bank of Mysore – Fabcity	0.00	0.00
iv)	IDBI – Fabcity	194.12	194.12
v)	Bank of India – Fabcity	0.00	0.00
	Total	367.43	367.43
	C. Short Term Loans:		
i)	Canara Bank	8711.28	8711.28
ii)	IDBI Bank	3104.72	3104.72
iii)	State Bank of India	21442.82	21442.82
	Total	33258.82	33258.82
	D. Working Capital Term Loans:		
i)	Canara Bank	8601.25	8601.25
ii)	Vijaya Bank	1548.87	1548.87

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iii)	Federal Bank – Telecom	1415.49	1415.49
iv)	State Bank of Hyderabad	1421.37	1421.37
v)	IDBI Bank	2872.90	2872.90
vi)	State Bank of India	13964.07	13964.07
vii)	ICICI Bank	752.41	752.41
	Total	30576.36	30576.36
	E.Funded interest term loans II:		
i)	Canara Bank	177.78	177.78
ii)	State Bank of India	353.58	353.58
	Total	531.36	531.36
	F. Working Capital Borrowings:		
i)	Canara Bank	419.52	419.52
ii)	Vijaya Bank – Telecom	1210.77	1235.17
iii)	Federal Bank – Telecom	1373.80	1373.80
iv)	ICICI Bank – Telecom	58.00	58.00
v)	State Bank of Hyderabad – CC	190.82	190.82
vi)	IDBI Bank – Telecom	821.13	821.13
vii)	State Bank of India – CC	404.00	404.00
	Total	4478.04	4502.44
	Total Loans from banks	88859.46	88883.86

All the loans are secured by,

- Mortgage and first charge on immovable properties, both present and future situated at Plot No. 198 A&B, IDA Cherlapally, Hyderabad
- Mortgage and first charge on the fixed assets of Ethanol Division situated at Plot No. B 8-10, MIDC, Kushnoor, Nanded, Maharashtra
- Mortgage and first charge on lease hold rights on land admeasuring 2,02,350 sq. mts. Approximately and fixed assets both present and future, situated at survey nos. 50,66,68,69,70,84,85,86 & 87 situated at Fabcity, Raviryal village, Maheswaram Mandal, Rangareddy District, Telangana.
- First charge on immovable properties, present and future situated at Shed nos. 30, 31 and 32, IDA, Mallapur, Hyderabad.
- Hypothecation of all tangible, movable properties and Assets, both present and future including raw materials, goods in process, finished goods and book debts.
- Personal guarantee of Directors of the Company - Mr. Dinesh Kumar, Mr. Aneesh Mittal and Mrs. Ritulal Kumar.

2.33 Segment Reports

The company considers Solar business segment as the primary segment. In addition to Solar business, the company involved in Telecom business of manufacturing CDMA handsets, JKits & OFC, SMPS and manufacture of Enthanol. However, during the year there was negligible business in these segments. Hence, the segment reports are not provided

2.34 Related Party Transactions:

Information relating to Related Party transactions as per Accounting Standard18, issued by The Institute of Chartered Accountants of India, notified under Section 211(3C) of the Companies Act, 1956 is as under:

a) Names of related parties and the nature of relationships:

Name	Relationship
i. Khandoba Distilleries Ltd	Subsidiary Company
ii. Saptashva Solar Ltd	Joint Venture Company (48.97%)
iii. Saptashva Solar SA	Wholly owned subsidiary Company

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- iv. Saptashva Solar SRL
v. Digrun Grun SL
vi. Apulia Solar SRL
vii. Sree Sahasya Enterprises Pvt Ltd
viii. Key Management Personnel:
Shri Dinesh Kumar
Smt Ritu Lal Kumar

Subsidiary of Saptashva Solar SA
Subsidiary of Saptashva Solar SA
Subsidiary of Saptashva Solar SRL
Associate Company

Managing Director
Director

b) Transactions made during the period:

(₹ in Lakhs)

Name of the Party	Relationship	Sale of goods & Services	Advances/Loans/ investment given	Advances/Loans/ investment recovered	Loans received	Loans repaid	Receivable / (payable) as at 31.03.2014
Khandoba Distilleries Limited	Subsidiary Company	-	-	1,537.80	-	292.72	-
Saptashva Solar Limited	Subsidiary Company		37.66	-	-	-	68.15

c) Amounts outstanding at the Balance Sheet date

(₹ in Lakhs)

Name of the Party	Relationship	2013-14		2012-13		Remarks
		Amounts Due to the company	Amounts Payable by the company	Amounts Due to the company	Amounts Payable by the company	
Khandoba Distilleries Limited	Subsidiary Company	-	-	1,537.80	-	Equity Subscribed. Investment in Khandoba sold off during this year
Khandoba Distilleries Limited	Subsidiary Company	-	-		292.72	Loans received from Khandoba settled during the year
Saptashva Solar Limited	Subsidiary Company	5.00		5.00		Equity Subscribed
Saptashva Solar Limited	Subsidiary Company	68.15		30.49		Loans given / received
Saptashva Solar S.A, Spain	Subsidiary Company	1,636.49		1,636.49		Equity Subscribed
Saptashva Solar S.A, Spain	Subsidiary Company	1,006.71		1,006.71		Application money pending allotment
Saptashva Solar S.A, Spain	Subsidiary Company	46.59		46.59		Amounts due against sales
Saptashva Solar SRL, Italy	Step down Subsidiary Company	345.55		345.55		Advances for expenses
Digrun Grun SL, Spain	Step down Subsidiary Company	653.93		653.93		Amounts due against sales

**2.35 a) Earnings in Foreign Currency:**

(₹ in Lakhs)

Particulars	2013-14	2012-13
FOB value of exports during the year	Nil	Nil

b) Expenditure in Foreign Currency:

(₹ in Lakhs)

Particulars	2013-14	2012-13
Travelling Expenses	Nil	Nil
Import of Raw material (CIF Value)	Nil	Nil

2.36 Details of Imported and Indigenous Raw Materials, Spare Parts and other Components:

(Value in ₹ Lakhs)

Name of the Material	2013-14		2012-13	
	%	Value	%	Value
- Imported	0.00	Nil	0.00	Nil
- Indigenous	100.00	0.20	100.00	0.81
Total	100.00	0.20	100.00	0.81

