

The Manager National Stock Exchange of India Limited Listing Department Exchange Plaza, Bandra-Kurla complex Bandra (E), Mumbai – 400051.	The Deputy General Manager, Department of Corporate Services, Bombay Stock Exchange Limited, 23 rd Floor, PJ Towers, Dalal Street, Mumbai-400 001.
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SCRIP CODE : CCCL

SCRIP CODE : 532902

Dear Sir/Madam

Sub: Notice of the 26th Annual General Meeting (“AGM”) of the Company

Pursuant to Regulation 30, 34 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Notice of the 26th AGM of Consolidated Construction Consortium Limited (CCCL) scheduled to be held on Tuesday, September 26, 2023 at 2:45 pm (IST) at Hotel Gokulam Park Sabari, No:33, Rajiv Gandhi Salai (OMR), Navalur, Chennai – 600 103.

The said Notice forms part of the 26th Annual Report of the Company for the Financial Year 2022-23. The Notice of the AGM and the 26th Annual Report is also available at the website of the Company at www.ccclindia.com

Also, please find attached the calendar of events for the 26th AGM.

Kindly take the same on record.

For CONSOLIDATED CONSTRUCTION CONSORTIUM LTD.

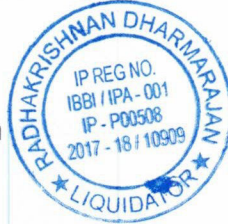
(a Company under Liquidation Process with an interim relief from Hon. NCLAT)



Radhakrishnan Dharmarajan

Liquidator

IBBI/IPA-001/IP-P00508/2017-18/10909



Calendar of Events for 26th AGM – 26.9.23

No.	Particulars	Day	Date
1	Date for determining shareholders to whom AGM notice will be sent	Friday	25.08.23
2	Date of consent by scrutinizer to act as Scrutinizer	Monday	21.08.23
3	Approval of the Liquidator for approving Draft Notice of AGM	Tuesday	22.08.23
4	Intimation to Stock Exchange about Notice of AGM and Calendar of events	Saturday	2.09.23
5	Date of completion of dispatch of notice	Saturday	2.09.23
6	Newspaper Advertisement	Sunday	3.09.23
7	Shareholders entitled to avail the facility of remote voting (Cut-off date)	Wednesday	20.09.23
8	Book closure date as per Section 91 of CA, 2013	Thursday- Tuesday	21.09.23- 26.09.23
9	Commencement of E-Voting	Saturday	23.09.23
10	End date of E-voting	Monday	25.09.23
11	Date of 26 th AGM	Tuesday	26.09.23
12	Scrutinizers Report to Chairman	Wednesday	27.09.23
13	Declaration of Results by Chairman	Wednesday	27.09.23
14	Intimation of voting results to Stock Exchanges	Wednesday	27.09.23

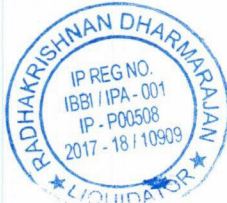
For CONSOLIDATED CONSTRUCTION CONSORTIUM LTD.

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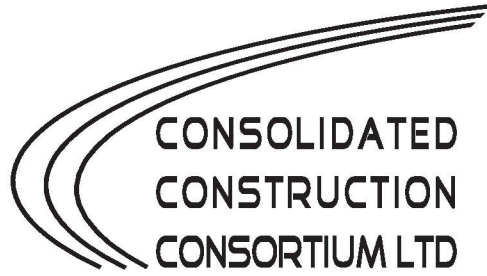
IBBI/IPA-001/IP-P00508/2017-18/10909



Registered Office: # 8/33, Padmavathiyar Road, Jeypore Colony, Gopalapuram, Chennai - 600 086 Ph: 044-23454500
E-mail: cccl@ccclindia.in, URL: www.ccclindia.com

CIN: L45201TN1997PLC038610 PAN: AAACC4214B GST: 33AAACC4214B3ZJ
Regional Offices: Bangalore Chennai Hyderabad New Delhi





(a Company under Liquidation Process with an interim relief from Hon. NCLAT)

26th

ANNUAL REPORT 2022-2023



(Welcome Group School of Hotel Administration – WGSHA)
Academic block building for M/s Manipal Academy of Higher Education at Manipal, Karnataka.

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We build relationship



Institutional Building for M/s C.I.S.C.E -Council for the Indian School Certificate Examination (Regional Institute) at Habsiguda, Hyderabad



Sattva Navaratna Residency Apartments for M/s Sattva Group at Coimbatore, Tamil Nadu.

***BOARD OF DIRECTORS**

R Sarabeswar

Chairman & Chief Executive Officer

S Sivaramakrishnan

Managing Director & Chief Financial Officer

V G Janarthanam

Director(Operations)

**Board of Directors were ceased to be Directors vide NCLAT order dated 12th May 2023*

Mr Radhakrishnan Dharmarajan

Liquidator

IBBI/IPA-001/IPPP00108/2017-18/10215

COMPANY SECRETARY

S S Arunachalam (w.e.f. August 25, 2022)

SECRETARIAL AUDITOR

N. Balachandran

AUDITORS

M/s ASA & Associates LLP,
Chartered Accountants, Chennai

BANKERS

State Bank of India,
Bank of Baroda,
ICICI Bank, IDBI Bank

REGISTERED OFFICE

No.8/33, Padmavathiyar Road,
Jeypore Colony, Gopalapuram,
Chennai - 600086.
Phone: 2345 4500 Fax: 2499 0225

REGISTRARS:

KFin Technologies Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad - 500 032

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NOTICE OF TWENTY SIXTH ANNUAL GENERAL MEETING OF CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED

Consolidated Construction Consortium Limited was under Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 (IBC) in terms of Order passed by the Hon'ble National Company Law Tribunal (NCLT), Chennai Bench with effect from 20th April, 2021. Mr. Krishnasamy Vasudevan (IP Registration No. IBBI/IPA-001/IP-P00155/2017-18/10324) was appointed as Interim Resolution Professional by NCLT vide its Order dated 20th April, 2021 who has been subsequently appointed as the Resolution Professional (RP) by the Committee of Creditors. The Company's affairs, business and assets were managed by the RP since u/s.17 IBC the powers of the Board have been suspended and vested with RP till May 12, 2023

Hon. NCLT Chennai Bench, vide its order IA/627/CHE/2023 in IBA/483/2020 dt: 12th May 2023 had passed order under Section 33(1) of IBC 2016, for liquidation of the Company and appointed Mr. Radhakrishnan Dharmarajan with Regn. No IBBI/IPA-001/IPP00108/2017-18/10215. However, the Promoters of the Company had appealed to Hon. NCLAT Chennai Bench, and obtained interim relief from publication of the liquidation by the liquidator vide Company Appeal AT (CH) (INS) No: 139/2023 dt: 17th May 2023. The Company's affairs, business and assets are being managed by the Liquidator Mr. Radhakrishnan Dharmarajan, from May 12, 2023, since u/s.34(2) of IBC, 2016 the powers of the Board have been ceased and vested with Liquidator.

Notice is hereby given that the **26th ANNUAL GENERAL MEETING** of the Members of Consolidated Construction Consortium Limited will be held on **Tuesday, the 26th September 2023 at 2.45 PM at Hotel Gokulam Park Sabari, No:33, Rajiv Gandhi Salai (OMR), Navalur, Chennai 603103** to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Standalone Financial Statements

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

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2023, and the reports of the Liquidator and Auditors thereon be and are hereby received, considered and adopted."

2. Adoption of Consolidated Financial Statements

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

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, and the report of the Liquidators and Auditors thereon be and are hereby received, considered

and adopted."

3. Re-Appointment of Mr. S. Sivaramakrishnan- Director

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Shri. S. Sivaramakrishnan (holding DIN 00431791) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.

SPECIAL BUSINESS:

4. Remuneration to Statutory Auditors

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) authority be and is hereby given to Liquidator / Audit Committee / Board of Directors as the case may be to fix the remuneration payable to, M/s ASA & Associates LLP, Chartered Accountants, Chennai, having Firm Registration Number 009517N/N500006, in addition to the re-imbursalment of applicable taxes and actual out of pocket and travelling expenses incurred in connection with the audit.

5. Ratification of Remuneration of Cost Auditors

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs 75,000/- (Rupees Seventy Five Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s. Swaminathan Sridharan & Co, Cost Accountants, Chennai (Proprietary Firm Registration No.: 103318) for audit of the cost records of the Company for the financial year ending March 31, 2024 as approved by the Board of Directors/RP of the Company, be and is hereby ratified and confirmed."

