



29th ANNUAL REPORT

Tripura Natural Gas Company Limited

(A joint venture of GAIL (India) Ltd., Govt. of Tripura & Govt. of Assam)



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BOARD OF DIRECTORS



Shri Bolin Chetia, MLA
Chairman, AGCL.
Chairman, TNGCL



Shri B. Sinha
CGM (Mkt.), GAIL
Managing Director, TNGCL



Shri Kirankumar Gitte, IAS
Special Secretary to the Govt. of Tripura
Director, TNGCL



Shri Asim Kumar Bera
CGM (Kolkata Zonal), GAIL
Director, TNGCL



Mrs. Banani Debbarman
DGM, GAIL
Director (Commercial), TNGCL

Company Secretary
Mr. Pradeep Kumar Mahato



STATUTORY AUDITORS

*M/s S.A. Majumdar & Associates
Chartered Accountants
Agartala, Tripura-799001*

SECRETARIAL AUDITOR

*M/s Biman Debnath & Associates,
Company Secretaries
Guwahati-Assam 781005*

COST AUDITOR

*M/s Ranadhir Paul
Cost Accountant
Agartala, Tripura-799001*

INTERNAL AUDITOR

*M/s Koushik Debnath & Associates
Cost Accountant
Agartala, Tripura-799001*

REGISTRAR TRANSFER AGENT

Alankit Assignments Limited

DEPOSITORY

NSDL

REGISTERED OFFICE:

*Shilpa Nigam Bhawan,
Khejur Bagan, Kunjaban,
Agartala, Tripura-799006
Website: www.tngclonline.com*



NOTICE AGM

Notice is hereby given that the 29th Annual General Meeting (AGM) of the Members of Tripura Natural Gas Co. Ltd will be held at Registered Office at Shilpa Nigam Bhawan, KhejurBagan, Kunjaban, Agartala, Tripura-799006 on Friday, the 20th day of September, 2019 at 17.00 Hrs. to transact the following business:

ORDINARY BUSINESS

1. To receive, discuss, consider and adopt the Audited Financial Statement for the Financial Year ending on 31st March, 2019 and the report of Board of Director's on the working and activities of the Company and Independent Auditors' Report thereon and the comments thereupon of Comptroller and Auditor General of India and to pass the following resolution as **an ordinary Resolution**.

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2019 and the Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Independent Auditors' Reports and the comments thereupon of Comptroller and Auditor General of India be and are hereby received, considered and adopted."

2. To appoint statutory Auditor as and as recommended by the Comptroller & Auditor General of India and authorised the Board of Directors to fix the remuneration for the Fr 2019-20 and to pass the following resolution as **an ordinary Resolution**.

RESOLVED THAT the consent of the Company be and is hereby accorded the approval of the Appointment of M/s S.A. Majumdar & Associates, Chartered Accountants, Agartala for Financial Year 2019-20 as the Statutory Auditor at Audit fees of Rs. 2,00,000/- (Rs. 90,000/- For FY 2019-20, Rs. 55,000/- for period ending 30.09.2019 & Rs. 55,000/- period ending 31.12.2019) only excluding GST."

SPECIAL BUSINESS

3. Approval of Remuneration of the Cost Auditor for the financial year 2019-20.

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:-



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“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 including any statutory modifications or re-enactment thereof, for the time being in force, the appointment of M/s Bandopadhyaya Bhaumik & Co, Cost Accountants, be & is hereby appointed as the Cost Auditor of the company to conduct audit of cost records for F.Y. 2019-20 at the stipulated Cost Audit Fees of Rs. 83,000/- excluding all taxes including preparation of Cost Records of TNGCL, be and is hereby ratified and approved.”

By Order of the Board of Directors

Date: 28.08.2019

Place: Agartala

Sd/-

Pradeep Kumar Mahato
Company Secretary

To

The Board of Directors, Members and Auditors



NOTES:

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 29TH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER THE COMPANY.***

Proxy form is annexed to the Notice. The instrument appoint the proxy, duly completed and signed, must be deposited at registered office of the company not less than 48 hours before the commencement of the meeting.

2. *The explanatory statement as required under Section 102 of the Companies Act, 2013 with respect to item relating to Special Business is annexed to this notice and forms part of this notice.*
3. *Corporate Members intending to send their Authorised representative (s) to attend the meeting are required to send a copy of authorizing their representative to attend and vote on their behalf at the meeting.*
4. *Members/proxies are requested to bring the attendance slips duly filled in the meeting. Attendance slip is annexed to this notice.*

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013

As required by sub section 1 of Section 102 of the Companies Act, 2013, the following explanatory statement set out all the material facts relating to Item No. 3 of the accompanying Notice.

Item No. 3

The board of Directors at their meeting held on 28.08.2019, approved the appointment of M/s Bandopadhyaya Bhaumik & Co, Cost Accountants, as Cost Auditors to conduct the audit of the cost records maintained by the company for financial year 2019-20 ending 31st March, 2020.

In accordance with the provision of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified the members of the Company. Accordingly, the consent of the Members is sought for passing Ordinary resolutions as set out at Item No. 03 of the Notice for approval of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

The Board recommends the resolution for the approval of the shareholders.

No Director, Manager, other key managerial personnel and relatives of the same are concerned or interested in the passing of this Resolution.



TRIPURA NATURAL GAS COMPANY LIMITED

Financial Year 2018-19

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Twenty Ninth Annual Report and the Company's audited Financial Statement for the Financial year ended March 31, 2019.

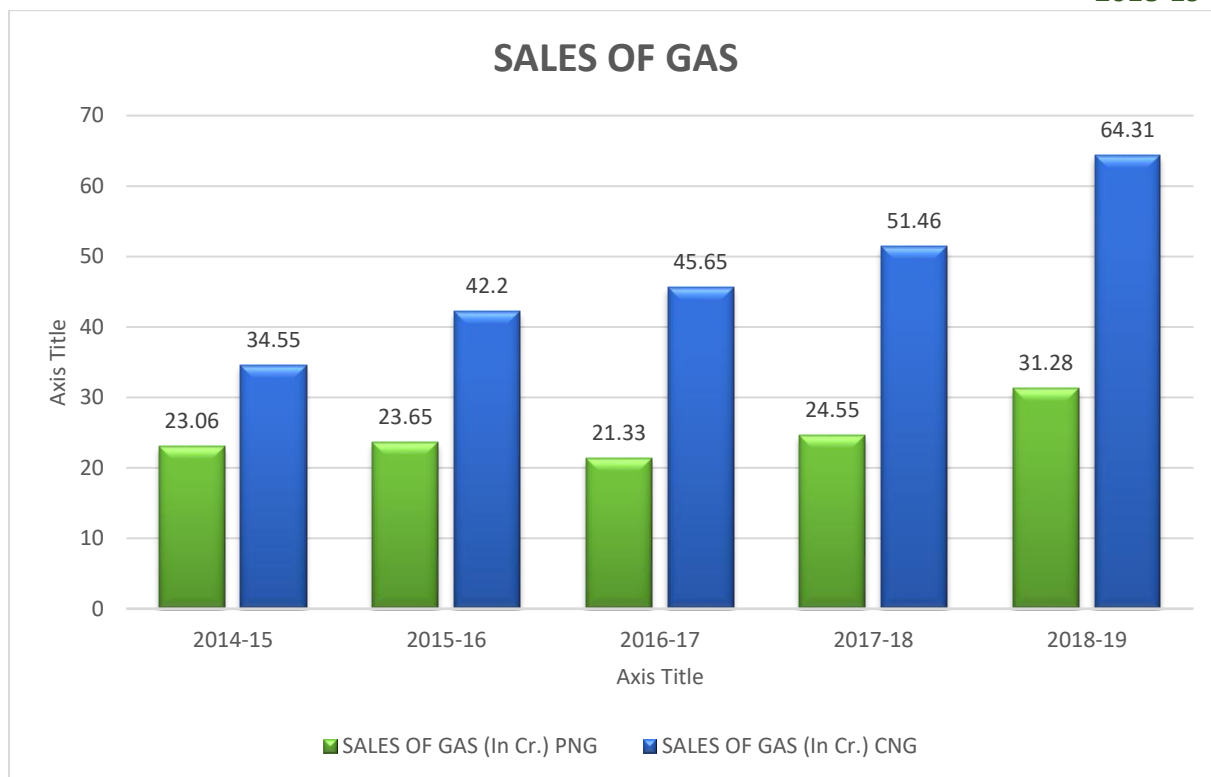
Tripura Natural Gas Company Ltd, is engaged in providing Natural Gas as an eco-friendly-easy on pocket source of fuel to Domestic, Commercial, Industrial and Automobile (CNG) segments in the state of Tripura. Since 1990, TNGCL has been consistent in creating robust CGD infrastructure in and around the capital city of Agartala, The Company over the years has established itself as the pioneer of CNG Business in entire Eastern India.

GAIL (India) Ltd. took the management control of the Company in 2005, along with other stake holders - Tripura Industrial Development Corporation (TIDC) & Assam Gas Company Ltd (AGCL). With commendable visionary leadership, exemplary problem solving skills and untiring efforts, the directors have been able to make TNGCL the fastest growing CGD entity in entire Eastern India within a very short period of time. TNGCL has been able to scale up number of Domestic PNG Connections from 34741 in 2018 to 39743 in 2019(March) resulting an overall growth in tune of 14.40%, compared to last Financial Year.. TNGCL over the years has been able to create popular demand for CNG as preferred fuel for automobile sector resulting in the additional CNG sales by 14,28,114 Kgs, thus registering a growth of 10.80 % in CNG business. While the overall project work reached a new height, the management also introduced bundle of employee benefit schemes, empowered its employees to carry out individual responsibilities more autonomously and ensured benchmark productivity per employee through continuous motivation and feedback mechanism

FINANCIAL RESULTS:

The Company's financial performance, for the year ended March 31, 2019 is summarised below:-

Particulars	2018-2019 (Rs.)	2017-2018 (Rs.)
I. Gross Revenue from Operations	95,59,42,621	76,00,48,783
II. Other Income	4,55,85,779	4,42,31,769
III. TOTAL REVENUE (I + II)	1,00,15,28,400	80,42,80,552
IV. TOTAL EXPENSES	78,90,29,757	61,45,19,628
V. Profit before exceptional items and extra-ordinary items and Tax (III-IV)	21,24,98,643	18,97,60,923
VI. TAX EXPENSES:		
Current Tax	69343085	6,89,56,168
Deferred Tax	5453781	34,57,828
VII. Profit (Loss) for the period (V-VI)	13,77,01,777	11,73,46,927
Earnings per Share		
1. Basic	351.28	299.35
2. Diluted	351.28	299.35



DIRECTORS PROPOSE TO APPROPRIATE THIS AMOUNT AS UNDER :

Appropriations:	2018-19	2017-2018
Adjustment of brought forward losses		
Towards Dividend	-	-
Corporate Dividend Tax	-	-
Transfer to General Reserve	-	-
Balance carried forward to Balance Sheet	13,78,69,631	11,59,28,788

SUMMARIZED CASH FLOW STATEMENT:

Cash Flows :	2018-19	2017-2018
Inflow/(Outflow) from operations	20,73,02,483	22,67,89,126
Inflow/(Outflow) from investing activities	(26,58,65,596)	(27,10,89,943)
Inflow/(Outflow) from financing activities	(2,40,00,000)	(2,38,00,000)
Net Increase/(decrease) in cash & cash equivalent	3,63,20,940	11,88,84,051



PERFORMANCE HIGHLIGHTS:

TNGCL has completed its three decades of eventful journey, starting with a humble beginning in 1990, your company today is considered as the fastest growing CGD Entity in entire Eastern India.

Your Company grew organically over the years by building substantial network of Natural Gas pipeline in the most difficult region of the country having a total of 787 Km of interlinked PE pipelines and 6.95 Km of Steel Pipeline to cater to entire city of Agartala and the adjoining areas.

With joining of GAIL in 2005 as a major stake holder, TNGCL has grown phenomenally, creating robust CNG infrastructure. With just one CNG station in 2007, TNGCL now has 8 CNG stations adding cleaner air to the environment and adding value to the ecology & future generation.

The financial result of the Company in 2018-19 has been phenomenal, breaking all previous records of the Company.

While the turnover of the Company grew by 24.53% from previous year's total revenue of `80.43 Crores to `100.15 Crores in 2018-19, the profit grew by 17.34%- thus keeping the upward trend. The Net Worth of the Company also grew by 18.07 % as compared to last Financial Year, while there had been an increase of 11.98 % in Profit Before Tax (PBT).

Particulars	Previous Year	Current Year 2018-19 (`)	Increase / Decrease	
	2017-18 (`)		(`)	%
Revenue	80,42,80,552	1,00,15,28,400	19,72,47,848	24.53%
Profit (PAT)	11,73,46,927	13,77,01,777	2,03,54,850	17.34%
PAT %	14.59%	13.75%		
Profit Before Tax (PBT)	18,97,60,923	21,24,98,643	2,27,37,720	11.98%
PBT (%)	23.59%	21.22%		
Net Worth	76,28,42,902	90,07,12,533	13,78,69,631	18.07%
Book Value (Rs./Share)	100	100		



SHARE CAPITAL:

There was no change in the share capital of the Company during the Financial year 2018-19.

DETAILS REGARDING THE MATERIAL CHANGES THAT OCCURRED DURING THE PERIOD

IN THE COMPANY:

For the Financial Year-2018-19, the Statement of Accounts has been prepared as per Indian Accounting Standard (IND AS) with the help of M/s Ernst & Young Associates LLP and was submitted to the Statutory Auditor for audit. The Statutory Audit has been completed and Supplementary Audit by CAG has been completed and final comments of the CAG have been received. There were no such material changes and commitments in the Company which could affect the financial position from the date of the financial statements of the Company for the Financial Year 2018-19 till the date of signing this report.

DIVIDEND

No dividend has been declared and paid during the year 2018-19.

GOVT. AUDIT REVIEW

As required under section 139(5) of the Companies Act, 2013, the Comments of the Comptroller and Auditor General of India (C&AG) on the Annual Accounts of the Company for the year ended on 31st March, 2019 is received and has been placed before the shareholders for consideration at Annual General Meeting. TNGCL has received NIL report from CAG for FY 2018-19.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

PNG BUSINESS:

Your Company has registered substantial growth in its PNG business. This growth is contributed by incorporating newer areas under PNG coverage thus adding 5002 new domestic consumers during the FY-2018-19. With the introduction of Online Payment Gateway through customer self service module in Company's website, the net realization has surpassed all previous records.

TNGCL has identified new areas within the authorized Geographical Areas where PNG connectivity is technically feasible and have laid mainline network which is envisaged to bring in more consumers

With scarcity of LPG Cylinders and demand supply gap, PNG has become preferred choice for consumers TNGCL is tirelessly working to provide more PNG connection so that LPG can be freed for further distribution at much needed rural areas.

Financial Year	Number of Domestic Connections
2009-10	7429
2010-11	8472
2011-12	9748
2012-13	11431
2013-14	14896
2014-15	17996
2015-16	22615
2016-17	28669
2017-18	34741
2018-19	39743



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COMMERCIAL PNG: TNGCL has been able to create consumer loyalty when it comes to the choice of using PNG for commercial purposes. Over the years, PNG supplied by TNGCL has become the No. 1 choice for small time entrepreneurs and commercial units as preferred fuel which not only gives value for money and ready availability but also adds to a cleaner environment. Up to FY 2018-19, total number of commercial connections to 423.

Financial Year	Number of Commercial Connections
2009-10	133
2010-11	159
2011-12	175
2012-13	214
2013-14	254
2014-15	294
2015-16	322
2016-17	366
2017-18	415
2018-19	423

INDUSTRIAL PNG: TNGCL has been instrumental in ensuring fuel sufficiency for Industrial units in and around the city of Agartala including Industrial Growth center at Bodhjunnagar. The Company is supplying round the clock PNG services to 49 industrial units including 9 major industrial units at Bodhjunnagar.

PHYSICAL INFRASTRUCTURE:

The Company has opened more areas under PNG Network within Agartala GA, thereby covering almost 85% of the city. During 2018-19, TNGCL has been able to lay a total of 4 KM of MDPE pipeline within the city area while providing PNG connections.

Financial Year	Total Length of MDPE Pipeline (KM)	Increase YOY (KM)
2009-10	278.01	6.42
2010-11	293.48	15.47
2011-12	309.066	15.586
2012-13	334.12	25.054
2013-14	383.92	49.80
2014-15	480.27	96.35
2015-16	622.00	141.73
2016-17	747.47	125.47
2017-18	783	35
2018-19	787	4
Growth in Physical Infrastructure		



CNG BUSINESS:

TNGCL has been the pioneer of CNG Business in entire Eastern India. Way back in 2007, TNGCL unveiled its first CNG station at Arundhuti Nagar, Agartala. As the demand for CNG grew up, the urgency was felt to have more station to cater to the increasing need.

The Company has been able create 108Km long CNG corridor from Udaipur in Gomati District to Khowai in Khowai District.