2.37 Capacities and Production:

Class of Goods	Units	Licensed Capacity	Installed Capacity	Production	
				2013-14	2012-13
Cable jointing kits	Nos	- N.A. -	500,000	NIL	NIL
SMPS	Nos	- N.A. -	2,880	NIL	NIL
Solar Modules	MW	- N.A. -	180	0.55	0.25
CDMA Phones	Nos	- N.A. -	3,000,000	NIL	NIL
Ethanol	BL	- N.A. -	45,000,000	NIL	NIL

2.38 Details of Raw Material consumption:

(₹ in Lakhs)

S.No	Raw Material for SPV Modules	2013-14		2012-13	
		Qty	Value (₹ lakhs)	Qty	Value (₹ lakhs)
1	Solar Cells 6"	140019	-	61099	155.19
2	EVA	7654	2.99	3340	7.72
3	Tedlar	3827	10.94	1670	7.77
4	Toughened Glass	3766	5.80	1643	14.38
5	Ribbon Interconnects	187	2.56	81	0.53

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6	Bus Bar	163	2.42	71	0.41
7	Aluminium Frames	2334	11.58	1018	2.38
8	Silicone Sealant	700	-	305	0.75
9	Flux	23	0.39	10	0.01
10	Terminal Box	2334	9.83	1018	3.72
11	Packing Material	133	6.16	48	2.24
12	Others		17.02		2.58
	Total Raw Material for SPV Modules		69.69		197.68

- 2.39** Details of Finished Goods stock: NIL
- 2.40** There are no dues to Micro, small and medium enterprises under Development Act, 2006, exceeding 45 days. The micro, small and medium industries are determined to the extent such parties have been identified on the basis of the information available with the Company.
- 2.41** Balances appearing under other long term liabilities, short term borrowings, trade payables, other current liabilities, long term loans and advances, CWIP advances, trade receivables, short term loans and advance and other current assets are subject to confirmation and / or reconciliation, if any.
- 2.42** Previous year figures have been regrouped / reclassified wherever necessary.

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/- Dinesh Kumar Managing Director	Sd/- Aneesh Mittal Wholetime Director	Sd/- K Surender Reddy Chief Financial Officer	Sd/- Bhargavi M Company Secretary
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Sd/-
V N Rao
Proprietor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014



Annexure to the Balance Sheet as at March 31, 2014

(₹ in Lakhs)

Statement Pursuant to Section 212 of the Companies Act, 1956

XL Energy Limited

Sr. No.	Name of the Subsidiary Company	Issued and Subscribed Share Capital	Reserves	Total Assets	Total Liabilities	Investments	Turnover	Profit/Loss before Taxation	Profit/ Loss after Taxation	Proposed Dividend
1	Saptashva Solar SA, Spain	2099.35	-671.72	8444.85	7017.22	-	595.12	14.65	15.98	Nil

Note

* Converted into Indian Rupee at the Exchange Rate, 1 Euro = Rs.82.392 for Balance sheet items and Rs.82.392 for P & L items

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/-
Dinesh Kumar
Managing Director

Sd/-
Aneesh Mittal
Wholetime Director

Sd/-
K Surender Reddy
Chief Financial Officer

Sd/-
Bhargavi M
Company Secretary

Sd/-
V N Rao
Propreitor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014



Independent Auditors' Report on Consolidated Financial Statements

**To,
The Board of Directors of
M/s XL Energy Limited,
Secunderabad.**

We have audited the accompanying consolidated financial statements of M/s. XL Energy Limited (formerly XL Telecom & Energy Limited) its subsidiary M/s Saptashva Solar SA which comprise the consolidated Balance Sheet as at 31 March, 2014, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. Audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of the subsidiary, whose financial statements reflect total assets of ₹8,444.85 lakhs as at March 31, 2014, the total revenue of ₹ 595.12 lakhs for the period ended on that date. The Financial Statements of M/s Saptashva Solar Limited SA has not been audited by any auditor and we express our opinion solely based on the management's representation.

We report that the consolidated financial statements have been prepared by the company's management in accordance with the requirements of Accounting Standards (AS) 21, Consolidated Financial Statements and Accounting Standard 27, Financial Reporting of Interest in Joint Ventures, issued by the Institute of Chartered Accountants of India and on the basis of separate audited financial statements of the group and unaudited financial statements of a consolidated entity.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph in the audit report of standalone XL Energy Limited for the year ended 31st March 2014, the 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 :



- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date; and
- (c) In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

**For M/s V N R Associates.
Chartered Accountants
Firm Reg No: 004478S**

**Place : Hyderabad
Date : 12.06.2014**

**Sd/-
V N Rao
Proprietor
Membership No. 018492**



ANNEXURE REFERRED TO IN PARAGRAPH (3) OF OUR REPORT OF EVEN DATE:

i. Fixed Assets

- (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets of the company.
- (b) The physical verification of fixed assets is being carried out as per the program drawn up and to the extent the physical verification is carried out, no material discrepancies were noticed on such verification.
- (c) There was no disposal of a substantial part of fixed assets during the year.

ii. Inventory

- (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper record of inventory. The discrepancies noticed on verification between the physical stock and the book records were not material.

iii. Loans taken/ granted

According to the information and explanations given to us, the company has not taken any loans secured or unsecured from / to companies, firms or other parties covered in the register maintained under sec.301 of the Companies Act, 1956. However, reference is invited to 2.34 of notes to the audited financial statements regarding monies advanced / equity invested.

iv. Internal Control

The quantum of operations of the Company are at low scale. This does not call for a comprehensive internal control systems and procedures at present.

v. Section 301

According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered in to the register maintained under sec. 301 of the Companies Act, 1956 have been so entered.

vi. Public Deposits

The Company has not accepted any deposits from the public.

vii. Internal Audit

Since the operations of the Company are at a very low level, in our opinion, the Company does not require a comprehensive internal audit system.

viii. Cost Records

We broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the rules made by the central government for the maintenance of cost records and sec 209 (1) (d) of the companies act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.



ix. Statutory Dues

The Company is not regular in depositing with appropriate authorities the following undisputed statutory dues including Provident Fund, investor education protection fund, Employees State Insurance, Income tax, sales tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it.