For Consolidated Construction Consortium Limited
(a Company under Liquidation Process with an interim relief from Hon. NCLAT)

Mr Radhakrishnan Dharmarajan
Liquidator
IBBI/IPA-001/IPP00108/2017-18/10215

Place: Chennai
Date: August 22, 2023

NOTES

1. A member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxy forms, in order to be valid should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/Proxies should bring the Attendance slip duly filed in for attending the meeting along with their copy of the Annual Report.
4. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.
5. Details under Regulation of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 in respect of the Directors seeking appointment/reappointment at the Annual General Meeting are enclosed and form an integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment
6. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
7. Members are advised to quote the Registered Folio Numbers/ DPID & client ID Number in all correspondence with the company.
8. All documents referred to in the above notice and statement is open for inspection at the Registered Office of the company between 10.30 a.m. to 1.00 P.M on all working days.
9. The Register of Members and Share Transfer books of the company shall remain closed from 21st September 2023 to 26th September 2023(both days inclusive).
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. Members are requested to contact the Registrar and Transfer Agent (RTA) for all matters relating to Company's shares at:
M/s. KFin Technologies Limited,
Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
12. Members holding shares in physical form are requested to notify/send the following to the Company's Registrar and Share Transfer Agents to facilitate better services:
 - (i) Any change in their address, mandates, and Bank details.
 - (ii) Share certificates held in multiple accounts names or joint names in the same order of names for consolidation of such shareholding into one account.
13. Non-Resident Indian Members are requested to inform the Registrar and Share Transfer Agent of the Company, immediately on the change in their residential status on return to India for Permanent settlement together with the particulars of their Bank Account maintained in India with complete Name, Branch, Account type, account number and address of the Bank with PIN code number if not furnished earlier.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. We propose to send all documents including Annual Reports in electronic form to the Members on the email address provided by them to the Company/ RTA / Depositories. The Members holding shares in physical form are requested to intimate/update the email address to the Company/RTA, while those holding in demat form can intimate/update their email address to their respective Depository Participants.
18. Full version of the Annual Report and the Notice of the AGM are available in the Company's website viz., www.ccclindia.com.
19. Pursuant to the stipulations in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with Section 108 of the Companies Act 2013 and the relevant Rules, the Company is pleased to offer e-voting facility, for all the Shareholders of the Company. For this purpose, the Company has entered into an agreement with M/s KFin Technologies Private Limited for facilitating e-voting to enable the Shareholders to cast their votes electronically. The remote e-Voting period will commence at 9.00 A.M. on Saturday 23rd September, 2023 and will end at 5.00 P.M. on Monday, 25th September, 2023
20. The Company has appointed Mr. N. Balachandran, Company Secretary in Practice [M.No .5113], as Scrutinizer for conducting the e-voting process in a transparent manner. The Scrutinizer's decision on the validity of the vote shall be final.
21. In terms of the Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 20th

September, 2023 i.e. the cut-off date taken by the Company for the purpose of e-voting. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on and a person who is not a Member as on the record date should treat this Notice for information purposes only.

22. A person who has participated in e-voting is not debarred from participating in the meeting physically though he shall not be able to vote in the meeting again and his earlier vote cast electronically shall be treated as final. In terms of the provisions of Section 107 read with Section 109, there will be no voting by show of hands at the meeting and hence the provisions relating to demand for poll by the Members is irrelevant. The Chairman of the meeting will regulate the meeting and voting on the resolutions in accordance with the provisions of the Act and the applicable Rules.
23. Resolutions passed by the Members through AGM by electronic means are deemed to have been passed as if they have been passed at a General Meeting of the Members.
24. **Members may note that due to the current financial strained situation of the Company, the practice of distribution of packed items is being discontinued.**
25. **The information relating to E-voting along with event number, user ID and password is enclosed as a separate form to the Notice.**
26. **SEBI vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 had inter-alia, relaxed certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) related to dispatch of hard copy of Annual Report to debenture holders, pursuant to relaxations granted by the Ministry of Corporate Affairs (MCA). Thereafter, vide Circular no. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, the said relaxations were reextended till December 31, 2022. MCA vide Circular dated December 28, 2022 has, inter-alia, now extended the relaxations from dispatching of physical copies of financial statements due in the year 2023 (i.e. till September 30, 2023) vide its Circular No. SEBI/HO/DDHS/DDHS-RACPOD1/P/ CIR/2023/001 dated January 5, 2023. Accordingly, Notice of the Annual General Meeting along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the website of the Company, www.ccclindia.com, the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited and that of the Registrar and Transfer Agent, KFin Technologies Private Limited (“KFinTech”) at <https://evoting.kfintech.com>. The physical copy of the Annual Report will be sent to the shareholders based on the specific request received at secl@ccclindia.com.**

For Consolidated Construction Consortium Limited
(a Company under Liquidation Process with an interim relief from Hon. NCLAT)

Place: Chennai
Date: August 22, 2023

Mr Radhakrishnan Dharmarajan
Liquidator
IBBI/IPA-001/IPP00108/2017-18/10215

ROUTE MAP TO THE VENUE OF THE AGM

Hotel Gokulam Park Sabari
No.33, Rajiv Gandhi Salai (OMR),
Navalur, Chennai-603 103, Tamil Nadu, INDIA



Procedure for Login for E-voting and Attending AGM through VC/OAVM for Individual Shareholders holding securities in Demat mode.

In terms of SEBI circular dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with National Securities Depository Limited ("NSDL")	<p>A. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> 1. Open https://eservices.nSDL.com 2. Click on the "Beneficial Owner" icon under 'IDeAS' section. 3. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" 4. Click on Bank Name or e-Voting service provider and you will be re-directed to e-voting service provider website for casting your vote during the remote e-Voting period. <p>B. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> 1. To register, open https://eservices.nSDL.com either on a Personal Computer or on a mobile. 2. Select "Register Online for IDeAS "Portal or click on https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp. 3. Proceed with completing the required fields. <p>C. Alternatively by directly accessing the e-Voting website of NSDL</p> <ol style="list-style-type: none"> 1. Open https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. 2. Click on the icon "Login" which is available under 'Shareholder/Member' section 3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 5. Click on Bank name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in Demat mode with Central Depository Services (India) Limited ("CDSL")	<p>A. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> 1. Click at https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com 2. Click on New System Myeasi. 3. Login with user ID and Password 4. After successful login of Easi / Easiest, Option will be made available to reach e-voting page 5. Click on e-voting service provider name to cast your vote <p>B. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> 1. Option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration. 2. Proceed with completing the required fields. <p>C. By visiting the e-Voting website of CDSL:</p> <ol style="list-style-type: none"> 1. Visit at www.cdslindia.com 2. Provide Demat Account Number and PAN No. 3. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account. 4. After successful authentication, user will be provided links for the respective e-voting service provider where the e-voting is in progress.
Individual Shareholders (holding securities in Demat mode) login through their depository participants	<p>You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Bank Name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

I) Login method for remote e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- i. Initial password is provided in the body of the e-mail.
- ii. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- iii. Enter the login credentials i.e. User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- iv. After entering the correct details, click on LOGIN.
- v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. You need to login again with the new credentials.
- vii. On successful login, the system will prompt you to select the EVENT i.e. 53041
- viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at baloogetha@gmail.com with a copy marked to evoting@kfintech.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'CCCL_EVENT No: 7598'
- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on 1800 309 4001 (toll free).

OTHER INSTRUCTIONS

- I. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFinTech Website) or contact Mrs Shoba Anand, Contact No 040-67162222, at evoting@kfintech.com or call KFinTech's toll free No. 1-800-309-4001 for any further clarifications.
- II. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
 - i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 1. Example for NSDL:
 2. MYEPWD <SPACE> IN12345612345678
 3. Example for CDSL:
 4. MYEPWD <SPACE> 1402345612345678
 5. Example for Physical:
 6. MYEPWD <SPACE> XXXX1234567890
 - ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.
 - iv. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date being The Company has appointed Shri N. Balachandran, Company Secretary in Practice [M.No .5113] as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

- v. The Scrutinizer shall immediately after the conclusion of the voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later 2 days of conclusion of the meeting, a consolidated Scrutinizers Report of the total votes cast in the favour or against, if any, to the Chairman of the Company.
- vi. The Results on resolutions shall be declared on or after the Annual General Meeting of the Company and there solution(s) will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- vii. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.ccclindia.com) and communication of the same to the BSE Limited and the National Stock Exchange of India Limited.

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or
Name **KFIN Technologies Limited**
Address Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.
- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statements sets out all material facts relating to the special business mentioned in the accompanying notice:

ITEM NO.4:

Remuneration to Statutory Auditors

M/s ASA & Associates LLP, Chartered Accountants, Chennai, having Firm Registration Number 009517N/N500006, was appointed by the Shareholders, at their 25th Annual General Meeting held on Dec 27, 2022, for a period of 5 years ie., upto the conclusion of 30th Annual General Meeting of the Company, and fixed the remuneration for the Financial Year ending March 31, 2023.

Accordingly, the remuneration has to be fixed for FY 2023-24 and subsequent years as set out in the Resolution No:4. This will authorise the Audit Committee and or Board of Directors/Liquidator to fix the remuneration payable to the Directors for their remaining term.

None of the Directors and Key Managerial Personnel / Liquidator of the Company or their relatives are, in any way, concerned or interested in the proposed resolution as set out at item No:4

The Liquidator recommend the resolution proposing the fixation of Remuneration payable to the Statutory Auditors for their remaining term of office.

ITEM NO.5:

The Liquidator has approved the appointment and remuneration of **M/s. Swaminathan Sridharan & Co, Cost Accountants, Chennai**, as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

The Liquidator recommends the Ordinary Resolution at Item No.4 for approval by the Members.

None of the Directors / Liquidator / Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice.