The Daughter booster station at Udaipur is running at full capacity and the Company has commissioned 02 Nos. of CNG Daughter Booster Station (DBS) at Bishramgunj and Bishalgarh at IOCL's Retail Outlets.

TNGCL has registered a growth of 10.80% on CNG sales in terms of volume attributed by popular demand in this cheapest & Eco friendly fuel and increased conversion in the entire range of automobile category running on CNG while **revenue from CNG Sales has increased by almost 24.98 %.**

Financial Year	Total Number of CNG Vehicles	Increase YOY
2009-10	1445	592
2010-11	2067	622
2011-12	4026	1959
2012-13	4682	656
2013-14	6148	1466
2014-15	6986	838
2015-16	9438	1375
2017-18	10620	1182
2018-19	11688	1068
Growth in Number of CNG vehicles		

CNG Sales (by volume) for FY 2018-19 & comparison increase /(decrease) with last Year			
Last FY-17-18 (In Kg)	Current Year 2018-19 (In Kg)	Increase/ (Decrease)	Percentage Increase/(Decrease)-%
13222195	14650309	1428114	10.80
Overall % increase in CNG Sales compared to Last FY			10.80%

CNG Sales (by revenue) for FY 2018-19 and comparison increase /(decrease) with last Year			
Last FY-2017-18	Current FY 2018-19	Increase/ (Decrease)	[In `] Percentage Increase/(Decrease)-%
51,45,65,572	64,31,31,731	12,85,66,159	24.98
Overall % increase in CNG Sales Compared to Last Financial Year			24.98%



SPECIAL ACHIEVMENT:

On 12.04.2018 PNGRB had invited bidding for 86 Geographical Areas (GA) for development of CGD Network. Out of these 86 GA's, two GA's are from Tripura -Gomati Tripura & West Tripura (Excluding areas already authorized).

TNGCL has participated in the bidding process for two GAs viz Gomati District, (GA-74) and West Tripura (Except areas already authorized) District (GA-75) in the state of Tripura and has successfully won the bids. Letter Of Intent (LoI) No.:PNGRB/CGD/BID/9/2018/GA/74/Tripura-Bid Evaluation dt: 04-08-2018 for Gomati District and Letter Of Intent (LoI) No.: PNGRB/CGD/BID/9/2018/GA/75/Tripura-Bid Evaluation dt:0408-2018 for West Tripura (Except areas already authorized) District,GA-74 have been issued 04-08-2018.by PNGRB

TNGCL has already submitted Performance Bank Guarantee of Rs.8 Crores for Gomati District, GA-74 and Rs.15 Cores for West Tripura (Except areas already authorized) District,GA-75 as applicable. TNGCL has submitted performance Bank Guarantee for Rs. 6 Crores for Agartala GA No. 99.16. The entire Bank Guarantee amount i.e. 29.00 cores has been arranged from Internal Generation.

TNGCL has already approved the business plan for the GA-74 for Gomati and for West Tripura (Except areas already authorized) District,GA-75. TNGCL has already increase its Authorised Capital, and is in Process of increasing its paid capital upto Rs. 30 Cores.

STRENGTHS:

1. No competition.
2. Small geography.
3. Huge demand supply gap.
4. North East Subsidy for PNG.
5. Support from Govt. and Promoters
6. Small payroll and high inputs.

WEAKNESS:

1. Less number vendors.
2. Prolonged rainy season washes away almost 4 months of work.
3. Low corpus and infusion of funds on time.
4. Absence of CNG corridor.
5. Geographical isolation from mainland.
6. Low Industrial Units/Growth

OPPORTUNITIES:

1. More areas can be brought under CGD network.
2. All districts of Tripura can be brought under CNG network.



THREATS:

1. High price raw materials/equipment/machineries/spare parts due to geographical isolations.
2. Non availability of proper lands for CNG station resulting in business loss.
3. Sundry debtors like big industries going out of Tripura without paying the dues.

INTERNAL CONTROL SYSTEM AND ADEQUACY:

TNGCL has inter-departmental feedback mechanism in place making the operations flexible. Again usage and adoption of newer technologies in meter reading is making the system more robust.

HUMAN CAPITAL:

Various initiatives and continuous up-gradation of existing systems for proper nurturing of human capital has been the motto of your Company. Employees have been provided with several new schemes including reimbursement for Mobile phones, medical leave encashment, assistance in purchasing PC/laptops, free refreshment for working extra hours etc has been introduced to ensure employee satisfaction.

SAFETY

HSE: During the year 2018-19, the Company has been proactive in implementing HSE policy. Safety drills are organized frequently to keep all concerned ready for any eventuality. There have been zero reportable incidences this year, once again proving the safety consciousness of the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the year 2018-19, the Company has undertaken major CSR activities as per CSR guideline and commitment of the Company and the Management has spent Rs. 30 Lacs in CSR activities under section 135 of Companies Act, 2013. **Detailed Annexure- A**

CORPORATE GOVERNANCE:

The Company is committed to maintain the highest standards of corporate governance. The report on Corporate Governance forms an integral part of this Report. The requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of corporate governance.

INTERNAL FINANCIAL CONTROLS:

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



DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Pursuant to Joint Venture Agreement, the Chairmanship of the Board is retire by rotation in the Annual General Meeting,.

Since the date of last Annual General Meeting held on 29.09.2018 the Board comprised of the following members:-

Sl. No.	Name	Designation	Date of Appointment	Date of Cessation
1	Shri Ravi Capoor, IAS	Chairman & Director	28.03.2018	15.12.2018
2	Shri N. Gangopadhyay	Managing Director	11.07.2016	04.05.2019
3	Shri V. Sivasankar Veeramalai	Director	19.09.2015	23.04.2018
4	Shri V. G. Jenner, IFS	Director	20.03.2018	15.05.2018
5	Dr. Sandeep R. Rathod, IAS	Director	18.05.2018	18.03.2019
6	Shri Bolin Chetia	Chairman & Director	15.12.2018	-
7	Shri Asim kumar Bera	Director	24.07.2018	-
8	Mrs. Banani Debbarman	Director (Com)	26.04.2018	-
9	Shri Kirankumar Dinarkarrao Gitte	Director	27.03.2019	-
10	Shri B. Sinha	Managing Director	21.05.2019	-

The Board places on record its deep appreciation for the valuable contribution made by Shri Ravi Capoor, IAS, during his tenure as Chairman & Director of the Company who demitted office with effect from effective 15.12.2018.

The Board places on record its deep appreciation for the valuable contribution made by Shri N. Gangopadhyay during his tenure as Managing Director of the Company who demitted office with effect from effective 04.05.2019.

The Board places on record its deep appreciation for the valuable contribution made by Shri V. Sivasankar Veeramalai during his tenure as Director (Commercial) of the Company who demitted office with effect from effective 23.04.2018.

The Board places on record its deep appreciation for the valuable contribution made by Shri V.G. Jenner, IFS during his tenure as Director of the Company who demitted office with effect from effective 15.05.2018.



The Board places on record its deep appreciation for the valuable contribution made by Dr. Sandeep R. Rathod, IAS during his tenure as Director of the Company who demitted office with effect from effective 18.03.2019.

The Board noted the appointment of Shri Kirankumar Dinkarrao, Gitte, IAS, MD, TIDCL as Director in the Board of TNGCL.

The Board noted the appointment of Shri B. Sinha, CGM (GAIL) as Managing Director in the Board of TNGCL.

Attendance of each Director at Board Meeting since last AGM

Sl.No.	Name	Total meetings held	Meetings attended
1	Ravi Capoor	2	2
2	Bolin Chetia	2	2
3	N. Gangopadhyay, [Ex-Managing Director.]	4	4
4	Banani Debbarman Director (Comm.)	4	3
5	Asim Kumar Bera	3	2
6	Dr. Sandeep R. Rathod	3	1
7	Aditya Kumar Sharma	5	2
8	Kirankumar Dinkarrao Gitte	1	0

MEETINGS OF THE BOARD:

Five meetings of the Board of Directors were held during the year. Details of the Board Meeting has been given below-

Number of Board Meetings held and dates on which held:

No. of Board meeting	Date	Place
94 th	28.06.2018	Guwahati
95 th	15.09.2018	Guwahati
96 th	01.02.2019	Agartala
97 th	27.03.2019	Guwahati

BOARD EVALUATION:

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

INDEPENDENT DIRECTORS:

The provisions of the section 149 of the companies Act, 2013 regarding the appointment of Independent Director is not applicable to the Company as the Company does not fall under the class of Companies required to appoint Independent Director. However as the Company is the Government Company all the appointments are made by the Government. In view of the same the Company has not taken initiative for the same.



EXTRACT OF ANNUAL RETURN:

Extract of Annual Return of the Company is annexed herewith as **Annexure -B** to this Report in the form MGT-9 as per the Companies Act, 2013.

AUDITORS AND AUDITORS` REPORT

STATUTORY AUDITORS

TNGCL is a Joint Venture Company & is thus required to get its A/C's Audited by an Auditor duly appointed by CAG. For the FY-2018-19, CAG has appointed, M/s S.A.Majumdar & Associates, Chartered Accountants at a fees of Rs. 60,000 (Rupees sixty Thousand only) excluding taxes and Board and shareholders has approved at 28th Annual General Meeting on the request to increase fees of Rs. 75,000/- excluding taxes.

For the Financial Year-2018-19, the Statement of Accounts has been prepared as per Indian Accounting Standard (IND AS) with the help of M/s E&Y LPP and was submitted to the Statutory Auditor for audit. The Statutory Audit has been completed and the Audited Statement of Accounts have been submitted to CAG for Supplementary Audit and CAG has submitted the CAG Audit Report, annex herewith in **Annexure-C**.

INDEPENDENT AUDITOR:

Since the Company is a Government Company, the independent auditor is appointed by the Comptroller and Auditor General of India (C & AG) as per Section 139(5) of the Companies Act, 2013.

However the C&AG has recommended /empaneled name M/s S. A. Majumdar & Associates, Chartered Accountants for the financial year 2018-2019 and Audit was completed.

For Financial year 2019-20 CAG has not yet appointed/recommended the Statutory Auditor of the Company, as CAG recommended the Statutory Auditor for Financial Year 2019-20, the same shall be placed before Shareholders at Annual General Meeting to decide and fix the remuneration of the Statutory Auditor(s) of the Company as appointed by the Comptroller and Auditor General of India for the Financial Year 2019-20.

AUDIT OBSERVATION:

The Notes on financial statement referred to in the Auditors` Report are self-explanatory and do not call for any further comments. The Auditors` Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDITORS:

TNGCL is not cover under Section 204 of Companies Act, 2013 for Secretarial Audit. TNGCL doing it on voluntary basis for Good Corporate Governance. Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Company appointed M/s Biman Debnath & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the Financial Year 2018-19. The Secretarial Audit Report of the company is annexed along with management reply herewith **Annexure -D**.

COST AUDITOR:

Pursuant to provisions of Section 148(3) of the Companies Act, 2013, the Company has appointed M/s Ranadhir Paul & Associates to undertake the Cost Audit of the Company for the Financial Year 2018-19. The due date for



filing cost audit report of the company of the Company is 30 days from the receipt of Cost Audit Report. The Cost Audit Report has been completed on 19.08.2019 and is placed before the Board, the same shall be filed with MCA and the necessary action for the same is being taken.

PARTICULARS OF LOANS, GUARANTEES & INVESTMENT U/S 186:

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

DISCLOSURES:

CSR Committee

CSR Committee consists of the following members as approved by the Board:

1. Managing Director
2. Director (Commercial)
3. Director nominated by TIDC Ltd.

AUDIT COMMITTEE:

There is no Committee in existence in the Company. As the provisions regarding the appointment of Audit committee are not applicable to the Company. However, the Board is taking advice and proper consent from the Statutory Auditor of the Company from time to time as and when required regarding the same.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company have not entered into any related party transaction with Promoters, key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

For the Financial Year-2018-19, the Statement of Accounts has been prepared as per Indian Accounting Standard (IND AS) with the help of M/s Ernst & Young Associates LLP and was submitted to the Statutory Auditor for audit. The Statutory Audit has been completed on 03-06-2019 and the Final Comments of CAG been has been received on 08.08.2019. There were no such material changes and commitments in the Company which could affect the financial position from the date of the financial statements of the Company for the Financial Year 2018-19 till the date of signing this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

The details regarding energy conservation and technology absorption as required to be furnished pursuant to Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 as amended is not applicable during the period under consideration, since the Company is not engaged in manufacturing activity.



FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year, there have been no transactions affecting the direct foreign exchange earnings and outgo of the Company.

RESEARCH AND DEVELOPMENT:

TNGCL with its very limited resources has been able to ramp up its operations from the indigenously developed O&M practices which are in sync with industry benchmark process. With growing business, TNGCL is committed towards developing benchmark practices in days to come, including implementation of system development like SCADA, billing & accounting software through SAP, ORACLE etc.

Company's Policy Relating To Directors Appointment, Payment Of Remuneration And Discharge Of Their Duties:

As per JVA, Article of Associations of the Company, GAIL is to nominate 3 Directors and AGCL and TIDC one each in the board of TNGCL. Managing Director and Director (Commercial)-2 whole time Executive Directors are to be nominated by GAIL on Secondment basis. Others are Non- Executive Directors. Chairman will be the whole time Director of GAIL and Chairman of AGCL and TIDC on 2 years rotation basis. Sitting fees @ `15,000/- are given only to Non. Govt. official Directors.

INDUSTRIAL RELATIONS:

Industrial relations were cordial and harmonious throughout 2018-19

BUSINESS RISK MANAGEMENT:

The Company is taking appropriate steps for the reduction of risk at every level of operation of the Company. The Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives.

NOMINATION & REMUNERATION COMMITTEE POLICY:

As the provisions of section 178 of the Companies Act, 2013 is not applicable to the Company, the Company has not taken any steps for the formation of the same. However, the Board is taking advice and consultation from the Statutory Auditor of the Company from time to time as and when required regarding the same.

DISCLOSURE ON ESTABLISHMENT OF A VIGIL MECHANISM:

The Company has not framed any specific Vigil Mechanism system till date but the same is under process in consultation with GAIL.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

There were no cases reported for Sexual Harassment of Women at Workplace during the Financial Year 2018-19. Further, the company is taking effective steps for prevention and prohibition of Sexual Harassment of Women



at Workplace. Your company taking up the necessary steps to constitute constitution of Internal Complaint Committee (ICC) under provision of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal), Act, 2013, which is in under process.

FRAUD PREVENTION POLICY:

In view of the comments of Auditor General of India(C&AG) on the annual accounts of the company in compliance with the section 139 of the Company Act 2013 the “Fraud Prevention Policy” has been framed to provide a system for detection and prevention of fraud and on reporting of if any that is detected or suspected and for fair dealing of matters pertaining to fraud.

Further, to ensure that Management is aware of its responsibilities for detection & prevention of fraud and for establishing procedures for preventing fraud and/ or detecting fraud whenever it occurs, to provide a clear guidance to employees and others dealing with TNGCL forbidding them from carrying on such activities where they suspect any fraudulent activity has arisen and the action to be taken by them where they suspect any fraudulent activity and other actions as proposed by the committee.

The proposed policy will apply to any fraud or suspected fraud involving TNGCL employees (all full time, part time or appointed on ad-hoc/ temporary / contract basis), employees in TNGCL on secondment basis from other Companies as well as representatives of vendors, suppliers, contractors, consultants, lenders, service providers or any outside agency(ies) doing any type of business with TNGCL.

The matter was discussed in the meeting with GAIL JV group at Delhi on 06.08.2015 at GAIL corporate office Delhi. JV group of GAIL corporate office, Delhi has forwarded a draft Fraud Prevention Policy based on which a Fraud Prevention Policy has been drafted and placed before the Board in the 79th Board meeting and Board has approved the same.

GENERAL DISCLOSURES:

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

- 1. Details relating to deposits covered under Chapter V of the Act.*
- 2. Issue of equity shares with differential rights as to dividend, voting or otherwise.*
- 3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.*
- 4. Your board informed that it was noticed that the Registrar of companies, Shillong has instituted proceeding against the Company and its officers for violation of Section 148 of the Companies Act, 2013 (i.e. for non-filing of Cost Audit Report for the Financial year 2014-15 within 30 days of receipts of Audit Report). And the Company and its officers have compounded the offences under section 441 of Companies Act, 2013 with Regional Director, NER and accordingly the default has been rectified.*
- 5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.*



DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with Section 134 of the Companies Act, 2013, the Directors of Tripura Natural Gas Company Limited confirms that:

- a) In the preparation of the annual accounts for the year ended March 31, 2019, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors have 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 as at March 31, 2019 and of the profit of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a `going concern` basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT:

Your Directors express their gratitude to the Ministry of Petroleum and Natural Gas, Petroleum and Natural Gas Regulatory Board, State Government of Tripura and the Promoter Companies (GAIL-TIDC-AGCL) for their continuous patronage throughout the year.

The Directors also acknowledge the support of all Statutory & local authorities, Bankers, Media, Contractors, Vendor and Suppliers.

The Directors place on record their deep appreciation towards TNGCL's valued customers for their continued co-operation & support and look forward to the continuance of this relationship in future as well.