Provident Fund Dues	₹ 30.86 Lakhs
ESI	₹ 24.87 Lakhs
Tax Deducted At Source	₹ 72.01 Lakhs
Service Tax	₹ 11.61 Lakhs
Total	₹ 139.35 Lakhs

According to the information and explanation given to us there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute.

x. Accumulated losses / Cash Losses

In our opinion the accumulated losses of the company are more than 50% of its net worth. The company incurred a cash loss of ₹ 177.79 lakhs during the current accounting year. The cash loss during immediately preceding accounting year is ₹ 714.75 lakhs.

xi. Repayment of Dues

The company has defaulted in the repayment of dues to banks and financial institutions, for both term loans and working capital loans. The company has submitted a proposal to the banks for One Time Settlement (OTS). The details were mentioned in 2.31 of notes to audited financial statements.

xii. Loans & Advances

In our opinion and according to the information and explanations given to us the Company has not granted loans and advances against pledge of shares debentures and other securities

xiii. Chit – Fund Companies/Nidhi/Mutual benefit societies

In our opinion the company is not a chit fund / a Nidhi / mutual benefit fund/ society. Therefore clause 4 (xiii) is not applicable to the company.

xiv. Financing Companies

In our opinion and according to the information and explanations given to us the Company is not dealing in or trading in shares and securities. In the case of the investment held by the company, the same are in the name of the company.

xv. Guarantee for Loans

According to the information and explanations given to us the company has given guarantee for loans taken by others to banks or financial institutions excepting corporate guarantee to M/s Soft Projex (India) Limited.

xvi. Term Loans

In our opinion and according to the information and explanations given to us the term loans have been applied for the purpose for which they were raised.



xvii. Usage of Funds

According to the information and explanations given to us and on an overall examination of Balance Sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.

The Company has not made any preferential allotments during the year.

The clause 4 (xiv) of the Companies (Audit Report) Order 2003 relating to the creation of the security for the debentures is not applicable to the company as no debentures are raised by the company.

The company has not raised any money by way of public issue during the year.

xviii. Preferential Allotments

The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act.

xix. Creation of securities

The company has not issued any debentures during the year; hence the question of creation of securities does not arise.

xx. Public Issue

The company has not raised any money through public issue.

xxi. Frauds

According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

**Place : Secunderabad
Date : 12.06.2014**

**For V N R Associates
Chartered Accountants
FRN 004478S**

**Sd/-
V N Rao
Proprietor
Membership No. 018492**

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad - 500009, Telangana
Consolidated Balance Sheet As At 31st March, 2014

(Amount in ₹ Lacs)

Particulars	Note No	As At 31-Mar-14	As At 31-Mar-13
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	12,655.48	12,655.48
Reserves and Surplus	2.02	(12,291.96)	(11,957.55)
Money Received against Share Warrants			
Minority Interest			
	2.03	-	0.02
Non - Current Liabilities			
Long- Term Borrowings	2.04	41,315.43	42,143.81
Other Long Term Liabilities	2.05	3,248.18	3,252.18
Current Liabilities			
Short Term Borrowings	2.06	4,478.04	4,502.43
Trade Payables	2.07	923.27	994.03
Other Current Liabilities	2.08	44,670.06	46,572.46
Short - Term Provisions	2.09	519.24	553.69
TOTAL		95,517.74	98,716.56
ASSETS			
Non - Current Assets			
Fixed Assets			
Tangible Assets	2.10	13,536.76	8,777.82
Intangible Assets	2.11	2,020.62	1,839.70
Capital Work -in-Progress	2.12	24,254.48	31,763.95
Non-Current Investments			
	2.13	5.00	-
Deferred Tax Assets (Net)			
	2.14	17,110.75	17,089.15
Long-Term Loans and Advances			
	2.15	18,458.23	17,306.60
Other Non current Assets			
	2.16	150.13	1,144.71
Current Assets			
Inventories	2.17	7,873.94	8,079.93
Trade Receivables	2.18	10,204.37	10,714.13
Cash & Cash Equivalents	2.19	251.85	280.47
Short term loans and advances	2.20	1,391.74	1,388.38
Other Current Assets	2.21	259.87	331.72
TOTAL		95,517.74	98,716.56
Significant Accounting Policies		1.0	-

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/-
Dinesh Kumar
Managing Director

Sd/-
Aneesh Mittal
Wholetime Director

Sd/-
K Surender Reddy
Chief Financial Officer

Sd/-
Bhargavi M
Company Secretary

Sd/-
V N Rao
Proprietor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad - 500009, Telangana
Consolidated Profit and Loss Account for the year ended 31st March, 2014

(Amount in ₹ Lakhs)

Particulars	Note No	Year Ended March 31, 2014	Year Ended March 31, 2013
Revenue From Operations	2.22	792.00	1,117.46
Other Income	2.23	10.60	33.71
Total Revenue (I + II)		802.60	1,151.17
Expenses			
Cost of Raw Materials Consumed	2.24	69.69	197.68
Purchase of Stock in trade	2.25	-	12.03
Changes in Inventories of Finished Goods and WIP	2.26	136.50	420.84
Employee Benefit Expense	2.27	42.23	322.02
Finance Costs	2.28	13.42	35.75
Depreciation and Amortization Expense	2.10	775.11	688.90
Other Expenses	2.29	303.71	543.72
Total Expenses		1,340.66	2,220.94
Profit before exceptional and extraordinary items and Tax (III- IV)		(538.06)	(1,069.77)
Exceptional Items		-	-
Profit Before extraordinary items and Tax (V-VI)		(538.06)	(1,069.77)
Extraordinary Items	2.30	(202.32)	644.59
Profit Before Tax (VII - VIII)		(335.74)	(1,714.36)
Tax Expense			
(1) Current Tax		(1.34)	1.06
(2) Deferred Tax		-	(543.93)
Profit /(Loss) for the period from continuing operations (VII-VIII)		(334.40)	(1,171.49)
Profit /(Loss) from discontinuing Operations		-	-
Tax Expense on discontinuing Operations		-	-
Profit / (Loss) from Discontinuing Operations (after tax) (XII-XIII)		-	-
Profit / (Loss) for the Period (XI + XIV)		(334.40)	(1,171.49)
Earnings per Equity Share			
(1) Basic		(1.47)	(5.14)
(2) Diluted		(1.47)	(5.14)
Significant Accounting Policies	1.0		

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/-
Dinesh Kumar
Managing Director

Sd/-
Aneesh Mittal
Wholetime Director

Sd/-
K Surender Reddy
Chief Financial Officer

Sd/-
Bhargavi M
Company Secretary

Sd/-
V.N.Rao
Proprietor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampur, Secunderabad - 500009, Telangana
Cash Flow Statement As At 31st March, 2014