RETIREMENT BY ROTATION

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT 26th AGM

Name	Shri S Sivaramakrishnan
Father's Name	Shri Subramoney
Age	65Years
Expertise in Specific functional area	Construction and Civil Industry
Background Details	Mr. S. Sivaramakrishnan , is our Promoter and Managing Director. He has Bachelor's degree in Civil Engineering from Coimbatore Institute of Technology, University of Madras, Coimbatore and was a gold medalist and holds a post graduate degree in structural engineering from College of Engineering Guindy, Chennai and holds a Masters Degree in Business Administration from the University of Madras. Mr. S. Sivaramakrishnan has over 32 years of experience in the construction sector and has served as Engineer with the ECC division of Larsen and Toubro Limited and the Design Department of SPIC Limited. Mr. S. Sivaramakrishnan has been associated with our Company since inception and is currently responsible for the overall administration of our Company.
Other Company Directorship	CCCL Power Infrastructure Limited, Noble Consolidated Glazings Limited, Delhi South Extension Car Park Limited. CCCL Pearl City Food Port SEZ Ltd Consolidated Interiors Limited CCCL Infrastructure Limited
Chairmanship & Membership of other Committees of the Board	Member of Stake holders Relationship Committee Member of CSR Committee Member of allotment Committee Member of Executive Committee
No of Shares	20816129
Relationship between Directors Inter-se	Nil

For **Consolidated Construction Consortium Limited**
(a Company under Liquidation Process with an interim relief from Hon. NCLAT)

Place: Chennai
Date: August 22, 2023

Mr Radhakrishnan Dharmarajan
Liquidator
IBBI/IPA-001/IPP00108/2017-18/10215

LIQUIDATOR / (DIRECTOR'S) REPORT & MANAGEMENT DISCUSSION AND ANALYSIS REPORT

To
The Members

Presentation on the 26th Annual Report highlighting the business and operations of the Company on a standalone basis and the audited financial statements for the financial year ended 31st March, 2023.

Consolidated Construction Consortium Limited was under Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 (IBC) in terms of Order passed by the Hon'ble National Company Law Tribunal (NCLT), Chennai Bench with effect from 20th April, 2021. Mr. Krishnasamy Vasudevan (IP Registration No. IBBI/IPA- 001/IP-P00155/2017-18/10324) was appointed as Interim Resolution Professional by NCLT vide its Order dated 20th April, 2021 who has been subsequently appointed as the Resolution Professional (RP) by the Committee of Creditors. The Company's affairs, business and assets were managed by the RP since u/s.17 IBC the powers of the Board have been suspended and vested with RP till May 12, 2023

Hon. NCLT Chennai Bench, vide its order IA/627/CHE/2023 in IBA/483/2020 dt: 12th May 2023 had passed order under Section 33(1) of IBC 2016, for liquidation of the Company and appointed Mr. Radhakrishnan Dharmarajan with Regn. No IBBI/IPA-001/IP00108/2017-18/10215. However, the Promoters of the Company had appealed to Hon. NCLAT Chennai Bench, and obtained interim relief from publication of the liquidation by the liquidator vide Company Appeal AT (CH) (INS) No: 139/2023 dt: 17th May 2023. The Company's affairs, business and assets are being managed by the Liquidator Mr. Radhakrishnan Dharmarajan, from May 12, 2023, since u/s.34(2) of IBC, 2016 the powers of the Board have been ceased and vested with Liquidator.

1. FINANCIAL RESULTS

(in ₹ crores)

The Financial Results of the Company for the year under review is summarized below for your perusal and consideration.

Particulars	2022-23	2021-22
NET REVENUE	134.32	125.29
PROFIT BEFORE TAX AND DEPRECIATION	(112.65)	(129.13)
PROFIT/(LOSS) BEFORE TAX (PBT)	(115.75)	(132.88)
PROVISION FOR CURRENT TAX	-	-
TAX EXPENSE – DEFERRED TAX	(0.66)	(0.76)
PROFIT AFTER TAXES/(LOSS) (PAT)	(115.08)	(132.12)

1.1 Financial Performance

The Company has achieved Net sales of Rs. 134.32 Crores for the year ended 31st March, 2023 as compared to Rs. 125.29 Crores in the previous year.

The Company was able to reduce the loss during the year under review, from Rs. 132.88 Crs during the previous year to Rs. 115.75 Crs.

2. DIVIDEND

Your Liquidator / RP have not recommended any dividend for the financial year 2022-23 in view of the losses incurred and the need to conserve resources of the Company.

3. TRANSFER TO RESERVES

Liquidator / RP have not recommended any amount to be transferred to reserves for the financial year 2022-23 in view of the losses incurred during the year

4. CORPORATE INSOLVENCY RESOLUTION PROCESS (CIRP):

Mr. Krishnasamy Vasudevan (IP Registration No. IBBI/IPA-001/IP-P00155/2017-18/10324) has been appointed as IRP/RP by NCLT, Chennai Bench under Section 13(1) (c) of the Insolvency and Bankruptcy Code, 2016.

Hon. NCLT Chennai Bench, vide its order IA/627/CHE/2023 in IBA/483/2020 dt: 12th May 2023 had passed order under Section 33(1) of IBC 2016, for liquidation of the Company and appointed Mr. Radhakrishnan Dharmarajan with Regn. No IBBI/IPA-001/IP00108/2017-18/10215. However, the Promoters of the Company had appealed to Hon. NCLAT Chennai Bench, and obtained interim relief from publication of the liquidation by the liquidator vide Company Appeal AT (CH) (INS) No: 139/2023 dt: 17th May 2023.

5. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET

There are no material events occurring after the closure of financial year, except as provided above.

6. MANAGEMENT DISCUSSION AND ANALYSIS

Introduction

Indian economy is driven through multiple economic sectors and infrastructure is one of the major sector contributions to continuous growth. The infrastructure sector in India is poised to grow at a CAGR of 8.2% by 2027. The launch of a quadrilateral economic forum by India, the US, Israel & the UAE in November 2021 has further added to the influx of infrastructure growth perspectives.

In order to meet India's aim of reaching a US\$ 5 trillion economy by 2025, infrastructure development is the need of the hour. The government has launched the National Infrastructure Pipeline (NIP) combined with other initiatives such as 'Make in India' and the production-linked incentives (PLI) scheme to augment the growth of the infrastructure sector. Historically, more than 80% of the country's infrastructure spending has gone toward funding for transportation, electricity, and water & irrigation.

In India, about 42% of the projects in the NIP are under implementation, which means construction work is already going on. Another 19% is under the development stage, while a significant 31% is still in the conceptual stage. During the fiscals 2020 to 2025, sectors such as Energy (24%), Roads (19%), Urban (16%), and Railways (13%) amount to around 70% of the projected capital expenditure in infrastructure in India.

FDI in Infrastructure in India

Foreign Direct Investment (FDI) in the construction development (townships, housing, built-up infrastructure, and construction development projects) and construction (infrastructure) activity sectors stood at US\$ 26.17 billion and US\$ 26.30 billion, respectively, from April 2000 – Dec 2021, according to the Department for Promotion of Industry and Internal Trade (DPIIT). Infrastructure-related operations made about 13% of the US\$ 81.72 billion total FDI inflows in the financial year (FY) 2021. India's infrastructure is anticipated to expand at a compound annual growth rate (CAGR) of almost 7% during the forecast period (2019-2028).

Highway construction would be done, with 2,500 km of access control highways, 9,000 km of economic corridors, 2,000 km of coastline and land port roads, and 2,000 km of strategic highways.

The FASTag system promotes greater highway commercialization, allowing the National Highways Authority of India (NHAI) to raise more funds. Before 2024, it was projected to monetize at least 12 lots of roadway bundles totalling more than 6,000 km. The government has set aside US\$ 236 billion (Rs. 1,963,943 crores) in the budget for road infrastructure.

The government-sponsored National Investment and Infrastructure Fund (NIIF) received a funding commitment of US\$ 100 million from the multilateral Asian Development Bank (ADB) in 2020. Between the financial years (FY) 2000 and (FY) 2019, inflows in the verticals of townships, construction development projects, and housing were estimated at US\$ 25.5 billion. The "Smart Cities Mission" and "Housing for All" programmes have benefited from these initiatives. Saudi Arabia seeks to spend up to US\$ 100 billion in India in energy, petrochemicals, refinery, infrastructure, agriculture, minerals, and mining.

Infrastructure Growth Highlights

Surety Bond Insurance

The road, transport, and highways ministry launched the country's first-ever surety bond insurance product, a move that would reduce the dependence of infra developers on bank guarantees.

Surety Bond Insurance acts as a security arrangement for infrastructure projects and insulates the contractor as well as the principal. The product caters to the requirements of a diversified group of contractors, many of whom are operating in today's increasingly volatile environment. The Surety Bond Insurance is a risk transfer tool for the principal and shields the principal from the losses that may arise in case the contractor fails to perform their contractual obligation.

Research Development

According to the Ministry of Road Transport & Highways, National Institute of Technology, Silchar, (NIT Silchar) and National Highways Infrastructure Development Corporation Limited (NHIDCL), have signed an MoU to boost cooperation in the field of highway engineering and other infrastructure works.

"National Highways & Infrastructure Development Corporation Ltd (NHIDCL), a CPSE under the Ministry of Road Transport & Highways has signed MoU with NIT, Silchar on 26th October 2022 for seeking and promoting innovative technologies to find pragmatic solutions to the challenges posed in the construction of highways facing extreme climatic conditions".

Road & Transport System

National highways account for 2% of the total road network and carry over 40% of total traffic. Highway construction in India increased at 17.00% CAGR between FY16-FY21. Despite the pandemic and lockdown, India has constructed 13,298 km of highways in FY21. In FY21, 13,298 km of the highway was constructed across India.