The Directors wish to express their gratitude to all the shareholders for their continued trust and support.

The Directors also sincerely acknowledge the contributions made by all the employees of TNGCL for their dedicated services to the Company.

For and on behalf of Board of Directors

Sd/-

**Bolin Chetia
(CHAIRMAN)**

Date: 28.08.2019

Place: Shillong



1. BRIEF OUTLINE OF CSR POLICY AND PROJECTS OR PROPOSED PROGRAMMES TO BE UNDERTAKEN

Your Company being a socially responsible and environment friendly organization has always strived for creation of value in the society & community where it is carrying out its operations through meaningful & sustainable CSR initiatives. In terms of the provisions of Section 135 and CSR rules therein, CSR policy has been framed covering major thrust areas as mentioned in Schedule VII of the Companies Act, 2013.

2. CSR COMMITTEE OF BOARD

In compliance with the provisions of Section 135(1) of the Companies Act, 2013, the CSR Committee of the Board comprises of Managing Director, Director (Commercial) of the Company and Managing Director of Tripura Industrial Development Company Ltd. as members. Based on the 2% of the average of the net profits made during the 3 immediately preceding years, 11,05,69,743 was available for taking up CSR projects in FY 2018-19, as per the provisions of the Companies Act, 2013 and various projects outlined in Schedule VII of the Companies Act, 2013.

3. AVERAGE NET PROFIT FOR LAST THREE FINANCIAL YEARS Year Net Profits.

2015-2016 =10,13,58,992

2016-2017 =11,30,03,312

2017-2018 =11,73,46,927

Total (A) =33,17,09,231

Average of 3 Financial =11,05,69,743/- X 2%=22,11,394/- .

2%* Net Profit after Tax for CSR is as per the provisions of the Companies Act, 2013

4. PRESCRIBED CSR EXPENDITURE (TWO PERCENT OF THE AMOUNT AS IN ITEM 3)

The prescribed CSR expenditure for FY 2018-19 as per provisions of Companies Act, 2013 was Rs 22,11,394/- .

5. DETAILS OF CSR SPENDS DURING THE FINANCIAL YEAR

1. Total amount spent in the Financial Year 2018-19 is Rs. 30 Lacs..

2. Amount unspent, if any- : NIL

3. Manner in which the amount spent during the Financial Year is detailed below: During FY 2018-19 your Company has executed CSR initiatives towards fulfillment of the social obligation of the Company and by giving DM –Gomatti, Tripura and DM West Tripura for CSR activities as approved by CSR Committee.

6. REASON FOR LESS THAN STIPULATED EXPENDITURE: Not applicable.

7. RESPONSIBILITY STATEMENT OF THE CSR COMMITTEE OF THE BOARD

This is to certify that the implementation and monitoring of CSR Policy is in compliance with the CSR objectives and Policy of the Company and the CSR objectives as provisioned under Section 135 of the Companies Act, 2013.



FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	N.A.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
e)	Justification for entering into such contracts or arrangements or transactions'	N.A.
f)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	N.A.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	GAIL (India) Ltd. & Tripura Industrial Development Corporation Ltd.
b)	Nature of contracts/arrangements/transaction	GAIL – purchase of gas, Salary etc, & Trade payables. TIDCL – Lease & shed rent of leasehold land, premises for registered office, Board approval 04.07.2016.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	As per Joint Venture Agreement
e)	Date of approval by the Board	15.02.2016 & 27.04.2013
f)	Amount paid as advances, if any	N.A.



Part “B”: Associates and Joint Ventures

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

I.

Name of associates/Joint Ventures	N.A
Latest audited Balance Sheet Date	N.A
Shares of Associate/Joint Ventures held by the company on the year end	N.A
Amount of Investment in Associates/Joint Venture	N.A
Extend of Holding%	N.A
Description of how there is significant influence	N.A
Reason why the associate/joint venture is not consolidated	N.A
Net worth attributable to shareholding as per latest audited Balance Sheet	N.A
Profit/Loss for the year	N.A
Considered in Consolidation	N.A
Not Considered in Consolidation	N.A

1. Names of associates or joint ventures which are yet to commence operations- N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year- N.A



FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U23201TR1990SGC003451
2	Registration Date	10.07.1990
3	Name of the Company	TRIPURA NATURAL GAS CO LTD
4	Category/Sub-category of the Company	Company Limited by shares Indian Non-Government Company
5	Address of the Registered office & contact details	Shiipla Nigam Bhawan, Khejurbagan, Kunjaban, Agartala, Tripura-799006
6	Email	pradeep_mahato@tngcl.com
7	Phone No:	0381-2328906
8	Whether listed company	No
9	Website address	www.tngclonline.com
10	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Alankit Assignments Ltd.
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY		

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Extraction of crude petroleum and natural gas	6102	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held	Applicable Section
1	GAIL (INDIA) LIMITED	L40200DL1984 GOI018976	Joint Venture	48.98	N/A
2	ASSAM GAS COMPANY LTD	U11101AS1962 SGC001184	Joint Venture	25.51	N/A
3	TRIPURA INDUSTRIAL DEVELOPMENT CORPORATION LTD	U75112TR1974 SGC001491	Joint Venture	25.51	N/A



IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01 April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF		8	8	0.00%		8	8	0.00%	0.00%
b) Central Govt			-	0.00%			-	0.00%	0.00%
c) State Govt(s)			-	0.00%			-	0.00%	0.00%
d) Govt. Companies	1,92,000	1,99,992	3,91,992			3,91,992	3,91,992		
e) Bodies Corp.			-	0.00%			-	0.00%	0.00%
f) Banks / FI			-	0.00%			-	0.00%	0.00%
g) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (1)	1,92,000	2,00,000	3,92,000	100.00 %	-	3,92,000	3,92,000	100.00 %	0.00%
(2) Foreign									
a) NRI Individuals			-	0.00%			-	0.00%	0.00%
b) Other Individuals			-	0.00%			-	0.00%	0.00%
c) Bodies Corp.			-	0.00%			-	0.00%	0.00%
d) Any other			-	0.00%			-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	1,92,000	2,00,000	3,92,000	100.00 %	-	3,92,000	3,92,000	100.00 %	0.00%
B. Public Shareholding									
1. Institutions									



a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI			-	0.00%			-	0.00%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)			-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FIIs			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian			-	0.00%			-	0.00%	0.00%
ii) Overseas			-	0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh		-	-	0.00%		-	-	0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		-	-	0.00%		-	-	0.00%	0.00%
c) Others (specify)									



Non Resident Indians			-	0.00%			-	0.00%	0.00%
Overseas Corporate Bodies			-	0.00%			-	0.00%	0.00%
Foreign Nationals			-	0.00%			-	0.00%	0.00%
Clearing Members			-	0.00%			-	0.00%	0.00%
Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies - D R			-	0.00%			-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
Total Public (B)	-	-	-	0.00%	-	-	-	0.00%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%				0.00%	0.00%
Grand Total (A+B+C)	1,92,000	2,00,000	3,92,000	100.00 %	-	3,92,000	3,92,000	100.00 %	0.00%

(ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledge d/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledge d/ encumbered to total shares	
1	Assam Gas Co. Ltd	99,996	25.51 %		99,996	25.51 %		0.00%
2	Tripura Industrial Development Corporation Ltd.	99,996	25.51 %		99,996	25.51 %		0.00%
3	GAIL(India) Ltd.	1,92,000	48.98 %		1,92,000	48.98 %		0.00%



4	Nominees of Promoters i.e. Asaam Gas Company Limited & Tripura Industrial Development Corporation Limited	8	0.00%		8	0.00%	0.00%
	Total	3,92,000	100.00%		3,92,000	100.00%	

iii *Change in Promoters' Shareholding (please specify, if there is no change): No Changes during the year*

iv *Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable*

v *Shareholding of Directors and Key Managerial Personnel: NIL*

VI. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	6,79,78,290.00			6,79,78,290.00
ii) Interest due but not paid		-		-
iii) Interest accrued but not due		-		-
Total (i+ii+iii)	6,79,78,290.00	-	-	6,79,78,290.00
Change in Indebtedness during the financial year				
* Addition		-		-
* Reduction	1,85,70,841.00	-		1,85,70,841.00
Net Change	1,85,70,841.00	-	-	1,85,70,841.00
Indebtedness at the end of the financial year				
i) Principal Amount	4,94,07,449.00	-		4,94,07,449.00
ii) Interest due but not paid		-		-



iii) Interest accrued but not due		-		-
Total (i+ii+iii)	4,94,07,449.00	-	-	4,94,07,449.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL : NA

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
	Name	N. Gangopadhyay	Sivasankar Veeramalai	(Rs/Lac)
	Designation	Managing Director	Director (Commercial) WTD	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	75,44,528.00	50,48,509.00	1,25,93,037.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	Total (A)	75,44,528.00	50,48,509.00	1,25,93,037.00
	Ceiling as per the Act			

B. Remuneration to other Directors : NA

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors				



29th Annual Report 2018-19

	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors				-
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration				1,25,93,037.00
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD :-

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	N/A	Atanu Datta Choudhury	Pradeep Kumar Mahato	(Rs/Lac)
	Designation	CEO	CFO	Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		21,04,955.00	6,45,707.00	27,50,662.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total	-	21,04,955.00	6,45,707.00	27,50,662.00



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: -											
Type		Section of the Companies Act		Brief Description		Details of Penalty / Punishment/ Compounding fees imposed		Authority [RD / NCLT/ COURT]		Appeal made, if any (give Details)	
A. COMPANY											
Penalty		Rs. 25000		148		For not filing cost audit report for Financial year 2014-15 with 30 days of receipt.		RD		Yes and rectified	
Punishment											
Compounding		yes									
B. DIRECTORS											
Penalty		Rs. 40,000		148		For not filing cost audit report for Financial year 2014-15 with 30 days of receipt.		RD		Yes and rectified	
Punishment											
Compounding		yes									
C. OTHER OFFICERS IN DEFAULT											
Penalty		Rs. 20,000		148		For not filing cost audit report for Financial year 2014-15 with 30 days of receipt.		RD		Yes and rectified	
Punishment											
Compounding		yes									



BIMAN DEBNATH & ASSOCIATES
Company Secretaries

BIMAN DEBNATH
B. Com., LLB, DTL., FCS.
Flat No- 402, Block-C, Prasanti Pride,
Prakash Choudhury Housing Complex,
Tarun Nagar, ABC, Guwahati-781005
Assam, India
Tele : 9365313716(O), 9864028145(M)
8472815679(M)
Email: csbimandebnath@gmail.com,
csbiman@gmail.com

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

To,
The Members,
M/s Tripura Natural Gas Company Limited
Shilpa Nigam Bhawan, Khejur Bagan,
Kunjaban, Agartala-799006, West Tripura

On request of the Company we have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **TRIPURA NATURAL GAS COMPANY LIMITED** (CIN:U23201TR1990SGC003451) (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of books, papers, minute books, forms and returns filed and other records maintained by **M/s Tripura Natural Gas Company Limited** and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2019** complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s Tripura Natural Gas Company Limited** ("**the Company**") for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Memorandum and Articles of Association of the Company.
- (iii) Other Acts or Guidelines:
 - (i) Guidelines from the Ministry of Petroleum & Natural Gas.
 - (ii) Order, Instructions, Guidelines of the Dept of Public Enterprises, Govt of Tripura.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Board & General Meetings.





NATH & ASSOCIATES
Secretaries

BIMAN DEBNATH
B. Com., LLB, DTL., FCS.
Flat No- 402, Block-C, Prasanti Pride,
Prakash Choudhury Housing Complex,
Tarun Nagar, ABC, Guwahati-781005
Assam, India
Tele : 9365313716(O), 9864028145(M)
8472815679(M)
Email: csbimandebnath@gmail.com,
csbiman@gmail.com

(ii) Joint Venture Agreement

We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

Regarding the compliance of other applicable laws, the Company Secretary of the Company have certified and reported that there is no non compliance on the part of the Company:

- (i) The Employees' Provident Funds And Miscellaneous Provisions Act, 1952
- (ii) The Minimum Wages Act, 1948

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except the following:

1. The Company has not complied with the provisions of Section 173 of the Companies Act, 2013, Clause 5.2 B. of the Joint Venture Agreement and clause 2.1 of the Secretarial Standard-2 issued by the Institute of Company Secretaries of India with respect to not holding of Board meeting within 120 days/ 3months between two consecutive meetings.
2. During the course of audit it was observed that pursuant to Section 148(3) of the Companies Act, 2013 the Company has not ratified the remuneration of cost Auditor fixed by the Board in the Annual General Meeting for the FY 2017-18 held on 29.09.2018.
3. Disclosure of Interest of Directors pursuant to Section 184(1) of the Companies Act, 2013 from Shri Bolin Chetia, Chairman cum Director in Form MBP-1 were not placed in the 1st meeting in which he was attended.
4. Pursuant to Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 the Board reports for the FY 2017-18 of the Company, the annual report on CSR containing particular is not as per format prescribed in the said rules.
5. The Company has not displayed at any conspicuous place in the workplace, the penal consequences of Sexual Harassments pursuant to Section 19(b) of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Company has not constituted an Internal Complaints Committee pursuant to



ATH & ASSOCIATES
Secretaries

BIMAN DEBNATH
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Prakash Choudhury Housing Complex,
Tarun Nagar, ABC, Guwahati-781005
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8472815679(M)
Email: csbimandebnath@gmail.com,
csbiman@gmail.com

Section 4(1) of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 under review though there exists a congenial working environment for the workers of both the genders in the Company.

We further report that:

Since, the paid up capital of the Company is Rs. 3,92,00,000/- (Rupees Three Crore and Ninety Two Lakh Only) the provisions of Section 204 of the Companies Act, 2013 relating to Secretarial Audit are not applicable to the Company along with many other provisions of the Act, thus this Secretarial Audit Report is obtained voluntarily by the Company. Therefore, the sections which are not applicable to the Company are not taken into consideration while preparing the Secretarial Audit Report.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except one Board meeting dated 15/09/2019 which was conducted on shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The decisions of the Board were unanimous and no dissenting views have been recorded as per the minutes of the meetings, the minutes were duly recorded and signed by the chairman.

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

We further report that during the course of audit it was noticed that the Registrar of Companies, Shillong has instituted proceedings against the Company and its officers for violation of Section 148 of the Companies Act, 2013 (i.e for non filing of Cost Audit report for the FY 2014-15 within 30 days of receipt of Audit Report). And the Company and its officers have compounded the offences under Section 441 of the Companies Act, 2013 with the Regional Director, NER and accordingly the default has been rectified.





BIMAN DEBNATH & ASSOCIATES
Secretaries

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Email: csbimandebnath@gmail.com,
csbiman@gmail.com

Based on the representation of the management, during the audit period, there are no specific events/actions having a major bearing on the Company Affairs in pursuance of the laws, rules, regulations, guidelines, standards etc. referred above.

For Biman Debnath & Associates
Company Secretaries

CS Biman Debnath
(Proprietor)
C.P. No.5857
FCS No. 6717

Date: 17/08/2019
Place: Guwahati



Special messenger



लोकहितार्थ सत्यनिष्ठा

Dedicated to Truth in Public Interest.

सं ईएस-1 (पीएसयू)/52-33/2019-20/237
दिनांक : 07 अगस्त 2019

महालेखाकार) लेखापरीक्षा (का) कार्यालय,
त्रिपुरा, अगरतला.

OFFICE OF THE ACCOUNTANT GENERAL (AUDIT),
TRIPURA, AGARTALA

पिन/ PIN - 799006

फ़ोन / Phone : 235-5494/235-0063

फैक्स/ Fax - 0381-2350158/ 235-0423

ईमेल/ Email: agautripura@cag.gov.in

सेवा में

प्रबंधन निदेशक,
त्रिपुरा प्राकृतिक गैस कंपनी लिमिटेड,
शिल्पा भवन, खेजूर बागान, कुंजबन,
अगरतला, त्रिपुरा (पश्चिम).

8 AUG 2019

Copy sent
09/08/19

विषय: - वर्ष 31 मार्च 2019 की समाप्ति के लिए त्रिपुरा प्राकृतिक गैस कंपनी लिमिटेड के लेखाओं पर कंपनी अधिनियम, 2013 की धारा 143 (6) (बी) के अंतर्गत भारत के नियंत्रक महालेखापरीक्षक की टिप्पणी।

महोदय,

मैं 31 मार्च 2019 के अंत के लिए त्रिपुरा प्राकृतिक गैस कंपनी लिमिटेड के खातों पर कंपनी अधिनियम, 2013 की धारा 143 (6) (बी) के तहत एक निल टिप्पणी सर्टिफिकेट भेज रहा हूं।

उपर्युक्त कथित वर्ष के लिए प्रिंटेड वार्षिक लेखाओं की दो प्रतियाँ निदेशक रिपोर्ट के साथ इस कार्यालय को कृपा रिकॉर्ड के लिए भेजे।

इस पत्र की पावती कृपा भिजवाए।

सलंग्र : यथोपरी

भवदीय,

उपमहालेखाकार (प्रशा. & ईआरएस)

उपनिर्देशक
09/08/19

प्राप्त
09/08/19
क. ले. अ.