Amount in ₹ Lakhs

	March 31, 2014	March 31, 2013
Cash Flow from Operating Activities		
Net Profit (loss) before tax and extraordinary items	(538.06)	(1,069.77)
Adjustments for :		
Depreciation	775.11	688.90
Misc Exp Written off	49.31	51.55
Interest Income	-	(16.31)
Interest & Finance Charges	13.42	35.75
Operating Profit before Working Capital Adjustments	299.78	(309.88)
Adjustments for :		
(Increase)/ Decrease in Inventories	205.99	1,178.19
(Increase)/ Decrease in Trade and other receivables	509.76	144.42
(Increase)/Decrease in Short Term Loans & Advances	10.07	(371.22)
Increase)/ (Decrease) in Trade Payables & others	(263.12)	(186.03)
Increase)/ (Decrease) in Working Capital Borrowings		
Cash Generated from Operations	762.48	455.48
Interest on Borrowings	(13.42)	(35.75)
Direct Taxes Paid	1.34	(1.06)
Transfer to General reserve		
Cash Flow from Operations before extraordinary items	750.40	418.67
Foreign currency conversion Gain	202.32	(644.59)
Net Cash Flow from Operations	952.72	(225.92)
Cash Flow from Investing Activities		
Purchase of Fixed Assets	(5,534.05)	19.82
Preoperative expenses in Distillery Unit recovered	945.27	(15.74)
Intangible Assets	(180.92)	(36.20)
Advances / Payables for Capital work in Progress	(1,097.21)	184.82
Capital work in Progress	7,509.47	(2.33)
Investment	(5.00)	
Interest Income Received	-	16.32
Net Cash used in Investing Activities	1,637.56	166.69
Cash Flow from Financing Activities		
Proceeds from issue of Share Capital including premium		
Share Application Money		
Proceeds from Long Term Borrowings	(828.38)	(16,145.70)
Repayment of Unsecured Loans (FCCB)		
Proceeds from Short Term Borrowings	(1,790.50)	16,206.99
Dividends Paid (Including Tax thereon)		
Minority Interest	(0.02)	(5.21)
Net Cash Flow from Financing Activities	(2,618.90)	56.08
Net Increase /(Decrease) in Cash and Cash Equivalents	(28.62)	(3.15)
Cash and Cash Equivalents at the Beginning of the Year	280.47	283.62
Cash and Cash Equivalents at the End of the Year	251.85	280.47

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/- Dinesh Kumar Sd/- Aneesh Mittal Sd/- K Surender Reddy Sd/- Bhargavi M
Managing Director Wholetime Director Chief Financial Officer Company Secretary

Sd/-
V N Rao
Proprietor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014



XL ENERGY LTD.

XL ENERGY LTD
C2, Pooja Plaza, Vikramপুরi, Secunderabad-500009, Telangana.
Notes on Consolidated Accounts

		As At March 31, 2014 ₹ in Lakhs	As At March 31, 2013 ₹ in Lakhs
2.01	Share Capital		
	<u>Authorised</u>		
	4,00,00,000 Equity shares of ₹ 10/- each	4,000.00	4,000.00
	11,00,00,000 Preference shares of ₹ 10/- each	11,000.00	11,000.00
		15,000.00	15,000.00
	<u>Issued Subscribed and Paid Up</u>		
	2,27,74,397 Equity shares of ₹ 10/- fully paid	10,378.04	10,378.04
	10,37,80,394 Convertible Redeemable Preference Shares of ₹ 10 each	2,277.44	2,277.44
	Total	12,655.48	12,655.48
2.02	Reserves and Surplus		
(a)	Capital Reserves		
	Opening Balance	543.54	543.54
	Transferred in the current year	-	-
	written back in the current year	-	-
	Closing Balance	543.54	543.54
(b)	Security Premium Reserve		
	Opening Balance	24,269.42	24,269.42
	Transferred in the current year	-	-
	written back in the current year	-	-
	Closing Balance	24,269.42	24,269.42
(c)	General Reserves		
	Opening Balance	779.03	779.03
	Transferred in the current year	-	-
	written back in the current year	-	-
	Closing Balance	779.03	779.03
(d)	Surplus		
	Opening Balance	(37,549.54)	(36,378.05)
	Add: Net Profit / (Net Loss) for Current Year	(334.40)	(1,171.49)
	Closing Balance	(37,883.94)	(37,549.54)
	Total Reserves & Surplus	(12,291.95)	(11,957.55)
2.03	Minority Interest		
	Minority Interest in M/s Khandoba Distilleries Ltd		
	150 Equity Shares of ₹.10/- each fully paid	-	0.02
	Total Minority Interest	-	0.02
2.04	Long- Term Borrowings		
	<u>Secured</u>		
	Term Loans		
	From Banks	39,798.08	39,798.08
	(Secured by Mortgage of Land and first charge of immovable Properties of the company both present and future, Hypothecation of all tangible, movable properties and assets both present and future including Raw Materials, Inventory and Receivables.		
	See detailed note 2.34 in notes to accounts		
	Hire Purchase Loans from Banks	7.17	10.19
	(Secured by hypothecation of vehicles)		
		39,805.25	39,808.27



	Unsecured		
	Other Loans and advances		
	Un-Secured Loans -FCCB (Outstanding amount of USD 4.20 million Foreign Currency Convertible Bonds issued in October 2007 with a maturity period of 5 years and one day)	1,901.99	1,901.99
	Loans and Advances from Related parties	(391.81)	433.55
		1,510.18	2,335.54
	Total Long Term Liabilities	41,315.43	42,143.81
2.05	Other Long Term Liabilities		
(a)	Sundry Creditors - Capital Goods - Payables	3,241.34	3,241.34
(b)	Sundry Creditors - Capital Goods- Retention Money	6.84	10.84
		3,248.18	3,252.18
2.06	Short Term Borrowings		
	Loans payable on demand		
	a) from banks	4,478.04	4,502.43
	(Secured by Mortgage and first charge of immovable Properties of the company both present and future, Hypothecation of all tangible, movable properties and assets both present and future including Raw Materials, Inventory and Receivables. See detailed note 2.34 in notes to accounts)		
	b) From others	-	
		4,478.04	4,502.43
2.07	Trade Payables		
	Sundry Creditors -Trade (unsecured)		
	a) Total outstanding dues of micro, medium and small enterprises	-	-
	b) Total outstanding dues of other than micro, medium and small enterprises	787.84	849.82
	Sundry Creditors - Transport	135.43	144.21
		923.27	994.03
2.08	Other Current Liabilities		
	Current Maturities of Long Term Debt	37,698.92	39191.49
	Interest accrued but not due on borrowings	-	-
	Interest accrued due on borrowings	6,884.42	7157.96
	Unpaid Dividends	0.02	0.02
	Other Payables :	-	-
	Service Tax	11.61	20.80
	TDS Payable	72.01	196.29
	Professional tax	2.60	3.15
	Work Contract Tax	0.48	2.76
		44,670.06	46,572.46
2.09	Short - Term Provisions		
	a) Provision for employee benefits		
	Salary & Reimbursements	355.15	375.87
	Contribution to PF	30.86	90.08
	Contribution to ESI	24.87	27.09
	LIC premium payable	2.37	2.40
	b) Others	-	-
	Provision for Income Tax	29.77	30.09
	Other Liabilities	76.22	28.16
		519.24	553.69



XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad-500009, Telangana
Notes on Consolidated Accounts

Amount in ₹ Lakhs

Fixed Assets	Gross Block				Depreciation			Net Block		
	As at 1-Apr-13	Additions during the year	Disposal during the year	As at 31-Mar- 14	As at 1-Apr- 13	Depreciation for the year	Depreciation on disposals	As at 31-Mar- 14	As at 31-Mar- 14	As at 31-Mar- 13
2.10 Tangible Assets									-	
(a) Land	1,289.29	(0.00)	134.39	1,154.90	-	-	-	-	1,154.90	1,289.29
(b) Buildings	903.26	3,812.30	-	4,715.56	273.36	40.78	-	314.14	4,401.42	629.90
(c) Plant and Equipment	10,167.67	1,879.48	-	12,047.15	3,631.14	684.44	-	4,315.58	7,731.57	6,536.53
(d) computers	114.88	-	0.38	114.50	114.68	0.05	0	114.50	-	0.20
(e) Vehicles	312.96	-	50.47	262.49	184.96	29.67	27	187.38	75.11	128.00
(f) furniture & fixtures	263.35	-	-	263.35	95.07	16.67	-	111.74	151.61	168.28
(g) Office equipment	73.72	-	-	73.72	48.07	3.50	-	51.57	22.15	25.65
Total	13,125.13	5,691.78	185.24	18,631.67	4,347.28	775.11	27.48	5,094.91	13,536.76	8,777.84
2.11 Intangible Assets										
(a) Goodwill	1,712.20	308.42	-	2,020.62	-	-	-	-	2,020.62	1,712.20
(b) Licenses and franchise	127.50	-	127.50	-	-	-	-	-	-	127.50
Total	1,839.70	308.42	127.50	2,020.62	-	-	-	-	2,020.62	1,839.70
2.12 Capital Work -in- Progress										
CWIP - SPV - Fabcity	29,794.45	12.57	5,691.78	24,115.24	-	-	-	-	24,115.24	29,794.45
CWIP-ETAHNOL PROJECT	27.96	-	-	27.96	-	-	-	-	27.96	27.96
CWIP – Photo bioreactor - Cherlapally	111.28	-	-	111.28	-	-	-	-	111.28	111.28
CWIP - Khandoba Distilleries	1,830.26	-	1,830.26	-	-	-	-	-	-	-
Total	31,763.95	12.57	7,522.04	24,254.48	-	-	-	-	24,254.48	29,933.69

**XL ENERGY LTD.**

XL ENERGY LTD
C2, Pooja Plaza, Vikrampuri, Secunderabad-500009, Telangana
Notes on Consolidated Accounts

		As At March 31, 2014 ₹ in Lakhs	As At March 31, 2013 ₹ in Lakhs
2.13	Non-Current Investments		
	Investment in Shares of:		
	(a) Saptashva Solar Ltd.	5.00	-
	(50,000 fully paid equity shares of ₹10/- each)		
	Total	5.00	-
2.14	Deferred Tax Assets (Net)	17,110.75	17089.15
		17,110.75	17,089.15
2.15	Long-Term Loans and Advances		
	Capital Advances	17,980.35	16,887.14
	Security Deposits	23.81	20.18
	Loans and Advances to related parties	413.70	357.43
	Rental Deposits	40.37	41.85
		18,458.23	17,306.60
2.16	Other Non current Assets		
	Miscellaneous Expenses to the extent not written off or adjusted	150.13	199.44
	Preliminary & Preoperative Expenses -Khandoba unit	-	945.27
		150.13	1144.71
2.17	Inventories		
	(Valued at cost or net realizable value)		
	Raw materials, Stores & Consumables etc	1,557.95	1627.44
	Work in Progress	6,315.99	6452.49
	Finished Goods	-	-
	Stock In Trade	-	-
		7,873.94	8,079.93
2.18	Trade Receivables		
	(Unsecured Considered Good)		
	Exceeding six months	10,204.37	10,714.13
	Less than six months	-	-
		10,204.37	10,714.13
2.19	Cash & Cash Equivalents		
	Balances with banks		
	in Current Account	4.20	13.64
	in Deposit Accounts (including margin money)	234.40	258.79
	unclaimed Divident Balance	-	-
	Cash On Hand	13.25	8.04
		251.85	280.47
2.20	Short term loans and advances		
	(Unsecured, considered good)		
	Deposits	224.06	263.23
	Others advances -Advance to suppliers	1,095.79	1,053.26
	Less: allowance for Doubtful Loans and advances	-	-
	Interest accrued but not received	71.89	71.89
		1,391.74	1,388.38