The market for roads and highways is projected to exhibit a CAGR of 36.16% during 2016-2025. Almost 40% (824) of the 1,824 PPP projects awarded in India until December 2019 were related to roads.

The highways sector in India has been at the forefront of performance and innovation. The government has successfully rolled out over 60 projects worth over US\$ 10 billion based on the Hybrid Annuity Model (HAM). HAM has balanced risk appropriately between private and public partners and boosted PPP activity in the sector.

Road to Future

The roadmap to India's infrastructure is exciting and the new decade seems to be promising. More and more green and clean initiatives are happening across government bodies in major countries, especially, the Indian government has given the much-needed push to the infrastructure sector in the recent 2021 budget. India is looking at a US\$ 5 trillion economy dream.

As per the Department for Promotion of Industry and Internal Trade (DPIIT), FDIs in the construction development and construction sector stood at US\$ 26.17 billion and US\$ 26.30 billion, respectively, between the period of April 2000 and December 2021. The logistics sector in India is rising at a CAGR of 10.5% annually which shows that both in terms of investments and revenue the infra game is going strong.

India is now at a juncture where a huge investment in R&D for energy-efficient and green fuel is much-needed. Thus, boosting the overall infrastructure

Financial Performance:

The financial performance of the Company for the year 2022-23 is described in the Directors' Report under the head Financial Result.

Outlook:

The recent passage of the IBC (Insolvency & Bankruptcy Code) has been a major change in the environment for the company.

Cautionary Note:

The statements forming part of this Report may contain certain forward-looking remarks within the meaning of applicable laws and regulations. The actual results, performances or achievements of the Company depend on many factors which may cause material deviation from any future results, performances or achievements.

Significant factors which could make a difference to the Company's operations include domestic and international economic conditions, changes in Government regulations, tax regime and other statutes.

The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

UNLOCKING INVESTMENTS IN SUBSIDIARIES

Particulars of Loans and Advances in the nature of loans as required under Listing Regulations.

(Rs. In Lacs)

Sl.No.	Name of the Company	Balance as on		Maximum outstanding	
		31.03.2023	31.03.2022	31.03.2023	31.03.2022
A.	Subsidiaries				
	Consolidated Interiors Limited	897.91	897.91	897.91	897.91
	Noble Consolidated Glazings Limited	3465.61	3465.61	3465.61	3465.61
	CCCL Infrastructure Limited	1373.01	1373.30	1373.01	1373.30
	CCCL Power Infrastructure Limited	602.40	602.40	602.40	602.40
	CCCL Pearl City Food Port SEZ Limited	388.44	395.05	395.05	395.05
	Delhi South Extension Car Park Limited	(212.35)	(212.35)	(212.53)	(212.35)

CCCL has made total investments of Rs 35.89 Crores in its subsidiaries viz. CCCL Infrastructures Limited (Rs.22.91 Crores), Consolidated Interiors Limited (Rs.6.78 Crores), Noble Consolidated Glazings Limited (Rs.1.65 Crores), CCCL Power Infrastructure Limited (Rs.0.05 Crores) and Delhi South Extension Car Park Limited (Rs. 4.5 Crores). These investments are yet to yield returns. While the investment decision is sound, the execution of these businesses have faced various bottlenecks in the form of non- availability of working capital, un-favorable market conditions, other macroeconomic issues.

These have stressed the cash flows of the parent company, CCCL presently; we are in advanced discussions with various investors. Going forward, it is proposed to unlock their value by divesting majority equity stake in these companies.

6. SUBSIDIARIES

In accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. However, the financial information of the subsidiary companies is disclosed in the Annual Report in compliance with the said circular.

(a) Consolidated Interiors Ltd:

The focus has been to complete the jobs on hand and wait for the right opportunities till the market stabilizes. Due to sluggishness in the environment there is not much headway with the progress.

(b) Noble Consolidated Glazings Ltd. (NCGL)

The glazing market being a sub set of the construction industry, the various factors discussed above drastically affected the operations of NCGL. Completion of projects on hand and collection of receivables and optimization of costs had been the priority since 2015-16. With the much awaited economic stability expected in 2023-24 and the resultant market improvement better days are foreseen. The Company has streamlined its operations and expected to perform better in the near future

(c) CCCL Infrastructure Ltd.

The Company shall disinvest CCCL Infrastructure Ltd

(c)(i) CCCL Pearl city Food port SEZ Ltd.

As this is a subsidiary of CCCL Infrastructure Ltd, this Company also shall be disinvested.

(d) Delhi South Extension Car Park Ltd.

The Concession fee paid to Delhi Municipal Corporation has been refunded in view of project cancellation. The company has certain claims against Delhi Municipal Corporation for the cancellation. The same is under consideration by Delhi Municipal Corporation.

(e) CCCL Power Infrastructure Limited

Though the Power sector has seen a fall in the recent years, the Company has strived to perform to its full potential, but due to various factors the Company struggled to perform to the mark. However, electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required. The Government of India's focus on attaining 'POWER FOR ALL' has accelerated capacity addition in the country. At the same time, the competitive intensity is increasing at both the market and supply sides

The Company is eyeing a positive trend in future and is optimistic of a revival to this sector.

The Company has streamlined its operations and expected to perform better in the near future.

A Statement Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in **Form AOC-1** is annexed to this report as "**Annexure A**".

7. OPPORTUNITIES

In India, the infrastructure sector is instrumental in creating wide sources of employment. Many ancillary industries are dependent on the Infrastructure development industry. Infrastructure growth is necessary for the growth of the overall economy. Both are inter-dependent. Considering the importance of sector, government policies and budgets are accordingly drafted to promote infrastructure development.

The Company has more than 25 years of rich experience in the EPC Sector and was one of the major players in the industry. It had successfully completed national as well as international projects with quality. The Company had in its list of clients, major public and private sector organizations.

Presently, its affairs, business and assets are being managed by the Mr. Radhakrishnan Dharmarajan, Liquidator. In view of the above, the ensuing Annual General Meeting is being convened by the Liquidator.

8. THREAT PERCEPTION

Challenges:

- Despite the prospects, the sector continues to face challenges from land acquisition issues, adverse political and structural changes, shortage of talent, design and construct ability issues, and rising material and labor costs. However, the land acquisition and environment related issues are being addressed on war footing basis to ease the constraints.
- Policy bottlenecks, slow clearance of projects and rising inflation have dampened private sector sentiments and have stifled investments in Capital expenditure. A high level committee has been constituted for speedy clearance of stalled projects and monitoring the implementation.
- Working capital cycle has been elongated mainly due to stretched receivables, which has affected the cash flow position of the companies in the sector. Many of the companies have been forced to draw their full limits with the Banking system or restructure the facilities.
- Your Company is expecting a positive comeback from CIRP process, subject to the outcome of the decision of Hon. NCLT, Chennai Bench.
- Lengthy dispute resolution mechanism in the sector is yet another major factor affecting the cash flows of the construction companies
- This coupled with rising interest rates have led to a drop in the PAT margin and deterioration of debt coverage ratios of construction companies.
- Shortage of labour also has become a threat as the industry depends majorly on labour for its sustainability.

9. RISK PERCEPTION

Needless to mention, with huge money, there comes the involvement of big risks. Construction is a high-risk business. Mitigation of risks is the all-encompassing requirement. Broadly speaking, construction projects face the following type of risks:-

- Business Risk
- Financial Risk
- Commodity Risk
- Exchange Rate Risk.
- Market Risk
- Legal Risk
- Political Risk

10. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Internal Control system had been evaluated by the Auditor & erstwhile Management before CIRP commenced. Scope of work of Auditors covers review of controls on accounting, statutory and other compliances and operational areas in addition to reviews relating to efficiency and economy in operations.

11. CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the consolidated financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in

relevant accounting policies. Fair valuations related to financial assets and financial liabilities are categorized into level 1, level 2 and level 3 based on the degree to which the inputs to the fair value measurements are observable.

The Consolidated Balance sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and disclosure requirements with respect to items in the Consolidated Balance Sheet and Consolidated Statement of Profit and Loss are prepared in the format prescribed in Division II–Schedule III to the Companies Act, 2013 and are adequately presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the Listing Agreement. The Consolidated Cash Flow Statement has been prepared and presented as per the requirements of Indian Accounting Standard (Ind AS) 7 “Statement of Cash Flows”.

12. HUMAN RESOURCES

It has been the tradition of the Company to maintain excellent industrial relations at all levels inspite of the hurdles faced by the Company in the recent times.

13. CORPORATE GOVERNANCE

A separate report on the Corporate Governance also forms part of the Annual Report. With regard to the Business Responsibility Report, the Company is not covered in the top 500 listed entities, based on the market capitalization at BSE & NSE as on March 31, 2023. Hence there is no requirement for the Company to comply with Regulation 34 of SEBI (LODR) Regulations, 2015.

14. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The provisions as specified under Companies Act, 2013 shall not be applicable during the Insolvency Resolution Process in respect of a listed entity which is undergoing corporate insolvency resolution process under the Insolvency Code.

Hence, the Committee got dissolved on 20th April, 2021 when NCLT Passed order for initiation of CIRP as the power of the board was ceased on appointment of Liquidator / RP.

15. SEXUAL HARASSMENT POLICY

The Company had adopted the prevention of sexual harassment policy and subsequently also formed a committee for the same.