294

Special Messenger



लोकहितार्थ सत्यनिष्ठा

Dedicated to Truth in Public Interest.

To
The Managing Director,
Tripura Natural Gas Company Limited,
Shilpa Nigam Bhawan, Khejur Bagan, Kunjaban,
Agartala, Tripura (West).

No. ES-I (PSUs)/52-33/2019-20/JGC,

Dated: 07 August 2019

महालेखाकार/लेखापरीक्षा (का) कार्यालय,
त्रिपुरा, अगरतला.

OFFICE OF THE ACCOUNTANT GENERAL (AUDIT),
TRIPURA, AGARTALA

पिन/ PIN - 799006

फोन : Phone : 235-5494/235-0063

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Congratulations to Team Tngcl

Subject: Comments of the Comptroller and Auditor General of India under Section 143 (6) (b) of the Companies Act, 2013 on the accounts of Tripura Natural Gas Company Limited for the year ended 31 March 2019.

Sir,

I am forwarding herewith Nil Comments certificate under Section 143 (6) (b) of the Companies Act, 2013 on the accounts of Tripura Natural Gas Company Limited for the year ended 31 March 2019.

Two copies of the printed annual accounts for the year as mentioned above together with the Directors' Report thereon may please be sent to this office for record.

The receipt of this letter may please be acknowledged.

Enclosed : As stated.

Yours faithfully,

Deputy Accountant General (Admin. & ERS)

Am
07/8/19

Wimbalant
SAC 07/8/19



COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF TRIPURA NATURAL GAS COMPANY LIMITED FOR THE YEAR ENDED 31 MARCH 2019

The preparation of financial statements of Tripura Natural Gas Company Limited for the year ended 31 March 2019 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their audit report dated 03 June 2019.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Tripura Natural Gas Company Limited for the year ended 31 March 2019 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

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

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

Place: Agartala
Date: 07th August 2019

(Manish Kumar)
Accountant General (Audit), Tripura



S A. Majumdar & Associates
Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To
The Members
Tripura Natural Gas Company Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Tripura Natural Gas Company Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 standalone financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order issued under section 143(11) of the Act.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and





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plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

1. As required by Section 143(3) of the Act, based on our audit we report that:

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

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

c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.





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e) on the basis of the written representations received from the directors of the Company as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

g) with respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

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

2. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “Annexure A & B” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For S.A.Majumdar & Associates
Chartered Accountants
(Firm’s Registration No.312032E)

(CA S.Majumdar)
(Membership No. 050476
Agartala, June 03, 2019





S A. Majumdar & Associates
Chartered Accountants

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ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Tripura Natural Gas Company Limited of even date)

i. In respect of the Company's fixed assets:

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

(b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.

(ii) Physical verification of inventory has been conducted at reasonable intervals by the management and any material discrepancies noticed have been properly dealt with in the books of account.

iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships (LLPs) or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

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

v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2019 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise





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Duty, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) Case with Tripura Sales Tax Department :Appeal Case No:21-22/Ch.VII/2012
Appeal Case No:21-22/Ch.V./2012 filed by the Company against the Assessment order dated:28/09/2011 for the TVAT Assessment for the financial year 2005-06 & 2006-07 issued by The Superintendent of Taxes, Charge-V .The Company has already deposited Rs. 73,46,159/- with the Superintendent of Taxes, Charge-V as appeal money on 23-02-2012.

The judgment received has been against the Company vide 21-22/Ch.VII/2012/1225-26 dt:21-03-2014 passed by the Appellate Authority to deposit Rs.1,15,34,682/-proposing waiving 50% penalty.

TNGCL later filed on 11/06/2014 before The Revisional Authority, the Commissioner of Taxes, Agartala to review the order passed by The Appellate Authority.

Order dated: 11-12-2015 has been issued by the Revisional Authority w.r.t. TNGCL's Case No:21-22/Ch.VII/2012 for the period 2005-06 & 2006-07 & Revision case 04 & 05/CH-VII/2014 reducing the penalty by 50%.

Accordingly, superintendent of Taxes, Charge-VII has called for re-assessment on 15-02-2016 vide letter no: F.TIN/16041027012/ST/CH-VII/708 dt: 27-01-2016 and later on issued demand notice for Rs. 25,90,294/- for the financial year 2006-07 and Rs. 15,93,238/- for the financial year-2005-06 reducing the penalty by 50% for both the financial years but keeping 100% interest.

The Company has filed stay order petition with The Hon'ble High Court, Agartala & the Case is presently lying with The Hon'ble High Court, Agartala.

(d) Case –TNGCL vs Sri Swapan Banik, Commercial Consumer

TNGCL have received Debit Note No: GAIL/AGT/F&A/TNGCL/DEBIT NOTE/2014-15 dt:06-09-2014 from GAIL (India) Ltd. for Rs.3,09,32,980/- towards the differential price of APM & Non-APM supplied to Commercial & Industrial consumers of TNGCL w.e.f.July,2005 to 31st March,2014 with reference to MoPNG Circular no:L-16012/17/2012-GP dated:07-01-2014 .

TNGCL has then raised back to back debit note to its Commercial and Industrial consumers. On receipt of the said debit note Sri Swapan Banik, one of the consumer filed a Petition filed against a demand of Rs. 93,777/- as arrear Gas Bill raised by TNGCL.

Verdict of the District Consumer Dispute Redressal Forum, West Tripura have been delivered on 30-03-2016 that charging of non-apm price cannot be from retrospective effect and GAIL/TNGCL can only charge the differential amount from April.12 to April'15 in accordance to bared with bared by limitation principle/act. The court also directed TNGCL to revoke the old Debit Note and to issue a fresh Debit Note in this matter. TNGCL has filed an appeal with National Consumer Disputes Redressal Commission (NCDRC) and a hearing was held on 10-05-2018 and no one appeared on behalf of the respondent in the matter. Hon'ble Commission has directed both the parties to file written submission and simply adjourned the matter for the said purpose. The matter has been posted to final argument on 20.08.2019.

viii. The company has not defaulted in repayment of loans or borrowing to a financial institution, bank, government or dues to debenture holders.





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ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year or in the recent past. Based on the information and explanations given to us by the management, Moneys raised by the Company by way of term loans were applied for the purposes for which those were raised.

x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud by or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of such case by the management.

xi. The provisions of section 197 read with Schedule V to the Companies Act, 2013 is not applicable to Government Companies.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

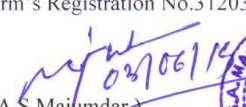
xiii. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.

xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of clause 3(xiv) of the Order are not applicable to the Company.

xv. Based on the information and explanations given to us, the company has not entered into any non-cash transactions prescribed under Section 192 of the Act with directors or persons connected with them.

xv. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S.A.Majumdar & Associates
Chartered Accountants
(Firm's Registration No.312032E)


(CA S.Majumdar)
(Membership No. 050476)
Agartala, June 03, 2019





S A. Majumdar & Associates
Chartered Accountants

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ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **Tripura Natural Gas Company Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with





S A. Majumdar & Associates
Chartered Accountants

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B.COM(H),FCA,DISA(ICAI)
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Agartala, Post Box No.34
West Tripura – 799001, INDIA

generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.A.Majumdar & Associates
Chartered Accountants
(Firm's Registration No.312032E)

(CA S.Majumdar)
(Membership No.050476)
Agartala, June 03, 2019





S A. Majumdar & Associates
Chartered Accountants

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CA.Syamalendu Majumdar
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West Tripura – 799001, **INDIA**

Tripura Natural Gas Company Limited

Replies to the General Directions issued to Statutory Auditors under section 143(5) of the Companies Act, 2013 for the Financial Year 2018-19

Sr. No.	Query	Reply
1	Whether the company has clear title/lease deeds for freehold and leasehold land respectively? If no please state the area of freehold and leasehold land for which title/lease deeds are not available?	The company has clear title /lease deeds for freehold and leasehold and respectively
2	Whether there are any cases of waiver/write of debts/loan/interest etc. if yes, the reasons thereof and the amount involved.	There is no case of waiver/write-of of debt/loan/interest etc. during the period under audit.
3	Whether proper records are maintained for inventories lying with third parties & assets received as gift / grant (s) for Govt. or other authorities.	There is no inventory lying with third parties and no asset has been received as gift / grant from Govt. or other authorities.

For **S.A.Majumdar & Associates**
Chartered Accountants
(Firm's Registration No.312032E)

(CA S.Majumdar)
(Membership No.050476)
Agartala, June 03, 2019





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Chartered Accountants

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Agartala, Post Box No.34
West Tripura – 799001, INDIA

Tripura Natural Gas Company Limited

Replies to the Sub-Directions issued to Statutory Auditors under section 143(5) of the Companies Act, 2013 for the Financial Year 2018-19

Sr. No.	Query	Reply
1	Whether the company's pricing policy absorbs all fixed and variable cost of production and the overheads allocated at the time of fixation of price?	Yes, the company's pricing policy absorbs all fixed and variable cost production and the overheads allocated at the time of fixation of price.
2	Comment on the confirmation of balances of trade receivables, trade payable, term deposit, bank accounts and cash obtained.	Confirmation of balances have been obtained for trade payables, term deposits, bank accounts and cash. Letter for confirmation of balances have been issued to all the major individual consumers.
3	Whether the company has effective system for recovery of dues in respect of its sales activities and the dues outstanding and recoveries there against have been properly recorded in the books of accounts?	The company has an effective system for recovery of dues in respect of its sales activities and the dues outstanding and recoveries there against have been properly recorded in the books of account. The company has computerised system for billing of its PNG Consumers and outstanding recoveries are made as per the system.
4	Comment on the accuracy of capital reserve created during the year and amount of depreciation charged there against.	The company has created capital reserve during the year and the amount of depreciation has been charged there on as per Companies Act, 2013.
5	Whether the operating and maintenance expenses are of revenue nature only and hence chargeable to Profit & Loss account?	The operating and maintenance expenses are of revenue nature only and hence chargeable to Profit & Loss account.

For **S.A.Majumdar & Associates**
Chartered Accountants
(Firm's Registration No.312032E)

(CA S.Majumdar)
(Membership No.050476)
Agartala, June 03, 2019





29th Annual Report 2018-19

Tripura Natural Gas Company Limited
Balance Sheet as at 31 March 2019
(Amount in INR, unless otherwise stated)

Particulars	Note	As at 31 March 2019	As at 31 March 2018
ASSETS			
Non Current Assets			
Property, Plant and Equipment	3	74,12,12,395	67,83,29,344
Capital work-in-progress	3	89,31,516	2,58,76,200
Financial Assets			
-Loans	4A	1,00,220	1,00,220
-Other Financial Assets	4B	93,71,733	86,83,066
Other Non-Current Assets	6	81,16,191	90,19,038
Subtotal (A)		76,77,32,056	72,20,07,868
Current Assets			
Inventories	7	4,87,80,193	4,41,83,151
Financial Assets			
-Trade receivables	8	13,69,40,794	7,53,95,368
-Cash and cash equivalents	9A	3,63,20,940	11,88,84,051
-Other bank balances	9B	43,93,13,121	27,99,38,291
-Loans	4A	1,66,08,048	1,35,61,032
-Other Financial Assets	4B	-	-
Other Current Assets	6	99,51,302	8,85,008
Subtotal (B)		68,79,14,398	53,28,46,900
Total Assets (A+B)		1,45,56,46,454	1,25,48,54,769
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	10	3,92,00,000	3,92,00,000
Other Equity	11	86,15,12,533	72,36,42,902
Total equity (C.)		90,07,12,533	76,28,42,902
LIABILITIES			
Non Current Liabilities			
Contract liabilities	17	18,26,52,353	17,45,37,164
Financial Liabilities			
-Borrowings	12	2,54,07,449	4,39,78,290
-Other Financial Liabilities	14	-	-
Provisions	15	2,47,87,936	2,19,87,924
Deferred Tax Liability	5	1,96,35,715	1,40,93,099
Other Non Current Liabilities	16	92,65,185	1,02,37,774
Subtotal (D)		26,17,48,637	26,48,34,251
Current Liabilities			
Contract liabilities	17	2,24,71,831	1,83,21,581
Financial Liabilities			
-Trade Payables			
(i) total outstanding dues of micro and small enterprises	13A	1,63,32,515	1,11,41,999
(ii) total outstanding dues other than (i) above	13A	4,39,30,828	1,93,30,893
-Other Payables	13B	32,75,957	3,06,500
-Other Financial Liabilities	14	20,46,76,997	16,84,86,081
Provisions	15	4,37,998	78,80,258
Other Current Liabilities	16	20,59,156	17,10,304
Subtotal (E)		29,31,85,282	22,71,77,616
Total Equity and Liabilities (C+D+E)		1,45,56,46,452	1,25,48,54,769

Refer accompanying notes to the financial statements

In terms of our report of even date
For S.A. Majumdar & Associates
Chartered Accountants
FRN: 312032E

S. Majumdar
Proprietor
Membership No: 050476



Place: Agartala
Date:

(Signature)
Banani Debbarman
(Director Commercial)
DIN -08119962

(Signature)
Biswabrata Sinha
(Managing Director)
DIN -0008460725

Ms. Banani Debbarman (B. SINHA)
Director (Com.) Managing Director,
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Kheuphadia, Agartala.

(Signature)
Pradeep Kr. Mahato
(Company Secretary)
Membership No-ACS31321

(Pradeep Kr. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

(Signature)
Atanu Datta Choudhury
(Chief Financial Officer)
PAN-AGUPD6174A

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC.Ltd., Agartala.



Tripura Natural Gas Company Limited
Statement of Profit & Loss for the Year ended 31 March 2019
(Amount in INR, unless otherwise stated)

Particulars	Note	Year Ended	
	No.	31 March 2019	31 March 2018
I. Revenue from Operations (Gross)	18	95,59,42,621	76,00,48,783
II. Other Income	19	4,55,85,779	4,42,31,769
III Total Revenue (I+II)		1,00,15,28,400	80,42,80,552
Purchase of gas	20	33,92,37,387	23,73,21,221
Change in inventories	20	24,713	(24,937)
Excise duty		6,40,34,007	4,77,15,256
Employee benefits expenses	21	4,20,70,944	4,23,56,229
Depreciation and amortization expenses	3	8,42,46,131	8,24,76,571
Finance Cost	22	54,29,159	70,59,745
Other expenses	23	25,39,87,416	19,76,15,543
IV. Total Expenses		78,90,29,757	61,45,19,628
V. Profit before Tax (III - IV)		21,24,98,643	18,97,60,923
VI. Tax Expenses		7,47,96,866	7,24,13,996
- Current Year	24	6,93,43,085	6,22,14,633
- Earlier Years	24	-	67,41,535
Deferred Tax	9	54,53,781	34,57,828
VII. Profit for the Period (V-VI)		13,77,01,777	11,73,46,927
Other Comprehensive Income			
VIII. Items that will not be reclassified to profit or loss in subsequent periods			
Remeasurement gain/ (losses) of defined benefit obligations		2,56,689	(21,68,674)
Income tax effect relating to these items		(88,835)	7,50,535
		1,67,854	(14,18,139)
IX. Net other comprehensive loss not to be reclassified to profit or loss in subsequent periods		1,67,854	(14,18,139.30)
Total comprehensive income (VII+ IX)		13,78,69,631	11,59,28,787.94

Earning Per Equity Share (Face Value ₹.100/-each)

- Basic	351.28	299.35
- Diluted	351.28	299.35

In terms of our report of even date
For S.A. Majumdar & Associates
Chartered Accountants
FRN: 312032E

S. Majumdar
Proprietor
Membership No: 050476



Place: Agartala
Date:

Banani Debbarman
(Director Commercial)
DIN -08119962

Biswabrata Sinha
(Managing Director)
DIN -0008460725

Ms. Banani Debbarman (B. SINHA)
Director (Com.) Managing Director,
Tripura Natural Gas Co. Ltd.
Shilpa Meem Bhawan,
Khejuri, Agartala.

Pradeep Kr. Mahato
(Company Secretary)
Membership No-ACS1321

Atanu Datta Choudhury
(Chief Financial Officer)
PAN-AGUPD6174A

(Pradeep Kr. Mahato) (Atanu Datta Choudhury)
Company Secretary, Chief Financial Officer,
Tripura Natural Gas Company Ltd. TNGCL Ltd., Agartala.