2.21	Other Current Assets		
	Other advances	33.90	97.53
	Salary Advances	-	1.89
	Tour Advances	1.70	0.87
	Tds receivable	-	9.79
	Excise duty & Mod VATreceivable	221.85	220.35
	VAT & CST Receivables	2.42	1.29
		259.87	331.72
2.22	Revenue From Operations		
a)	Sale of Products		
i	Domestic Sales	0.00	0.00
	Telecom Division	127.52	117.46
	Energy Division		
ii	Export Sales	-	-
	Telecom Division	3.17	0.00
	Energy Division	638.34	1000.00
iii	Other Sales - Energy Division	22.97	
	Other Sales - Telecom Division	792.00	1117.46
	Less		
	Excise Duty	-	-
	Total	792.00	1,117.46
2.23	Other Income		
	Interest Income	0.00	16.31
	Net Gain / Loss on foreign currency translation and transaction	0.80	7.28
	Miscellaneous Income	9.80	10.12
	Total	10.60	33.71
2.24	Cost of Raw Materials Consumed		
	Opening Stock of Raw Material	1,627.44	2,384.79
	Add : purchase of Raw Material	0.20	0.81
		1,627.64	2,385.60
	Less : Closing Stock of Raw Material	1,557.95	1,627.44
	Less : Loss on Inventory due to absolute & dead stock	-	560.48
	Consumption of Raw Materials	69.69	197.68
	Details of Raw Material Consumed :		
	a) Raw Material for SPV Modules		
	Solar Cells 6"	-	155.19
	EVA	2.99	7.72
	Tedlar	10.94	7.77
	Toughened Glass	5.80	14.38
	Ribbon Interconnects	2.56	0.53
	Bus Bar	2.42	0.41
	Aluminium Frames	11.58	2.38
	Silicon Sealant	-	0.75
	Flux	0.39	0.01
	Terminal Box	9.83	3.72
	Packing Material	6.16	2.24
	Others	17.02	2.58
		69.69	197.68
	b) Raw Material for SMPS units	-	-
	Total	69.69	197.68
2.25	Purchase of Stock in trade		
	Purchase of Raw Material	-	12.03
	Purchase of stock in trade	-	12.03
	Changes in Inventories of Finished Goods and WIP		
	i)(Increase/ Decrease in WIP		
	Opening Stock	6,452.49	6,873.33
	Closing Stock	6,315.99	6,452.49
	Changes in Inventories of WIP	136.50	420.84

(a)



XL ENERGY LTD.

	ii)(increase)/Decrease in Finished Goods		
	Opening Stock	-	-
	Less : Loss on Inventory due to absolute & dead stock	-	-
	Closing Stock	-	-
	Changes in Inventories of Finished Goods (b)	-	-
	Total Cost of Materials Consumed (a)+(b)	136.50	420.84
2.27	Employee Benefit Expense		
	Salaries and Wages	41.12	307.10
	Contribution to Provident and other Funds	-	14.58
	Staff Welfare Expenses	1.11	0.34
	Total	42.23	322.02
2.28	Finance Costs		
	Interest expense		
	Interest on Hire Purchase Loans	-	-
	Interest on Term Loans	-	-
	Other borrowing costs	-	-
	Interest on Working Capital Loans & Bank charges		
	Total	13.42	35.75
2.29	Other Expenses		
	Power and Fuel expenses	9.66	33.10
	Rent	57.11	21.94
	Repairs to buildings & Machinery		
	- Buildings	0.00	-
	- Plant & Machinery	0.00	-
	- Others	0.00	0.17
	Insurance	14.91	21.07
	Rates and taxes, excluding taxes on income	16.48	0.40
	Communication Expenses	2.89	12.34
	Printing & Stationery Expenses	0.17	1.02
	Prof & Consultancy Charges	66.43	225.77
	Traveling & Conveyance Expenses	31.44	67.93
	Managerial Remuneration :		
	Payment to the Auditor		
	- for Audit	1.50	4.00
	- for Other services	0.50	-
	Selling expenses	10.89	24.49
	Donations	11.75	-
	Miscellaneous expenses Written off	46.19	47.23
	Other Administrative Expenses	33.81	84.27
	Total	303.71	543.72
2.30	Extraordinary Items		
	Loss on Inventory due to absolute & dead stock	0.00	560.48
	Foreign currency Translation adjustment	(202.32)	84.11
	Total	(202.32)	644.59



SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO CONSOLIDATED AUDITED FINANCIAL STATEMENTS

1 SIGNIFICANT ACCOUNTING POLICIES:

Corporate Information

XL Energy Limited (formerly XL Telecom & Energy Limited) is listed company having its shares listed in BSE and NSE stock exchanges. The company is engaged in manufacturing/trading/production and sale of Solar Photo voltaic Modules as its main business. In addition to this the company is engaged in the business of manufacture of equipment for Telecom Industry and manufacture of Ethanol. However at present this business conducted in this segment has become negligible. The company caters to both international and domestic market in Solar PV Business.

1.1 System of Accounting:

The accounts have been prepared and presented under the historical cost convention method on the accrual basis of accounting in accordance with the accounting principles generally accepted in India and comply with the Accounting Standards issued by The Institute of Chartered Accountants of India (ICAI) to the extent applicable.

1.2 Principles of consolidation:

The financial statements are prepared in accordance with the principles and procedures required for the preparation and presentation of consolidated financial statements as laid down on the accounting standards on Consolidated Financial Statements by the ICAI. The financial statements of the parent company, XL Telecom & Energy Limited and the subsidiary company Saptashva Solar SA, Spain have been combined on a line-by-line basis by adding together book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and transactions and resulting unrealized gains / losses. Exchange differences resulting from the difference due to transactions of foreign currency assets and liabilities in subsidiary company is disclosed as foreign currency translation adjustment. The consolidated financial statements are prepared applying uniform accounting policies for like transactions and other events in similar circumstances in use at the parent and subsidiary company.

1.3 Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgment estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the end of the reporting period. Although, these estimates are used on the managements' best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcome requiring a material adjustment to the carrying amounts of assets or liabilities to the carrying amounts of assets or liabilities in further periods.

1.4 Tangible Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. Cost is inclusive of duties & taxes (net of CENVAT/VAT), incidental expenses and erection / commissioning expenses.

1.5 Depreciation:

Depreciation on Fixed Assets is provided on Straight Line Method at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on Assets bought / sold during the year is charged at applicable rates on monthly basis in the month the Asset is put to use / sold.

1.6 Expenditure during construction period:

Expenditure (including Finance cost relating to borrowed funds for construction or acquisition of fixed assets) incurred on projects under implementation are treated as preoperative expenses pending allocation to the assets and are shown under "Capital Work in Progress". These expenses will be apportioned to fixed assets on commencement of commercial production.

1.7 Investments:

Long term investments and investments in subsidiary companies are carried at cost.



1.8 Valuation of Inventories:

- a) Inventories are valued at the lower of weighted average cost or net realizable value. The weighted average value is calculated on the basis of net landed cost.
- b) Cost for the purpose of finished goods and material in process is computed on the basis of cost of material, labour and other related overheads.
- c) In all the cases necessary adjustments are made in respect of non-moving, slow moving, damaged and unserviceable goods.

1.9 Foreign Exchange:

Foreign Exchange transactions are recorded at the exchange rates prevailing at the time of transactions or at contracted rates. Current assets and current liabilities are translated at values prevailing at the Balance Sheet date. Gains/losses, if any, arising thereby are recognized in the Profit and Loss account.