Complaints Received - Nil

Complaints Disposed off - Nil

16. DEPOSITORY SYSTEM / E-VOTING MECHANISM:

The Company has entered into a Tripartite Agreement with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (I) Ltd (CSDL) along with Registrars M/s. KFin Technologies Private. Ltd, for providing electronic connectivity for dematerialization on the Company's shares, facilitating the investors to hold the shares in electronic form and trade in those shares. The shares of your Company are being traded now on the Bombay Stock Exchange and National Stock Exchange under compulsory demat form. Further, in accordance with provisions stipulated under Companies Act, 2013, the facility of e-voting is also made available to all shareholders of the Company. The instructions regarding e-voting is enclosed along with this report. All shareholders are also requested to update their email ids with the Company or our RTA M/s. KFin Technologies Private. Ltd.

17. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, relevant amounts which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund. The details of the same are covered under the Corporate Governance Report.

18. AUDITORS

STATUTORY AUDITORS

The Auditor M/s ASA& Associates, LLP, Chartered Accountants, (FR No. 009517N/ N500006), Chennai were appointed as the Statutory Auditor of the Company at the 25th Annual General Meeting held on 27.12.2022 to hold office for a period of five years from the conclusion of 25th AGM till the conclusion of 30th AGM of the Company.

AUDITORS REPORT AND MANAGEMENT'S RESPONSE TO AUDITORS OBSERVATIONS

- a We draw attention to Note No. 5 to the standalone financial results, stating that the financial results have been prepared on a going concern basis in spite of the material uncertainties regarding going concern. We were informed by the RP that pursuant to the Corporate Insolvency Resolution Process (CIRP) which is currently in progress, as per the Code, it is required that the Company be managed as a going concern during the CIRP and accordingly, the standalone financial results are continued to be prepared on going concern basis for the reasons stated in the said note. In view of the negative net worth, drastic reduction in revenue, increasing negative cash flows and in the absence of an approved Resolution Plan, petition for liquidation filed by RP, the preparation of the financial results on a fundamental accounting assumption of going concern, in our opinion, is not appropriate. The effect of such change in classification in the financial state of affairs as presented in the financial results is not ascertainable, since we have not been provided with the valuation of the entity on liquidation basis obtained by the Resolution Professional.
- b We have not been provided with access to the records and information including the minutes of the meetings of the Committee of Creditors (COC), valuation reports, outcome of certain procedures carried out as part of the CIRP etc. We were informed by the RP that the aforesaid information are confidential in nature and the same could not be shared with anyone other than the COC and the Hon'ble NCLT. In view of the above, we are unable to comment on the possible impact, if any, on the financial results, presentations and disclosures, that may have arisen had we been provided with those information.

- c As stated in Note No. 14, the company has not physically verified its Property, Plant and Equipment (“PPE”) during the year. With regard to the Capital Work-in-Progress (CWIP) amounting to Rs.2,258.12 lakhs the same was suspended with effect from the year 2014 with no further activity. Further, it has not conducted an impairment assessment for its tangible assets (viz., PPE & CWIP) during the year. In the absence of appropriate audit evidence for existence, reconciliation of PPE and CWIP and its impairment assessment thereof, we are unable to comment on the impact, if any, on the loss for the year and on the carrying value of the PPE and the CWIP as at the year end.
- d Trade receivables & Contract Assets aggregating to Rs.71,876.60 lakhs (PY 73,183.97 lakhs), classified under various heads, include a sum of Rs.59,602.60 (PY Rs.62,243.76 lakhs) outstanding for a period exceeding three years against which the company carries a provision of Rs.10,703.60 lakhs (PY Rs. 10,404.39 lakhs). In the opinion of the management, the said dues other than those provided are fully recoverable. Further, the company has not provided the computation for the provision made towards the expected credit loss amounting to Rs.15,077.88 lakhs (PY Rs. 11,213.86 lakhs) as per the requirements of the Ind AS 109- “Financial Instruments”. Considering the period of outstanding, the arbitration and legal proceedings which are pending for a substantial period of time, lack of appropriate audit evidence, non-availability of confirmation and reconciliation, we are unable to comment on the recoverability of these amounts and the adequacy of the provision, which will impact the loss for the year and carrying value of Trade Receivables as on 31st March 2023.
- e As stated in Note No. 13, the company has not conducted the physical verification of the inventories during the year. Considering the age, the obsolescence of inventories, and its existence, we are unable to comment on its impact, if any, on the loss for the year and the carrying value of inventories as at the year end.
- f As stated in Note No. 16, the Company has not made an impairment assessment of investments held in subsidiary (carrying value Rs. 820.10 lakhs) and on the loans and advances (carrying value Rs. 1,761.46 Lakhs) given to the wholly owned subsidiary. Considering the losses incurred by the subsidiary and the reduction in the revenues, we are unable to comment on the consequential impact, if any, on the loss for the year and their respective carrying values as at the year-end in respect of the above matters
- g We have not received the statement of account for Rs. 1.12 lakhs (3 accounts) and confirmation of balance for Rs.468.52 lakhs (12 accounts) lying in the current account with banks, for Margin Money Deposits amounting to Rs. 110.50 lakhs as at the Balance sheet date. In the absence of sufficient appropriate audit evidence, we are unable to determine any possible impact thereof on the financial results and on the carrying value of cash and cash equivalents/ other bank balances as at the year end.
- h As mentioned in Note No. 9 to the standalone financial results, in view of the continuing default to the terms of the restructuring package with the lenders, the status of borrowings, Optionally Convertible Debentures (OCD) and Non-convertible Debentures (NCD) have not been reclassified. Further, as stated in the said note, the Company has not computed and provided for additional and penal interest on defaults under borrowings as per the contractual terms of the underlying agreements up to the period ended March 31, 2023. As mentioned in Note No. 10, we have neither received bank statements nor have been able to obtain confirmations for restructured term loans including working capital loans from banks and financial institutions (Balance as per books as on March 31, 2023 amounting to Rs. 79,930.80 lakhs). In the absence of sufficient appropriate audit evidence, we are unable to determine the possible impact thereof on the loss for the year and on the value of borrowings as at the year-end
- i The Company has not provided the appropriate audit evidence relating to the identification of micro and small enterprises and the dues thereon. Further the Company does not provide for interest on the dues to the micro and small enterprises as required under the Micro, Small and Medium Enterprises Development Act, 2006. Considering the non-identification of the micro and small vendors, we are unable to comment on the completeness of such disclosures made in the standalone financial results and its impact on the loss for the year.
- j We refer to Note No.15 to the standalone financial results regarding delay in remittance and non-remittance of statutory dues (including GST/Service Tax/ VAT/ PF/TDS). The Company has not estimated and provided for the interest and penalty on defaults under the provisions of respective statutes. Therefore, we are unable to comment on the possible impact thereof on the loss for the year and on the carrying value of liabilities as at the year-end
- k The details and basis for the estimate of the probable outflow of resources embodying economic benefits with respect to the ongoing contracts with customers were not made available for our audit. Further, as stated in Note No. 17, the company has not made any provision for liquidated damages in respect of delayed projects as the management is confident that there would not be any adverse impact on completion of projects. Accordingly, the consequential impact, if any, in the financial results of the Company as at the year-end is not ascertainable
- l We refer to Note 12, the Company had given corporate financial guarantees to the lenders on behalf of Noble Consolidated Glazings Limited and CCCL Infrastructure Limited, wholly owned subsidiaries. These subsidiaries have defaulted in repayment of their loan obligations and the lenders have invoked corporate guarantees during the year. Pursuant to the invocation of guarantee, the Company has received claims from such lenders amount to Rs.10,638.78 lakhs, which has not been recognized in the financial statements and to this extent the loss for the year, the liabilities is understated, and the other equity is overstated by the like amount as on March 31, 2023.

Management Response

- a. Promoters have submitted a settlement plan under 12A of IBC along with an Investor and is being actively considered by the lenders.
- b. We have been informed by the RP that certain information including the minutes of the meetings of the Committee of Creditors and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be

shared with anyone other than the Committee of Creditors and NCLT. Pending completion of the process, no adjustments could be given”

- c. In view of security arrangement, the management doesn't expect any material differences on final reconciliation with books/records. Further, as the Company is currently under CIRP, the Company has also not made full assessment of impairment as required by Ind AS 36 on Impairment of Assets, if any, as at 31st March 2023 in the value of tangible assets and Capital work in progress. Further, management believe that no item of PPE has a net realizable value in the ordinary course of business which is less than the amount at which it is included in the PPE.
- d. These receivables are periodically reviewed by the company and considering the commercial/contractual terms and on-going discussions with the clients, the management is confident of recovering the entire dues and that no further provision against these dues needs to be considered.
According to the Management, claims under arbitration will be awarded fully in Company's favour on the basis of the contractual tenability, progress of arbitration and legal advice. The management estimates that the actual recoverability will be higher than the carrying value.
- e. In view of strong internal controls, the management doesn't expect any material differences on final reconciliation with books/records. Further, management believe that no item of inventory has a net realizable value in the ordinary course of business which is less than the amount at which it is included in the inventories. Accordingly, no provision is required in respect of such inventories.
- f. In the opinion of the management, resolution and revival of the Company is possible in foreseeable future and hence the management don't foresee any threat to the business continuity of such subsidiaries. Further, since the Company is currently in CIRP, no impairment assessment was carried on the Investments held in subsidiary and loans and advances given to subsidiary and accordingly no provision has been considered necessary by the management in respect of impairment in the value of investment / loans and advances beyond what has been recognised in the books.
- g. Management believes that no material adjustments would be required in books of account upon receipt of these confirmations and that there will not be any material impact on loss for the year and also on state of affairs as at 31st March 2023.
- h. Management believes that no material adjustments would be required in books of account upon receipt of these confirmations and that there will not be any material impact on loss for the year and also on state of affairs as at 31st March 2023. The Management feels that the liabilities are shown at its fair value and levy of additional interest or penal interest is not warranted due to ongoing CIRP.
- i. Company is in the process of identifying the MSME Vendor except for the new vendor.
- j. Delayed payment charges (including penalties amount unascertainable), will be accounted for as and when settled / paid
- k. As per the past practice, the Company has assessed the financial impact on account of prolongation of the contracts' tenure which were due to reasons beyond the Company's control and the Management is confident of completing such projects without incurring any additional cost beyond what has been estimated and that chance of incurring liquidated damages is remote. The company is in the process of estimation the future cost of the certain projects
- l. The claims made by the lenders by invoking the Corporate Guarantee are admitted by the Resolution Professional as like other claims. However the promoters have submitted to settle the liabilities under 12A proposal.

