

DIRECTORS' REPORT

TO
THE SHAREHOLDERS
HINDUSTAN CABLES LIMITED

Dear Shareholders,

On behalf of the Board of Directors, I have great pleasure in presenting you the 73 rd Annual report on the working of the Company for the year ended 31st march 2025 along with the Audited Statement of Accounts, Auditors' Report and the Review of the Accounts by the Comptroller & Auditor General of India.

2. PERFORMANCE

The Union Cabinet has given its approval on 28.09.2016, inter alia, for closure of the company as per the provisions of the Companies Act 1956 / 2013, Industrial Disputes Act 1947 etc., offering VRS/VSS to its employees. Accordingly, all the employees were released on 31.01.2017 on payment of compensation sanctioned by the Union Cabinet.

As things stands today, there is no permanent employee on the roll of the company. The appropriate government authority has granted permission for closure of the company u/s. 25(O) of Industrial Disputes Act, 1947.

Currently there is no business activity and HCL is trying to complete the formalities for liquidation / winding up as directed. Hindustan Cables Limited is now closed and in a non-operating stage with no plant, machinery, employee or outsourced functionary.

3. FINANCIAL RESULTS

During the year 2024-25, the company has made profit (loss) of Rs. (2.74) crores. Summarized position of the Company's results for the year 2024-25 compared to 2023-24 is given below:

(Rs. In Lakhs)

		2024-25	2023-24
(a)	Total revenue	411.03	393.58
(b)	Less: Total expenses	847.06	534.14
(c)	Profit (Loss) before Extra Ordinary item and Tax	(436.03)	(140.54)
(d)	Extra Ordinary items	161.84	(3.35)
(e)	Provision for Income Tax (relating to earlier years)	-	(303.38)
(f)	Profit (Loss) for the year	(274.19)	(447.27)

4. SHARE CAPITAL

The Authorized Capital of the Company is Rs. 6000 crores. The Subscribed and Paid-up Capital as on 31.03.2025 stood at Rs. 4865.88 crores divided into 4865881125 Equity Shares of Rs. 10 each.

5. BORROWINGS

During the year 2024-25, the company has not made any borrowing.

6. CONTRIBUTION TO NATIONAL EXCHEQUER

The Company's contribution to National Exchequer by way of Income Tax, TDS on contractors and consultancy services, GST, Rates & Taxes etc. aggregates to Rs. 0.49 crore.

7. HUMAN RESOURCE MANAGEMENT

In terms with approval of the Union Cabinet dated 28.09.2016, inter alia, for closure of the company as per the provisions of the Companies Act 1956 / 2013, Industrial Disputes Act 1947 and other relevant Acts, all the regular employees of the company were released on 31.01.2017 on acceptance of their VR applications expect 125 ex-employees of HCL, Naini (who were transferred to NAEL, a subsidiary of HAL).

8. STATUS OF LAND HELD

Company holds 947.23 acres of land at Rupnarainpur, District Paschim Bardhaman, West Bengal. The Company has filed a title suit before Asansol Court challenging the gift deed for 8.85 acres of land at Baramuri mouza, Rupnarainpur, in favour of two West Bengal Government educational institutions (ITC and NCP). For a small parcel of 0.39 acres at Baramuri mouza, mutation is under hold by local land revenue office for identification based on verification of ownership records.

In respect of 324 acres 35 guntas of land held by the Company at Hyderabad, Telangana Government claimed title to property and served resumption orders during July, 2018. Company obtained stay(s) from Hyderabad High Court and issues are now sub judice.

9. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors of the Company confirm:

- i. That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.
- ii. That the selected accounting policies were applied consistently and the directors made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2025 and of the profit of the Company for the year ended on that date.
- iii. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for

safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- iv. That the annual accounts have not been prepared under historical convention as a going concern, in view of the decision of Union Cabinet to close the company.

10. AUDIT COMMITTEE

The Board of Directors in its 369 th Meeting held on 24.03.2025 re-constituted the Audit Committee comprising of Shri Madanpal Singh, as Chairman, Audit Committee, Shri Arun Kumar Sarkar, as Member, Audit Committee and Shri Uday Shankar, as Member, Audit Committee. The terms of reference of the Audit Committee are to review and discuss with the Auditors periodically about internal controls, the scope of audit and the observations of the auditors, review of financial statements before submission to the Board and any matter referred by the Board.

11. BOARD OF DIRECTORS

Shri Uday Shankar, General Manager (PMX), Bharat Heavy Electricals Limited (BHEL) has been entrusted additional charge of the post of Chairman & Managing Director of the company w.e.f. 29.10.2024 vide in terms of order no. 1(15)/2016-PE-II-Part-3(e 15457) dated 15.10.2024 issued by Department of Heavy Industry, Government of India.

The Board of Directors place on record its appreciation for the service rendered by Shri. K. Mohan as Chairman & Managing Director (Additional Charge) of the company.

Shri Arun Kumar Sarkar, Deputy Secretary, Ministry of Heavy Industries (MHI) was appointed as a Government Nominee Director on the Board of Hindustan Cables Limited with immediate effect vice Shri Joseph Atul T Barla, Director, Ministry of Heavy Industries (MHI) vide MHI order no. 1(15)/2001-PE.II/CPSE-II (e-4246) dated 27.09.2024.

The Board of Directors place on record its appreciation for the services rendered by Shri Joseph Atul T Barla, Director, Ministry of Heavy industries, as Government Nominee Director on the Board of Hindustan Cables Limited.

The Board meets with prior notice and circulation of the agenda papers in advance. The meetings focus on strategy formulation, policy and control, review of the performance and for considering statutorily required matters.

12. AUDITORS

For the year 2024-25, M/s Guha Nandi & Company (CA 0017), Chartered Accountants, was appointed by Comptroller & Auditor General of India (C&AG) as Statutory Auditor of the Company.

13. AUDIT REVIEW

The comments of the Comptroller and Auditor General of India, Statutory Auditors' Report to the members and replies of the Management to the observations are annexed.

14. INFORMATION ON SHARES

The share transfers taking place are amongst the nominees of the President of India. The distribution of shareholding as on 31st March, 2025 was as under:

Sn	Category	No. of shares held	% age
1	President of India	4865881125	100.00
	Total	4865881125	100.00

The Company is an unlisted entity having CIN U31300WB1952GOI020560.

The last 3 Annual General Meetings were held on 28.12.2022, 22.11.2023 & 28.10.2024 at Kolkata.

15. ACKNOWLEDGEMENT

The Directors are grateful for the support, guidance and assistance received from the Ministry of Heavy Industries, Ministry of Communication, Ministry of Finance and other Ministries of Government of India and State Governments of West Bengal and Andhra Pradesh. The Directors also convey their thanks for the co-operation and support received from the office of Comptroller and Auditor General of India and the principal Director of Commercial Audit.

The Directors take this opportunity to express their appreciation for the support, co-operation and contribution from the contractual functionaries associated with the Company in meeting various challenges during the year under review.

For and on behalf of the Board of Directors

Sd –

(Uday Shankar)

CHAIRMAN & MANAGING DIRECTOR

REGISTERED OFFICE
167/A, Ajoy Nagar, (5th Road)
KOLKATA 700075.

DATED : 23.09.2025