1.10 Revenue Recognition:

- a) Revenue from sales is recognized when significant risk and rewards in respect of ownership of the products are transferred.
- b) Revenue from domestic sales is recognized on dispatch of products from the factory of the Company.
- c) Revenue from export sales is recognized on the basis of dates of Bill of Lading.

1.11 Employee Retirement Benefits:

Defined Contribution Plan: Contributions paid/ payable the defined contribution plan of provident fund for employees covered under the scheme are recognized in the profit and loss account each year.

Defined Benefit Plan: The Company is accounting gratuity and bonus on cash basis. The company has not provided for gratuity and bonus liability as at the Balance Sheet date in accordance with revised accounting standard 15 issued by ICAI

Other Long Term employee Benefits: There are no long term employee benefits comprising of Leave encashment, bonus, etc. as at the Balance Sheet date.

1.12 Borrowing Costs:

Borrowing costs incurred in relation to the acquisition and construction of assets is capitalized as part of the cost of such assets up to the date when such assets are ready for intended use.

1.13 Income Tax Expenditure:

- a) Current Tax Expense: The current charge for income tax is calculated in accordance with the tax regulations.
- b) Deferred Tax Expense: Deferred income tax reflects the impact of timing difference between accounting income and tax income for the year/ period. Deferred tax is measured based on the tax rates and the tax laws enacted at the Balance sheet date. Deferred tax asset is recognized till the previous year. Deferred tax asset for the year is not recognized in view of the uncertainty of its utilization against the future profits of the Company.
- c) The company had received a demand notice from the Income Tax department in September 2012, for payment of Income tax dues for the AY.2005-06, AY.2006-07, AY. 2007-08 & AY 2008-09 for a total aggregate sum of ₹ 319.68 Lakhs. The company had not provided for such expenses in the account since the company had contested the demand raised by the department and the company is confident of winning the appeals.

1.14 Miscellaneous Expenditure:

Miscellaneous expenditure comprises of preliminary/ public issue expenses and deferred revenue expenditure which are amortized over a period of ten years.

**NOTES TO AUDITED CONSOLIDATED FINANCIAL STATEMENTS****2.31 Corporate Debt Restructuring (CDR)- Loan Recovery & OTS :**

The company could not execute the CDR package due to various reasons already explained in the previous year and the Banks have initiated steps for recovery of the debt including issuance of notice under SARFAESI Act as well as filing the OA with the DRT. However, the Banks have kept the option open for settling the debt under the OTS proposal submitted to the banks by the company with the proposed financial assistance from an ARC company. Interest on all banks outstanding have not been provided as the company is confident that the OTS proposal with support from the ARC companies will be acceptable to the banks and an early settlement with the banks will be completed..

2.32 The net worth of the Company suffered further depletion during the year due to substantial reduction in revenues of the company and the consequent losses suffered. However, considering the early settlement with the banks through the OTS and also the various measures taken by the Company to gain and accumulate orders and also taking into consideration the business potential in solar power space and future business prospects of the company, the accounts are stated ongoing concern basis.

2.33 Contingent liabilities not provided for in respect of:

(₹ in Lakhs)

Particulars	As at 31.03.2014	As at 31.03.2013
a) Guarantee / Counter Guarantees given on sale of contracts	710.77	597.26
b) Letter of credits by Banks	Nil	Nil
c) Estimated amount of contracts remaining to be executed on capital account (net of advances) not provided for	Nil	6622.91

2.34 Secured Loans:

(₹ in Lakhs)

Particulars	As at 31.03.2014	As at 31.03.2013
Term loans	19,647.45	19,647.45
Funded interest term loans I	367.43	367.43
Short term Loans	33,258.82	33,258.82
Working Capital Term loans	30,576.36	30,576.36
Funded interest term loans II	531.36	531.36
Working Capital Borrowings	4,478.04	4,502.44
Hire purchase loans from Banks	0.00	0.00
Total Secured Loans	88,859.46	88,883.86

All the loans are secured by,

- Mortgage and first charge on immovable properties, both present and future situated at Plot No. 198 A&B, IDA Cherlapally, Hyderabad

- Mortgage and first charge on the fixed assets of Ethanol Division situated at Plot No. B 8-10, MIDC, Kushnoor, Nanded, Maharashtra

- Mortgage and first charge on lease hold rights on land admeasuring 2,02,350 sq. mts. Approximately and fixed assets both present and future, situated at survey nos. 50,66,68,69,70,84,85,86 & 87 situated at Fabcity, Raviryal village, Maheswaram mandal, Rangareddy district, Telangana

- First charge on immovable properties, present and future situated at Shed nos. 30, 31 and 32, IDA, Mallapur, Hyderabad.



- Hypothecation of all tangible, movable properties and Assets, both present and future including raw materials, goods in process, finished goods and book debts.
- Personal guarantee of Directors of the Company Mr. Dinesh Kumar, Mr. Aneesh Mittal and Mrs. Ritulal Kumar.
- Hire Purchase loans are secured by hypothecation of specific vehicles.

2.35 Segment Reports

The company considers Solar business segment as the primary segment. In addition to Solar business, the company involved in Telecom business of manufacturing CDMA handsets, JKits & OFC, SMPS and manufacture of Ethanol. However, during the year there was negligible business in these segments. Hence, the segment reports are not provided

2.36 Related Party Transactions:

Information relating to Related Party transactions as per Accounting Standard 18, issued by The Institute of Chartered Accountants of India, notified under Section 211(3C) of the Companies Act, 1956 is as under:

a) Names of related parties and the nature of relationships:

Name	Relationship
i. Khandoba Distilleries Ltd	Subsidiary Company
ii. Saptashva Solar Ltd	Joint Venture Company (48.97%)
iii. Saptashva Solar SA	Wholly owned subsidiary Company
iv. Saptashva Solar SRL	Subsidiary of Saptashva Solar SA
v. Digrun Grun SL	Subsidiary of Saptashva Solar SA
vi. Apulia Solar SRL	Subsidiary of Saptashva Solar SRL
vii. Sree Sahasya Enterprises Pvt Ltd	Associate Company
viii. Key Management Personnel:	
Shri Dinesh Kumar	Managing Director
Smt Ritulal Kumar	Director

b) Transactions made during the period:

(₹ in Lakhs)

Name of the Party	Relationship	Sale of goods & Services	Advances/Loans/ investment given	Advances/Loans/ investment recovered	Loans received	Loans repaid	Receivable/ (payable) as at 31.03.2014
Khandoba Distilleries Limited	Subsidiary Company		-	1,537.80	-	292.72	-
Saptashva Solar Limited	Subsidiary Company		37.66	-	-	-	68.15

c) Amounts outstanding at the Balance Sheet date

(₹ in Lakhs)

Name of the Party	Relationship	2013-14		2012-13		Remarks
		Amounts Due to the company	Amounts Payable by the company	Amounts Due to the company	Amounts Payable by the company	
Khandoba Distilleries Limited	Subsidiary Company	-	-	1,537.80	-	Equity Subscribed. Investment in Khandoba sold off during this year
Khandoba Distilleries Limited	Subsidiary Company	-	-	-	292.72	Loans received from Khandoba settled during the year
Saptashva Solar Limited	Subsidiary Company	5.00	-	5.00	-	Equity Subscribed

**XL ENERGY LTD.**

Saptashva Solar Limited	Subsidiary Company	68.15		30.49		Loans given / received
Saptashva Solar S.A, Spain	Subsidiary Company	1,636.49		1,636.49		Equity Subscribed
Saptashva Solar S.A, Spain	Subsidiary Company	1,006.71		1,006.71		Application money pending allotment
Saptashva Solar S.A, Spain	Subsidiary Company	46.59		46.59		Amounts due against sales
Saptashva Solar SRL, Italy	Step down Subsidiary Company	345.55		345.55		Advances for expenses
Digrun Grun SL, Spain	Step down Subsidiary Company	653.93		653.93		Amounts due against sales

There are no dues to Micro, small and medium enterprises under Development Act, 2006, exceeding 45 days. The micro, small and medium industries are determined to the extent such parties have been identified on the basis of the information available with the Company.

2.37 Balances appearing under unsecured loans, sundry creditors, Capital WIP, Loans and advances and debtors are subject to confirmation and / or reconciliation, if any.

2.38 Previous year figures have been regrouped / reclassified wherever necessary.

As per our report of even date

For and on behalf of the Board

For V N R Associates
Chartered Accountants
FRN 004478S

Sd/-
Dinesh Kumar
Managing Director

Sd/-
Aneesh Mittal
Wholetime Director

Sd/-
K Surender Reddy
Chief Financial Officer

Sd/-
Bhargavi M
Company Secretary

Sd/-
V.N.Rao
Propreitor
M. No. 018492
Place: Hyderabad
Date: 12.06.2014

**Balance Sheet Abstract and Company's General Profile****I Registration Details**Registration No State Code Balance Sheet Date **II Capital Raised During the Year (Amount in ₹ Lakhs)**Public Issue Rights Issue Bonus Issue Private Placement **III Position of Mobilisation and Deployment of Funds (Amount in ₹ Lakhs)**Total Liabilities Total Assets **Sources of Funds**Paid Up Capital Net Fixed Assets Share Application Money Investments Reserves & Surplus Net Current Assets Secured Loans Misc. Expenditure Unsecured Loans Deferred Tax (Asset) **Application of Funds****IV Performance of Company (Amount in ₹ Thousands)**Turnover Profit/loss(-) After Tax Total Expenditure Earning Per Share Rs. Profit/loss(-) Before Tax **V Generic Names of Principle Products / services of the Company (As per the Monetary Terms)**Item Code No. Product Description Item Code No. Product Description Item Code No. Product Description Item Code No. Product Description Item Code No. Product Description Item Code No. Product Description



XL ENERGY LTD.

XL ENERGY LIMITED

Regd. Office: C2, Pooja Plaza, Vikrampuri, Secunderabad – 500 009
Ph: +91 40 27883333 Fax: +91 40 27883344

ATTENDANCE SLIP

Regd. Folio No..... DP ID Client ID

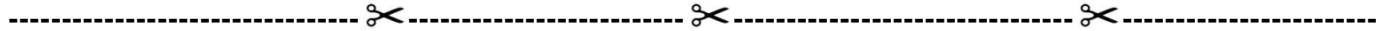
I certify that I am a Registered Shareholder / Proxy for the Registered Shareholder of the company,

I hereby record my presence in the Twenty Seventh Annual General Meeting of the Company to be held on Monday, the 29th day of September, 2014 at 11.00 AM at Premises of the Company's Plant at Shed No.31&32, IDA, Mallapur, Hyderabad - 500076 and at any adjournment thereof.

Member's / Proxy's Name
(in Block Letters)

Member's / Proxy's Name
Signature

Note: Please fill in this attendance slip and hand it over at the entrance of the Hall.



PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L31300TG1985PLC005844

Name of the Company: XL Energy Limited

Registered Office: C2, Pooja Plaza, Vikrampuri, Secunderabad – 500 009.

Name of the member (s) :
Registered address :
E-mail Id:
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

- 1. Name:** **Address:**
E-mail Id.....**Signature:**.....or failing him
- 2.Name:** **Address:**
E-mail Id:**Signature:**.....or failing him
- 3.Name:** **Address:**
E-mail ID: **Signature:**..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Seventh Annual General Meeting of the company, to be held on Monday, the 29th day of September, 2014 at 11.00 A.M. at the Premises of the Company's Plant at Shed No.31&32, IDA, Mallapur, Hyderabad - 500076 and at any and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. and Matter of Resolution	For	Against
1. To receive, consider and adopt the audited Balance Sheet as on 31 st March 2014, the Profit & Loss Account for the year ended on that date together with the Schedules and Annexure thereto and the reports of the Auditors' and the Board of Directors thereon		
2. To appoint a Director in place of Mr Dinesh Kumar, Director, who retires by rotation and being eligible offers himself for re-appointment		
3. To appoint a Director in place of Mrs Ritu Lal Kumar, Director, who retires by rotation and being eligible offers herself for re-appointment		
4. To re-appoint auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the fourth consecutive AGM and to fix their remuneration		
5. To appoint Mr Vikas Nayyar as an Independent Director		
6. To appoint Mr P R Vishnu as an Independent Director		
7. To re-appoint Mr Aneesh Mittal as Whole time Director		

Signed this..... day of..... 2014

Signature of Shareholder

Signature of Proxy holder(s)

**Affix
Revenue
Stamp**

Note: **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

BOOK POST

If undelivered, please return to



The Company Secretary
XL Energy Limited
(Formerly XL Telecom Limited)
C2, Pooja Plaza, Vikramপুরi
Secunderabad - 500 009