INTERNAL AUDITOR

The Board/RPhas appointed M/s. Sri Hari Chandrasekhar and Associates, Chartered Accountants as the Internal Auditor of the Company pursuant to Section 138 of Companies Act, 2013 and Rule No. 13 of The Companies (Accounts of Companies) Rules, 2014 for the financial year 2022-23.

M/s. Sri Hari Chandrasekhar and Associates, Chartered Accountants are having expertise in finance and Accounts. The Internal Audit would ensure that strong internal control mechanism is put in place in the Company as per the recommendations and guidance of Liquidator / Audit Committee.

COST AUDITOR

The Board/RP of Directors had appointed M/s Swaminathan Sridharan & Co., (Firm Registration no: 103318) Cost accountants as the Cost Auditors of the Company to audit the cost accounting records of the Company for the financial year 2023-24.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. N. Balachandran, Practising Company Secretary, Chennai to undertake the Secretarial Audit of the Company. The report of the Secretarial Audit Report is annexed herewith as "Annexure B"

MANAGEMENT'S RESPONSE TO SECRETARIAL AUDITOR'S OBSERVATIONS

- a. **The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2016 except there are few instances require compliance.**
 - *There are no Non- Executive Independent Directors on the Board of the Company as on March 21, 2023. Therefore, there was a non-compliance with the Board Composition as on March 31, 2023.*

- b. **The Secretarial Standards issued by The Institute of Company Secretaries of India, However, there are few instances which require compliance.**
- *The Company has strived to comply with the secretarial standards issued by ICSI however efforts are taken to streamline the same.*
- c) **I further report that the following points requires attention and are beyond my scope**
- 1) **Erosion of Net worth**
 - 2) **Uncertainty on Recovery of Trade Receivables**
 - 3) **Winding up petition preferred by various corporate bodies against the Company.**
 - 4) **Loans extended requires compliance under section 186(7) of Companies Act, 2013.**
 - 5) **Board composition requiring compliance under Applicable Regulations of The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015**
 - 6) **There are overdue payments payable to MSME Enterprises under Micro, Small and Medium Enterprises Development Act 2006.**
 - 1) *The net worth erosion has happened because of the continuous loss made by the Company. However the Company is hopeful of bringing the net worth positive in the coming years with the enhanced business opportunities.*
 - 2) *The Company on day to day basis is closely following it up with the clients for the trade receivables. The Company is hopeful in recovering major dues in due course of time.*
 - 3) *At present there is only one winding up petitions filed against the Company which is still in early stages and efforts are made to close it amicably.*
 - 4) *The Company has not charged any interest for the loans extended to its subsidiary company as the subsidiary company is striving to revive and it becomes responsibility of the holding company to support the subsidiary companies to the maximum extent possible in its faster revival. Hence given the precarious situation any further interest burden to the Company will lead to greater deterioration of the Company.*
 - 5) *This will be taken up with the stock exchange as the updation is required from the Exchange end.*
 - 6) *These are operational overdues. The Company is striving to clear the MSME dues on priority.*
- e) **I Further Report that the company is not regular in depositing the statutory dues / of filing periodical return as relating to and applicable, with the appropriate authorities during the year under audit.**
- *Due to the delay in collection from clients, the Company could not deposit its statutory dues on time. In spite of the crippled situation the Company strives to comply with the statutory obligations on time. Efforts are being made to comply on time.*
- f) **There has been non-compliance in repayment of amount outstanding on Optionally Convertible Debentures and interest thereupon**
- *The Company is negotiating with Banks for postponement of the said repayment*

19. DIRECTORS:

There are no changes during the year under consideration.

19.1 INDUCTIONS/ CHANGE IN DESIGNATION

There are no changes in designation made during Financial Year 2022-23

19.2 DECLARATION BY INDEPENDENT DIRECTORS

There are no independent Directors in the Board.

19.3 RESIGNATIONS

There are no changes in the Directorship during FY 2022-23

19.4 RE-APPOINTMENTS

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum & Articles of Association of the Company, At the ensuing 26th Annual General Meeting, Shri. S. Sivaramakrishnan, Director of the Company is liable to retire by rotation and being eligible offer himself for re-appointment. The Liquidator recommends his re-appointment.

Pursuant to honourable NCLT Order no. IA/627/CHE/2023 in IBA/483/2020 dt. 12th May 2023, Mr. Radhakrishnan Dharmarajan Registration No. IBBI/IPA-001/IPP00108/2017-18/10215 has been appointed as the Liquidator of the Company, to manage and take custody of all assets of the Company from the date of the Order.

As an abundant caution, though the Board of Directors has ceased to exist consequent to the appointment of the liquidator, for all practical purposes, the further compliance aspects of the company are being carried out with the support of the then Board of Directors, for a smooth management and transition of the entire company's affairs. Accordingly, the Liquidator recommends the continuation of the appointment of Mr. Sivaramakrishnan, Director of the Company, who was holding the Managing Directorship of the company, for all practical purposes, as an ordinary business which is included in the notice calling the 26th AGM.

19.5 BOARD EVALUATION

Pursuant to the Regulation 17(6) (10) of SEBI (LODR) Regulations, 2015, the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

However, pursuant to the appointment of Resolution Professional and subsequently liquidator, the evaluation and performance of Board may not be carried out as per the SEBI Regulations. However, the Liquidator / RP, as the case maybe, were seeking good support and coordination in maintaining the compliance aspect in relation to companies act and other applicable acts.

19.6 TRAINING OF INDEPENDENT DIRECTORS

During the Financial Year 2021-22 the Independent Directors have resigned from the Board. There are no Independent Directors as on 31st March, 2023. Hence, the said provision is not applicable.

19.7 REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report. The Executive Directors have deferred their salaries till revival of the Company and all other remunerations paid to the Key Managerial Personnel and senior management personnel are as per the remuneration policy of the Company.

19.8 DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors, make the following statement in terms of Section 134 (3) (c) of the Companies Act, 2013:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

20 CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

A statement containing the particulars relating to conservation of energy, research and development and technology absorption as required under Section 134 (3) (m) of the Companies Act, 2013 and Rule 8 (3) (A), (3) (B) and 3 (A) (C) of The Companies (Accounts) Rules, 2014 is annexed to this report as "Annexure C"

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

Details of Loan, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to financial statements.

22. PARTICULARS OF EMPLOYEES:

The information required pursuant to Section 197 of the Companies Act 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of the employees of the company, is annexed to this report as "Annexure E"

23. DEPOSITS

Your Company has not accepted any deposits from the public during the year under review.

24. MEETINGS

During the year 6 Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

25. PARTICULARS OF CASES FILED FOR AND AGAINST THE COMPANY

Please refer to the details on the cases as referred in notes on accounts.

26. COMMITTEES

The provisions as specified in Regulations 18 (Audit Committee), Regulation 19 (Nomination and Remuneration Committee), Regulation 20 (Stakeholder's Relationship Committee) and Regulation 21 (Risk Management Committee) under SEBI (LODR) Regulations, 2015 got suspended as the Company's business affairs and operations are vested with RP/ Liquidator, pursuant to Section 17 and 34 of IBC respectively.

All these Committees got dissolved on 20th April, 2021 when NCLT Passed order for initiation of CIRP as the power of the board was ceased on appointment of liquidator / RP. However, the Liquidator is taking adequate steps and care while complying with various applicable regulations of SEBI in the ordinary course of business.

In this regard, the Liquidator / RP are getting enough support and coordination from the Board / Committees as the case maybe.

27. CREDITORS MEETING

Creditors' Meetings (CoC) were conducted during the course of the financial year then and there and matters relevant to IBC Proceedings along with the revival plans were duly placed before the meetings, among all other items that required confirmation from Creditors.

28. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a vigil mechanism/whistle blower Policy to deal with instance of fraud and mismanagement, if any. The details of the vigil mechanism Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

29. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. The Company is in the process of developing a Related Party Transactions Manual, Standard Operating Procedures for purpose of identification and monitoring of such transactions. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company. Particulars of Contracts or arrangement with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as **Annexure "D"** to the Liquidators Report.