Tripura Natural Gas Company Limited
Statement of Cash Flows for the year ended 31 March 2019
(Amount in INR, unless otherwise stated)

Particulars	As at 31 March 2019	As at 31 March 2018
Cash Flow from Operating Activities		
Profit / (loss) before tax	21,24,98,643	18,97,60,923
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	8,42,46,131	8,24,76,571
Interest income	(2,36,93,732)	(1,78,96,106)
Finance costs (including fair value change in financial instruments)	54,29,159	70,59,745
Operating Profit before Working Capital changes	27,84,80,201	26,14,01,133
Movements in working capital :		
Increase/(Decrease) in trade payables	2,97,90,451	82,86,330
Increase/(Decrease) in other payables	29,69,457	
Increase/(Decrease) in provisions	(43,85,559)	48,04,386
Decrease / (Increase) in Other Financial Liabilities	3,61,90,916	2,93,20,905
Decrease / (Increase) in Non Financial Liabilities	(6,23,737)	(26,38,930)
Decrease / (Increase) in Contract liabilities	1,22,65,438	
Decrease / (Increase) in Non Financial assets	(25,06,532)	4,60,227
(Increase)/Decrease in trade receivables	(6,15,45,426)	(1,78,44,441)
(Increase)/Decrease in Inventories	(45,97,042)	(2,78,44,024)
(Increase)/Decrease in Loans	(30,47,016)	(5,99,284)
(Increase)/Decrease in Other Financial assets	(6,88,667)	4,03,98,991
Cash Generated From Operations	28,23,02,483	29,57,45,294
Less : Direct Tax paid (net of refunds)	(7,50,00,000)	(6,89,56,168)
I. Net Cash Flow from Operating Activities	20,73,02,483	22,67,89,126
Cash Flow from Investing Activities:		
Purchase of fixed assets	(14,71,29,182)	(13,13,39,874)
Decrease/(Increase) in Capital Work in Progress	1,69,44,684	91,27,005
Interest income	2,36,93,732	1,78,96,106
Redemption / (increase) in Investments	(15,93,74,830)	(16,67,73,180)
II. Net cash flow (used in) investing activities	(26,58,65,596)	(27,10,89,943)
Net Cash Flow From Financing Activities:		
Repayment of long term borrowings	(1,85,70,841)	(1,67,40,255)
Interest paid	(54,29,159)	(70,59,745)
III. Net cash flow (used in) financing activities	(2,40,00,000)	(2,38,00,000)
IV. Net (decrease) / In cash and cash equivalents (I+II+III)	(8,25,63,112)	(6,81,00,817)
Cash and cash equivalents (Opening)	11,88,84,051	18,69,84,868
Cash and cash equivalents (Closing)	3,63,20,940	11,88,84,051

For S. A. Majumdar & Associates.
Chartered Accountants.

03/06/19
(CA. S. Majumdar)



(B. Sinha)
Managing Director,
Tripura Natural Gas Co. Ltd.,

Ms. Bahani Debbarman
Director (Com.)
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Kheturbagan, Agartala.
(Pradeep Kr. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.



Tripura Natural Gas Company Limited
Statement of Changes in Equity for the period ended 31 March 2019
(Amount in INR, unless otherwise stated)

(a) Equity Share Capital	Amount	Amount
	Number	Amounts in INR
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at 31 March 2017	3,92,000	3,92,00,000
Issue of share capital	-	-
As at 31 March 2018	3,92,000	3,92,00,000
Issue of share capital	-	-
As at 31 March 2019	3,92,000	3,92,00,000

(b) Other equity

For the year ended 31 March 2019:

Attributable to the equity shareholders		
	Retained earnings	Total
As at 31 March 2017	60,77,14,114	49,47,10,803
Profit for the year	11,73,46,927	11,73,46,927
Other comprehensive income	(14,18,139)	(14,18,139)
As at 31 March 2018	72,36,42,902	61,06,39,591
Profit for the year	13,77,01,777	13,77,01,777
Other comprehensive income	1,67,854	1,67,854
As at 31 March 2019	86,15,12,533	74,85,09,221

For S. A. Majumdar & Associates.
Chartered Accountants.

(CA. S. Majumdar)



(B. SINHA)
Managing Director,
Tripura Natural Gas Co. Ltd.,

Ms. Barani Debbarman
Director (Com.),
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Khejurbagan, Agartala.

(Pradeep Kr. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.



Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

Note 3 - Property, plant and equipment

Components of Property, plant and equipment (including assets held under finance leases) are as follows:

Cost/Valuation	PNG Project	CNG Project	Building-CNG Station	Office Equipments	Furniture & fixture	Vehicle-CNG Auto	Fire Extinguisher	Internal Decoration	Inverter System	Aqua Guard	Computer System	Air Conditioner	Freehold Land	P & M - Other Equipments	Capital Work-In-Progress	Total
At 31 March 2017	45,99,99,830	12,08,44,670	10,75,16,427	4,36,699	22,72,976	50,402	1,00,402	19,89,474	1,28,427	2,371	25,48,193	4,48,349	1,67,10,765	-	3,50,03,205	71,28,48,985
Additions	7,55,17,398	2,34,89,935	3,00,41,467	2,73,795	4,55,965	-	4,141	-	-	-	15,57,173	-	-	-	3,85,85,411	13,13,39,874
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,77,12,416)	(4,77,12,416)
At 31 March 2018	53,55,17,228	14,43,34,605	13,75,57,894	7,10,494	27,28,941	50,402	1,04,543	19,89,474	1,28,427	2,371	41,05,366	4,48,349	1,67,10,765	-	2,58,76,200	84,41,88,859
Additions	9,36,62,701	3,92,56,461	1,34,10,102	1,66,489	1,63,730	-	-	-	-	-	45,548	-	-	6,95,020	3,46,93,216	14,74,00,051
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(5,16,37,900)	(5,16,37,900)
Exchange differences	-	-	-	-	-	-	-	-	-	-	-	-	(2,70,869)	-	-	(2,70,869)
At 31st March 2019	62,89,79,929	18,35,91,066	15,09,67,996	8,76,983	28,92,671	50,402	1,04,543	19,89,474	1,28,427	2,371	41,50,914	4,48,349	1,64,39,896	6,95,020	89,31,516	99,06,23,020

Depreciation and Impairment	PNG Project	CNG Project	Building-CNG Station	Office Equipments	Furniture & fixture	Vehicle-CNG Auto	Fire Extinguisher	Internal Decoration	Inverter System	Aqua Guard	Computer System	Air Conditioner	Freehold Land	P & M - Other Equipments	Capital Work-In-Progress	Total
At 31 March 2017	5,89,77,330	25,04,135	1,79,01,075	2,47,662	10,53,448	35,765	82,204	2,25,757	34,403	1,599	21,37,120	2,82,445	-	-	-	9,33,82,943
Depreciation expense	4,73,65,599	2,71,41,497	6,15,92,477	1,87,994	3,03,062	3,892	5,386	3,41,054	24,461	-	7,42,978	1,18,251	-	-	-	8,24,76,571
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2018	10,63,43,208	2,96,45,632	2,39,60,323	4,35,637	14,37,311	41,657	87,590	5,66,811	58,864	1,599	28,80,097	4,00,696	-	-	-	16,58,59,514
Depreciation expense	5,09,06,140	2,60,75,274	57,28,437	1,51,736	3,62,293	3,515	4,037	2,52,732	10,037	-	6,02,003	7,068	-	54,858	-	84,24,46,131
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
At 31st March 2019	15,72,49,428	5,57,20,906	2,96,88,760	5,87,363	17,99,604	45,172	91,627	8,19,542	76,921	1,599	35,62,101	4,07,763	-	54,858	-	25,01,05,645

Net Book value	PNG Project	CNG Project	Building-CNG Station	Office Equipments	Furniture & fixture	Vehicle-CNG Auto	Fire Extinguisher	Internal Decoration	Inverter System	Aqua Guard	Computer System	Air Conditioner	Freehold Land	P & M - Other Equipments	Capital Work-In-Progress	Total
At 31 March 2018	42,89,73,940	11,46,88,973	11,35,97,571	2,74,867	12,91,630	8,745	16,953	14,22,664	69,543	772	12,25,268	47,654	1,67,10,765	-	2,58,76,200	67,83,29,344
At 31st March 2019	47,17,30,501	12,78,70,160	12,12,79,236	2,89,620	10,93,067	52,230	12,916	11,69,932	31,506	772	5,88,813	40,586	1,64,39,896	6,40,162	89,31,516	74,12,12,395

Capital work in progress

The capital work in progress includes payment made to contractors for execution of projects, Plant & Machinery received but not yet installed, customs duty & freight material, consultancy charges paid related to projects etc/ value of materials/ equipments/ etc. received a site for use in the projects.

Security

Charge has been created for Land and building, plant and machineries to the extent of assets created against the term loan of INR 17,00,00,000 (out of which INR 4,39,78,290 is outstanding as on 31st March 2019 and INR 6,79,78,290 is outstanding on 31st March 2018) from State bank of India.

Ms. Banani Debbarman
Director (Com.)
Tripura Natural Gas Co. Ltd.,
Shipra Ngam Bhawan,
Kheturbagan, Agartala.

(B. SINHA)
Managing Director,
Tripura Natural Gas Co. Ltd.,



(Atanu Datta Choudhury)
Chief Financial Officer,
TNGCL Ltd., Agartala



Tripura Natural Gas Company Limited
Notes forming part of Financial Statements
(Amount in INR, unless otherwise stated)

Note 4 - Financial assets

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
4A) Loans				
Other loans:				
Security Deposit Paid (Paid to BSNL & Others)	-	1,00,220	-	1,00,220
Loan/Advance against Salary	2,24,539	-	5,40,649	-
Interest accrued but not due	1,63,83,509	-	1,30,20,383	-
Total Loans	1,66,08,048	1,00,220	1,35,61,032	1,00,220
4B) Other financial assets				
Balance with bank deposits exceeding 12 months	-	93,71,733	-	86,83,066
Total	-	93,71,733	-	86,83,066

Note 5- Deferred taxation asset/ liability

Particulars	As at 31-Mar-19	As at 31-Mar-18
Non current:		
Deferred tax liability	1,96,35,715	1,40,93,099
Deferred tax assets/liabilities-net	1,96,35,715	1,40,93,099

Note 6 - Other non financial assets

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
Advance to Suppliers	4,28,407	-	1,39,744	-
Cenvat Credit-Capital Goods-Deferred A/c	-	-	-	8,62,139
Contingency & TA Advance	2,80,724	-	80,000	-
Advance to Employees	55,990	-	-	-
Tax Deducted at Source	4,59,930	-	-	-
Pre-Paid Insurance Premium	4,68,948	-	3,37,752	-
Pre-Paid Lease rent	40,708	7,10,032	40,708	7,50,740
Advance TVAT Paid	25,59,680	-	2,71,354	-
GST receivable	-	-	15,450	-
Application Money -Court Case & Sales Tax Assessment App	-	74,06,159	-	74,06,159
Advance Income Tax Paid	56,56,915	-	-	-
Total	99,51,302	81,16,191	8,85,008	90,19,038

Note 7 - Inventories

Particulars	As at 31-Mar-19	As at 31-Mar-18
Current:		
Stores and Spares including Capital Goods(PNG)	2,84,20,395	3,44,57,008
Stock of O&M PNG Materials	2,98,241	4,04,901
Stock of O&M CNG Materials	1,99,57,618	91,92,588
Stock of CNG at DBS	1,03,940	1,28,653
Total	4,87,80,193.21	4,41,83,150.78



(Signature)
Ms. Banani Debbarman
Director (Com.)
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Kharubagan, Agartala.
(Signature)
(Pradeep K. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

(Signature)
(B. SINHA)
Managing Director,
Tripura Natural Gas Co. Ltd.,

(Signature)
(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.



Note 8 Trade receivables

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Current:		
Unsecured		
Considered good	13,69,40,794	7,53,95,368
Considered doubtful	-	1,53,52,478
Trade and other receivables	13,69,40,794	9,07,47,846
Allowance for bad and doubtful debts		
Considered doubtful	-	(1,53,52,478)
Total Trade and other receivables	13,69,40,794	7,53,95,368

Trade receivables includes INR 5,816/- due from directors of the company towards gas bill on 31st March 2019 (INR 3882/- on 31 March 2018). No trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

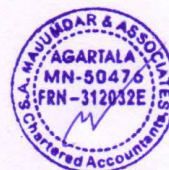
For terms and conditions relating to related party receivables, refer to note 26.

Trade receivables are non-interest bearing and are generally on terms of not more than 30 days.

Note 9 - Cash and Bank balances

Particulars	As at	As at
	31-Mar-19	31-Mar-18
9A) Cash and cash equivalents		
Balances with banks:		
- Current accounts	2,69,92,374	7,89,28,121
Deposit with maturity of less than 3 months	75,51,455	3,91,67,108
Cash on hand	17,77,111	7,88,822
Total	3,63,20,940	11,88,84,051

Particulars	As at	As at
	31-Mar-19	31-Mar-18
9B) Bank Balance others		
Earmarked accounts:		
Fixed Deposits Kept under lien for issue of LC/BG :	33,48,93,754	9,71,97,591
Term Deposits:	10,44,19,367	18,27,40,700
Total	43,93,13,121	27,99,38,291



(Signature)
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Tripura Natural Gas Company Ltd.

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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

Note 10 - Equity share capital

Particulars	As at 31-Mar-19	As at 31-Mar-18
Share capital		
Authorised		
10,00,000 Equity Shares of INR 100 each	10,00,00,000	10,00,00,000
(Previous year 10,00,000 Equity Shares of INR 100 each)	10,00,00,000	10,00,00,000
Issued, subscribed and fully paid up		
(392000 Nos. of Fully paid-up Equity Shares of INR 100/- each)	3,92,00,000	3,92,00,000
(Previous year 3,92,000 Equity Shares of INR 100 each)	3,92,00,000	3,92,00,000

Terms/ rights attached to equity shares:

For all matters submitted to vote in a shareholders meeting of the Company every holder of an equity share as reflected in the records of the Company on the date of the shareholders meeting shall have one vote in respect of each share held. Any dividend declared by the company shall be paid to each holder of Equity shares in proportion to the number of shares held to total equity shares outstanding as on that date. In the event of liquidation of the Company all preferential amounts if any shall be discharged by the Company. The remaining assets of the Company shall be distributed to the holders of equity shares in proportion to the number of shares held to the total equity shares outstanding as on that date.

2. Reconciliation of Shares outstanding at the beginning and at the end of the reporting period

Particulars	31-Mar-19	31-Mar-18
Shares outstanding at the beginning of the year	392000	392000
(+) Shares issued during the year	-	-
(-) Shares bought back during the year	-	-
Shares outstanding at the end of the year	3,92,000	3,92,000

3. Details of Shareholders holding more than 5% shares in the Company:

Particulars	31-Mar-19	31-Mar-18
Gail India Limited		
Number of equity shares	192000	192000
% of holding	48.98%	48.98%
Tripura Industrial Development Corporation Limited		
Number of equity shares	99996	99996
% of holding	25.51%	25.51%
Assam Gas Company Limited		
Number of equity shares	99996	99996
% of holding	25.51%	25.51%

Note 11 - Other equity

Particulars	As at 31-Mar-19	As at 31-Mar-18
Other equity:		
Retained earnings	72,36,42,902	60,77,14,114
Add: Profit during the year	13,77,01,777	11,73,46,927
Less: Re-measurement gain/ (losses) on defined benefit plans (net of tax)	1,67,854	(14,18,139)
Total	86,15,12,533	72,36,42,902

Note 12 - Borrowings

Particulars	As at 31-Mar-19	As at 31-Mar-18
Non current borrowings		
Secured Term loans:		
- SBI A.D.Nagar Branch	4,94,07,449	6,79,78,290
Less: Current maturities of long term borrowings	(2,40,00,000)	(2,40,00,000)
Total Non Current Borrowings	2,54,07,449	4,39,78,290

* Secured against assets taken on finance lease by Gail (India) Limited.

Term Loans from Banks consists of the following:

Name of Bank	Date of Maturity	EIR	Nature of security
- SBI A.D.Nagar Branch	30 April 2018 to 31 March 2020	8.85%	Secured against all project assets including Land and building.

Bank loans contain certain debt covenants relating to current ratio(2.09 times),total outstanding/total net worth(0.63),Interest Coverage

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B. S. Sinha
Managing Director,
Tripura Natural Gas Co. Ltd.,

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.





Note 13A - Trade Payables

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Trade payable:		
- micro and small enterprises	1,63,32,515	1,11,41,999
- other than micro and small enterprises	1,28,00,244	30,89,801
- related party	3,11,30,584	1,62,41,092
Total	6,02,63,343	3,04,72,892

Trade payables are non-interest bearing and are normally settled on 60-day terms

Note 13B - Other Payables

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Others Payables	32,75,957	3,06,500
Total	32,75,957	3,06,500

Note 14 - Other financial liabilities

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
Other financial liabilities at amortised cost:				
Current maturities of borrowing	2,40,00,000	-	2,40,00,000	-
Others:				
Security Deposit (From Major Industrial Consumers)	22,09,350	-	14,50,720	-
Security Deposit Collected from the Consumers	9,89,67,018	-	8,48,08,558	-
Security Deposit Collected from Contractors	5,45,75,629	-	4,10,35,843	-
Earnest Money Deposit (EMD)	28,81,288	-	31,79,100	-
Security Deposit (Galileo)	34,89,194	-	34,89,194	-
Security Deposit/Retention Money(Suppliers)	81,46,836	-	40,87,449	-
Liability For Capital Expenditure	1,04,07,682	-	64,35,217	-
Total other financial liabilities at amortised cost	20,46,76,997	-	16,84,86,081	-

Note 15 - Provisions

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
Provision for Gratuity Payable	2,46,704	1,12,39,005	2,14,164	1,03,22,797
Provision for Leave Encashment	1,91,294	1,35,48,931	1,56,368	1,16,65,127
Provision for Income Tax	-	-	75,09,726	-
Provision for Vat payable	-	-	-	-
Total	4,37,998	2,47,87,936	78,80,258	2,19,87,924

Note 16 - Other non financial liabilities

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
Other non financial liabilities:				
Government Grants	9,72,589	92,65,185	10,74,684	1,02,37,774
TDS Payable	5,17,944	-	4,55,178	-
Goods and Service Tax Payable A/c	5,68,623	-	1,80,442	-
Total	20,59,156	92,65,185	17,10,304	1,02,37,774

Note 17 - Contract liabilities

Particulars	As at		As at	
	31-Mar-19		31-Mar-18	
	Current	Non current	Current	Non current
Deferred Revenue	2,24,71,831	18,26,52,353	1,83,21,581	17,45,37,164
Total	2,24,71,831	18,26,52,353	1,83,21,581	17,45,37,164



(Pradeep Kr. Mahato)
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(B. S. Saha)
Managing Director,
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(Ms. Banani Debbarmam)
Director (Com.),
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Khejuroagan, Agartala.

(Atanu Datta Choudhury)
Chief Financial Officer,
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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

Note : 18 Revenue from Operations

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Income from operations		
Sale of CNG	64,31,31,731	51,45,65,572
Sales of PNG	31,28,10,890	24,54,83,210
Total	95,59,42,621	76,00,48,783

1. Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

	31-Mar-19	31-Mar-18
Revenue by type of customers		
Sale to Domestic customers	18,29,84,874	15,03,34,801
Sale to Industrial Customers	6,46,66,312	4,32,04,409
Sale to Commercial customers	6,51,59,704	5,19,44,000
Total revenue from contracts with customers	31,28,10,890	24,54,83,210
Timing of revenue recognition		
Services transferred over time	31,28,10,890	24,54,83,210
Total revenue from contracts with customers	31,28,10,890	24,54,83,210

NOTE: No single customer represents 10% or more of the total Company's revenue during the year ended 31st March 2019 & 31st March 2018. The company earns its entire revenue from contract with customers from operation in India.

2. Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

	31-Mar-19
Trade receivables (Net)*	13,69,40,794
Contract liabilities	
Advances from customers	20,51,24,184

* Trade receivables are non-interest bearing and are generally on terms of 10 to 17 days.

3. Changes in contract liabilities

	31-Mar-19
Balance at the beginning of the year	19,28,58,745
Revenue recognised that was included in Advances balance at the	1,97,79,466
Increase due to invoicing during the year, excluding amounts recognised	3,20,44,904
Balance at the end of the year	20,51,24,184

For details Refer Note No 47



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Tripura Natural Gas Co. Ltd.,
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Chief Financial Officer,
TNGC Ltd., Agartala.



Note : 19 Other Income

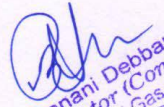
Particulars	As at	As at
	31-Mar-19	31-Mar-18
Interest income on fixed deposits from banks	2,36,93,732	1,78,96,106
HP Rent for Computer from Employees	38,400	36,600
Misc. Receipts	9,99,497	3,92,104
Application Fees from Consumers	-	1,900
Amortisation of Govt Grants & Installation Cost	2,08,54,150	2,59,05,059
Total	4,55,85,779	4,42,31,769

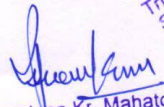
Note : 20 Purchase of traded goods


Particulars	As at	As at
	31-Mar-19	31-Mar-18
Purchase of Gas	33,92,37,387	23,73,21,221
Change in inventories	24,713	(24,937)
Total	33,92,62,100	23,72,96,284

Note : 21 Employee Benefit expense

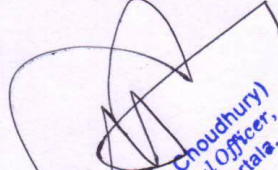
Particulars	As at	As at
	31-Mar-19	31-Mar-18
Salaries and wages	3,28,42,422	3,01,77,213
Employer Contribution to PF	20,38,210	18,26,621
Leave Encashment	29,35,233	56,61,739
Company Contribution to Gratuity	12,05,437	9,83,202
Staff Welfare	30,49,642	37,07,454
Total	4,20,70,944	4,23,56,229


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Company Secretary,
Tripura Natural Gas Company Ltd.


(B. Sinha)
Managing Director,
Tripura Natural Gas Co. Ltd.,




(Alanu Datta Choudhury)
Chief Financial Officer,
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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

21 Employee Benefits

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for defined benefit plans:

Net employee benefit expense (recognized in Employee Cost) for the year ended

Particulars	Gratuity	Leave encashment	Gratuity	Leave encashment
	2018-19	2018-19	2017-18	2017-18
Current Service Cost	3,99,932	12,75,563	4,18,645	10,93,970
Net Interest Cost / (Income) on the Net Defined Benefit Liability	8,05,505	9,03,702	5,64,557	6,08,882
Actuarial (Gain)/ Loss	-	7,55,968	-	39,58,887
Total expenses included in employee benefit expense	12,05,437	29,35,233	9,83,202	56,61,739

Amount recognised in Other Comprehensive Income for the year ended 31 March 2018

Particulars	Gratuity	Gratuity
	2018-19	2017-18
Actuarial (gain)/ loss - experience	-2,56,689	21,68,674
Return on plan assets (excluding experience adjustments)	-	-
Recognised in other comprehensive	-2,56,689	21,68,674

Changes in the present value of the defined benefit obligation for the year ended:

Particulars	Gratuity	Leave encashment	Gratuity	Leave encashment
	2018-19	2018-19	2017-18	2017-18
Present value of obligation at the beginning:	1,05,36,961	1,18,21,495	73,85,085	79,64,900
Current service cost	3,99,932	12,75,563	4,18,645	10,93,970
Interest cost	8,05,505	9,03,702	5,64,557	6,08,882
Transfer In	-	-	-	(18,05,144)
Benefits paid	-	-10,16,503	-	-
Actuarial (gain)/ loss - experience variance (i.e. Actual experience vs)	-2,56,689	7,55,968	21,68,674	39,58,887
Defined benefit obligation at the end	1,14,85,709	1,37,40,225	1,05,36,961	1,18,21,495

Bifurcation of Present value of obligation at the end of the year as per revised schedule III of the Companies Act, 2013:

Particulars	Gratuity	Leave encashment	Gratuity	Leave encashment
	2018-19	2018-19	2017-18	2017-18
Current liability	2,46,704	1,91,294	2,14,164	1,56,368
Non-current liability	1,12,39,005	1,35,48,931	1,03,22,797	1,16,65,127
Defined benefit obligation at the end	1,14,85,709	1,37,40,225	1,05,36,961	1,18,21,495

The principal assumptions used in determining above-mentioned obligations for the Company's plans are shown below:

Particulars	Gratuity	Leave encashment	Gratuity	Leave encashment
	2018-19	2018-19	2017-18	2017-18
Discount rate (in %)	7.70%	7.70%	7.65%	7.65%
Salary Growth rate per annum (in %)	11.70%	11.70%	11.70%	11.70%
Mortality rate (% of IALM 06-08)	100%	100%	100%	100%
Normal retirement age	60 years	60 years	60 years	60 years
Attrition Rate, based on age: (per annum)				
Upto 30 years	3%	3%	3%	3%
31 - 44 years	2%	2%	2%	2%
Above 44 years	1%	1%	1%	1%
Rate of Leave Availment (per annum)		0%		0%
Rate of Leave Encashment during employment (per annum)		0%		0%

A quantitative sensitivity analysis for significant assumption as at 31 March 2019 is as shown below:

Particulars	Gratuity		Leave encashment	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	12,642,030	12,642,030	15513057	12263289
(% change compared to base due to sensitivity)	10.1%	(8.6%)	12.9%	(10.7%)
Salary Growth Rate (- / + 1%)	11,199,472	11,771,980	12,299,952	15,427,164
(% change compared to base due to sensitivity)	(2.5%)	2.5%	(10.5%)	12.3%
Attrition Rate (- / + 50% of attrition rates)	11,389,740	11,566,952	14,081,965	13,433,572
(% change compared to base due to sensitivity)	(0.8%)	0.7%	2.5%	(2.2%)
Mortality Rate (- / + 10% of mortality rates)	11,473,591	11,497,740	13,756,961	13,723,581
(% change compared to base due to sensitivity)	(0.1%)	0.1%	(0.1%)	0.1%



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(B. SINHA)
Managing Director,
Tripura Natural Gas Co. Ltd.,

(Anany Datta Choudhury)
Chief Financial Officer,
TNGCL Ltd., Agartala.



A quantitative sensitivity analysis for significant assumption as at 31 March 2018 is as shown below:

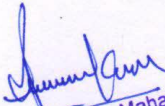
Particulars	Gratuity		Leave encashment	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	1,16,83,731	95,59,634	1,34,45,226	1,04,76,149
(% change compared to base due to sensitivity)	10.9%	(9.3%)	13.7%	(11.4%)
Salary Growth Rate (- / + 1%)	1,02,41,530	1,08,44,264	1,05,10,017	1,33,65,560
(% change compared to base due to sensitivity)	(2.8%)	2.9%	(11.1%)	13.1%
Attrition Rate (- / + 50% of attrition rates)	1,04,69,636	1,05,91,652	1,21,52,380	1,15,26,817
(% change compared to base due to sensitivity)	(0.6%)	0.5%	2.8%	(2.5%)
Mortality Rate (- / + 10% of mortality rates)	1,05,26,890	1,05,46,954	1,18,37,054	1,18,06,021
(% change compared to base due to sensitivity)	(0.1%)	0.1%	0.1%	(0.1%)


Maturity Profile of Defined Benefit Obligation

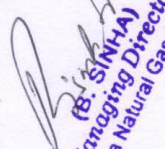
Particulars	Gratuity		Leave encashment	
	2018-19	2018-19	2017-18	2017-18
Within the next 12 months (next annual reporting)	10 years	12 years	10 years	13 years

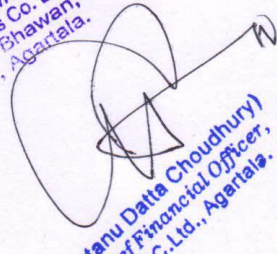
The following payments are expected contributions to the defined benefit plan in future years:


Particulars	Gratuity		Leave encashment	
	2018-19	2018-19	2017-18	2017-18
Within the next 12 months (next annual reporting)	2,46,704	1,91,294	2,14,164	1,56,368
Between 2 and 5 years	52,08,088	40,48,651	34,97,626	30,33,837
Between 5 and 10 years	66,76,283	85,81,227	64,56,243	69,30,859
Beyond 10 years	1,70,20,802	3,09,66,035	1,79,35,417	2,97,01,670
Total expected payments	2,91,51,877	4,37,87,207	2,81,03,450	3,98,22,734


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 (R. S. Sinha)
 Managing Director,
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 Chief Financial Officer,
 TNGC Ltd., Agartala.





Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

Note : 22 Finance Costs

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Processing charges for LC	-	-
Interest expense on Term Loan	54,29,159	70,59,745
Total	54,29,159	70,59,745

Note : 23 Other Expenses

Particulars	As at	As at
	31-Mar-19	31-Mar-18
Operation & Maintenance-CNG	4,27,95,208	3,19,44,749
Operation & Maintenance-PNG	1,67,94,004	1,54,77,267
Printing & Stationery	6,06,565	7,46,412
Professional Tax	2,500	2,500
Professional/Consultancy Service Fees	34,81,316	20,96,591
Postage & Telegram	19,097	33,435
Commission on Sales(CNG)	36,34,256	19,71,799
Legal Expenses	59,000	-
Service Tax	-	2,60,228
Office Rent	14,53,764	13,85,667
Repairs & Maintenance	3,07,524	1,72,909
Telephone, Fax & Internet Expenses	7,86,566	7,65,412
Lease Rent (CNG & PNG)	18,99,309	17,02,139
Bank Charges	26,78,952	7,07,285
Shed rent	1,42,308	1,61,492
Audit Fees	11,06,814	5,05,224
TA to Directors	7,51,074	6,71,234
Board Meeting Expenses	1,97,861	1,15,775
Electricity Expenses	31,12,755	42,13,368
Audit Expenses	2,19,140	4,82,661
Insurance	10,19,885	9,09,524
Conveyance Expenses	20,429	12,028
Misc. Expenses	4,64,400	5,90,714
Office House Keeping & Maintenance Expenses	11,76,853	10,89,029
Provision for Doubtful Debts	-	1,53,52,478
Awareness on CNG & PNG / National Safety Day	1,09,469	4,37,595
Sales/Business Promotion Expenses	-	-
Vehicle Running & Maintenance	20,41,809	22,99,070
Notice & Advertisement	3,12,901	8,56,946
TA to Employees / Tour Expenses	22,48,906	13,78,948
Security Service Charges	63,39,290	54,75,450
Entertainment Expenses	5,29,110	6,27,321
Inauguration of CNG Station	30,65,849	2,32,317
TVAT	8,22,50,643	6,93,87,561
News Paper, Books & Periodicals	11,609	30,874
Calander & Dairy Printing Expenses	1,04,000	-
Website Maintenance Expenses	24,935	2,21,189
Rates & Taxes	4,34,911	5,00,198
Seminar, Conference & Training Expenses	1,20,992	1,33,180
India International Trade Fair	6,00,000	6,00,000
Industries & Commerce Fair Expenses	2,98,360	12,19,829
Festival Expenses	7,48,690	13,40,269
Fire Safety Day	40,189	-
TNGCL Foundation Day Celebration Expenses	-	6,21,850
Corporate Social Responsibility (CSR)	30,00,000	4,70,607
Water Charges	1,24,147	1,22,804
Canteen Running Expenses	-	-
Transportation Charges (CNG)	4,36,30,390	1,78,80,709
Billing System	96,61,573	76,79,570
Wages to Outsource Staff (Service Charges)	55,55,001	47,29,336
Charity and Donation	11,00,000	-
PBGRB Bidding Expenses	16,16,871	-
TRD Cess	72,88,191	-
Total	25,39,87,416	19,76,15,543

(Pradeep Kr. Mahato)
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(B. Sinha)
Managing Director,
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(Atanu Datta Choudhury)
Chief Financial Officer,
TNGCL Ltd., Agartala.



Details of payments to auditors:

Particulars	As per Ind AS	As per Ind AS
	As at 31-Mar-19	As at 31-Mar-18
Payment to auditors:		
Third party/T4 audit fee	7,95,814	2,23,724
Statutory Audit Fee	88,500	88,500
Tax audit Fee	47,200	47,200
In other capacities:		
Secretariate Audit	41,300	75,000
Internal Audit	59,000	29,500
Cost Audit	75,000	41,300
Other Audit Expenses	2,19,140	4,82,661
Total	13,25,954	9,87,885

Note : 24 Tax Expenses

Particulars	As at 31-Mar-19	As at 31-Mar-18
Current tax	6,93,43,085.00	6,22,14,633.00
Deferred Tax	55,42,616.00	34,57,828.00
Additional Income Tax paid for FY-2016-17	-	67,41,535.00
Total	7,48,85,701	7,24,13,996

a) Income tax related to items charged or credited directly to profit or loss during the year:

Statement of profit or loss	31-Mar-19	31-Mar-18
Current income tax:		
Current income tax charge	6,93,43,085	6,22,14,633
Adjustments in respect of current income tax of previous year		67,41,535
Deferred tax:		
Relating to origination and reversal of temporary differences	54,53,781	34,57,828
Tax expense	7,47,96,866	7,24,13,996

b) Reconciliation of tax expense and accounting profit multiplied by India's domestic tax rate

	31-Mar-19	31-Mar-18
Profit before tax from continuing operations	21,24,98,643	18,97,60,923
Applicable Tax Rate	34.61%	34.61%
Tax at Indian Tax rate	7,35,41,530	6,56,72,460
Effect of Income not considered for tax purpose	(55,42,616)	(34,57,828.21)
Effect of Expense not allowed for tax purpose		
Adjustments in respect of current income tax of previous year		67,41,535
Adjustment for Tax Deducted at Source		
Movement in deferred tax liability	55,42,616	34,57,828
Income tax expense	7,35,41,530	7,24,13,995
Effective tax rate	34.61%	38.16%

c) Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	31-Mar-19	31-Mar-18
Property, Plant and Equipment	55,42,616	34,57,828
Deferred tax on remeasurements losses on defined benefit plans	(88,835)	(7,50,535)
Deferred tax (assets)/ liabilities	54,53,781	27,07,294
Offsetting of deferred tax assets and deferred tax liabilities	(27,07,294)	(1,13,85,805)
Net Deferred tax (assets)/ liabilities	81,61,074	1,40,93,099



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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

25 Changes in accounting policies and disclosures

New and amended standards and interpretations

The Company applied Ind AS 115 for the first time. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

Several other amendments and interpretations apply for the first time in 2019, but do not have an impact on the financial statements of the Company. The Company has not early adopted any standards, interpretations or amendments that have been issued, but are not yet effective.

Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April 2018.

The cumulative effect of initially applying Ind AS 115 is recognised at the date of initial application as an adjustment to the opening balance of retained earnings. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18.

On 1 April 2018, the effect of new standard on the company is due to classification, hence, the impact on the Company's retained earnings as at 1 April 2018 is Nil.

Set out below, are the amounts by which each financial statement line item is affected as at and for the year ended 31 March 2019 as a result of the adoption of Ind AS 115. The first column shows amounts prepared under Ind AS 115 and the second column shows what the amounts would have been had Ind AS 115 not been adopted:

ASSETS	31-Mar-19		
	As per Ind AS 115	Previous Ind AS	Increase / (decrease)
Non Current Assets			
Property, Plant and	74,12,12,395	74,12,12,395	-
Capital work-in-progress	89,31,516	89,31,516	-
Financial Assets			-
-Loans	1,00,220	1,00,220	-
-Other Financial Assets	93,71,733	93,71,733	-
Other Non-Current Assets	81,16,191	81,16,191	-
Subtotal (A)	76,77,32,056	76,77,32,056	-
Current Assets			
Inventories	4,87,80,193	4,87,80,193	-
Financial Assets			-
-Trade receivables	13,69,40,794	13,69,40,794	-
-Cash and cash equivalents	3,63,20,940	3,63,20,940	-
-Other bank balances	43,93,13,121	43,93,13,121	-
-Loans	1,66,08,048	1,66,08,048	-
-Other Financial Assets			-
Other Current Assets	99,51,302	99,51,302	-
Subtotal (B)	68,79,14,398	68,79,14,398	-
Total Assets (A+B)	1,45,56,46,454	1,45,56,46,454	-
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	3,92,00,000	3,92,00,000	-
Other Equity	86,15,12,533	86,15,12,533	-
Total equity (C.)	90,07,12,533	90,07,12,533	-



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(B. N. Sinha)
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(Ketan Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.



LIABILITIES

Non Current Liabilities

Contract liabilities*	18,26,52,353		18,26,52,353
Financial Liabilities			-
-Borrowings	2,54,07,449	2,54,07,449	-
-Other Financial Liabilities			-
Provisions	2,47,87,936	2,47,87,936	-
Deferred Tax Liability	1,96,35,715	1,96,35,715	-
Other Non Current Liabilities	92,65,185	19,19,17,538	(18,26,52,353)
Subtotal (D)	26,17,48,637	26,17,48,637	-

Current Liabilities

Contract liabilities*	2,24,71,831		2,24,71,831
Financial Liabilities			-
-Trade Payables			-
(i) total outstanding dues of micro and small enterprises	1,63,32,515	1,63,32,515	-
(ii) total outstanding dues other than (i) above	4,39,30,828	4,39,30,828	-
-Other Payables	32,75,957	32,75,957	-
-Other Financial Liabilities	20,46,76,997	20,46,76,997	-
Provisions	4,37,998	4,37,998	-
Other Current Liabilities	20,59,156	2,45,30,987	(2,24,71,831)
Subtotal (E)	29,31,85,282	29,31,85,282	-

Total Equity and Liabilities (C+D+E)

1,45,56,46,452	1,45,56,46,452	-
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Statement of profit and loss for the year ended 31 March 2019

	31-Mar-19		
	As per Ind AS 115	Previous Ind AS	Increase / (decrease)
Revenue from contract with customers	95,59,42,621	95,59,42,621	-
Other income	4,55,85,779	4,55,85,779	-
Total Revenue	1,00,15,28,400	1,00,15,28,400	-
Gas Consumed	24,713	33,92,62,100	33,92,37,387.00
Excise duty	6,40,34,007	6,40,34,007	-
Employee benefits expenses	4,20,70,944	4,20,70,944	-
Depreciation and amortization expenses	8,42,46,131	8,42,46,131	-
Other expenses	25,39,87,416	25,39,87,416	-
Finance Cost	54,29,159	54,29,159	-
Total Expenses	44,97,92,370	78,90,29,757	(33,92,37,387)
Profit before tax	55,17,36,030	21,24,98,643	33,92,37,387
Tax expenses			
Current tax			
- Current Year	6,93,43,085	6,93,43,085	-
- Earlier Years			-
Deferred tax charge/ (credit)	54,53,781	54,53,781	-
Profit for the period	47,69,39,164	13,77,01,777	33,92,37,387
Other Comprehensive Income	1,67,854	1,67,854	-
Total Comprehensive Income	47,71,07,018	13,78,69,631	33,92,37,387

Earnings per share (₹)

- Basic, profit for the year attributable to ordinary equity holders of the	351.28	351.28	-
- Diluted, profit for the year attributable to ordinary equity holders of the	351.28	351.28	-

* This includes Advance from Customers which was earlier presented as a part of Non financial liabilities



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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

26A Contingent Liabilities

Claims made against the company not acknowledged as debts

Particulars	31-Mar-19	31-Mar-18
Show cause/ demand notices received from government authorities/Other Agencies -	-	-
Sales tax / VAT liability that may arise in respect of matters in appeal -		
Appeal Case No:21-22/Ch.VII/2012, TNGCL vs Superintendent of Taxes, Charge-VII, TVAT Assessment FY-2005-06 & 2006-07	1,15,34,682	1,15,34,682
Procurement of Compressor from Galileo GNC Argentina vide	1,73,46,000	
	2,88,80,682	1,15,34,682

26B Commitments

	31-Mar-19	31-Mar-18
a. Estimated amount of Contracts remaining to be executed on Capital Account and not provided for (Net of Advances)	14,12,23,790	17,27,33,100

- a) The Company does not expect any reimbursement in respect of the above contingent liabilities.
b) It is not practicable to estimate the timing of cash outflows, if any, in respect of matters above, pending resolution of the arbitration/ appellate proceedings.

27 Related Party transactions

(A) Names of Related parties and nature of related party relationships

(a) Entities which exercise control/ joint-control/ significant influence over the company

Gail (India) Limited
Tripura Industrial Development Corporation Limited
Assam Gas Company Limited

(b) Key management personnel

Mr. Narayan Gangopadhyay- Managing Director
Mr. Banani Debbarman - Director (Commercial)
Mr. Atanu Dutta Choudhary- CFO
Mr. Pradeep Kr. Mahato- CS

The following table provides the total amount due to or due from the related parties as on 31st March 2019 and 31 March 2018

Particulars	31 March, 2019	31 March, 2018
Gail (India) Limited		
Sale/ Purchase of goods	2,74,64,665	1,29,15,880
Other-Director Salary & Perks Payable	25,48,335	-
Total	3,00,13,000	1,29,15,880
Tripura Industrial Development Corporation Limited		
Lease arrangements	7,39,807	6,95,162
Other	-	-
Total	7,39,807	6,95,162

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28 Segment Reporting

The Company has a single operating segment that is "Sale of Natural Gas". Accordingly, the segment revenue, segment results, segment assets and segment liabilities are reflected by the financial statements themselves as at and for the financial year ended 31st March 2019.

Entity wide disclosures:

I. Information about products and services:


The Company is in a single line of business of "Sale of Natural Gas".


II. Geographic Informations:


The company operates presently in the business of city gas distribution in India. Accordingly, revenue from customers and all assets are located in India only.

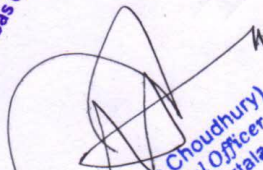
III. Information about major customers:

The number of customers during the year ended 31st March 2019 were 7 and the number of customers during the year ended 31 March 2018 were 6 contributed to more than 15.39% of the revenue individually. Revenue from these customers was INR 4,81,34,446 and INR 2,74,84,764 during the year ended 31st March 2019 and 31 March 2018 respectively.


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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

29 Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. This note explains the sources of risk which the entity is exposed to and how the company manages the risk. The Company is exposed to market risk, credit risk and liquidity risk.

The Company board of directors has overall responsibility for the establishment and oversight of the company's risk management framework.

1. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. It is a risk of changes in market prices such as foreign exchange rates and interest rates that will affect Company's income or the value of its holding of financial instruments.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

The company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and investing in fixed interest instruments.

Sensitivity analysis:

The table below summarizes the impact of a potential increase or decrease on the Company's profit before tax, as applied to the variable element of interest rates on loans and borrowings. The increase/decrease is based on management estimates of potential interest rate movements.

Reporting period	Increase/decrease in basis points	Effect on profit before tax
31 March 2019		
Secured loan from SBI A.D.Nagar Branch	+100	4,94,074
Secured loan from SBI A.D.Nagar Branch	-100	-4,94,074
31 March 2018		
Secured loan from SBI A.D.Nagar Branch	+100	6,79,783
Secured loan from SBI A.D.Nagar Branch	-100	-6,79,783

The sensitivity analysis is limited only to variable rate loans and borrowings and is conducted with all other variables held constant. The analysis is prepared with the assumption that the amount of variable rate liability outstanding at the balance sheet date was outstanding for the whole year.

(b) Foreign currency risk

The Company does not have significant exposure in currency other than INR.

2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system.

The contractual maturities of the Company's financial liabilities are presented below:

As at 31st March 2019	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Interest-bearing loans and borrowings-Interest Payable	-	7,46,949	25,09,121	-	-	32,56,070
Interest-bearing loans and borrowings-Principal Payable	-	32,53,051	4,61,54,398	-	-	4,94,07,449
Trade and other payables	-	2,74,64,665	-	-	-	2,74,64,665
Expenses Payable	-	3,32,03,377	-	-	-	3,32,03,377
Liability For Capital Expenditure	-	1,04,07,682	-	-	-	1,04,07,682
Security Deposit (From Major Industrial Consumers)	22,09,350	-	-	-	-	22,09,350
Security Deposit Collected from the Consumers	9,89,67,018	-	-	-	-	9,89,67,018
Security Deposit Collected from Contractors	-	4,65,75,610	80,00,019	-	-	5,45,75,629
Earnest Money Deposit (EMD)	-	-	28,81,288	-	-	28,81,288
Security Deposit (Galileo)	34,89,194	-	-	-	-	34,89,194
Security Deposit/Retention Money(Suppliers)	-	75,65,898	5,80,938	-	-	81,46,836
Total	10,46,65,562	12,92,17,232	6,01,25,764	-	-	29,40,08,558
As at 31 March 2018	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Interest-bearing loans and borrowings-Interest Payable	-	9,94,110	43,15,453	31,14,918	-	84,24,481
Interest-bearing loans and borrowings-Principal Payable	-	30,05,890	1,56,84,547	4,92,87,853	-	6,79,78,290
Trade and other payables	-	1,29,15,880	-	-	-	1,29,15,880
Expenses Payable	-	1,75,57,012	-	-	-	1,75,57,012
Liability For Capital Expenditure	-	64,35,217	-	-	-	64,35,217
Security Deposit (From Major Industrial Consumers)	14,50,720	-	-	-	-	14,50,720
Security Deposit Collected from the Consumers	8,48,08,558	-	-	-	-	8,48,08,558
Security Deposit Collected from Contractors	-	3,39,41,481	70,94,362	-	-	4,10,35,843
Earnest Money Deposit (EMD)	-	-	31,79,100	-	-	31,79,100
Security Deposit (Galileo)	34,89,194	-	-	-	-	34,89,194
Security Deposit/Retention Money(Suppliers)	-	24,51,968	16,35,481	-	-	40,87,449
Total	8,97,48,472	7,73,01,558	3,19,08,943	5,24,02,771	-	25,13,61,744



(Signature)
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(Signature)
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3. Credit risk

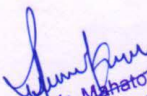
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The carrying amount of financial assets represents the maximum credit exposure. There are no impairment losses on financial assets to be recognised in statement of profit and loss as on 31 March 2019 and for the comparative period as on 31 March 2018.


Trade and other receivables: The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The management does not expect any significant credit risk out of exposure to trade and other receivables, as the major part of the revenue is contributed by either through cash sales or sales to government owned oil marketing companies like IOCL with a credit period ranging from 3 days to 45 days. Accordingly company does not expect any impairment loss on trade receivables.

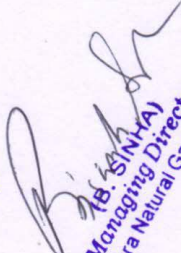
The Board has established Credit Policy under which each customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The summary of the company's product wise Credit Period is tabulated below:

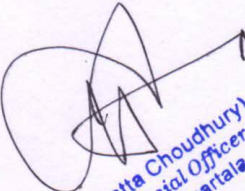
Product	Credit period
1. Compressed Natural Gas (CNG)	
(a) Oil Marketing Companies like IOCL etc.,	7 Days from the Invoice Receipt date
(c) Others	Cash and Carry Basis
2. Piped Natural Gas (Domestic)	15 Days from the Invoice date
3. Piped Natural Gas (Industrial)	3 Days from the Invoice Receipt date
4. Piped Natural Gas (Commercial)	15 Days from the Invoice Receipt date

Cash and cash equivalents: The company held cash and cash equivalents of INR 3,63,20,940.2 as at 31 March 2019 (31 March 2018: INR 11,88,84,050.5). The cash and cash equivalents are held with public sector banks and leading private sector Bank. There is no impairment on cash and cash equivalents as on the reporting date and the comparative period.


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Tripura Natural Gas Company Limited
Notes forming part of Financial Statements

(Amount in INR, unless otherwise stated)

30 Capital management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity holders of the parent. The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

31 Accounting classifications and fair value measurements

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Set out below is a comparison by class of the carrying amounts and fair values of the Company's financial instruments that are carried in the financial statements:

As at 31st March 2019, the Company held the following financial instruments carried at fair value on the statement of financial position:

Particulars	Carrying amount	Fair value	Fair value		
	31-Mar-19	31-Mar-19	Level 1	Level 2	Level 3
Financial assets at amortised cost:					
Non current					
Loans and receivables	1,00,220	1,00,220			
Other Financial assets	86,83,066	86,83,066			
Current					
Trade receivables	13,69,40,794	13,69,40,794			
Cash and cash equivalents	3,63,20,940	3,63,20,940			
Other bank balances	43,93,13,121	43,93,13,121			
Loans	1,66,08,048	1,66,08,048			
Other Financial Assets	-	-			
Total	63,79,66,189	63,79,66,189	-	-	-
Financial liabilities at amortised cost:					
Non current					
Borrowings	2,54,07,449	2,54,07,449			
Other Financial Liabilities	-	-			
Current					
Trade Payables	-	-			
(i) total outstanding dues of micro and small enterprises	1,63,32,515	1,63,32,515			
(ii) total outstanding dues other than (i) above	4,39,30,828	4,39,30,828			
Other Financial Liabilities	20,46,76,997	20,46,76,997			
Total	29,03,47,789	29,03,47,789			-

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, bank deposits, trade payables and other financial liabilities are considered same as their fair values, due to their short term nature

As at 31 March 2018, the Company held the following financial instruments carried at fair value on the statement of financial position:

Particulars	Carrying amount	Fair value	Fair value		
	31-Mar-18	31-Mar-18	Level 1	Level 2	Level 3
Financial assets at amortised cost:					
Non current					
Loans and receivables	1,00,220	1,00,220			
Other Financial assets	86,83,066	86,83,066			
Current					
Trade receivables	7,53,95,368	7,53,95,368			
Cash and cash equivalents	11,88,84,051	11,88,84,051			
Other bank balances	27,99,38,291	27,99,38,291			
Loans	1,35,61,032	1,35,61,032			
Other Financial Assets	-	-			
Total	49,65,62,028	49,65,62,028	-	-	-
Financial liabilities at amortised cost:					
Non current					
Borrowings	4,39,78,290	4,39,78,290			
Other financial liabilities	-	-			
Current					
Trade Payables	-	-			
(i) total outstanding dues of micro and small enterprises	1,11,41,999	1,11,41,999			
(ii) total outstanding dues other than (i) above	1,93,30,893	1,93,30,893			
Other Financial Liabilities	16,84,86,081	16,84,86,081			
Total	24,29,37,263	24,29,37,263	-	-	-

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, bank deposits, trade payables and other financial liabilities are considered same as their fair values, due to their short term nature



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Tripura Natural Gas Company Limited

Notes to financial statements

32 Earnings Per Share (EPS)

	31-Mar-19 INR	31-Mar-18 INR
a) Basic earning per share		
Basic earning per share attributable to the equity holders of the company	351.28	299.35
b) Diluted earning per share		
Diluted earning per share attributable to the equity holders of the company	351.28	299.35

Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/ (loss) attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31-Mar-19 INR	31-Mar-18 INR
Profit attributable to equity holders of the Company:		
Continuing operations	13,77,01,777	11,73,46,927
Discontinued operation		
Profit attributable to equity holders of the Company for basic earnings	13,77,01,777	11,73,46,927
Profit attributable to equity holders of the Company adjusted for the effect of dilution	13,77,01,777	11,73,46,927
Weighted average number of Equity shares for basic EPS *	392000	392000
Effect of dilution:		
Weighted average number of Equity shares adjusted for the effect of dilution *	392000	392000

* The weighted average number of shares takes into account the weighted average effect of changes in treasury share transactions during the year. There have been no other transactions involving Equity shares or potential Equity shares between the reporting date and the date of authorisation of these financial statements.

33 Previous year's figures have been regrouped/ reclassified whichever necessary to correspond with the current year's classification/ disclosure.

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34 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective from April 1, 2019:

a) Ind AS 116

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

- Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- Modified retrospective - Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
- An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

Certain practical expedients are available under both the methods. The Company is still evaluating the method to be adopted for the application of new lease standard.

b) Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax

The standard permits two possible methods of transition -

- i) Full retrospective approach - Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and
- ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives.

The Company is evaluating requirements of the amendment and the effect on the financial statements is being evaluated.

c) Amendment to Ind AS 12 - Income taxes

On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes. The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. Effective date for application of this amendment is annual period beginning on or after April 1, 2019.


Company does not expect any impact of the amendment on its financial statements in FY 2019-20.

d) Amendment to Ind AS 19 - plan amendment, curtailment or settlement


On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity:

- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
- to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Company does not expect any impact of the amendment on its financial statements in FY 2019-20.


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1. Corporate information

Tripura Natural Gas Company Limited ("TNGCL") is a company domiciled in India with registered office, in Agartala, Tripura.

GAIL (India) Limited entered in to a contractual agreement with Tripura Industrial Development Corporation ("TIDC"), Assam Gas Company Limited ("AGCL") on February 15, 2005 as a major shareholder to make TNGCL the fastest growing CGD entity in entire Eastern India for distribution and marketing of Natural Gas and Compressed Natural Gas (CNG) for use in residential, commercial, industrial and automotive sector, in the state of Tripura. TNGCL has established itself as a pioneer in the CGD business and has been the 100% Piped Natural Gas (PNG) supplier to the Domestic and CNG customers in the state of Tripura. This had been possible to achieve with the commendable visionary leadership, exemplary problem solving skills and untiring efforts, along with other stake holders - Tripura Industrial Development Corporation (TIDC) & Assam Gas Company Ltd (AGCL).

The financial statements of the company for the year ended 31st March 2019 were authorized for issue in accordance with a resolution of the directors on 03-06-2019.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

For all periods up to and including the year ended 31 March 2016, the Company prepared its financial statements in accordance with Indian GAAP, including accounting standards notified under section 133 of the Companies Act 2013, read together with Companies (Accounts) Rules 2014 (Indian GAAP). These financial statements for the year ended 31 March 2019 have been prepared by the Company in accordance with Ind-AS.

The financial statements have been prepared on a historical cost basis. Where there are assets and liabilities calculated on a different basis, this fact is disclosed in the relevant accounting policy.

The Company does not have any subsidiary, associates and joint ventures, hence these financial statements are individual financial statements and does not require any consolidated financial statements.

The financial statements are presented in Indian Rupees ('INR').

3. Significant accounting policies

3.1 Property, plant and equipment

(a) Tangible Assets

Property, plant and equipment are stated at original cost net of tax / duty credit availed, less accumulated depreciation. All costs relating to acquisition of fixed assets till commissioning of such assets are capitalized. In the case of commissioned assets where final payment to the Contractors is pending, capitalization is made on provisional basis, including provisional liability pending approval of competent authority, subject to necessary adjustment in cost and depreciation in the year of settlement.

When significant parts of property, plant and equipment (identified individually as component) are required to be replaced at intervals, the Company derecognizes the replaced part, and recognizes the new part with its own associated useful life and it is depreciated accordingly. Likewise, when a major inspection/overhaul/repair is performed, its cost is recognized in the carrying amount of respective assets as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred.

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Property, plant and equipments are eliminated from financial statements, either on disposal or when retired from active use. Losses/gains arising in case retirement/disposals of property, plant and equipment are recognized in the statement of profit and loss.



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Accounting Policy Under Ind AS

Standalone Financial Statement of Tripura Natural Gas Company Limited for the year ended 31 March 2019

and loss in the year of occurrence.

Depreciation is provided in accordance with the useful life as specified in Schedule II of the Companies Act, 2013, on straight line method (SLM) on pro-rata basis (monthly pro-rata for bought out assets).

Leasehold lands are amortized over the lease period. Leasehold improvements are amortized over the remaining period of the primary lease or expected useful economic lives, whichever is shorter.

The asset's residual values, useful lives and method of depreciation/amortization are reviewed at each reporting period and adjusted prospectively, if appropriate.

(b) Capital Work in Progress

Capital work in progress includes construction stores including material in transit/ equipment / services, etc. received at site for use in the projects.

All revenue expenses incurred during construction period, which are exclusively attributable to acquisition / construction of fixed assets, are capitalized at the time of commissioning of such assets.

3.1 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives (i.e. software and licenses) are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Research and development costs

Development costs that are expected to generate probable future economic benefits are capitalized as intangible assets. All other research and development expenditure is recognized in profit and loss account as incurred.

3.2 Impairment of non-financial assets

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipments and intangible assets with finite life may be impaired. If any such impairment exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any.

Carrying value of equity accounted investments are tested for impairment in accordance with the policy described above.

3.3 Inventories

Inventories are measured at the lower of cost and net realisable value.

The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories, cost includes an appropriate share of production overheads based on normal operating capacity. Stores & Spares which meet the definition of property plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as property, plant and equipment.

Net realizable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal.

3.4 Cash and cash equivalents

Cash and cash equivalents consist of cash at bank and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.5 Foreign currency transactions

The Company's financial statements are presented in INR, which is also the Company's functional currency.



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Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction.

At each balance sheet date, foreign currency monetary items (such as Cash, Receivables, Loans, Payables, etc.) are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognized as income or expenses in the period in which they arise.

Non-monetary items (such as Investments, Fixed Assets, etc.) which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognized in line with the gain or loss of the item that gave rise to the translation difference (translation differences on items whose gain or loss is recognized in other comprehensive income or the statement of profit and loss is also recognized in other comprehensive income or the statement of profit and loss respectively).

3.6 Revenue and other income

(a) Sale of goods

Ind AS 115 Revenue from Contracts with Customers, mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. The Company has applied the modified retrospective approach on transition to Ind AS 115.

Revenue is recognized to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Consideration includes goods or services contributed by the customer, as non cash consideration, over which Company has control.

Revenue from sale of goods and services is recognized on the transfer of control to the customer and upon the satisfaction of performance obligations under the contract.

Where performance obligation is satisfied over time, company recognizes revenue using input/ output method based on performance completion till date. Where performance obligation is satisfied point in time, company recognizes revenue when customer obtains control of promised goods and services in the contract.

(b) Interest income

Interest income is recognized on a time proportion basis.

3.7 Employee benefits

All employee benefits that are expected to be settled wholly within twelve months after the end of period in which the employee render the related services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc. are recognized during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered the service entitling them to the contribution.

The Company's contribution to the Provident Fund is remitted to a separate trust established for this purpose based on a fixed percentage of the eligible employee's salary and debited to Statement of Profit and Loss. Further, the company makes provision as per actuarial valuation towards any shortfall in fund assets to meet statutory rate of interest in future period, to be compensated by the company to the Provident Fund Trust.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out annually, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

Remeasurements comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods. Past service cost is recognized in the statement of profit and loss in the period of plan amendment. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.



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Compensated absences and other benefits which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

3.8 Borrowing costs

Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale, after netting off any income earned on temporary investment of such funds. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.

All other borrowing costs are recognized as expense in the period in which they are incurred.

3.9 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on straight line basis. However, rent expenses shall not be straight-lined, if escalation in rentals is in line with expected inflationary cost.

Finance leases are capitalized at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss.

3.10 Earnings per share

Basic earnings per share is calculated by dividing the profit from continuing operations and total profit, both attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

3.11 Taxation

Tax expense represents the sum of tax currently payable and deferred tax.

a) Current Tax

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred Tax

Deferred tax is provided, using the balance sheet method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax relating to items recognized directly in equity is recognized in equity and not in the income statement.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in



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OCI or directly in equity.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3.12 Provisions, Contingent liabilities, Contingent assets and Commitments

General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

3.13 Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an asset, the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognized as income in statement of profit and loss over the period and in proportion in which depreciation is charged.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favorable interest is regarded as a government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

3.14 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle



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- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.15 Fair value measurement

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

3.16 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Classification

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in below categories:

• Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

• Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business



(Pradeep Kr. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

Ms. Bandini Debbarman
Director (Com.),
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Jalairbag, Agartala.

(B. SINGH)
Managing Director,
Tripura Natural Gas Co. Ltd.

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.



Accounting Policy Under Ind AS

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model.

- **Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Derecognition

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss on the financial assets that are trade receivables or contract revenue receivables and all lease receivables.

ii) Financial liabilities

Classification

The Company classifies all financial liabilities as subsequently measured at amortized cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables and loans and borrowings including bank overdraft.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at amortized cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

- **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

4 Significant accounting judgements, estimates and assumptions



(Pradeep Kumar Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

Ms. Banashree Debbarman
Director (Com.)
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Shilpagan, Agartala.

(B. S. Sinha)
Managing Director,
Tripura Natural Gas Co. Ltd.,

(Atanu Choudhury)
Chief Financial Officer,
TNGCL Ltd., Agartala.



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The preparation of the Company's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the consolidated financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In particular, the Company has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

4.1 Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the consolidated financial statements:

(a) Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

4.2 Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Revenue recognition

The Company uses output method in accounting for the revenue in respect of sale of services. Use of output method requires the Company to recognize revenue based on performance completion till date e.g. time elapsed, units delivered etc. The estimates are assessed continually during the term of the contract and the company re-measures its progress towards complete satisfaction of its performance obligations satisfied over time at the end of each reporting period.

Company updates its estimated transaction price at each reporting period, to represent faithfully the circumstances present at the end of the reporting period and the changes in circumstances during the reporting period including penalties, discounts and damages etc.

Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

Defined benefit plans



(Pradeep K. Mahato)
Company Secretary,
Tripura Natural Gas Company Ltd.

(B. Sinha)
Managing Director,
Tripura Natural Gas Co. Ltd.
Shilpa Nigam Bhawan,
Kheturbagan, Agartala.

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGCL Ltd., Agartala.



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The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

5 Standards Issued but not yet Effective

Ind - AS 115 "Revenue from Contract with Customers"

Ind AS 115 was issued in February, 2015. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to the customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

This standard will come into force from accounting period commencing on or after 1st April, 2018. The company will adopt the new standard on the required effective date. The Company is in the process of making an assessment of the impact of Ind - AS 115 upon initial application, which is subject to changes arising from a more detailed ongoing analysis.

Amendments to Ind AS 7 "Statement of cash flows"

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

This amendment is effective for accounting period commencing on or after 1st April, 2017. The Company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

Banani Debbbarman
(Director Commercial)
DIN -08119962

Ms. Banani Debbbarman
Director (Com.)
Tripura Natural Gas Co. Ltd.,
Shilpa Nigam Bhawan,
Khejurbagan, Agartala.

Pradeep Kr. Mahato
(Company Secretary)
Membership No-ACS31321
(Pradeep Kr. Mahato)
Company Secretary,

Tripura Natural Gas Company Ltd.

Biswabrata Sinha
(Managing Director)
DIN -0008460725
(B. SINHA)

Managing Director,
Tripura Natural Gas Co. Ltd.

Atanu Datta Choudhury
(Chief Financial Officer)
PAN-AGUPD6174A

(Atanu Datta Choudhury)
Chief Financial Officer,
TNGC Ltd., Agartala.

For S. A. Majumdar & Associates.
Chartered Accountants.



03/06/19
(CA. S. Majumdar)



TRIPURA NATURAL GAS CO LTD
(CIN: U23201TR1990SGC003451)

Registered Office: Shilpa Nigam Bhawan, KhejurBagan, Kunjaban, Agartala, Tripura, India

ATTENDANCE SLIP
Annual General Meeting

Reg. Folio/DP & Client No:..... No .of Shares Held:.....

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 29th Annual General Meeting (AGM) of the Company at Registered office at Shilpa Nigam Bhawan, KhejurBagan, Kunjaban, Agartala, Tripura -799006 on Friday, 20th day of September, 2019 at 17.00 hrs.

Member's Name :

Proxy's Name :

Member's/ Proxy's Signature

Note:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate members shall produce proper authorization issued in their favour.



TRIPURA NATURAL GAS COMPANY LIMITED
(CIN: U23201TR1990SGC003451)
Registered Office: Shilpa Nigam Bhawan, Khejur Bagan, Kunjaban, Agartala, Tripura, India

Form No. MGT-11

PROXY FORM

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

Name of the member (s): _____

Registered Address : _____

E.Mail Id.: _____ Folio No. / Client Id _____ DP ID _____

I/We, being the member(s) holding _____ 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 29th Annual General Meeting (AGM) of the Company, to be held on **Friday, 20th Day of September, 2019** at 17.00 hrs. at Registered Office at Shilpa Nigam Bhawan, Khejur Bagan, Kunjaban, Agartala, Tripura 799006 and thereof in respect of such resolutions as mentioned in the notice calling Annual General Meeting.

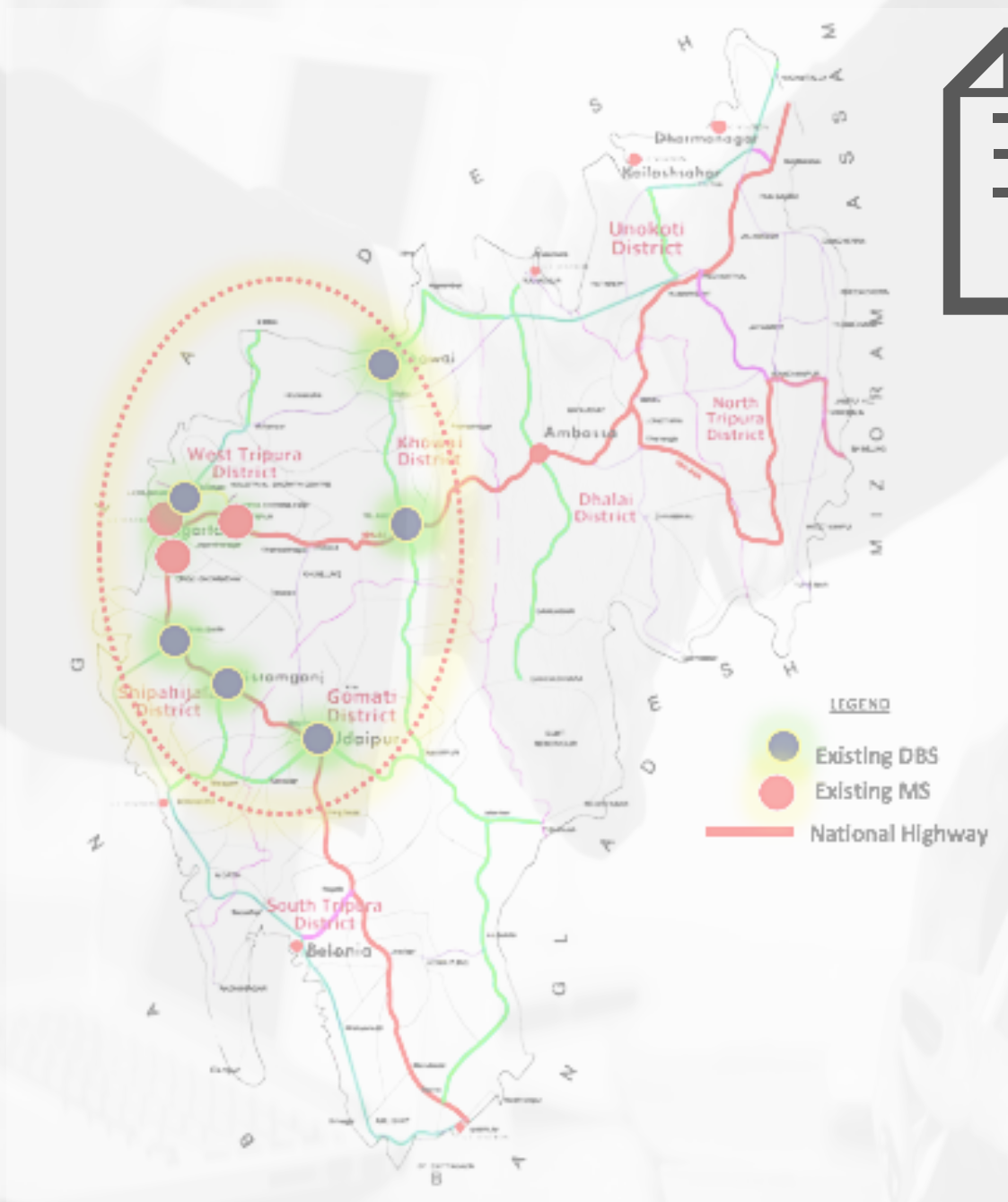
Signed this.....day of2019

Signature of Shareholder

Signature of Proxy holder(s)

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.





Tripura Natural Gas Company Limited

(A joint venture of GAIL (India) Ltd., Govt. of Tripura & Govt. of Assam)

Registered Address: Shilpa Nigam Bhawan, Khejurbagan, PO-Kunjawan, Agartala-799006
Website: www.tngclonline.com