30. ENHANCING SHAREHOLDER VALUE

Your Company believes that its Members are among its most important stakeholders. Accordingly your company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your company is also committed to creating value for its other stakeholders by ensuring its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

31. ANNUAL RETURN

In accordance with in terms of the requirements of Section 134(3) (a) of the Act, 2013 read with the Companies (Accounts) Rules, 2014 the annual return in the prescribed format is available at www.ccclindia.com.

32. COMPLIANCE OF SECRETARIAL STANDARD

The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government as required under Section 118(10) of the Companies Act, 2013.

33. GREEN INITIATIVES

During fiscal 2014-15, we started a sustainability initiative with the aim of going green and minimizing our impact on the environment. This year, we are publishing only the statutory disclosures in the print version of the Annual Report. Additional information is available on our website, www.ccclindia.com.

Electronic copies of the Annual Report 2022-23 and Notice of the 26th Annual General Meeting are sent to all the members whose email addresses are registered with the Company/Depository Participant(s).

34. ACKNOWLEDGEMENT

The Liquidator of the Company wishes to express their deep sense of appreciation and offer their sincere thanks to all the Shareholders of the Company for their unstinted support to the Company.

The Liquidator also wishes to express their sincere thanks to all the esteemed Customers for their support to the Company's business.

The Liquidator would also like to place on record their deep sense of gratitude to the various Central and State Government Departments, Banks, Organizations and Agencies for the continued help and co-operation extended by them.

In the end, the Board would like to place on record their deep sense of appreciation to all the executives, officers, employees, staff members, and workers at the various sites.

For **Consolidated Construction Consortium Limited**
(Under Corporate Insolvency Resolution Process)

Mr Radhakrishnan Dharmarajan
Liquidator

IBBI/PA-001/IPP00108/2017-18/10215

Place: Chennai
Date: 22nd August, 2023

ANNEXURE “A” TO DIRECTORS REPORT

Form AOC-1 - Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. in lakhs)

Sl. No	Particulars	Name of the Subsidiaries					
		Consolidated Interiors Limited (CIL)	Noble Consolidated Glazings Ltd.	CCCL Infrastructure Ltd.	CCCL Pearl City Food Port SEZ Ltd.	Delhi South Extension Car Park Ltd.	CCCL Power Infrastructure Ltd.
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st March 2023	31st March 2023	31st March 2023	31st March 2023	31st March 2023	31st March 2023
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR in L	INR in L	INR in L	INR in L	INR in L	INR in L
3	Share capital	677.85	165.00	2,291.00	5.00	450.00	5.00
4	Reserves & surplus	-1,540.27	-5,597.59	-1,470.89	1,701.50	-602.000	-609.09
5	Total assets	51.49	185.10	12,655.93	7,346.55	0.20	0.63
6	Total Liabilities	913.91	2,122.33	11,835.82	137.13	152.20	604.72
7	Investments / Asset Held for sale	-	-	-	-	-	-
8	Turnover	0	0	442.60	56.65	0	0
9	Profit (Loss) before taxation	-0.89	-14.08	-894.88	-204.79	-0.55	-0.84
10	Provision for taxation/Tax Expense	0	0	-12.96	-25.73	0	0
11	Profit (Loss) after taxation	-0.89	-14.08	-881.92	-179.06	-0.55	-0.84
12	Proposed Dividend	0	0	0	0	0	0
13	% of shareholding	100%	100%	100%	Nil	100%	100%

Part “B”: Associates and Joint Ventures

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

Rs. in Lakhs

Name of associates/Joint Ventures	Yuga Builders - Integrated Joint Venture, Unincorporated, Resident in India
Latest audited Balance Sheet Date	31.03.2023
Shares of Associate/Joint Ventures held by the company on the year end	40%
No.	0
Amount of Investment in Associates/Joint Venture	Rs.5.00/-
Extend of Holding%	40%
Description of how there is significant influence	Partnership
Reason why the associate/joint venture is not consolidated	NA
Net worth attributable to shareholding as per latest audited Balance Sheet	Rs (401.99)
Profit/Loss for the year	Rs.(3.96)
Considered in Consolidation	-
Not Considered in Consolidation	YES

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

For **Consolidated Construction Consortium Limited**
(Under Corporate Insolvency Resolution Process)

Mr Radhakrishnan Dharmarajan
Liquidator

IBBI/IPA-001/IPP00108/2017-18/10215

Place: Chennai
Date: 22nd August, 2023

N.BALACHANDRAN B.COM., A.C.S.,
COMPANY SECRETARY IN PRACTICE

C/2 YAMUNA FLATS
16TH STREET, NANGANALLUR
CHENNAI -600061
PH.NO.22670412
CELL: 9444376560

ANNEXURE “B” TO DIRECTORS REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2023

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

To

The Members,
CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED,
8/33, PADMAVATHIYAR ROAD, JEYPORE COLONY,
GOPALAPURAM, CHENNAI- 600086.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED** (hereinafter called “the Company”) bearing CIN: L45201TN1997PLC038610.

The responsibility of the Secretarial Auditor is to express opinion on the compliance with the applicable laws and maintenance of records based on audit. The audit was conducted in accordance with applicable Standards, and the Standards require that the Secretarial Auditor comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

The Secretarial Audit of the Company 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 my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the year under audit covering the financial year ended 31.03.2023, 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.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2023 according to the provisions of:

- (I) The Companies Act, 2013 (“the Act”) and the Rules made there under; - There are instances that certain forms, returns, documents and resolutions required to be filed with the Registrar of Companies is either filed with delay or in some cases it is yet to be filed.
- (II) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;
- (III) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
- (IV) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings;
- (V) The Following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015;
 - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 except there are few instances that require compliance.
- (VI) I have also examined compliance with the applicable Clauses of the following:
 - (i) The Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India as notified by the Ministry of Corporate Affairs, effective from 1st day of July 2015, in respect of the Board Meetings and the previous Annual General Meeting for which notices have been issued after the said date;
 - (ii) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Ltd. During the period under review, the Company has complied in general with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc

- (III) Company's website related compliances in general are regularised and updated in a periodical manner.
- (VII) **There has been non-compliance in repayment of amount outstanding on Optionally Convertible Debentures and interest thereupon and the current directors are disqualified as per Section 164 of the Companies Act 2013.**
- (VIII) **I further report that the Company is not regular in depositing the statutory dues including TDS deductions, PF remittances, gratuity dues and GST / of filing periodical return as relating to and applicable, with the appropriate authorities during the year under audit.**
- (IX) **I further report that the composition of the Board of Directors of the Company with proper balance of Executive Directors and Non-Executive Directors, as also the composition of various Board Committees required compliance during the year including on the date of the Annual General Meeting, to the extent, in the manner and subject to the reporting made hereinafter.**
- (X) I further report that adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the Meeting and for meaningful participation at the meeting.
- (XI) I further report that, based on the verification of the records and minutes, the decisions were carried out with the consent of the majority of the Board of Directors / Committee Members and there were no dissenting members views recorded in the minutes. Further, in the minutes of the General meeting, the members who voted against resolutions have been properly recorded.
- (XII) I further report that there are adequate systems and processes in the company commensurate with size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- (XIII) I further report that during the year under audit, there were no instances of:
- Public/Rights/Preferential issue of shares / Debentures/ sweat equity.
 - Redemption / Buy Back of securities.
 - Merger/Amalgamations/ reconstruction.
 - Foreign Technical collaborations.
- (XIV) I further report that the Company's application for payment of remuneration to its managerial personnel for seeking Central Government's approval is still pending relating to the Financial Year 2013-14.
- (XV) I further report that the following points require attention and are beyond my comments:
- Erosion of Net worth and ability to continue as a going concern.**
 - Uncertainty on Recovery of Trade Receivables.**
 - Order passed by the National Company Law Tribunal (NCLT) bringing the company under the Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016, resulting in suspension of powers of Board and appointment of Interim Resolution Professional for further monitoring the operation of the company and CIRP is in process .**
 - Loans extended require compliance under Section 186(7) of Companies Act, 2013.**
 - Board and Board Committee composition requiring compliance under Applicable Regulations of The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and further the disqualification of the current directors as per Sec 164 of the Companies Act 2013.**
 - There are overdue payments payable to MSME Enterprises under Micro, Small and Medium Enterprises Development Act 2006.**

Place: Chennai
Date: 13.07.2023

Signature :
Name of Company Secretary in Practice : **N Balachandran**
ACS No.: 5113 C P No : 3200
UDIN: A005113E000599421

Note: This Report is to be read with the letter of even date which is annexed as 'Annexure' and forms an integral part of this report.

Annexure to SECRETARIAL AUDIT REPORT

To

The Members,
CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED,
8/33, PADMAVATHIYAR ROAD, JEYPORE COLONY,
GOPALAPURAM, CHENNAI- 600086.

Our report of even date is to be read with this letter (MR 3 for the FY 2022-23).

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. The opinion expressed in the present report is based on the limited information, facts and inputs made available to me through electronic means by the company management.

Signature :

Name of Company Secretary in Practice : **N Balachandran**

ACS No. : 5113

C P No: 3200

Place:Chennai

Date: 13.07.2023

ANNEXURE “C” TO DIRECTORS REPORT

Information pursuant to Sec 134(3)(m) of the Companies Act, 1956 read with the Companies (Accounts) Rules, 2014 for the year ended at 31st March 2023.

- A. CONSERVATION OF ENERGY: Not Applicable
 B. RESEARCH AND DEVELOPMENT Not Applicable
 C. TECHNOLOGY ABSORPTION Not Applicable
 D. FOREIGN EXCHANGE EARNINGS AND EXPENDITURE (Rs. in Lacs)

PARTICULARS	2022-23	2021-22
Earnings		
Export of Goods	NIL	NIL
Expenditure		
Import of Material	NIL	NIL

For **Consolidated Construction Consortium Limited**
(Under Corporate Insolvency Resolution Process)

Mr Radhakrishnan Dharmarajan
Liquidator

IBBI/IPA-001/IPP00108/2017-18/10215

Place: Chennai
Date: 22nd August, 2023

ANNEXURE “D” TO DIRECTORS REPORT

Particulars of Contracts/arrangements made with related parties

[Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014 – AOC-2]

This Form pertains to the 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 arm's length transactions under third proviso thereto.

Details of contracts or arrangement or transactions not at arm's length basis

There were no contracts or arrangement or transactions entered into during the year ended March 31, 2023 which were not at arm's length basis.

Details of material contracts or arrangement or transactions at arm's length basis

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2023, are as follows:

Name of the Related Party	Nature of Relationship	Duration of the Contract	Salient terms	Amount (Rs in Lakhs)
Nature of Contract Investment in equity instrument				
CCCL INFRASTRUCTURE LTD	Subsidiary	Not Applicable	Not Applicable	Nil
CCCL PEARL CITY FOOD PORT SEZ LTD	Subsidiary	Not Applicable	Not Applicable	Nil
CCCL POWER INFRASTRUCTURE LTD	Subsidiary	Not Applicable	Not Applicable	Nil
CONSOLIDATED INTERIORS LTD	Subsidiary	Not Applicable	Not Applicable	Nil
NOBLE CONSOLIDATED GLAZINGS LTD	Subsidiary	Not Applicable	Not Applicable	Nil
YUGA BUILDERS	Associate	Not Applicable	Not Applicable	Nil
Remuneration to Relative of KMP				
Mr. Kaushik Ram	Relative of Mr. R. Sarabeswar(WTD)			60

For **Consolidated Construction Consortium Limited**
(Under Corporate Insolvency Resolution Process)

Mr Radhakrishnan Dharmarajan
Liquidator

IBBI/IPA-001/IPP00108/2017-18/10215

Place: Chennai
Date: 22nd August, 2023

ANNEXURE – “E” TO DIRECTORS REPORT PARTICULARS OF EMPLOYEES

A) Information as per Section 197(12) read with Rule 5(1) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014:

- (1) The ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year. Due to the heavy losses incurred by the Company, the Promoter Directors viz. Shri. R.Sarabeswar, Executive Chairman & Shri. S. Sivaramakrishnan Managing Director and Shri. V.G.Janarthanam Whole time Director have deferred their entitlement of remuneration for the financial year 2022-23, with recourse to claim in future.

NAME	DESIGNATION	RATIO
Mr. Sarabeswar R	WHOLE – TIME DIRECTOR	Nil
Mr.Janarthanam V G	WHOLE – TIME DIRECTOR	Nil
Mr. Sivaramakrishnan. S	MANAGING DIRECTOR	Nil

The median remuneration of employees of the Company during the financial year 2022-23 was Rs. 34,040/- pm

- (2) the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year:

NAME	DESIGNATION	RATIO
Mr. Sarabeswar R	WHOLE – TIME DIRECTOR	Nil
Mr.Janarthanam V G	WHOLE – TIME DIRECTOR	Nil
Mr. Sivaramakrishnan. S	MANAGING DIRECTOR	Nil
Mr. Subramanyam / S.S. Arunachalam	COMPANY SECRETARY	-37.65%

- (a) There was no sitting fees paid to any director during the FY 2022-23.
- (b) No commission was paid in the year 2022-23 due to inadequate profits and hence the remuneration for the year is not comparable with the year 2021-22.
- (3) The percentage increase in the median remuneration of employees in the financial year: 0 %
- (4) The number of permanent employees on the rolls of company: 280
- (5) The increase in the average salary of the employees is. NIL as compared to increase in the managerial remuneration which is NIL
- (6) The Company affirms that remuneration is as per the Remuneration Policy of the Company.

For **Consolidated Construction Consortium Limited**
(Under Corporate Insolvency Resolution Process)

Mr Radhakrishnan Dharmarajan
Liquidator
IBBI/IPA-001/IPPO0108/2017-18/10215

Place: Chennai
Date: 22nd August, 2023

REPORT ON CORPORATE GOVERNANCE

Consolidated Construction Consortium Limited was under Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 (IBC) in terms of Order passed by the Hon'ble National Company Law Tribunal (NCLT), Chennai Bench with effect from 20th April, 2021. Mr. Krishnasamy Vasudevan (IP Registration No. IBBI/IPA-001/IP-P00155/2017-18/10324) was appointed as Interim Resolution Professional by NCLT vide its Order dated 20th April, 2021 who has been subsequently appointed as the Resolution Professional (RP) by the Committee of Creditors. The Company's affairs, business and assets are being managed by the RP since u/s. 17 IBC the powers of the Board have been suspended and vested with RP till May 12, 2023

Hon. NCLT Chennai Bench, vide its order IA/627/CHE/2023 in IBA/483/2020 dt: 12th May 2023 had passed order under Section 33(1) of IBC 2016, for liquidation of the Company and appointed Mr. Radhakrishnan Dharmarajan with Regn. No IBBI/IPA-001/IPP00108/2017-18/10215. However, the Promoters of the Company had appealed to Hon. NCLAT Chennai Bench, and obtained interim relief from publication of the liquidation by the liquidator vide Company Appeal AT (CH) (INS) No: 139/2023 dt: 17th May 2023. The Company's affairs, business and assets are being managed by the Liquidator Mr. Radhakrishnan Dharmarajan, from May 12, 2023, since u/s. 34(2) of IBC, 2016 the powers of the Board have been ceased and vested with Liquidator.

1. COMPANY'S PHILOSOPHY

Consolidated Construction Consortium Limited believes in the implementation of best practices of corporate governance so that the Company achieves its corporate goals and further enhances stakeholders' value. A great deal of importance is attached to ensuring fairness, transparency, accountability and responsibility towards stakeholders, besides consistently implementing best possible practices by providing optimum level of information and benefits to the stakeholders.

As informed earlier, Mr. Radhakrishnan Dharmarajan in his capacity as Liquidator took control and custody of the management and operation of the company from May 12, 2023. Consequently, all actions that are deemed to be taken by Board of Directors have been given effect by the Liquidator during the continuance of the Liquidator as per the provisions of the IBC. The report attached is for the purpose of compliance and discharging the duties under the Liquidation, as governed by the Code.

This report covers the corporate governance aspects in your Company relating to the year ended 31st March 2023.

2. BOARD OF DIRECTORS

2.1 COMPOSITION OF THE BOARD

The Company's affairs, business and assets are being managed by the RP since U/s 17 of IBC the powers of the Board have been suspended and vested with RP, till May 12, 2023 and by Mr. Radhakrishnan Dharmarajan from May 12, 2023.

2.2 BOARD AND COMMITTEE MEETINGS AND PROCEDURES

The provisions as specified in Regulations 18 (Audit Committee), Regulation 19 (Nomination and Remuneration Committee), Regulation 20 (Stakeholder's Relationship Committee) and Regulation 21 (Risk Management Committee) under SEBI (LODR) Regulations, 2015 got suspended as the Company's business affairs and operations are vested with RP/ Liquidator, pursuant to Section 17 and 34 of IBC respectively.

All these Committees got dissolved on 20th April, 2021 when NCLT Passed order for initiation of CIRP as the power of the board was ceased on appointment of Liquidator/RP.

2.3 DISTRIBUTION OF BOARD AGENDA PAPERS

Board Notes are circulated well advance in the devised agenda format. All material information is incorporated in the agenda notes so that there can be meaningful discussions in the Board Meetings.

2.4 MINUTES OF THE BOARD MEETINGS

The Board Meeting Minutes are recorded immediately after the Board Meetings are over and these are sent to the Directors in draft form for their approval. Any changes suggested by them in the draft are incorporated and then final minutes are prepared and signature of the Chairman is obtained.

2.5 FOLLOW UP OF DECISIONS TAKEN AT THE BOARD MEETINGS

The Company has an effective system of follow up of the decisions taken at the Board Meeting. An Action Taken Report is prepared and circulated to the Board in the next Meeting. The Company Secretary ensures the flow of necessary information and feedback from the Board to the respective departments. Observations made by the Board are sent to respective functional heads for follow up and implementation.

2.6 COMPLIANCE WITH STATUTORY REQUIREMENTS

At the time of preparation of agenda notes it is ensured that all the statutory requirements are complied with under Companies Act, SEBI Regulations and guidelines from other statutory bodies. The Company complies with Secretarial Standards prescribed by the Institute of Company Secretaries of India.

3. BOARD MEETINGS

Six Board Meetings were held during the financial year 2022-2023. The maximum gap between any two meetings was less than 4 months as stipulated under the Listing Regulation. The dates on which the said meetings held are as follows:

10th June 2022, 27th June 2022, 25th August, 2022, 23rd September, 2022, 7th November 2022, 28, January 2023.

Attendance of each Director at Board Meetings & Annual General Meeting of the Company held during the year and the number of Directorship(s) and Committee Chairmanships / Memberships held by them in other companies are given below: