



Saluting Those Who Give So Much.

ANNUAL REPORT

2019-20



PREMCO
GLOBAL LTD



PREMCO GLOBAL LIMITED
CIN: L18100MH1986PLC040911

BOARD OF DIRECTORS

MR. ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR

MR. LOKESH P. HARJANI
WHOLE TIME DIRECTOR

MRS. NISHA P. HARJANI
CHIEF FINANCIAL OFFICER & DIRECTOR

MRS. SONIA A. HARJANI
DIRECTOR

MS. SONU A. CHOWDHRY
DIRECTOR

MR. RAJESH M. MAHTANI
INDEPENDENT DIRECTOR

MR. LALIT D. ADVANI
INDEPENDENT DIRECTOR

MR. PREM I. GIDWANI
INDEPENDENT DIRECTOR

MR. R. C. PANWAR
CHIEF EXECUTIVE OFFICER

MR. GAURISH TAWTE
COMPANY SECRETARY & COMPLIANCE OFFICER

STATUTORY AUDITOR
SANJAY RAJA JAIN & CO.

SECRETARIAL AUDITOR
SANJAY DHOLAKIA & ASSOCIATES

REGISTRAR & TRANSFER AGENT
Big Share Services Private Limited
1st Floor, Bharat Tin Works Building, Opp. Vasant
Oasis, Makwana Road, Marol, Andheri (E), Mumbai 400 059.
Tel.No.091-022-62638200
Fax No.091-022-62638299

BANKERS
HDFC BANK LIMITED
STATE BANK OF INDIA

REGISTERED OFFICE
A/26, Premco House, Street No.3, MIDC
Marol , Andheri (E) Mumbai – 400 093
Telephone No.: 022 – 61050 5000
Fax No. : 022 – 2835 1812
Email - admin@premcoglobal.com

FOREIGN SUBSIDIARY
PREMCO GLOBAL VIETNAM COMPANY LIMITED
LOT NO 18, ROAD NO 7, TAN DUC INDUSTRIAL PARK,
DUC HOA HA, DUC HOA DISTRICT,
LONG AN PROVINCE. VIETNAM
TEL NO: +84 123 952 8344/+84 986493991

PLANT LOCATIONS

Plot No. -41, Diwan & Sons Industrial
Estate, Aliyali Village, Dist.Thane,
Palghar, Maharashtra-401 404

8, Marol Udyog Premises, Steelmade
Industrial Estate, Marol-Maroshi Road,
Andheri (E) Mumbai Maharashtra– 400 059

Plot No. -202/2, Old Check post,
Dadra & Nagar Haveli,
Union Territory -D&NH-396 230

C/O. Akay Filtips Pvt.Ltd.
Plot No.- 2/23/24, GIDC, Silvassa Road
Near Nathani Paper Mills, Vapi-396 195

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NOTICE

NOTICE is hereby given that the 36th ANNUAL GENERAL MEETING of the Shareholders of **PREMCO GLOBAL LIMITED** (CIN:L18100MH1986PLC040911) will be held on **Tuesday, 22nd September 2020** at **03:00 P.M.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") facility to transact the following business:

ORDINARY BUSINESS

- 1) To receive, consider, and adopt
 - a) the Audited Standalone Financial Statements for the year ended 31st March 2020 together with the Report of Directors and the Auditors thereon, and
 - b) the Audited Consolidated Financial Statements for the year ended 31st March 2020 together with the Report of Auditors thereon, and
- 2) To declare dividend on Equity Shares for the financial year ended 31st March 2020.
- 3) To appoint a Director in place of Mr. Ashok B. Harjani ((DIN 00725890) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

- 4) **Re-appointment of Ms. Sonu A. Chowdhary (DIN:07153810) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT, pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of Members is be and hereby accorded for re-appointment of Ms. Sonu A. Chowdhary (DIN: 07153810), as an Independent Director for the period of five years with effect from 1st April, 2020 and who holds office up to March 31st, 2025 and being eligible and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company w.e.f. April 01st, 2020."

- 5) **To approve & Ratify Related Party Transactions by the Company**

To consider, and if thought fit, to pass the following as a Special Resolution: -

"RESOLVED THAT in pursuance of Section 188 of the Companies Act, 2013 (hereinafter referred to as Act) read with the Companies (Management and Administration) Rules, 2014, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and other applicable provisions if any of the Act and Rules made thereunder as amended or restated and the enabling provisions in the Articles of Association and Memorandum of Association of the Company and subject to requisite approvals including the approval of all concerned statutory and regulatory authorities and departments, person or persons, if and to the extent necessary and such other approvals, permissions and sanctions as may be required, the consent of the Members be and is hereby accorded to the Board of Directors of the Company to sell/purchase goods to/from its subsidiary Company ie Premco Global Vietnam Co Limited for a period of Five Years for an amount not exceeding Rs. 50 Crores in a Financial Year and on such terms and conditions as may be deemed fit by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, including to determine the manner and method of sale, transfer, disposal and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, negotiating, finalizing and executing necessary agreements (including such representations, warranties indemnities and covenants as may be customary in such transactions), deed of conveyance, deed of assignment, schemes, and subsequent modifications thereto and such other documents as may be necessary or expedient in its own discretion and in the interest of the Company, including without limitation, to settle any questions, difficulties, doubts that may arise in this regard, as it may in its absolute discretion deem fit, and to delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, to any committee of the Board or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary to give effect to this resolution."

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-

GAURISH TAWTE
COMPANY SECRETARY AND COMPLIANCE OFFICER
MEMBERSHIP NO: ACS49898

Place: Mumbai

Date: 29th June, 2020

Registered Office:

"Premco House", A/26, M.I.D.C.,
Street No. 3, Andheri (East),
Mumbai - 400 093

CIN: L18100MH1986PLC040911

**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.premcoglobal.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Register of Member and the Share Transfer Books of the Company will remain closed from 16.09.2020 to 22.09.2020 (both days inclusive).
9. If the Dividend as recommended by the Board of the Directors is approved at the AGM, payment of such dividend is subject to deduction of tax at source and will be paid/ dispatched on/ after 22.09.2020 and within thirty days from the date of declaration of dividend to those persons (or their mandates):
 - whose names appear as beneficial owners as at the end of the business hours on 15th September, 2020 in the list of the Beneficial Owners to be obtained from the Depositories i.e. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL], in respect of the shares held in electronic/ dematerialized mode; and
 - whose names appear as Members in the Register of Members of the Company as on 15th September, 2020, in respect of the shares held in physical mode.

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ R&TA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to tds@bigshareonline.com or <https://www.bigshareonline.com/dividendTDS.aspx> by 11:59 p.m. IST on September 15th, 2020. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents

i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to tds@bigshareonline.com or <https://www.bigshareonline.com/dividendTDS.aspx>. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on 15th September, 2020.

In respect of the Members holding shares in electronic form, the bank details obtained from the respective depositories will be used for the purpose of distribution of dividend through various approved/ permissible electronic mode of payment viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc. The Company/ R & TA will not act on any direct request from the Members holding shares in dematerialized form for change/deletion of such bank details. Such changes are to be intimated by the Members:

- i. to their Depository Participants (DPs) in respect of their shareholdings in electronic (demat) form, and
- ii. to the Company's Registrar & Share Transfer Agents namely, M/s. Big Share Services Private Limited in respect of shareholdings in physical form.

10. Any query related to dividend should be directed to R & TA.

Members are requested to:

- (i) Send all correspondence to the R & TA upto the date of book closure.
- (ii) Quote Registered Folio Number or DP ID/ Client ID in all the correspondence.

11. Members who have not encashed/received the dividend warrants so far in respect of the below mentioned periods, are requested to make their claim to the Registrar and Share Transfer Agent namely, M/s. Big Share Services Private Limited well in advance of the below due dates. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend account, will be transferred to the Investor Education and Protection Funds (IEPF). Further the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF. It may be noted that once the amounts in the unpaid dividend accounts are transferred to IEPF, no claim shall lie against the IEPF or the Company in respect thereof and the Members would lose their right to claim such dividend.

12. Due dates of transferring unclaimed and unpaid dividends declared by the Company for the financial year 2012-13 and thereafter to IEPF:

| Year | Dividend Per share | Date of Declaration of Dividend | Year for transfer to IEPF |
|-----------|--------------------|---------------------------------|---------------------------|
| 2012-2013 | 1.80 | 19-Aug-2013 | 2020 |
| 2013-2014 | 2.00 | 14-Aug-2014 | 2021 |
| 2014-2015 | 2.70 | 01-Sep-2015 | 2022 |
| 2015-2016 | 2.50 + 0.50 | 22-Mar-2016/ 09-Sep-2016 | 2023 |
| 2016-2017 | 3.00 | 20-July-2017 | 2024 |
| 2017-2018 | 3.00 | 25-Sep-2018 | 2025 |
| 2018-2019 | 2.00 | 10-Sep-2019 | 2026 |

13. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 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 2019-20 will also be available on the Company's website www.premcoglobal.com website of BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>

To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with R&TA in case the shares are held by them in physical form.

Members are requested to furnish/update the details of their address, e-mail address, bank account details, relevant information for availing various approved/permissible modes of electronic funds transfer facilities viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc.:

- (i) to their depository participants in respect of their shareholdings in electronic (dematerialized) form;
- (ii) to R & TA, in respect of their shareholdings in physical form, quoting their folio numbers.

Members are entitled to have, free of cost, a copy of the Documents upon placing a specific requisition addressed to R & TA.

14. Members are requested to :-

- i. Members holding shares in Physical form are requested to convert their holding into dematerialize form to eliminate all risk associated with Physical shares; Members can contact our RTA in this regard.
- ii. Members holding shares in dematerialize form are requested to intimate all changes pertaining to their



- Bank details, Email address, Contact Numbers which will help Company and its Registrar's to provide better & efficient services.
- iii. Write to the Company at least 7 days before the date of the meeting, in case they desire any information as regards the Audited Accounts for the financial year ended 31st March 2020, so as to enable the Company to keep the information ready.
 - iv. Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence.
 - v. Approach the R&TA of the Company for consolidation of folios.
 - vi. Avail of Nomination facility by filing in and forwarding the nomination form to the R&TA, if not already done.
 - vii. Send all correspondence to the R&TA of the Company, M/s Big Share Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400 059 upto the date of book closure.
16. Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
 17. In case of joint holders, the vote of only such joint holder who is higher in the order of names, whether in person or proxy, shall be accepted to the exclusion of the votes of other joint holders.
 18. Members, who are holding Shares in identical order of names in more than one Folio, are requested to apply to the Company/ R&TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.
 19. Members desiring any information pertaining to the financial statements are requested to write to the Company Secretary at an early date so as to enable the Management to reply at the AGM.
 20. The Company has listed its shares on the Bombay Stock Exchange Limited. The listing fees till date have been paid.
 21. All the documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 3:00 p.m. on all working days except Saturdays, Sundays and Public Holidays until the date of the Annual General Meeting or any adjournment(s) thereof.
 22. The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market and Members holding shares in electronic form are requested to submit their PAN to their Depositories Participant(s). Members holding shares in physical form shall submit their PAN details to R & TA, if not already submitted.
- 22. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING, E-VOTING DURING AGM AND PROCEDURE TO JOIN AGM ARE AS UNDER:-**
- The remote e-voting period begins on 19th, September, 2020 at 09:00 A.M. and ends on 21st September, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.
- How do I vote electronically using NSDL e-Voting system?**
- The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*
- Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**
- Step 2: Cast your vote electronically on NSDL e-Voting system.**
- Details on Step 1 is mentioned below:**
- How to login id to NSDL e-voting website?**
1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
- Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****. |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - (a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - (b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - (c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjayrd65@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).



2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id).
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE

EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at gaurish@premcoglobal.com The same will be replied by the company suitably.
23. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 15th September 2020.
24. Mr. Sanjay Dholakia, Practising Company Secretary (FCS 2655 and CP 1798) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
25. The Scrutinizer shall immediately after the conclusion of voting ,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, within a period not exceeding three (3) days from the conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH

VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsd.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
26. The Chairman or the authorised person shall declare the results of the voting forthwith and the results declared alongwith the report of the scrutinizer shall be placed on the website of the Company i.e. <http://www.premcoglobal.com/> and on the website of NSDL.
27. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
28. A brief resume of Directors proposed to be re-appointed at this Annual General Meeting pursuant to Regulation 36 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 is as follows:

| Particulars | Director | Director |
|---|--|--------------------------------------|
| Name of the Director | Mr. Ashok B. Harjani (DIN 00725890) | Ms. Sonu A. Chowdhary(DIN: 07153810) |
| Date of Birth | 24/06/1952 | 02/05/1951 |
| Date of Appointment | 01/04/2015 | 10/04/2015 |
| Qualification | Textile Engineering | BA Psychology |
| Expertise in Specific Functional Area | Expertise in Production related matters & Administration | Artist, Human Resources |
| Executive & Non Executive Director | Executive Managing Director | Non Executive Director |
| Promoter Group | Yes | No |
| Directorship held in India Public Companies as on March 31, 2020 | NIL | NIL |
| Committee positions held in India Public Companies as on March 31, 2020 | NIL | NIL |
| Attendance at Board meetings in FY 2019-20 | Attended 4 Board Meetings | Attended 3 Board Meetings |
| Number of Shares held in the Company | 9,64,817 Shares (29.19) | NIL |

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all material facts relating to the business mentioned under.

ITEM NO 4.**Re-appointment of Ms. Sonu A. Chowdhary(DIN:07153810) as Independent Director of the Company.**

Pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) based on the valuable contributions of Ms. Sonu A. Chowdhary and on recommendations of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 14th February 2020 reappointed Ms. Sonu A. Chowdhary as Independent Director of Company for second term of Five years w.e.f. 1st April 2020.

Ms. Sonu A. Chowdhary is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given her consent to act as Director.

The Company has also received declarations from Ms. Sonu A. Chowdhary that she meet with the criteria of independence as prescribed.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested in the above special resolution except Ms. Sonu A. Chowdhary.

ITEM NO 5.**To approve & Ratify Related Party Transactions by the Company**

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. Company in its ordinary course of Business requires to enter into related party transaction with its Subsidiary Company ie Premco Global Vietnam Co Limited for Sale/purchase of Goods. In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the transactions that your Company may enter into with the related party (as defined under section 2(76) of the Companies Act, 2013). The transactions of sale/purchase between the company and the related parties will be done in the ordinary course of business and at an arm's length relationship.

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-

GAURISH TAWTE
COMPANY SECRETARY AND COMPLIANCE OFFICER
MEMBERSHIP NO: ACS49898

Place: Mumbai
Date: 29th June, 2020

Registered Office:
"Premco House", A/26, M.I.D.C.,
Street No. 3, Andheri (East),
Mumbai - 400 093
CIN: L18100MH1986PLC040911



Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all entities falling under the definition "Related Party" shall abstain from voting in respect of the resolution proposed at item no. 5 of the notice, irrespective of whether the entity is a party to the particular transaction or not. Accordingly, the promoters and promoter group will not participate in the voting. As on the date of proposing this transaction, Premco

Global Vietnam Co Limited does not hold any Equity Shares in the Company. The Board of Directors recommends the resolution set forth in item No. 5 for approval of the Members. Except Promoter and Promoter group no other director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this special resolution.

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-

GAURISH TAWTE
COMPANY SECRETARY AND COMPLIANCE OFFICER
MEMBERSHIP NO: ACS49898

Place: Mumbai
Date: 29th June, 2020

Registered Office:
"Premco House", A/26, M.I.D.C.,
Street No. 3, Andheri (East),
Mumbai - 400 093
CIN: L18100MH1986PLC040911

BOARD'S REPORT

To the Members of

PREMCO GLOBAL LIMITED

Your Directors have pleasure in presenting their Thirty Sixth Premco Global Limited Annual Report together with the Audited Accounts for the year ended 31st March, 2020.

1. FINANCIAL SUMMARY HIGHLIGHTS

The Financial Performance for fiscal 2019-2020 is summarized in the following table:

Rs. in Lakhs

| Particulars | Standalone | | Consolidated | |
|---|-----------------|----------------|---------------|---------------|
| | March 2020 | March 2019 | March 2020 | March 2019 |
| Total Revenue | 4970.31 | 5323.39 | 8029.26 | 7,212.41 |
| Expenses | 4861.04 | 4985.15 | 6811.60 | 6409.93 |
| Profit Before Finance Cost, Depreciation & Amortisation Expenses | 109.27 | 338.24 | 1217.66 | 802.48 |
| Finance Cost | 121.29 | 79.62 | 222.78 | 150.17 |
| Depreciation & Amortization Exp. | 212.92 | 171.81 | 461.72 | 271.84 |
| Profit/(Loss) before Exceptional Items | (224.94) | 86.81 | 533.16 | 380.47 |
| Exceptional Items | (22.25) | (106.56) | (22.25) | (106.56) |
| Profit/(Loss) before Taxation | (247.19) | (19.75) | 510.91 | 273.91 |
| Less : Provision for current Taxation | (2.67) | 19.16 | 15.14 | 19.16 |
| Deferred Taxation adjustment | (71.12) | (54.78) | (71.12) | (54.78) |
| Profit/(Loss) After Taxation | (173.40) | 15.87 | 566.89 | 309.53 |
| Minority Interest | - | - | (108.00) | (48.82) |
| Other Comprehensive Income (Net of Tax) | (87.56) | 79.17 | (87.56) | 79.17 |
| Total Comprehensive Income | (260.96) | 95.04 | 371.33 | 339.88 |
| Paid up Equity Share Capital | 330.48 | 330.48 | 330.48 | 330.48 |
| Earnings Per Share (Rs.) | (7.90) | 2.88 | 11.24 | 10.28 |

FINANCIAL PERFORMANCE, OPERATIONS AND STATE OF THE COMPANY'S AFFAIRS**STANDALONE ANALYSIS**

During the year under review, Company's revenue from operations stood at Rs. 4542.36 Lacs as against Rs. 5036.33 Lacs in the previous year. The total revenue stood at Rs. 4970.31 Lacs as against Rs. 5323.39Lacs in the previous year. The Company incurred loss of Rs. 173.40 Lacs as compared to the Net Profit after Tax of Rs. 15.87 Lacs during the previous accounting year.

The Company's EBDIT for the year on standalone basis was at Rs 109.27 Lacs as against Rs. 338.24 Lacs.

As Compared to last year, Export Sales on standalone basis were lowered by 12.25% whereas Domestic Sales were higher by 2.57%.Raw Material Cost as a Percentage of Sales were higher by 2.31%..Raw Material Sales to Vietnam declined by Rs.20 lacs. However revenue from RM trading increases by 25 Lacs. Other Operational Income consisted of Exports Incentives and were lower by 18.53 % due to lower exports. Exchange Gain stood at Rs.102 Lacs as compared to previous year Rs 188 Lacs (Including Other comprehensive Income). Mainly as PGVL repaid its Loan borrowed from PGL in entirety and due to this the PREMIUM on Forward booking was lower.

During 2019-20 , the Company settled its insurance claims of Rs 22 Lacs due to Loss of material in floods/rains at one of its plant in Vapi,

The Company has incurred expenses (other than RM Cost) of Rs. 2656.87 Lacs in current year as compared to previous year of Rs. 2496.59 Lacs. Mainly due to Higher Production values targeted during the year.



Employee Benefit Expenses increased by Rs. 113.66 Lacs due to Annual Increment during the year and due to payment of wages / salaries to its employees during COVID transition from March 23rd 2020 to March 31st 2020.

Finance cost was higher by Rs. 41.67 lacs due to additional cost incurred on premature liquidation forward contracts necessitated due to Loans returned prematurely by its overseas subsidiary as it had sufficient funds to managing its working capital by way of discounting bills with its customers. Depreciation and others costs remained unchanged. The figures being un-comparable – please refer to Note No 42 of the notes to Accounts due to change in Lease Accounting, due to INDAS 116 Compliance.

CONSOLIDATED ANALYSIS

During the year under review, On Consolidated basis, revenue from operations stood at Rs. 7632.16 Lacs as against Rs. 7008.69 Lacs in the previous year, Company's operating revenue were higher by 9% as compared to previous year. Other Income stood at Rs.397.10 Lacs as compared to Rs.203.72 Lacs in previous year. The Total Revenue stood at Rs.8,029.26 Lacs as Compared to Rs.7,212.41 Lacs in previous Year and Net Profit after Tax stood at 566.89 Lacs as compared to the Net Profit after Tax of Rs. 309.53 Lacs during the previous accounting year.

The Company's Consolidated EBDIT for the year stood at Rs. 1217.66 Lacs as against Rs. 802.48 Lacs,.

The Company has incurred expenses (Other than RM Cost) of Rs.3897.39 Lacs in current year as compared to previous year of Rs. 3632.59 Lacs.

The rise in Expenses was due to ;

- Higher Employee cost due to appointment of senior Marketing employees overseas to boost Exports of the Company.
- There has been increase in finance cost of Rs. 72.61 Lacs due to payment of pre-liquidation forward contracts as explained in standalone results

Further there was a rise in Depreciation by Rs. 189.88 Lacs during the financial year mainly due to change in recognition of long Term Leases as Company's assets. To that extents other costs were lower by the same amount. There was marginal financial impact of such changes.

As a Normal Process, Company tallied its Physical stocks of FGs and RMs at the date of verification and wrote off Stock Differences , so as to give corrected view of Stock Positions as on last date of balances drawn.

2. SHARE CAPITAL

The issued, subscribed and paid up share capital of the Company as on 31st March, 2020 was at Rs. 330.48 lakh

divided into 33,04,800 Equity Shares of Rs. 10 each. During the year under review, the Company has not issued any shares with differential voting rights, employee stock options and sweat equity shares.

3. DIVIDEND

Your Directors are pleased to recommend to the Members, for their approval, a dividend of 2/- per Equity Share of Rs. 10/- each in the Company for the year ended 31st March, 2020. The total outflow on account of payment of Dividend is Rs. 66.10 Lacs.

4. RESERVES

In view of the losses, the Company does not propose to transfer any amount to general reserve.

5. CHANGE IN NATURE OF BUSINESS

The Company is engaged in the business of manufacturing Woven & Knitted Elastic Tapes. There was no change in nature of business activity during the year.

6. MATERIAL CHANGES AND COMMITMENTS

The Directors further states that there are no material changes have taken place affecting the financial position of the Company from the date of closure of financial year till the signing of Accounts.

7. DEPOSITS

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of Balance sheet.

8. LOANS, GUARANTEE & INVESTMENTS

Details of Loans, Guarantee and Investment covered under the provision of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board in conjunction with its committees ensures transparency, responsibility and accountability with an aim to create long-term sustainable growth. All Directors are astute professionals coming from varied backgrounds possessing rich experience and expertise. The Board of Directors (the Board) holds a fiduciary position to promote the success of the Company for the benefit of its members. They are entrusted to direct, monitor and guide the Management towards building of such goals and objectives that guarantees effectiveness and enhancement of shareholder value and fulfils their aspirations.

COMPOSITION OF THE BOARD AS ON 31ST MARCH, 2020.

| Sr. No. | Name of the Director | Category |
|---------|-----------------------|--|
| 1. | Mr. Ashok B. Harjani | Chairman & Managing Director |
| 2. | Mrs. Nisha P. Harjani | CFO & Director |
| 3. | Mr. Lokesh P. Harjani | Whole Time Director |
| 4. | Mrs. Sonia A. Harjani | Director |
| 5. | Ms. Sonu A. Chowdhary | Non-Executive - Independent Director |
| 6. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director |
| 7. | Mr. Prem I. Gidwani | Non-Executive - Independent Director |
| 8. | Mr. Lalit D. Advani | Non-Executive - Independent Director |
| 9. | Mr. Gaurish D. Tawte | Company Secretary and Compliance Officer |

CHANGES IN THE COMPOSITION OF THE BOARD OF DIRECTORS AND OTHER KEY MANAGERIAL PERSONNEL

During the year 2019-20 changes in the composition of the Board of Directors and other Key Managerial Personnel are as under:-

- Mr. Lalit D. Advani was appointed as Non- Executive Independent Director w.e.f. 28th May 2019.
- Ms. Pooja Shekhawat resigned from the post of Company Secretary and Compliance Officer w.e.f. 30th April 2019.
- Ms. Snehal S. Tondwalkar was appointed as Company Secretary and Compliance Officer w.e.f. 10th May 2019.
- Ms. Snehal S. Tondwalkar resigned from the post of Company Secretary and Compliance Officer w.e.f. 16th September 2019.
- Mr. Gaurish D. Tawte was appointed as Company Secretary and Compliance Officer w.e.f. 04th November 2019.

Board Meetings held and attendance of Directors during the year 2019-20.

| Sr. No. | Date of Board Meeting | Total No. of Directors | Total No. of Directors Present |
|---------|---------------------------------|------------------------|--------------------------------|
| 1. | 28 th May, 2019 | 7 | 5 |
| 2. | 05 th August, 2019 | 8 | 8 |
| 3. | 04 th November, 2019 | 8 | 6 |
| 4. | 14 th February, 2020 | 8 | 7 |

None of the Directors on the Board is a member in more than 10 Committees and Chairman in more than 5 committees, as specified in Regulation 26(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the "SEBI (LODR) Regulations, 2015"], across all Companies in which he/she is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

RETIREMENT BY ROTATION

In accordance with the provision of Companies Act, 2013 and the Articles of Association of the Company, Mr. Ashok B. Harjani retires by rotation and is eligible for the re-appointment. Necessary information for Directors liable to retire by rotation has been included in the notice convening the ensuing Annual General Meeting and requisite details have been provided in the explanatory statement of the notice. Your directors recommend the said appointment.

KEY MANAGERIAL PERSONNEL

The following persons continued as Key Managerial Personnel of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013:

- a) Mr. Ashok B. Harjani – Managing Director
- b) Mrs. Nisha P. Harjani – Director - Chief Financial Officer
- c) Mr. Gaurish Tawte– Company Secretary

Remuneration and other details of the Key Managerial Personnel for the Financial Year ended 31st March, 2020 are mentioned in the Extracts of the Annual Return in Form MGT-9 which is enclosed as **Annexure – 3** and forms part of this Report.

INDEPENDENT DIRECTOR

Your Company appointed Independent Directors who are renowned people having expertise / experience in their respective field/profession. In compliance with Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations, all Independent Directors have given a declaration that they meet the criteria of independence as provided under law. None of the Independent Directors are promoters or related to Promoters. The Non-executive Independent Directors have no pecuniary relationship or transactions with the Company in their personal capacity except for sitting fees drawn by them for attending the meeting of the Board and Committee(s) thereof and further do not hold two percent or more of the total voting power of the Company.

During the year, meeting of Independent Directors was held on 14th February, 2020 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the Board. The



Independent Directors discussed, among other matters, the performance of the Company and risk faced by it, the flow of information to the Board, competition, strategy, leadership strengths and weaknesses, governance, compliance, Board movements, human resources matters and performance of executive directors including Chairman.

The Declarations required under Section 149(7) of the Companies Act, 2013 from the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, was duly received by the Company.

10. AUDIT COMMITTEE

The Audit Committee which acts as a link between the management, external and internal auditors and the Board of Directors of the Company is responsible for overseeing the Company's financial reporting process by providing direction to audit function and monitoring the scope and quality of internal and statutory audits.

The composition of the Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 SEBI (LODR) Regulations, 2015. The Chairperson of the Committee is a Non-Executive Independent Director.

COMPOSITION OF AUDIT COMMITTEE OF THE COMPANY:

| S r . No. | Name of the Director | Category | Designation |
|-----------|-----------------------|--------------------------------------|-------------|
| 1. | Mr. Prem I. Gidwani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A. Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Member |
| 4. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

The Audit Committee also meets the Company's Statutory Auditors to ascertain their views on the financial statement. The Committee members meet regularly and make their recommendations in accordance with the terms of reference specified by the Board. Such recommendations are thoroughly discussed in Board meetings and by and large accepted for implementation.

AUDIT COMMITTEE MEETINGS HELD AND ATTENDANCE OF DIRECTORS DURING THE YEAR 2019-20

| Sr. No. | Date of Meeting | Total No. of Directors | Total No. of Directors Present |
|---------|---------------------------------|------------------------|--------------------------------|
| 1. | 28 th May, 2019 | 4 | 3 |
| 2. | 05 th August, 2019 | 4 | 4 |
| 3. | 04 th November, 2019 | 4 | 3 |
| 4. | 14 th February, 2020 | 4 | 4 |

The Audit Committee acts in accordance with the broad terms of reference specified by the Board of Directors in adherence to Section 177 of the Companies Act, 2013 (the 'Act'). The scope of activities of the Audit Committee includes the areas laid out in Section 177 of the Act and Part C of Schedule II of SEBI (LODR) Regulations, 2015.

11. STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition of the Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 SEBI (LODR) Regulations, 2015. The Chairman of the Committee is a Non-Executive Independent Director.

COMPOSITION OF STAKEHOLDER'S RELATIONSHIP COMMITTEE OF THE COMPANY:

| S r . No. | Name of the Director | Category | Designation |
|-----------|-----------------------|--------------------------------------|-------------|
| 1. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A. Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

Mr. Gaurish Tawte is Compliance Officer appointed for complying with the requirements of the Listing Regulations and requirements of securities laws, including SEBI (Prohibition of Insider Trading) Regulations, 2015. The role of Stakeholder's Relationship Committee includes as specified in Part D of the Schedule II of the SEBI (LODR) Regulations, 2015.

STAKEHOLDER'S RELATIONSHIP COMMITTEE MEETINGS HELD AND ATTENDANCE OF DIRECTORS DURING THE YEAR 2019-20:-

| Sr. No. | Date of Meeting | Total No. of Directors | Total No. of Directors Present |
|---------|---------------------------------|------------------------|--------------------------------|
| 1. | 28 th May, 2019 | 4 | 3 |
| 2. | 05 th August, 2019 | 3 | 3 |
| 3. | 04 th November, 2019 | 3 | 2 |
| 4. | 14 th February, 2020 | 3 | 3 |

M/s. Big Shares Services Pvt. Ltd. is the Registrar and Share Transfer Agent of the Company. The delegated authority is taking measures so that the share transfer formalities are attended to atleast once in a fortnight. The Company Secretary is also authorized by the Board to do all the acts, deeds and matters and sign all the documents that may be required in the matter relating to shares from time to time. No complaint was remained unattended and pending to be resolved as on March 31, 2020.

STATUS OF INVESTOR COMPLAINTS /OTHER CORRESPONDENCE

| Subject matter of Correspondence | Pending as on 31 st March, 2019 | Received & resolved during the year | Pending as on 31 st March, 2020 |
|-----------------------------------|--|-------------------------------------|--|
| Non-receipt of Share Certificates | - | 1 | - |
| Non-receipt of Dividend | - | - | - |
| Non-receipt of Annual Report | - | - | - |
| Query -Transfer of shares | - | - | - |

12. NOMINATION AND REMUNERATION COMMITTEE

The composition of the Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the of the SEBI (LODR) Regulations, 2015. The Chairperson of the Committee is a Non-Executive Independent Director.

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE OF THE COMPANY:

| S r. No. | Name of the Director | Category | Designation |
|----------|-----------------------|--------------------------------------|-------------|
| 1. | Mr. Prem I. Gidwani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A. Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Member |
| 4. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

The role of NRC includes the areas laid out in Section 178 of the Act and Part D of Schedule II of the SEBI (LODR) Regulations, 2015. The Board of Directors on recommendation of the NRC has adopted a policy for

evaluation of the Board, its Committees. The details of remuneration paid to all Directors are provided under the head "Disclosures" in this Report. Nomination & Remuneration Policy has been framed, adopted and implemented by the Nomination and Remuneration Committee, with broad objectives, for determining and recommending the remuneration of the Directors, KMP and Senior Management to the Board.

NOMINATION AND REMUNERATION COMMITTEE MEETINGS HELD AND ATTENDANCE OF DIRECTORS DURING THE YEAR 2019-20:-

| Sr. No. | Date of Meeting | Total No. of Directors | Total No. of Directors Present |
|---------|---------------------------------|------------------------|--------------------------------|
| 1. | 28 th May, 2019 | 3 | 2 |
| 2. | 04 th November, 2019 | 4 | 3 |
| 3. | 14 th February, 2020 | 4 | 4 |

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures with respect to the remuneration of Directors and employees as required under Section 197(12) of Companies Act, 2013 and read with Rule 5(1) and (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2017 are forming part of this Annual Report.

13. AUDITORS

STATUTORY AUDITORS

M/s. Sanjay Raja Jain & Co, Chartered Accountants, Mumbai (ICAI Firm Registration No. 112364W) were appointed as Statutory Auditors of the Company pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), till the conclusion of the 39th Annual General Meeting of the Company to be held in the year 2023, at such remuneration plus applicable Tax, out of Pocket Expenses in connection with the audit as the Board of Directors of the Company may fix in this behalf in consultation with the Auditors.

SECRETARIAL AUDITORS

During the year, Secretarial Audit was carried out by M/s. Sanjay Dholakia & Associates (Membership No. F2655), a firm of Company Secretaries in Practice, the Secretarial Auditor of the Company for the financial year 2019-20, Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The observations of the Secretarial Auditor are self-explanatory. The detailed report on the Secretarial Audit is annexed herewith.



14. COMPLIANCES UNDER COMPANIES ACT, 2013

SHARE CAPITAL

The Issued, subscribed and Paid-up Equity Share Capital of Company has remained unchanged during the year. During the year under review the Company has not issued any securities, convertible Warrants/Bonds and/or other debt securities, which has likely impact on the Equity of the Company.

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

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

INSURANCE

Your Company has taken appropriate insurance for all assets against foreseeable perils.

15. RELATED PARTY TRANSACTIONS

The Company has formulated a policy on dealing with Related Party Transaction. The policy is placed on the website of the Company. All the transactions entered into with Related Parties as defined under the Companies Act 2013, Regulation 2(1)(zc) and Regulation 23 of SEBI (LODR) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. The Related Party Transactions are disclosed in the notes of financial statements for the financial year 2019-20 and the same is furnished in Form AOC-2 and is forming part of Annual Report.

16. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of 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 Act:

- i. that in the preparation of the Annual Accounts for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. 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 as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- iii. at the Directors have taken proper and sufficient care 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. the annual accounts have been prepared on a going concern basis;
- v. that 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; and
- vi. that 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.

Based on the framework of Internal Financial controls and compliance systems established and maintained by the company, work performed by the internal, statutory and secretarial auditors and external consultants including audit of internal financial controls over financial reporting by statutory auditors, and the reviews performed by management and the relevant board committees, including the Audit committee, the board is of the opinion that company's internal financial controls were adequate and effective during the FY 2019-20.

17. RISK MANAGEMENT POLICY AND FRAMEWORK

The Company's risk management policy and framework is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring. The policies and procedures established for this purpose are continuously benchmarked with industry best practices. The Board of Directors has oversight on all the risks assumed by the Company. The Board reviews the level and direction of major risks pertaining to market, liquidity, operational, compliance, and capital at risk as part of risk profile overview.

The Company's business faces various risks - strategic as well as operational in respect of all its Divisions. The Company has an adequate risk management system, which takes care of identification, assessment and review of risks as well as their mitigation plans put in place by the respective risk owners. The risks which were being addressed by the Company during the year under review included risks relating to market conditions, environmental, information technology etc. The Company has developed and implemented the Risk Management Policy with an objective to provide a more structured framework for proactive management of all risks related to the business of the Company and to make it more certain that growth and earnings targets as well as strategic objectives are met.

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms the part of this report.

The Audit Committee of the Board reviews the risk assessment and minimization procedure in the light of the Risk Management Policy of the Company.

In the opinion of the Board, there is no such element of risk which may threaten the present existence of the Company.

18. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (LODR) Regulations, 2015 the Board has carried out an annual performance evaluation of its own performance and that of its statutory committee and that of the individual directors. Independent Directors at their meeting without the participation of the Non-independent Directors and Management considered / evaluated the Boards' performance, Performance of the Chairman and other Non-independent Directors. The Board has undergone a formal review which comprised Board effectiveness and review of materials.

The Board of Directors expressed their satisfaction with the evaluation process.

COMPANY'S CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In accordance with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments thereto, the Company has also in place a comprehensive code of conduct for prevention of insider trading.

19. CORPORATE GOVERNANCE

The Company is adhering to good corporate governance practices in every sphere of its operations. The Company has complied with the Corporate Governance requirements under the Companies Act, 2013 and as stipulated under Regulations 17 to 27 of the SEBI Listing Regulations) read with schedule II thereof. A separate report on Corporate Governance forms part of this Report along with the Certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance.

20. CORPORATE SOCIAL RESPONSIBILITY

The Company has a Policy on Corporate Social responsibility (CSR) duly approved by the Board and the same has been hosted on Company's website at www.premcoglobal.com. The CSR budget for the Financial Year 2019-2020 was prepared in accordance with the provisions of Section 135 (5) of the Companies Act, 2013 read with the Company's CSR Policy. The amount so budgeted was fully spent on or before 31st March, 2020, the detailed report on CSR Activities/ Initiatives is enclosed as Annexure to the report.

21. ANNUAL RETURN & EXTRACTS OF ANNUAL RETURN

In compliance with Section 134 (3)(a) of the Companies Act, 2013, the Annual Return of the Company shall be made available on the website of the Company at www.premcoglobal.com. Extract of Annual Return enclosed as Annexure to the report.

22. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to Section 177(9) read with Regulation 22 of the SEBI Listing Regulations, your Company has duly established Vigil Mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of company's code of conducts or ethics policy. Audit Committee of the Board monitors and oversee the vigil mechanism.

The detailed policy related to this vigil mechanism is available in the Company's website at www.premcoglobal.com.

23. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has been employing women employees in various cadres. There were no instances taken place in the Company during the year which are required to be reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

24. Quality Policy

Your Company strive for 'excellence' by providing customized solutions, products & services that best satisfies the requirements of our Customers and continuously improve quality, reliability & service with the help of an effective Quality Management System, encompassing all statutory, regulatory, health, safety & environment requirements at our work place.

25. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Independent Directors are familiarized with their roles, rights and responsibilities in the Company as well as with the nature of industry and business model of the Company through induction programmes' at the time of their appointment as Directors and through presentations on economy & industry overview, key regulatory developments, strategy and performance which are made to the Directors from time to time.

26. DETAILS OF SUBSIDIARY/JOINT VENTURES/ ASSOCIATE COMPANIES:

The Company does not have Joint Ventures/Associate Companies. The Company has incorporated foreign subsidiary in Vietnam viz. Premco Global Vietnam Company Limited in which it holds 85%.



27. HUMAN RESOURCE

Company treats its “human resources” as one of the most important assets. The Management of the Company lays continuous focus on human resources, who are trained and updated on various issues from time to time to attain the required standards. The correct recruitment practices are in place to attract the best technical manpower to ensure that the Company maintains its competitive position with respect to execution. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis.

28. INTERNAL CONTROL AND ITS ADEQUACY

The Company has adequate internal controls and processes in place with respect to its financial statements which provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements. These controls and processes are driven through various policies, procedures and certifications. The processes and controls are reviewed periodically. The Company has a mechanism of testing the controls at regular intervals for their operating effectiveness to ascertain the reliability and authenticity of financial information.

29. Transfer of Unclaimed Dividend and Shares to Investor Education and Protection Fund (IEPF)

In compliance with the provisions of Section 124 (5) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, a sum of Rs. 2,13,583/- being the dividend lying unclaimed out of the dividend declared by the Company for the Financial Year 2011-2012 were transferred to IEPF. The details of the said unclaimed dividend transferred is available at the website of the Company at <https://www.premcoglobal.com/investors>

Similarly, During the period under review 15,450 Equity Shares pertaining to financial year 2011-2012 have been transferred to IEPF authorities on 17.01.2020 vide Corporate Action in compliance with the provisions of Section 124 of the Companies Act, 2013 and Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 after sending letters to those Shareholders and also making an advertisement in the newspapers in this regard. Details of these shares transferred to IEPF are available on the website of the Company at <https://www.premcoglobal.com/investors>

30. SIGNIFICANT AND MATERIAL ORDERS:

There are no Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

31. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ETC. & FOREIGN EXCHANGE EARNINGS AND OUTGOINGS:-

The information as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings is given below:

A. Conservation of energy:

I. The steps taken or impact on conservation of energy

The Company has placed the order for Solar Panels in its Dadra Facility in compliance with local regulations.

II. The steps taken by the company for utilising alternate sources of energy

The Company's present outlay does not recommend for alternate source of energy. The Company is in the process of identifying high consumption areas of electricity and has been working on to replace high capacity motors in covering dept. with energy efficient new motors which should give a huge saving.

III. The capital investment on energy conservation equipments

As explained in point No.(ii) above the Company do not propose any major capital investment on energy conservation equipment's because the existing arrangement are sufficient to cater the company need and are cost effective.

B. Technology absorption:

I. The efforts made towards technology absorption.

The Company made significant efforts towards modifying machines and technology for increasing outputs, reducing operating costs and wastages.

The benefits derived like product improvement, cost reduction, product development or import substitution

The improved efficiency in production has resulted in substantial cost reduction due to lower wastages. The Company is endeavor to deliver best quality products at a lower cost.

II. The details of technology imported

Company did not import any new technology during current Financial Year.

C. Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgoes during the year are:

(Rs. In Lacs)

| PARTICULARS | 2019-20 | 2018-19 |
|-------------------------------|----------|---------|
| Foreign Exchange Earning | 1,746.56 | 2354.62 |
| Foreign Exchange Outgo | | |
| -Raw Materials & Spares | - | 1.18 |
| -Capital Goods | 39.61 | 52.13 |
| -Travelling | 71.70 | 76.05 |
| -Expenses for Export | 2.38 | 7.96 |
| -Insurance Charges | - | 0.53 |
| -Professional Fees | 70.11 | 9.22 |

32. MANAGERIAL REMUNERATION

- A) Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

| Name of the Director | Designation | Ratio of remuneration to median remuneration to all employees |
|-----------------------|------------------------------|---|
| Mr. Ashok B. Harjani | Chairman & Managing Director | 35.46 |
| Mr. Lokesh P. Harjani | Whole Time Director | 24.85 |
| Mrs. Nisha P. Harjani | CFO & Director | 15.97 |
| Mrs. Sonia A. Harjani | Director | 0.90 |

- B) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary.

| Particulars | % increase in remuneration |
|--|----------------------------|
| Mr. Ashok B. Harjani, Managing Director | 50% |
| Mr. Lokesh P. Harjani, Whole Time Director | 50% |
| Mrs. Nisha P. Harjani, CFO & Director | 50% |
| Mrs. Sonia A. Harjani, Director | - |
| Mr. Gaurish Tawte, Company Secretary | - |

-Independent Directors are given only sitting fees.

- C) Percentage increase in the median remuneration of employees in financial year 8%.
- D) The number of permanent employees as on 31st March, 2020 was 176.
- E) Explanation on relationship between average increase in remuneration and Company performance: The increase in remuneration is in line with market trends and also with Company's Performance.
- F) Comparison of remuneration of key managerial personnel against performance of the company

(Rs. In Lacs)

| | |
|--|----------|
| Aggregate Remuneration of Key Managerial Personnel (KMP) | 193.27 |
| Revenue | 4970.31 |
| Remuneration of KMPs (as % of revenue) | 3.88 % |
| Profit Before Tax | (247.19) |
| Remuneration of KMP(as % of PBT) | - |

- G) Variation in Market Capitalization of the Company Price Earnings ratio of current financial year and previous financial year:

(Rs. In Lacs)

| Particulars | March 31,2020 | March 31, 2019 | % change |
|-----------------------|---------------|----------------|-------------|
| Market Capitalization | 1553.25 | 4659.76 | (-)66.66% |
| Price Earnings Ratio | (5.94) | 48.96 | (-) 112.13% |

- H) Company has not made any public offer in the recent previous and accordingly the comparison of public offer price and current market price would not be relevant.
- I) Average percentile increase already made in the salaries of employees other than the managerial personnel in last financial year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial. :-

It can be seen that there is increase in managerial remuneration as compared to last year, the same has been approved by Nomination and Remuneration Committee. Whereas the employee's remuneration has been increased as per market trends.

- J) Comparison of each remuneration of the key managerial personnel against the performance of the Company:



(Rs. In Lacs)

| | Mr. Ashok B. Harjani Managing Director | Mr. Lokesh P. Harjani Executive Director | Mrs. Nisha P. Harjani Chief Financial officer | Mr. Gaurish Tawte Company Secretary |
|------------------------------|---|---|--|--|
| Remuneration in FY 19-20 | 87.63 | 60.62 | 39.12 | 2.13 |
| Total Revenue | 4970.31 | | | |
| Remuneration as % of revenue | 1.76 | 1.21 | 0.78 | 0.04 |
| Profit Before Tax (PBT) | (247.19) | | | |
| Remuneration as % of PBT | - | - | - | - |

- K) The key parameters for the variable component of remuneration availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive in excess of the highest paid director during the year: None
- L) No employee's remuneration throughout the year 2019-2020 exceeded Rupees One Crore and two Lakh or more per annum.

- M) No employee's remuneration for the year 2019-2020 exceeded the remuneration of any Directors.
- N) No employee employed for a part of the year is in receipt of remuneration aggregating to Rupees Eight Lakhs Fifty thousand or more per month.
- O) No employee's remuneration was in excess of the remuneration drawn by the managing director or whole-time director or manager and does not holds by himself or along with his spouse and dependent children, any equity shares more than 2% of the of the company.

33. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 of the Listing regulations, the Management's discussion and analysis is set out in this Annual Report as Annexure.

34. ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation for the co-operation extended by all the employees, Bankers, Financial Institutions, various State and Central Government authorities and stakeholders.

For Premco Global Limited

Sd/-
Ashok B. Harjani
Chairman & Managing Director
DIN-00725890

Place: Mumbai
 Date: 29th June 2020

ANNEXURE 1**Form AOC-1**

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**Part "A": Subsidiaries**

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

| Sl. No. | Particulars | Details |
|----------------|---|---------------------------------------|
| 1. | Name of the subsidiary | Premco Global Vietnam Company Limited |
| 2. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | January 1, 2019 to December 31, 2019 |
| 3. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | VND 1RS.=314.147 VND |
| 4. | Share capital | 540.23 |
| 5. | Reserves & surplus | 949.59 |
| 6. | Minority Interest | 240.95 |
| 7. | Total assets | 2085.19 |
| 8. | Total Liabilities | 2085.19 |
| 9. | Investments | - |
| 10. | Turnover | 4349.64 |
| 11. | Profit before taxation | 737.83 |
| 12. | Provision for taxation | 17.81 |
| 13. | Profit after taxation | 720.02 |
| 14. | Proposed Dividend | - |
| 15. | % of shareholding | 85% |
| 16. | Country | Vietnam |

Note: Indian rupee equivalent to the given foreign currencies in the account of subsidiary company is based on exchange rate as on March 31,2020.

For Premco Global Limited**Sd/-****Ashok B. Harjani**
Chairman & Managing Director
DIN-00725890

Place: Mumbai

Date: 29th June 2020

**ANNEXURE 2**

Form No. AOC-2

(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)

1. Details of contracts or arrangements or transactions not at arm's length basis: Premco Global Limited has not entered into any contract/arrangement/transaction with its related parties which are not at arms length basis during FY 2019-20.
2. Details of material contracts or arrangement or transactions at arm's length basis: (in Lacs)

| | | | | |
|--|---|---------------------------------------|-------------------------|----------------------|
| Name(s) of the related party | Premco Industries | Premco Global Vietnam Company Limited | Mrs. Ahillya A. Harjani | Mr. Andrew Harding |
| Nature of relationship | Mr.Ashok Harjani, Managing Director is a partner. | Subsidiary Company | Relative of Director | Relative of Director |
| Nature of contracts / arrangements / transactions | 1.Rent paid | Sale to Subsidiary | Remuneration | Remuneration |
| Duration of the contracts / arrangements / transactions | 12 Months | - | - | - |
| Salient terms of the contracts or arrangements or transactions including the value, if any (in Lacs) | VALUE: 64.2 Lacs | VALUE: 1259.8 Lacs | VALUE 8.75 Lacs | VALUE 5.85 Lacs |
| Date(s) of approval by the Board, if any | 29.06.2020 | 29.06.2020 | 29.06.2020 | 29.06.2020 |
| Amount paid as advances, if any | NA | NA | NA | NA |

For Premco Global Limited

Sd/-
Ashok B. Harjani
Chairman & Managing Director
DIN-00725890

Place: Mumbai
 Date: 29th June 2020

(ANNEXURE 3)

EXTRACT OF ANNUAL RETURN FORM MGT 9

(Pursuant to Section 92 (3) of the Companies Act, 2013 and
Rule 12(1) of the Company (Management & Administration) Rules, 2014)
Financial Year ended on 31.03.2020

I. REGISTRATION & OTHER DETAILS:

| | | |
|---|--|--|
| 1 | CIN | L18100MH1986PLC040911 |
| 2 | Registration Date | 15.09.1986 |
| 3 | Name of the Company | PREMCO GLOBAL LIMITED |
| 4 | Category/Sub-category of the Company | Company having Share Capital |
| 5 | Address of the Registered office | A/26, "PREMCO HOUSE" M.I.D.C , Street No.3, Marol, Andheri (East), Mumbai-400093 |
| 6 | Contact details | 6105 5000 |
| 7 | Email: | admin@premcoglobal.com |
| 8 | Whether listed company | Yes (Listed on BSE) |
| 9 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Big Share Services Private Limited, 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400 059. Tel.No.091-022-62638200 Fax No.091-022- 62638299 Email: investor@bigshareonline.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | Manufacturing of Woven & Knitted Elastic Tapes | 139(based on 2008 list) | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| Sr. No. | Name and Address of the Company | CIN/GLN | Holding/Subsidiary/ Associate | % of Shares Held | Applicable Section |
|---------|---------------------------------------|---------|-------------------------------|------------------|--------------------|
| 1 | Premco Global Vietnam Company Limited | NA | Subsidiary | 85% | 2(87) |



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held as on 31 st March, 2019 | | | | No. of Shares held as on 31st March, 2020 | | | | % Change |
|---|---|---------------|----------------|-------------------|---|---------------|----------------|-------------------|-------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| Promoter Group | | | | | | | | | |
| Individual | 2210550 | - | 2210550 | 66.89 | 2210550 | 0 | 2210550 | 66.89 | - |
| Bodies Corporate | - | - | - | - | - | - | - | - | - |
| TOTAL (A) | 2210550 | - | 2210550 | 66.89 | 2210550 | 0 | 2210550 | 66.89 | - |
| Public Shareholding | | | | | | | | | |
| Govt.[Central & State] | - | - | - | - | - | - | - | - | - |
| Govt. Companies | - | - | - | - | - | - | - | - | - |
| Public Financial Institutions | - | - | - | - | - | - | - | - | - |
| Nationalised/ Other Banks | - | - | - | - | - | - | - | - | - |
| Mutual Funds | - | 72,600 | 72,600 | 2.20 | - | 71300 | 71300 | 2.16 | 0.04 |
| VentureCapital | - | - | - | - | - | - | - | - | - |
| Foreign Holdings (NRI) | 149375 | 11600 | 160975 | 4.87 | 136191 | 11600 | 147791 | 4.47 | (0.40) |
| Bodies Corporate | 100806 | 1100 | 101906 | 3.08 | 84793 | 1100 | 85893 | 2.60 | (0.48) |
| Individuals(Capital upto Rs. 1Lacs) | 532888 | 88566 | 621454 | 18.80 | 519475 | 63016 | 582491 | 17.63 | (1.18) |
| Individuals(Capital greater than Rs. 1Lacs) | 104947 | 0 | 104947 | 3.18 | 113402 | 0 | 113402 | 3.43 | 0.26 |
| Hindu Undivided Family | 0 | 0 | 0 | 0 | 42105 | 0 | 42105 | 1.27 | 1.27 |
| Clearing Member | 1044 | 0 | 1044 | 0.03 | 4494 | 0 | 4494 | 0.14 | 0.10 |
| Foreign Portfolio Investor | 8834 | 0 | 8834 | 0.27 | 8834 | 0 | 8834 | 0.27 | 0.00 |
| IEPF | 22490 | 0 | 22490 | 0.68 | 37940 | 0 | 37940 | 1.15 | 0.47 |
| TOTAL (B) | 920384 | 173866 | 1094250 | 33.11 | 947234 | 147016 | 1094250 | 33.11 | 0.00 |
| GRAND TOTAL(A+B) | 3130934 | 173866 | 3304800 | 100 | 3157784 | 147016 | 3304800 | 100.00 | 0.00 |

(ii) Shareholding of Promoter & Promoter Group

| Sr. No. | Name of the Director/KMP | Shareholding at the end of the year- 31.03.2019 | | Shareholding at the end of the year- 31.03.2020 | |
|---------|------------------------------|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | MR. ASHOK B. HARJANI | 9,64,817 | 29.19 | 9,64,817 | 29.19 |
| 2. | MR. LOKESH P. HARJANI | 4,35,921 | 13.19 | 4,35,921 | 13.19 |
| 3. | MRS. NISHA P. HARJANI | 59,653 | 1.80 | 59,653 | 1.80 |
| 4. | MRS. SONIA A. HARJANI | 1,845 | 0.05 | 1,845 | 0.05 |
| 5. | MR. SURESH B. HARJANI | 4,26,966 | 12.92 | 4,26,966 | 12.92 |
| 6. | MR. PREM B. HARJANI | 2,28,348 | 6.91 | 2,28,348 | 6.91 |
| 7. | MR. PREM BHAGWANDAS. HARJANI | 93,000 | 2.81 | 93,000 | 2.81 |

(iii) (a) Change in Promoters' Shareholding (please specify, if there is no change)

There is no change in Promoter Shareholding.

(iii) (b) Change in Promoters' Group shareholding (please specify, if there is no change)

There is no change in Promoter's group Shareholding.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| SR NO | Name | Shareholding | | Date | Increase/ Decrease in Shareholding | Reason | Cumulative Shareholding during the year | | | |
|-------|---|--|-------------------------------|-------------|------------------------------------|-------------|---|-------------------------------|-------|------|
| | | No. of Shares At the Beginning & end of the year | % total Shares of the Company | | | | No of Shares | % total Shares of the Company | | |
| 1 | MS. MANJU MULCHAND ALWANI | 92774 | 2.81 | 30-Mar-2019 | 0 | | 92774 | 2.81 | | |
| | | 92774 | 2.81 | 31-Mar-2020 | 0 | | 92774 | 2.81 | | |
| 2 | M/S SOUTHERN INDIA DEPOSITORY SERVICES PVT. | 71300 | 2.16 | 30-Mar-2019 | 0 | | 71300 | 2.16 | | |
| | | 71300 | 2.16 | 31-Mar-2020 | 0 | | 71300 | 2.16 | | |
| 3 | SMT. NEETA DHIRAJ CHABRIA | 47659 | 1.44 | 30-Mar-2019 | 0 | | 47659 | 1.44 | | |
| | | 47659 | 1.44 | 31-Mar-2020 | 0 | | 47659 | 1.44 | | |
| 4 | MR. PRATYUSH MITTAL . | 31914 | 0.97 | 30-Mar-2019 | 0 | | 31914 | 0.97 | | |
| | | | 0.98 | 06-Dec-2019 | 616 | Buy | 32530 | 0.98 | | |
| | | | 0.98 | 24-Jan-2020 | 11 | Buy | 32541 | 0.98 | | |
| | | 32541 | 0.98 | 31-Mar-2020 | 0 | | 32541 | 0.98 | | |
| 5 | M/S GEOMETRIC SECURITIES AND ADVISORY P LTD | 20255 | 0.61 | 30-Mar-2019 | 0 | | 20255 | 0.61 | | |
| | | | 0.61 | 17-May-2019 | 50 | Buy | 20305 | 0.61 | | |
| | | | 0.62 | 24-May-2019 | 148 | Buy | 20453 | 0.62 | | |
| | | | 0.61 | 13-Dec-2019 | -170 | Sell | 20283 | 0.61 | | |
| | | | 0.61 | 31-Jan-2020 | -1 | Sell | 20282 | 0.61 | | |
| | | 20282 | 0.61 | 31-Mar-2020 | 0 | | 20282 | 0.61 | | |
| | | 6 | MR. RAJIV DAYAL | 10374 | 0.31 | 30-Mar-2019 | 0 | | 10374 | 0.31 |
| | | | | | 0.32 | 21-Jun-2019 | 200 | Buy | 10574 | 0.32 |
| | 0.33 | | | 28-Jun-2019 | 258 | Buy | 10832 | 0.33 | | |
| | 0.33 | | | 05-Jul-2019 | 52 | Buy | 10884 | 0.33 | | |
| | 0.34 | | | 16-Aug-2019 | 450 | Buy | 11334 | 0.34 | | |
| | 0.35 | | | 23-Aug-2019 | 263 | Buy | 11597 | 0.35 | | |
| | 0.37 | | | 30-Aug-2019 | 644 | Buy | 12241 | 0.37 | | |
| | 0.37 | | | 03-Sep-2019 | 80 | Buy | 12321 | 0.37 | | |
| | 0.39 | 06-Sep-2019 | 427 | Buy | 12748 | 0.39 | | | | |
| | 0.40 | 13-Sep-2019 | 343 | Buy | 13091 | 0.40 | | | | |
| | 0.41 | 20-Sep-2019 | 570 | Buy | 13661 | 0.41 | | | | |
| | 0.42 | 27-Sep-2019 | 250 | Buy | 13911 | 0.42 | | | | |



| SR NO | Name | Shareholding | | Date | Increase/ Decrease in Shareholding | Reason | Cumulative Shareholding during the year | |
|-------|--|--|-------------------------------|-------------|------------------------------------|--------|---|-------------------------------|
| | | No. of Shares At the Beginning & end of the year | % total Shares of the Company | | | | No of Shares | % total Shares of the Company |
| | | | 0.43 | 04-Oct-2019 | 156 | Buy | 14067 | 0.43 |
| | | | 0.43 | 27-Dec-2019 | 6 | Buy | 14073 | 0.43 |
| | | | 0.43 | 03-Jan-2020 | 142 | Buy | 14215 | 0.43 |
| | | | 0.45 | 28-Feb-2020 | 663 | Buy | 14878 | 0.45 |
| | | | 0.46 | 06-Mar-2020 | 340 | Buy | 15218 | 0.46 |
| | | | 0.46 | 13-Mar-2020 | 141 | Buy | 15359 | 0.46 |
| | | | 0.53 | 20-Mar-2020 | 2090 | Buy | 17449 | 0.53 |
| | | | 0.60 | 27-Mar-2020 | 2543 | Buy | 19992 | 0.60 |
| | | | 0.61 | 31-Mar-2020 | 83 | Buy | 20075 | 0.61 |
| | | 20075 | 0.61 | 31-Mar-2020 | 0 | | 20075 | 0.61 |
| 7 | M/S QUANT CAPITAL SECURITIES PVT LTD | 0 | 0.00 | 30-Mar-2019 | | Sell | 0 | 0.00 |
| | | | 0.51 | 19-Apr-2019 | 17000 | Buy | 17000 | 0.51 |
| | | 17000 | 0.51 | 31-Mar-2020 | 0 | | 17000 | 0.51 |
| 8 | M/S JOINDRE CAPITAL SERVICES LTD. CLIENT A/C BSE | 17000 | 0.51 | 30-Mar-2019 | 0 | | 17000 | 0.51 |
| | | | 0.00 | 19-Apr-2019 | -17000 | Sell | 0 | 0.00 |
| | | | 0.00 | 05-Jul-2019 | 39 | Buy | 39 | 0.00 |
| | | | 0.00 | 12-Jul-2019 | 45 | Buy | 84 | 0.00 |
| | | | 0.00 | 19-Jul-2019 | -84 | Sell | 0 | 0.00 |
| | | | 0.00 | 08-Nov-2019 | 100 | Buy | 100 | 0.00 |
| | | | 0.00 | 15-Nov-2019 | -100 | Sell | 0 | 0.00 |
| | | | 0.00 | 31-Mar-2020 | 0 | | 0 | 0.00 |
| 9 | M/S APARNA SAREES PRIVATE LIMITED | 16514 | 0.50 | 30-Mar-2019 | 0 | | 16514 | 0.50 |
| | | 16514 | 0.50 | 31-Mar-2020 | 0 | | 16514 | 0.50 |
| 10 | MR. SATYA PRAKASH MITTAL | 17428 | 0.53 | 30-Mar-2019 | 0 | | 17428 | 0.53 |
| | | | 0.53 | 17-May-2019 | 7 | Buy | 17435 | 0.53 |
| | | | 0.53 | 28-Jun-19 | 10 | Buy | 17445 | 0.53 |
| | | | 0.53 | 08-Nov-2019 | -52 | Sell | 17393 | 0.53 |
| | | 17393 | 0.53 | 31-Mar-2020 | 0 | | 17393 | 0.53 |
| 11 | MR. SUBODH N PUROHIT | 15351 | 0.46 | 30-Mar-2019 | 0 | | 15351 | 0.46 |
| | | | 0.49 | 16-Aug-2019 | 825 | Buy | 16176 | 0.49 |
| | | 16176 | 0.49 | 31-Mar-2020 | 0 | | 16176 | 0.49 |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | Name of the Director/KMP | Shareholding at the beginning of the year- 1 st April, 2019 | | Shareholding at the end of the year- 31 st March, 2020 | |
|---------|--------------------------|--|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | MR. ASHOK B. HARJANI | 9,64,817 | 29.20 | 9,64,817 | 29.20 |
| 2. | MR. LOKESH P. HARJANI | 4,35,921 | 13.19 | 4,35,921 | 13.20 |
| 3. | MRS. NISHA P. HARJANI | 59,653 | 1.81 | 59,653 | 1.81 |
| 4. | MRS. SONIA A. HARJANI | 1,845 | 0.06 | 1,845 | 0.06 |
| 5. | MR. GAURISH D. TAWTE | 0 | 0 | 0 | 0 |

V. INDEBTEDNESS

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

(In Lacs)

| PARTICULARS | Secured Loans Excluding Deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| 1) Principal Amount | 268.03 | - | 0.00 | 268.03 |
| 2) Interest due but not paid | - | - | 0.00 | - |
| 3) Interest accrued but not due | 1.8 | - | 0.00 | 1.8 |
| Total of (1+2+3) | 269.83 | - | 0.00 | 269.83 |
| Change in Indebtedness during the financial year | | | | |
| + Addition | - | 490.30 | 0.00 | 490.30 |
| - Reduction | 106.07 | - | 0.00 | 106.07 |
| Net change | (106.07) | 490.30 | 0.00 | 384.23 |
| Indebtedness at the end of the financial year | | | | |
| 1) Principal Amount | 162.71 | 490.30 | 0.00 | 653.01 |
| 2) Interest due but not paid | - | 4.26 | 0.00 | 4.26 |
| 3) Interest accrued but not due | 1.05 | - | 0.00 | 1.05 |
| Total of (1+2+3) | 163.76 | 494.56 | 0.00 | 658.32 |


VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-Time Directors and/or Manager:

(Rs. In Lacs)

| Sr. No | Particulars of Remuneration | Name of MD/WTD/DIRECTOR | | | | Total Amount |
|--------|---|---|--|---|---|--------------|
| | | Mr. Ashok B. Harjani Managing Director | Mr. Lokesh P. Harjani Whole time Director | Mrs. Nisha P. Harjani CFO & Executive Director | Mrs. Sonia A. Harjani Executive Director | |
| 1 | Gross Salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act | 84.63 | 59.32 | 38.12 | 2.54 | 184.61 |
| | (b) Value of perquisites u/s 17(2) Income Tax Act, 1961 | - | - | - | - | - |
| | (c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961 | - | - | - | | - |
| 2 | Stock Option | - | - | - | - | - |
| 3 | Bonus | 3.00 | 1.3 | 1.00 | 0.21 | 5.51 |
| 4 | Sweat Equity | - | - | - | - | - |
| 5 | Commission - As % of Profit | - | - | - | - | - |
| 6 | Others, please specify Rent | - | - | - | - | - |
| | Total | 87.63 | 60.62 | 39.12 | 2.75 | 190.12 |

B. Remuneration of other directors:
I. Independent Directors:-

| Particulars of Remuneration | Mr. Rajesh M. Mahtani | Mr. Prem I. Gidwani | Ms. Sonu A. Chowdhary | Mr. Lalit D. Advani | Total |
|--|-----------------------|---------------------|-----------------------|---------------------|----------|
| Sitting Fees for attending board/ committee meetings | 7,500/- | 9,000/- | 6,000/- | 4,500/- | 27,000/- |
| Commission | - | - | - | | - |
| Others | - | - | - | | - |
| Total | 7,500/- | 9,000/- | 6,000/- | 4,500/- | 27,000/- |

C. Remuneration to Key Managerial Personnel Other Than MD/ Manager/ WTD :

(Rs. In Lacs)

| Sr. No | Particulars of Remuneration | Name of Key Managerial Personnel | | | | |
|--------|---|---|--|---|---|--------------|
| | | Mrs. Nisha P. Harjani CFO & Director | Mrs. Pooja Shekhawat Company Secretary (Ceased w.e.f. 30.04.2019) | Mrs. Snehal S Tondwalkar Company Secretary (Ceased w.e.f.16.09.2019) | Mr. Gaurish D Tawte Company Secretary (Appointed w.e.f. 04.11.2019) | Total Amount |
| 1 | Gross Salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act | 38.12 | 0.09 | 0.73 | 2.13 | 41.07 |
| | (b) Value of perquisites u/s 17(2) Income Tax Act, 1961 | - | - | - | - | - |
| | (c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961 | - | - | - | - | - |
| 2 | Stock Option | | - | - | - | - |
| 3 | Bonus | 1.00 | 0.16 | - | - | 1.16 |
| 4 | Sweat Equity | - | - | - | - | - |
| 5 | Commission - As % of Profit | - | - | - | - | - |
| 6 | Others, please specify | | - | - | - | - |
| | Total | 39.12 | 0.25 | 0.73 | 2.13 | 42.23 |

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES (Under the Companies Act):

| Type | Brief Description | Details of Penalty/ Punishment/ Compounding fees imposed | Authority (RD/ NCLT/Court) | Appeal made if any (give details) |
|--------------------------------|-------------------|--|----------------------------|-----------------------------------|
| A. COMPANY | | | | |
| Penalty None | | | | |
| B. DIRECTORS | | | | |
| Penalty Punishment Compounding | | None | | |
| C. OTHER OFFICERS IN DEFAULT | | | | |
| Penalty Punishment Compounding | | None | | |



(ANNEXURE 4)

CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

- (1) **A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or Programmes.**

The Premco Global Limited's key focus areas of CSR are providing healthcare services, education, providing medical facilities and food facilities to needy students, widows, sick members & orphans. The focus on health includes creating awareness regarding physical fitness by doing yoga and playing sport. Free medicines, food, transportation, accommodation is provided to cancer patients by specified organizations stated below which are funded by Company to some extent.

- (2) **The Composition of the CSR Committee.**

1. Mr. Rajesh Mahtani Chairman (Independent Director)
2. Mr. Ashok B. Harjani Member (Managing Director)
3. Mr. Lokesh P. Harjani Member (Wholetime Director)

- (3) **Average net profit of the company for last three financial years- (Rs In Lacs)**

| 2016-2017 | 2017-2018 | 2018-2019 | AVERAGE |
|-----------|-----------|-----------|---------|
| 1511.51 | 682.75 | 90.92 | 761.72 |

- (4) **Prescribed CSR Expenditure (two per cent. Of the amount as in item 3 above)**

Rs. 15.23 lacs

- (5) **Details of CSR spent during the financial year.**

- a) Total amount spent during the financial year- 17 lacs
- b) Amount unspent, if any; NA
- c) Manner in which the amount spent during the financial year is detailed below: (in Lacs)

| Sr. No. | CSR project or activity identified | Sector in which the project is covered | Projects or programme Area | Amount outlay (budget project or programme wise) | Amount spent on the project or programme | | Cumulative expenditure up to the reporting period | Amount Spent direct or through implementing agency |
|---------------------------|---|---|----------------------------|--|--|-----------|---|---|
| | | | | | (1) Direct expenditure on projects or programmes | Overheads | | |
| 1 | Promoting Education | Child Education | Mumbai Maharashtra | 6.75 | 6.75 | | 6.75 | ST.GONSALO GARCIA ASHRAM |
| 2 | Social welfare projects | Social welfare projects | Mumbai Maharashtra | 2.49 | 2.49 | | 9.24 | DIRECT HOLY MISSION OF GURU NANAK |
| 3 | Social Upliftment | Rural Development | Bihar | 0.32 | 0.32 | | 9.56 | SANNYASA PEETH |
| 4 | To Promote Yoga | Yoga | Bihar | 0.11 | 0.11 | | 9.67 | BIHAR SCHOOL OF YOGA |
| 5 | Social Upliftment | education among girls, medical facilities to economically backward section of society | Mumbai Maharashtra | 3.32 | 3.32 | | 12.99 | DIRECT SHRI SADHUBELLAUDASIN ASHRAM |
| 6 | To Promote nationally recognized Sports | Badminton | Thane Maharashtra | 0.25 | 0.25 | | 13.24 | Direct THE THANE CITY & DISTRICT BADMINTON ASSOCIATION, |
| 7 | Infrastructure Development | Support the Repairs and Maintenance of School Building | Mumbai Maharashtra | 0.02 | 0.02 | | 13.26 | Direct THE SOCIETY OF THE POOR SISTERS OF OUR LADY |
| 8 | Social Upliftment | Enhancing skills/art of disabled | Mumbai Maharashtra | 0.045 | 0.045 | | 13.30 | IMFPA TRAINING FOUNDATION TRUST |
| 9 | Social Upliftment | Social welfare projects | Mumbai Maharashtra | 0.25 | 0.25 | | 13.55 | SHREE SIDDHIVINAYAK GANPATI TEMPLE TRUST |
| 10 | Social Upliftment | To Promote Medical and Healthcare | Mumbai Maharashtra | 3.00 | 3.00 | | 16.55 | CENTRETOR DIGESTWE & KIDNEY DISESE (INDIA) |
| 11 | Social Upliftment | To Promote Medical and Healthcare | Mumbai Maharashtra | 0.3 | 0.3 | | 16.85 | SWAMI SARVANAND HOSPITAL |
| 12 | Social Upliftment | To promote Social Welfare | Mumbai Maharashtra | 0.25 | 0.25 | | 17.00 | ARYA SAMAJ MUMBAI |
| TOTAL AMOUNT SPENT | | | | 17 | 17 | | | |

(6) Responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

The CSR Committee affirms that the implementation and monitoring of CSR Policy is in compliance with the CSR Policy and objectives of the Company.

sd/-

Rajesh M. Mahtani
Chairman CSR Committee
DIN- 00736091

sd/-

Ashok B. Harjani
Managing Director
DIN-00725890

Date: 29.06.2020

Place: Mumbai



(ANNEXURE 5)

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2020

[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,
PREMCO GLOBAL LIMITED
CIN L18100MH1986PLC040911
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PREMCO GLOBAL LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company of 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2020 according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made there under;

The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit Period);

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; There were no further issue of securities during the year under review.
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) 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;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; There were no proposals for delisting of its Equity shares during the year under review.
- and
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; There were no Buy Back of its Equity shares during the year under review.

Other laws applicable to Company

1. Custom Act 2013
2. Foreign Trade Policy 2015-2020
3. Excise laws and Other State Vat Laws applicable
4. Labour Laws and other incidental laws related to labour and employees.
5. Shop and Establishment Act & Rules (State wise)
6. Acts prescribed under prevention and control of pollution and environmental protection.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The Listing Regulations entered into by the Company with the BSE Limited and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions of the Board are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

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

Further we have to state that we have not carried out the physical inspection of any records maintained by the Company due to prevailing lock down conditions owing to COVID 2019 across the country. We have relied on the records as made available by the Company by digital mode and also on the Management Representation Letter issued by the Company.

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

For SANJAY DHOLAKIA & ASSOCIATES

Sd/-

(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 29th June, 2020
Place: Mumbai
UDIN: F002655B000393925



Annexure A

To,
The Members,
PREMCO GLOBAL LIMITED
Mumbai

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record 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 the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes 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, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure 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.

For SANJAY DHOLAKIA & ASSOCIATES

Sd/-
(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 29th June, 2020
Place: Mumbai
UDIN: F002655B000393925

(ANNEXURE 6)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**To,
The Members of
Premco Global Limited
CIN L18100MH1986PLC040911
Mumbai**

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of PREMCO GLOBAL LIMITED having CIN L18100MH1986PLC040911 having registered office at Premco House, A/26, MIDC, Andheri (East), Mumbai 400093 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Further we have to state that we have not carried out the physical inspection of any records maintained by the Company due to prevailing lock down conditions owing to COVID 2019 across the country. We have relied on the records as made available by the Company by digital mode and also on the Management Representation Letter issued by the Company.

For **SANJAY DHOLAKIA & ASSOCIATES**

Sd/-
(SANJAY DHOLAKIA)
Practising Company Secretary
Proprietor

Place: Mumbai
Date: 29th June, 2020
FCS 2655 CP 1798
UDIN: F002655B000393991



(ANNEXURE 7)

SECRETARIAL COMPLIANCE REPORT PURSUANT TO REGULATION 24A SEBI (LODR), REGULATIONS, 2015 & SEBI CIRCULAR DATED FEB. 8, 2019 OF PREMCO GLOBAL LIMITED FOR THE YEAR ENDED 31st MARCH, 2020

I Sanjay Dholakia, Practising Company Secretary have examined:

- (a) All the documents and records made available to us and explanation provided by Premco Global Limited (“the listed entity”),
- (b) The filings / submission made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,

For the year ended (“Review Period”) in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act ,1992 (“SEBI Act”) and the Regulations , circulars ,guidelines issued thereunder ; and
- (b) The Securities Contract (Regulation) Act ,1956 (“SCRA”) , rules made thereunder and the Regulation , circulars , guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI Act”);

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations ,2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations ,2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not Applicable during the period).
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(Not Applicable during the period).
- (f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (h) And circulars / guidelines issued thereunder.

Note: The aforesaid list of SEBI regulations is only the list of Regulations which were applicable to the Company during the year under review.

And based on the above examination, I hereby report that, during the Review Period:

- (i) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder , except in respect of matters specified below :-

| Sr. No. | Compliance Requirement (Regulations/Circulars/Guidelines including specific clause) | Deviations | Observations /Remarks Of The Practising Company Secretary |
|---------|---|------------|---|
| | Nil | NIL | NIL |

- (a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from my /our examination of those records.
- (b) The following are the details of actions taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the standard operating procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations and circulars /guidelines issued thereunder :

| S r . No. | Action Taken By | Details Of Violation | Details Of Action Taken E.G. Fines, Warning Letter, Debarment, Etc. | Observations/ Remarks Of The Practicing Company Secretary, If Any. |
|----------------------|------------------------|-----------------------------|--|---|
| | NIL | NIL | NIL | NIL |

Further we have to state that we have not carried out the physical inspection of any records maintained by the Company due to prevailing lock down conditions owing to COVID 2019 across the country. We have relied on the records as made available by the Company by digital mode and also on the Management Representation Letter issued by the Company.

For SANJAY DHOLAKIA & ASSOCIATES

Sd/-
(SANJAY DHOLAKIA)
Practicing Company secretary
Proprietor

Place: Mumbai
Date: 29th June, 2020
FCS 2655 CP 1798
UDIN: F002655B000393969



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Overview

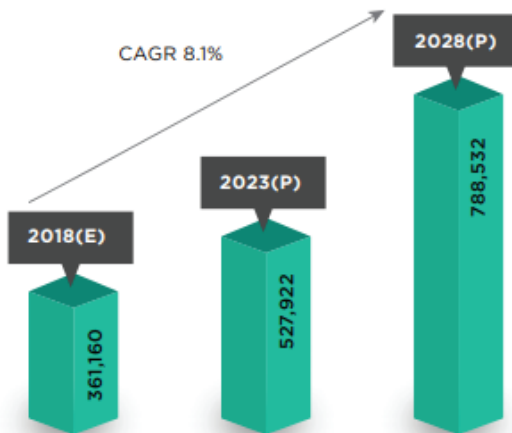
The global outbreak of COVID-19 has infected nearly 20 million people as of August 2020, posing a major threat to human health. The need to slow down the spread of the virus in order to protect lives has resulted in isolation / quarantine, lockdowns and widespread closure of markets.

The health crisis is having a severe impact on economic activity through supply disruption, drop in domestic and international demand, fall in travel and tourism, and erosion of consumer and investor confidence. Several organizations have slashed their growth projections for individual countries' GDP as well as for the global economy. As per IMF's World Economic Outlook, April 2020, the global economy is projected to contract sharply by (-)3 per cent during 2020, much worse than the drift during the 2008–09 financial crisis, as a result of the pandemic.

Exports and domestic consumption are both expected to be sluggish in the near term due to the impact of COVID-19.

The Indian Apparel Market which is currently estimated at 3,61,160 crore (USD 54 billion) will grow at a promising CAGR of 8.1% for next ten years to reach 7,88,532 crore (USD 118 billion) by 2028.

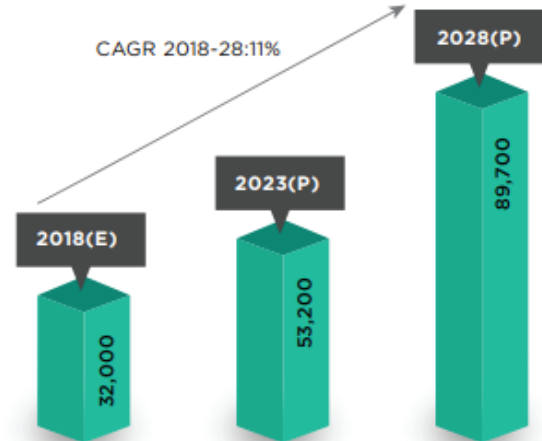
Total Apparel Market (INR CR)



Source: Images Business of Fashion

The Indian innerwear market currently estimated to be worth 32,000 crore accounts for 9 percent of the total domestic fashion retail market and is expected to grow 89700 crores by 2028 , with an attractive CAGR OF 11%

Indian Innerwear Market (INR CR)



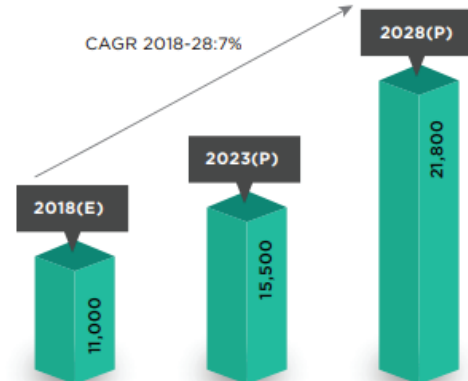
Source: Images Business of Fashion

Men's wear is the single largest category in knitwear, accounting for 40 percent of the market, followed by women's wear, boys' wear and girls' wear with market shares of 34 percent, 18 percent and 8 percent respectively.

The market has historically been highly fragmented and unorganized. Even today it is dominated by numerous small-scale players that cater to 60-65 percent of the total demand. However, the market segment is evolving and is gradually moving towards organized retail. Indian consumer spend on innerwear products is significantly lower than other Asian peers.

The men's innerwear market, which is estimated to be worth 11000 crore in the year 2018 , is estimated to grow at a CAGR of 28% percent to reach 21800 crore by 2028.

Men's Innerwear Market (INR CR)



Source: Images Business of Fashion

Indian consumer spend on innerwear products is significantly lower than other Asian peers. This trend is visible across both men's and women's segments with gaps of over 90% against countries like Thailand and China. This suggests that there is significant room for growth driven by rising per capita spending on such products.

Looking ahead, we expect growth in the innerwear market to be driven by broad based consumer trends in the form of rising discretionary spend, growing number of mid-high-income house hold and rising urbanization. Innerwear has graduated from being just a functional category to a category that offers additional fashion quotient. It is shifting from a price sensitive category to a brand sensitive category. Source: CLSA Asia-Pacific Markets, Euro monitor.

OPPORTUNITIES AND THREATS FOR THE COMPANY

OPPORTUNITIES:

For the apparel industry in general and our market in particular:

- Company has a locational advantage of supplying goods to its overseas customers, as it also has a plant in VIETNAM, which is presently a large global textile Hub, and ranks amongst the most rapidly growing countries for textiles manufacturing and exporting..
- Increasing fashion consciousness, higher disposal incomes and consumers becoming more aspirational, discerning

and brand savvy, will help the brands for which Company has been manufacturing ELASTIC TAPES grow rapidly and indirectly will increase the demand for Company's products.

* In 2018-19, Company received SINGLE STAR EXPORT HOUSE CERTIFICATE, which will enable our company to be recognized for ease of operation with tax and banking officials.

THREATS

Many major international apparel brands have commenced operations in India realizing that Indian markets are likely to emerge as one of the largest markets in the world in the next few decades. Due to this we expect enhanced competition for the Company's Products.

Company's Exposure to Foreign Currency Risks due to Overseas Operations.

SEGMENTWISE PERFORMANCE:

The Company is mainly engaged in the business of Manufacturing of Woven & Knitted Elastic Tapes and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

OUTLOOK

Company continues to strive for maximizing its capacity utilization in India & Vietnam by concentrating on new customers and innovating and expanding its product mix for its products.

FINANCIAL PERFORMANCE:

Rs. in Lakhs

| Particulars | Standalone | | Consolidated | |
|---|-----------------|----------------|----------------|----------------|
| | March 2020 | March 2019 | March 2020 | March 2019 |
| Revenue from Operations | 4,970.31 | 5,323.39 | 8,029.27 | 7,212.41 |
| Expenses | 4861.04 | 4985.15 | 6811.61 | 6409.93 |
| Profit Before Finance Cost, Depreciation & Amortization Exp. | 109.27 | 338.24 | 1217.66 | 802.48 |
| Finance Cost | 121.29 | 79.62 | 222.78 | 150.17 |
| Depreciation & Amortization Exp. | 212.92 | 171.81 | 461.72 | 271.84 |
| Profit /(Loss) before Exceptional Items | (224.94) | 86.81 | 533.16 | 380.47 |
| Exceptional Items | (22.25) | (106.56) | (22.25) | (106.56) |
| Profit /(Loss) before Taxation | (247.19) | (19.75) | 510.91 | 273.91 |
| Less : Provision for current Taxation | (2.67) | 19.16 | 15.14 | 19.16 |
| Deferred Taxation adjustment | (71.12) | (54.78) | (71.12) | (54.78) |
| Profit /(Loss) After Taxation | (173.40) | 15.87 | 566.89 | 309.53 |
| Minority Interest | - | - | 108.00 | (48.82) |
| Other Comprehensive Income (Net of Tax) | (87.56) | 79.17 | (87.56) | 79.17 |
| Total Comprehensive Income | 260.96 | 95.04 | 371.33 | 339.88 |
| Paid up Equity Share Capital | 330.48 | 330.48 | 330.48 | 330.48 |
| Earnings Per Share (Rs.) | (7.90) | 2.88 | 11.24 | 10.28 |



STANDALONE ANALYSIS

This year's standalone performance has been impacted mainly due to global PANDEMIC.

During the year under review, Company's revenue from operations stood at Rs. 4970.31 Lacs as against Rs. 5323.39 Lacs in the previous year, The Company has earned a Net Loss after Tax of Rs.173.40 Lacs as compared to the Net Profit after Tax of Rs15.87 Lacs during the previous accounting year.

The Company's EBDIT for the year on standalone basis was at Rs 109.27 Lacs as against Rs. 338.24 Lacs. The standalone Profit /(Loss) after Tax of the Company Stood at Rs (173.40) as against Rs 15.87 Lacs.

Extraordinary item includes expenditure of Rs. 22.25 Lakhs booked towards reversal of GST credit on inventory held 01.08.2018. for in-advert credit.

Domestic sales were Higher by 2.57 % as compared to previous year. This would have been even better had it not been for the Global Pandemic / Lock down that started March 23, 2020 impacted sales.

The Company's exports were lower by 12.25% on account of the Global Pandemic and because most of the Large export Orders were executed from the Vietnam Factory.

The RM Cost as a percentage of sales was higher by 2.31% due to passing on the higher benefits to customers to increase the competitive edge in Domestic Market.

The Company has incurred expenses (other than RM Cost) of Rs. 2656.87 Lacs in current year as compared to previous year of Rs. 2496.59 Lacs.

Also, Employee cost increased by Rs 113.66 Lacs as compared to previous year, which was on account of new recruitment in the Marketing division, which would strongly focus on new Markets, and building business with big brands Internationally and in India.

The finance cost increased by of Rs. 41.67 Lacs due to cancellation of forward contracts as PGVL repaid its entire Foreign Currency Loans. The Early remittances of funds by PGVL, also enable Company to earn additional amount from investments, (in the form of Interest from Fix Deposits) negating the interest/ forward contract cancellation impact.

The Company's manufacturing expenses were lower by Rs. 201.60 Lacs due to Cost Controls and also partly due to low production volume as compared to previous year.

CONSOLIDATED ANALYSIS

During the year under review, On Consolidated basis, revenue from operations stood at Rs. 8,029.27 Lacs as against Rs. 7,212.41 Lacs in the previous year and Net Profit after Tax stood at 566.89 Lacs as compared to the Net Profit after Tax of Rs. 309.53 Lacs during the previous accounting year.

The Company's Consolidated EBDIT for the year stood at Rs. 1217.66 Lacs as against Rs. 802.48 Lacs, The Consolidated Profit after Tax of the Company Stood at Rs. 566.89 Lacs as against Rs. 309.53 Lacs.

On the Consolidated basis, Company's other operating revenue was lower by 18.53 % (Rs. 13.29 Lacs) due to supply of goods by PGVL directly to customers. This was offset by savings done in working capital costs. Other income was increased by 94.93 % (i.e.Rs. 193.38 Lacs) as compared to previous year.

The Company exports (PGL + Vietnam) grew by 21.75% i.e. (Rs. 863.96 Lacs). The Company's endeavor is to further increase the same in current financial year.

Company's Gross Margins (Sales minus RM Cost on products improved from 46.12% to 47.52% thereby net saving of Rs. 237.39 Lacs.

The Company has incurred expenses (Other than RM Cost) of Rs. 3,897.39 Lacs in current year as compared to previous year of Rs. 3632.59 Lacs. There is a slight increase in expenses of Rs. 264.80 Lacs on account of;

- increase in Salaries cost by 6.47% due to increase in Production capacity, and
- Increase in other cost, as the electricity and diesel consumed in line with excess production.

Also, Employee cost increased by Rs 102.41 Lacs as compared to previous year, which was on account of new recruitment in the Marketing division, which would strongly focus on new Markets, and building business with big brands Internationally and in India. Also, Vietnam Plant was run at Higher Capacity as compared to previous year resulting in Higher Employee cost incurred at Vietnam.

There has been increase in finance cost of Rs. 72.60 Lacs due to Higher Discounting costs and Forward contracts cancellations as the PGVL paid back entire Foreign Currency Loans and became debt free as on 31.03.2020. Further there was a rise in Depreciation by Rs. 189.88 Lacs during the financial year. This was mainly on account of change in Method of Lease Accounting as necessitated by INDIAN GAPs, as a mandatory requirement.

FINANCIAL VISION AND OUTLOOK:

The Company targets to maximize, its capacity utilisation in India & Vietnam for the financial year 2020-21 by entering new markets like Europe and Bangladesh and introducing new Products.

Key financial measures (Standalone)

| | 2019-20 | 2018-19 |
|-------------------------------------|---------|---------|
| Financial Stability Ratios : | | |
| Total Debt/Equity (x) | 0.04: 1 | 0.05 :1 |
| Current Ratio (x) | 17.68 | 12.24 |
| Quick Ratio (x) | 2.09 | 6.67 |
| Interest cover (x) | (2.04) | 2.14 |
| Performance Ratios : | | |
| Return on Assets (%) | -3.33 | 1.23 |
| RoCE (%) | -4.08 | 1.41 |
| Asset Turnover (%) | 57.88 | 65.11 |
| Working Capital/Sales (x) | 0.60 | 0.84 |
| Return on Equity (%) | -4.08 | 1.41 |
| Profitability Ratios : | | |
| EBITDA (%) | -0.75 | 6.80 |
| PBT (%) | -8.11 | 1.81 |
| PAT (%) | -5.74 | 1.89 |
| Efficiency Ratios : | | |
| Receivables in days | 65 | 87 |
| Inventory in days | 144 | 127 |
| Payables in days | 55 | 38 |
| Working capital cycle in days | 391 | 558 |

The Key financials parameters for current period 2019-20 has been impacted due to COVID 19 PANDEMIC / LOCK DOWN. That has impacted its Domestic and International Business.

Key financial measures (Consolidated)

| | 2019-20 | 2018-19 |
|-------------------------------------|---------|---------|
| Financial Stability Ratios : | | |
| Total Debt/Equity (x) | 0.12 1 | 0.05 :1 |
| Current Ratio (x) | 3.21 | 6.94 |
| Quick Ratio (x) | 1.63 | 1.59 |
| Interest cover (x) | 2.75 | 3.56 |
| Performance Ratios : | | |
| Return on Assets (%) | 3.73 | 4.19 |
| RoCE (%) | 4.97 | 4.86 |
| Asset Turnover (%) | 76.71 | 86.31 |
| Working Capital/Sales (x) | 0.46 | 0.62 |
| Return on Equity (%) | 4.97 | 4.86 |
| Profitability Ratios : | | |
| EBITDA (%) | 14.07 | 11.51 |
| PBT (%) | 5.10 | 5.49 |
| PAT (%) | 4.87 | 4.85 |
| Efficiency Ratios : | | |
| Receivables in days | 33 | 92 |
| Inventory in days | 216 | 253 |
| Payables in days | 43 | 38 |
| Working capital cycle in days | 359 | 498 |

| Growth Ratios (Y-o-Y) : | | |
|--------------------------------|-------|--------|
| Net revenue growth (%) | 11.33 | -11.36 |
| Net sales growth (%) | 9.18% | -8.99 |
| EBITDA growth (%) | 33.16 | -26.31 |
| PBT growth (%) | 1.31 | -46.61 |
| PAT growth (%) | 9.25 | -35.64 |

The Key financial parameters for Company's Global operation (INDIA + VIETNAM) are a better reflection of Company's performance for the year 2019-20,

The Consolidated Financials for the financial year 2019-20 also have been impacted due to PANDEMIC / LOCK DOWN both in India and Vietnam.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES (INCLUDING NO OF PERSONNEL EMPLOYED)

The Company believes that Human Resources is one of the most vital resources and a key pillar in providing the Organization a competitive edge in a current business environment.

The Work Environment is very challenging and performance oriented. The Company recognizes employees potential and provides them with growth opportunities and takes suitable measures for employees welfare.

As on 31st March 2020, Premco Global limited Employs 500 strong work force in Indian Operations and more than 300 Managers , Workers and staff in Vietnam.

Performance Management for Staff Members :

The Company has designed and implemented a Performance Management System (PMS) that allows individual Goal/KRA (Key Result Area) setting. This enables a two-way discussion between a Staff Member and his/her Reporting Manager (Coach) which ensures that the organization's objectives are percolated down to teams and individuals.

Talent Acquisition:

The Company continues to strengthen both leadership and managerial team. Taking into consideration the increasing scale of operation, we have inducted senior leaders and executives who bring rich experience from world-class organizations around the world, as well as youngsters, who bring fresh energy into our organization.

GROUP INSURANCE (COVID 19) :

Company has covered its all employees for group insurance to ensure that all the employees get safety and also ensured that all the plants comply with government norms to ensure social distancing and safety measures.

Company has also invested into PPE to ensure fumigation and other sanitization facilities within the Offices which work under COVID 19 scenarios.



REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's report on Corporate Governance for the Year ended 31st March, 2020. In accordance with the Listing Agreement under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with BSE Limited, the Report containing the details of Corporate Governance systems and process at Premco Global Limited as under:

1) COMPANY'S PHILOSOPHY:

Corporate Governance is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organization. Good Corporate Governance leads to long term shareholder value and enhances interest of other stakeholders. It brings into focus the fiduciary and the trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value. The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. The Company governance philosophy is based on trusteeship, transparency and accountability. These policies, practices are required periodically to ensure its effective compliance. The composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally. The Company's philosophy is to produce Woven & Knitted Elastic Tapes of high quality conforming to the International Standards and provide satisfaction to all stakeholders including customers, shareholders and employees.

The Company is in Compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation(2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as applicable with regard to corporate governance.

2) BOARD OF DIRECTORS

The Company has Eight Directors on the Board out of which four are Independent. The Board of Directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors who have a in-depth knowledge of business, in addition to the expert ise in their are as of specialization.

i. Composition and Category of Directors as of 31st March 2020 is as follows:

| Category | Name of the Director | Other Directorship |
|---------------------------------------|-----------------------|---|
| Executive Directors | Mr. Ashok B. Harjani | - |
| | Mr. Lokesh P. Harjani | 1. Pixel Packaging Limited 2. Formulateip Technolegal Solutions Private Limited 3. Onspot Solutions Private Limited |
| | Mrs. Nisha P. Harjani | 1. Pixel Packaging Limited 2. Onspot Solutions Private Limited |
| | Mrs. Sonia A. Harjani | Pixel Packaging Limited |
| Non Executive & Independent Directors | Ms. Sonu A. Chowdhary | - |
| | Mr. Rajesh M. Mahtani | - |
| | Mr. Prem I. Gidwani | - |
| | Mr. Lalit D. Advani | 1) Shalimar Hotel Private Limited 2) Nitin Construction And Hotel Properties Pvt Ltd. 3) Terraco India Pvt Ltd 4) Eurobuild India Private Limited 5) Euroweave Exports Private Limited 6) Central Park Smart Hotels Private Limited 7) Estique Hotels Private Limited 8) Beautycraft Academy Private Limited |

* Executive Directors belong to Promoter Group and are related to each other.

None of the Directors of the Company holds membership of more than 10 Board Committee or Chairmanships of more than 5 Board Committees. All the Independent Directors have confirmed that they meet the criteria of Independence and do not hold any shares of the Company.

ii. **Number of Board Meetings held, dates on which held:**

The Board of Directors duly met four (4) times during the financial year from 1st April ,2019 to 31st March, 2020 and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the meetings were held are as follows:

28th May, 2019, 05th August, 2019, 04th November, 2019 and 14th February, 2020.

The necessary Quorum was present for all the meetings.

iii. **Attendance of each Director at the Board Meetings and the last AGM held on 10th September, 2019:**

| Name of the Director | Category | No. of Board Meetings Attended | Last AGM attendance (Yes / No) |
|--|--|--------------------------------|--------------------------------|
| Mr. Ashok B. Harjani Chairman and Managing Director | Non Independent Executive | 4 | Yes |
| Mrs. Nisha P. Harjani Chief Financial Officer and Director | Non Independent Executive | 4 | Yes |
| Mr. Lokesh P. Harjani Whole Time Director | Non Independent Executive | 2 | Yes |
| Mrs. Sonia A. Harjani Director | Non Independent Executive | 4 | Yes |
| Mr. Lalit D. Advani | Independent Non-Executive | 2 | Yes |
| Mr. Rajesh M. Mahtani | Independent Director Non-Executive | 3 | Yes |
| Mr. Prem Indur Gidwani | Independent Director Non-Executive | 4 | Yes |
| Ms. Sonu A. Chowdhary | Independent Director Non-Executive | 3 | Yes |

iv. The terms and conditions of appointment of Independent Directors & Familiarization programme are disclosed on the website of the company. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013.

v. The details of Familiarization programme of the Independent Directors are available on the website of the Company. None of the Non-executive Directors during the year held any shares or convertible instruments. None of the Non-executive Directors had any inter-se relationships with the Company or with any of the Directors of the Company. The details of familiarization programmes imparted to Independent Directors is available on the website of the Company at www.premcoglobal.com

vi. The Board evaluates the performance of Non-executive and Independent Directors every year. All the Non-executive and Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

vii. The Independent Directors held a Meeting on 14th February, 2020 without the attendance of Non-Independent Directors. The Independent Directors reviewed the performance of non-independent directors and the Board as a whole.

3) **Committees of the Board:**

Audit Committee :

| Sr. No. | Name of the Director | Category | Designation |
|---------|--------------------------|---|-------------|
| 1. | Mr. Prem I. Gidwani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A.Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Member |
| 4. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

Stakeholders Relationship Committee

| S r . No. | Name of the Director | Category | Designation |
|-----------|--------------------------|---|-------------|
| 1. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A.Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

Nomination And Remuneration Committee

| Sr. No. | Name of the Director | Category | Designation |
|---------|--------------------------|---|-------------|
| 1. | Mr. Prem I. Gidwani | Non-Executive - Independent Director | Chairman |
| 2. | Ms. Sonu A.Chowdhary | Non-Executive - Independent Director | Member |
| 3. | Mr. Rajesh M. Mahtani | Non-Executive - Independent Director | Member |
| 4. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

CSR Committee

| S r . No. | Name of the Director | Category | Designation |
|-----------|--------------------------|---------------------------------------|-------------|
| 1. | Mr. Rajesh M. Mahtani | Non-Executive Independent Director | Chairman |
| 2. | Mr. Lokesh P. Harjani | Executive Director | Member |
| 3. | Mr. Ashok B. Harjani | Chairman & Managing Director | Member |

**I) AUDIT COMMITTEE:**

The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulation, read with section 177 of the act.

i) Terms of reference:

The Audit Committee reviews the audit reports submitted by the Internal Auditor and Statutory Auditors, financial results, effectiveness of internal audit processes and the Company's risk management strategy.

1. To oversee the financial reporting process.
2. To oversee the disclosures of financial information.
3. To recommend appointment / terms of appointment of auditors and fixation of their fees.
4. To review the quarterly/half yearly financial results and annual financial statements with the management, internal auditor and the statutory auditor.
5. To review with the management, statutory auditors and the internal auditors the nature and scope of audits and the adequacy of internal control systems.
6. To review major accounting policies and compliance with accounting standards and listing regulations entered into with the stock exchange and other legal requirements concerning financial statements.
7. To review and approve related party transactions of material nature, with promoters or the management and their relatives that may have potential conflict with the interests of the Company at large or any subsequent modification thereof.
8. To investigate any matter covered under Section 177 of the Companies Act, 2013.
9. To review the financial and risk management policies.

ii) Composition:

The Audit Committee of the Company consists of 3 Independent Directors and 1 Executive Director. The Chairman of the Audit Committee is Independent Director and is financially literate and majority of them having accounting or related financial management experience. Company Secretary acts as Secretary to the Committee.

iii) No. of Meetings held during the year:

During the year the Committee had 4 Meetings i.e. 28th May, 2019, 05th August, 2019, 04th November, 2019 and 14th February, 2020.

iv) Composition, name of Members and attendance during the year:

| Name of the Director | Category | No. of Meetings held | No. of Meetings Attended |
|--------------------------------|------------------------------|----------------------|--------------------------|
| Mr. Prem I. Gidwani (Chairman) | Independent, Non-Executive | 4 | 4 |
| Mr. Rajesh M Mahtani | Independent, Non-Executive | 4 | 3 |
| Ms. Sonu Chowdhary | Independent, Non-Executive | 4 | 3 |
| Mr. Ashok B. Harjani | Chairman & Managing Director | 4 | 4 |

II) NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulation, read with section 178 of the act.

i) Terms of reference:

This Committee shall identify the persons, who are qualified to become Directors of the Company/who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

ii) Composition:

The Nomination and Remuneration Committee of the Company consists of 3 Independent Directors and 1 Executive Director.

iii) No. of Meetings held during the year:

During the year the Committee had 3 meetings i.e. on 28th May 2019, 04th November 2019 and 14th February 2020.

iv) Composition, name of Members and attendance during the year:

| Name of the Director | Category | No. of Meetings held | No. of Meetings Attended |
|--------------------------------|------------------------------|----------------------|--------------------------|
| Mr. Prem I. Gidwani (Chairman) | Independent, Non-Executive | 3 | 3 |
| Mr. Rajesh M Mahtani | Independent, Non-Executive | 3 | 2 |
| Ms. Sonu Chowdhary | Independent, Non-Executive | 3 | 1 |
| Mr. Ashok B. Harjani | Chairman & Managing Director | 3 | 3 |

v) **Details of Remuneration to Executive Directors and Non-Executive Director's is provided in Directors Report in point no. VI of Extract of Annual Return.**

- (a) All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity-Company gives only sitting fees to non-executive directors and the same has been disclosed in extract of Annual Return in Director's Report.
- (b) Criteria of making payments to non-executive directors and weblink-NA
- (c) Disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013, the following disclosures to be made:
 - (i) Details of fixed component and performance linked incentives, along with the performance criteria:- Basic Salary & Allowances are fixed components whereas Bonus, Performance Bonus, perquisites are variable components.
 - (ii) Service contracts, notice period, severance fees-NA

vi) **REMUNERATION POLICY**

I. **OBJECTIVE:**

The Nomination and Remuneration Committee (NRC or the Committee) has formulated the Nomination & Remuneration Policy in compliance with Section 178 of the Companies Act, 2013 read with the applicable rules thereto and Regulation 19(4) read with Part D of Schedule II under the Listing Regulations, as amended from time to time. This policy is mainly focused on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management.

The objective of the policy is to ensure that:

- To formulate the criteria for determining qualifications, competencies, positive attributes and Independence for appointment of Director's and recommend to the Board policies relating to remuneration of Director's , Key Managerial Personnel and other Employees.
- To formulate the criteria for evaluation of performance of all Directors on the board.
- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

II. **DEFINITIONS**

Key definitions of terms used in this Policy are as follows:

1. **Act** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
2. **Listing Regulations** means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
3. **Board** means Board of Directors of the Company.
4. **Directors** mean Directors of the Company.
5. **Key Managerial Personnel** means
Chief Executive Officer or the Managing Director or the Manager;
Whole-time director;
Chief Financial Officer;
Company Secretary; and such other officer as may be prescribed.
6. **Senior Management** means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

III. **ROLE OF COMMITTEE**

The Committee shall:

- i. Periodically reviewing the size and composition of the Board to ensure that it is structured in such a manner which enables to take appropriate decision in the best interest of the Company as a whole;
- ii. Formulate criteria for determining qualifications, positive attributes and independence of a Director. Establish and on regular basis review the succession plan of the Board, KMPs and Senior Executives;
- iii. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy;
- iv. To formulate criteria for evaluation of Independent Directors and the Board;
- v. Recommend to the Board performance criteria for the Directors, KMPs and Senior Management;
- vi. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel and their remuneration;
- vii. Help the Board to formulate and ensure the Board nomination process keeping in mind the diversity of gender, expertise, experience and Board structure;
- viii. To perform such other functions as may be necessary or appropriate for the performance of its duties.



iv. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

i. Appointment criteria and qualifications

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment, as per Company's Policy.
- b. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.
- c. A whole-time KMP of the Company shall not hold office in more than one Company except in its Subsidiary Company at the same time. However, a whole-time KMP can be appointed as a Director in any Company with the permission of the Board of Directors of the Company.

i. Term / Tenure

A. Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its, Managing Director and CEO or Executive/ Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

B. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven Listed Companies as an Independent Director and three Listed Companies as an Independent Director in case such person is serving as a Whole-time Director

of a Listed Company or such other number as may be prescribed under the Act.

C. Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly) or at such intervals as may be considered necessary.

D. Removal

The Committee may recommend to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Act, rules and regulations and the policy of the Company.

E. Retirement

The Director, KMP and Senior Management Personnel shall retire as per the term of appointment, provisions of the Act, Listing Regulations and the Policies of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company subject to compliance of provisions of the Act and Listing Regulations.

ii. Policy relating to the Remuneration for the Managing Director, Whole-time Director, KMP and Senior Management Personnel

i. Remuneration to Managing Director / Whole-time Directors

The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

ii. Remuneration to Non- Executive / Independent Directors

a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time

being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

iii. Remuneration to Key Managerial Personnel and Senior Management

- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

iv. Provisions for excess remuneration

If any Managing Director, Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the approval of the shareholders or the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the shareholder or Central Government.

v. Implementation:

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

III) Stakeholders Relationship Committee:

The Stakeholders Relationship committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulation, read with section 178 of the act.

i) Terms of reference:

The Committee focuses primarily on monitoring expeditious redressal of investors/stake holders grievances and also functions in an efficient manner

that all issues / concerns stakeholders are addressed / resolved promptly and transfers of shares.

ii) Composition of the Committee:

The Committee consists of 2 Non-Executive Independent Directors and 1 Executive Director.

iii) No. of meetings held and attended during the year:

During the year the 4 Stakeholders Relationship Committee Meetings were held i.e. 28th May 2019, 05th August, 2019, 04th November, 2019 and 14th February 2020.

The attendance of the Members at the meeting was as under:

| Name of the Director | Position | No. of Meetings held | No. of Meetings Attended |
|---------------------------------|----------------------------|----------------------|--------------------------|
| Mr. Rajesh M Mahtani (Chairman) | Independent, Non-Executive | 4 | 3 |
| Ms. Sonu Chowdhary | Independent, Non-Executive | 4 | 3 |
| Mr. Ashok B. Harjani | Non-Independent, Executive | 4 | 4 |

iv) Name and Designation of Compliance Officer:

Mr. Gaurish D. Tawte, Company Secretary and Compliance Officer.

v) Shareholder's Services:

The total number of complaints received & resolved during the year was 1 & there were no complaints pending as on 31.03.2020.

| Sr. No. | Nature of Complaints | 2019-2020 | |
|---------|---|-----------|-----------|
| | | Received | Redressed |
| 1. | Non Receipt Of Share Certificate after Transfer | 1 | 1 |
| | TOTAL | 1 | 1 |

vi) Corporate Social Responsibility (CSR) Committee:

The CSR committee of the Company is constituted in line with the provisions of section 135 of the act.

- Recommend the amount of expenditure to be incurred on the activities for CSR.
- Monitor the CSR policy from time to time.
- 1 Meeting of CSR committee was held during the year on 14th February, 2020.

Composition, name of Members and attendance during the year:



| Name of the Director | Position | No. of Meetings held | No. of Meetings Attended |
|-----------------------------|----------------------------|----------------------|--------------------------|
| Rajesh M Mahtani (Chairman) | Independent, Non-Executive | 1 | 1 |
| Mr. Ashok B. Harjani | Non-Independent, Executive | 1 | 1 |
| Mr. Lokesh P. Harjani | Non-Independent, Executive | 1 | 1 |

4) GENERAL BODY MEETINGS:

Location and time for the last three AGMs:

| Date | Venue | Time | Special Resolution |
|---------------------------------|--|-----------|---|
| 20 th July, 2017 | Hotel Suncity Residency at 16 th Road, MIDC, Marol, Near Maheshwari Nagar, Andheri (E), Mumbai – 400 093. | 10.00a.m | 1. To approve "Premco Global Limited Employee Stock option scheme 2016" Subsidiary Company Employees. |
| 25 th September 2018 | The International by Tunga B 11, MIDC Central Road, Andheri East, Mumbai-400093. | 10.00a.m | Nil |
| 10 th September 2019 | The International by Tunga B 11, MIDC Central Road, Andheri East, Mumbai-400093. | 10.00 a.m | 1.To Re-appointment and Payment of Remuneration to Mr. Ashok Harjani (DIN-00725890) as Managing Director. 2.To Re-appointment and Payment of Remuneration to Mr. Lokesh Prem Harjani (DIN 01496181) as Executive Director. 3. Re-appointment of Mr. Rajesh Mathani (DIN: 00736091) as Independent Director of the Company 4.Re-appointment of Mr. PremGidwani(DIN: 01220570) as Independent Director of the Company. |

- No Postal Ballot was conducted during the year.

5) OTHER DISCLOSURES:

a) Related Party transaction:

All material transaction entered into with related parties as defined under the Act were in the ordinary course of business which have been approved by

Audit Committee. The policy for related party has been uploaded on company's website at www.premcoglobal.com. Transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in notes to accounts annexed to the financial statements.

b) Details of Non-Compliance by the Company, penalty imposed by stock exchangeor SEBI (Securities and Exchange Board of India) or any other Statutory Authority:

- There were no cases of non-compliance during the year 2017-18, 2018-2019& 2019-2020.
- The Company has adopted Whistle blower policy and has established necessary vigil mechanism for Directors & Employees to report unethical behavior as per under regulation 22 of SEBI Listing Regulations. Whistle blower policy has been uploaded on company's website at www.premcoglobal.com
- Company has Committee for prevention of sexual harassment as workplace, during the year underreview no complaints has been reported as such.
- The Company has adopted a policy on Determination of Materiality for Disclosures as per Regulation 23 of SEBI Listing Regulations. Policy for the same been uploaded on company's website at www.premcoglobal.com
- The Company has adopted preservation of documents policy as per Regulation 9 of SEBI Listing Regulations. Policy for the same been uploaded on company's website at www.premcoglobal.com
- Practising Company Secretary of the Company gives quarterly report on reconciliation of Share Capital Audit to reconcile total admitted equity shares with National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The audit report confirms that total issued/paid up share capital is in agreement with total number of shares in Physical & Dematerialized shares with NSDL & CDSL.
- The Members of Board and senior management personnel have affirmed compliance with the Code of conduct applicable to them during the year ended March 31, 2020.

c) Means of Communication:

The Quarterly, Half-yearly and Annual Financial Results of the Company are communicated to the Stock Exchanges immediately after the same are

considered by the Board and are published in the all India editions of Mumbai Lakshayadeep and The Business Standard.. The results and official news releases of the Company are also made available on the Company's website www.premcoglobal.com

d) SEBI Complaints Redressal System (SCORES):

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online redressal of all the share holders complaints well within the stipulated time.

e) General Shareholder's Information:

AGM Date : 22nd September, 2020
 Time and venue : 03:00 PM through VC
 Financial Year : 1st April, 2019 to 31st March, 2020
 Book Closure Date/Record Date : As mentioned in AGM Notice
 Listing on Stock Exchanges : BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, Phones: 91-22-22721233/4
 Stock Code : BSE: 530331
 CIN : L18100MH1986PLC040911

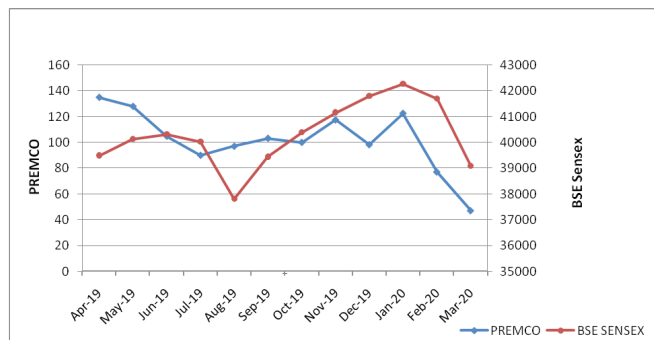
The Company has paid listing fees for the year 2020-21 to stock exchanges.

f) a) Market Price Data:

Monthly High and Low quotations along with the volume of shares traded at Bombay Stock Exchange Ltd during the financial year 2019-20.

| Month & Year | BSE | | |
|-----------------|------------|-----------|--------|
| | High (Rs.) | Low (Rs.) | Volume |
| April, 2019 | 152.00 | 129.00 | 4,656 |
| May, 2019 | 148.90 | 120.00 | 15,647 |
| June, 2019 | 129.95 | 90.00 | 7,338 |
| July, 2019 | 110.00 | 81.00 | 5,830 |
| August, 2019 | 101.05 | 75.05 | 4,807 |
| September, 2019 | 119.40 | 82.00 | 7,632 |
| October, 2019 | 117.75 | 90.65 | 6,347 |
| November, 2019 | 156.00 | 103.50 | 15,613 |
| December, 2019 | 129.70 | 97.25 | 18,303 |
| January, 2020 | 136.00 | 93.45 | 4,678 |
| February, 2020 | 128.50 | 75.40 | 11,136 |
| March, 2020 | 81.95 | 43.75 | 22,075 |

b) Stock Performance in comparison to BSE Sensex



g) Subsidiary Company:

The Company holds 85% stake in its foreign Subsidiary viz. Premco Global Vietnam Company Limited. The Company completed its expansion projects and has been consistently operating with full capacity operations in last six months. The Consolidated Financials are provided for the year ended 31.03.2020.

h) Unclaimed Dividend Amounts:

Pursuant to the provisions of Section 124 of the Companies Act, 2013, the dividend for the following years, which remain unclaimed for seven years, will be transferred to Investor Education and Protection Fund (IEPF) established by the Central Government.

Members who have not so far encashed their dividend warrant(s) are requested to seek revalidation of dividend warrants in writing to the Company's Registrar and Transfer Agents, M/s. Bigshare Services Pvt. Ltd., immediately. Members are requested to note that no claims shall be against the Company in respect of any amounts which were unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

Members are also advised to update their correspondence address in their demat accounts in case of their holdings in electronic form or inform their latest correspondence address to the Registrars in case of holdings in physical form.

Information in respect of such unclaimed dividends due for transfer to the Investor Education and Protection Fund (IEPF) is as follows.



| Year | Dividend Per share | Date of Declaration of Dividend | Year for transfer to IEPF |
|-----------|--------------------|---------------------------------|---------------------------|
| 2012-2013 | 1.80 | 19-Aug-2013 | 2020 |
| 2013-2014 | 2.00 | 14-Aug-2014 | 2021 |
| 2014-2015 | 2.70 | 01-Sep-2015 | 2022 |
| 2015-2016 | 2.50 + 0.50 | 22-Mar-2016/09-Sep-2016 | 2023 |
| 2016-2017 | 3.00 | 20-July-2017 | 2024 |
| 2017-2018 | 3.00 | 25-Sep-2018 | 2025 |
| 2018-2019 | 2.00 | 10-Sep-2019 | 2026 |

In compliance with the provisions of Section 124 (5) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, a sum of Rs. 2,13,583/- being the dividend lying unclaimed out of the dividend declared by the Company for the Financial Year 2011-2012 were transferred to IEPF.

Similarly, During the period under review 15,450 Equity Shares pertaining to financial year 2011-2012 have been transferred to IEPF authorities on 17.01.2020 vide Corporate Action in compliance with the provisions of Section 124 of the Companies Act, 2013 and Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 after sending letters to those Shareholders and also making an advertisement in the newspapers in this regard.

6) Dematerialization of Shares and Liquidity:

The Equity Shares of the Company are traded compulsorily in Demat. The Demat facility is available to all Shareholder of the Company, who request for such facility.

ISIN No. of the Company's Equity Shares in Demat Form:INE 001E01012

Depository Connectivity: NSDL and CDSL

i. Registrar and Transfer Agents:

M/s. Big Share Services Private Limited is Registrar and Transfer Agent of the Company. Any request pertaining to investor relations may be addressed to the following address:

Big Share Services Private Limited,
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai – 400 059.
Tel.No.091-022-62638200
Fax No.091-022- 62638299
Email: investor@bigshareonline.com
Contact: Ms. UjataPokharkar

ii. Share Transfer System:

95.54% of equity shares of the Company are in electronic Form as on 31.03.2020. Transfer of these shares are done through the depositories with no involvement of Company, with regards to transfer of shares in Physical form the transfer documents can be lodged with Company's RTA M/S. Bigshare Services Pvt. Ltd.

iii. Shareholding as on March 31, 2020.

a. Distribution of Share Holdings:

| SR NO | NO OF EQUITY SHARES HELD | | NUMBER OF SHAREHOLDERS | % TO TOTAL | NO OF SHARES | % TO TOTAL |
|--------------|--------------------------|-----------|------------------------|-----------------|----------------|-----------------|
| 1 | 1 | 500 | 2120 | 88.0033 | 233366 | 7.0614 |
| 2 | 501 | 1000 | 153 | 6.3512 | 123645 | 3.7414 |
| 3 | 1001 | 2000 | 60 | 2.4907 | 84052 | 2.5433 |
| 4 | 2001 | 3000 | 17 | 0.7057 | 41868 | 1.2669 |
| 5 | 3001 | 4000 | 15 | 0.6227 | 54596 | 1.652 |
| 6 | 4001 | 5000 | 9 | 0.3736 | 41905 | 1.268 |
| 7 | 5001 | 10000 | 17 | 0.7057 | 122275 | 3.6999 |
| 8 | 10001 | 999999999 | 18 | 0.7472 | 2603093 | 78.767 |
| TOTAL | | | 2409 | 100.0000 | 3304800 | 100.0000 |

b. Categories of Equity shareholders as on 31st March 2020:

| Category | No. of Shares Held | % of paid up capital |
|----------------------------|--------------------|----------------------|
| Promoters & promoter group | 22,10,550 | 66.89 |
| Corporate Bodies | 85893 | 2.59 |
| Clearing Member | 4494 | 0.13 |
| NRI's | 147791 | 4.47 |
| Mutual Funds | 71300 | 2.15 |
| Foreign Portfolio Investor | 8,834 | 0.26 |
| HUF | 42105 | 1.27 |
| IEPF | 37940 | 1.14 |
| Individual | 695893 | 21.05 |
| Total | 33,04,800 | 100.00 |

c. **Shareholding Profile:**

| Mode of Holding | As on 31 st March 2020 | | As on 31 st March 2019 | |
|-----------------|-----------------------------------|-------------|-----------------------------------|-------------|
| | No. of Shares | % to Equity | No. of Shares | % to Equity |
| Demat | | | | |
| NSDL | 2904417 | 87.88 | 2846692 | 86.14 |
| CDSL | 253367 | 7.66 | 284242 | 8.60 |
| Physical | 147016 | 4.44 | 173866 | 5.26 |
| Total | 3304800 | 100.00 | 3304800 | 100.00 |

d. **Details of Top ten Shareholders is given in Directors Report (Extract of Annual Report Point No. IV, Annexure 3 in Director's Report**

A. **Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/warrants or any commercial instrument in past and hence company does not have any outstanding as on 31.03.2020.

B. **Declaration regarding compliance by Board members and senior management personnel**

All members of the Board, the Executive officers and senior officers have affirmed compliance to the code as on March 31, 2020. A declaration to that effect, signed by the CEO, MD & CFO forms part of CEO & CFO certification.

C. **Plant Locations**

1. Plot No. -41, Diwan & Sons Industrial Estate, Aliyali Village, Dist.Thane, Palghar, Maharashtra.
2. Plot No. -202/2, Old Check post, Dadra & Nagar Haveli, Union Territory.
3. C/O. Akay Filtips Pvt. Ltd. Plot No.-2/23/24, GIDC, Silvassa Road, Near Nathani Paper Mills, Vapi-396 195.
4. 8, MarolUdyog Premises, Steelmade Industrial Estate, Marol-Maroshi Road, Andheri (E) Mumbai – 400 059.

D. **Plant Location – Foreign Subsidiary**

Lot No 18 - 20, Road No 7, Tan Duc Industrial Park, Duc Hoa Ha, Duc Hoa, Long An Province, Vietnam.

E. **Address of Registered Office**

A/26, Premco House, Street No.3, MIDC, Marol, Andheri (E) Mumbai – 400 093
 Mr. Gaurish Tawte
 Company Secretary and Compliance Officer
 Telephone No.: 022 – 6105 5000
 Fax No. : 022 – 2835 1812
 Email: gaurish@premcoglobal.com

F. **Matrix showing skills/expertise/competencies of Directors:**

Premco Global Limited is engaged into manufacturing of high-quality Woven and Knitted Elastic and Rigid narrow fabric and tape products designed for use in industry-specific applications in the apparel, lingerie, sports-related, medical, footwear, luggage and automotive fields. The Board comprises of highly renowned professionals drawn from diverse fields. For its effective collective functioning, the Board has identified broad skills/expertise/competencies required in the context of its business and the sector in which it operates viz. (a) standing and knowledge with significant achievements in business, professions and public services (b) financial or business literacy/skills (c) Textile industry experience and the same are available among the Board collectively.

G. In the opinion of the Board, all the Independent Directors of the Company, fulfill the conditions specified in the SEBI Listing Regulations and are independent of the Management.

H. Particulars of the Payment made to Statutory Auditor are disclosed under notes to Financial Statements.

I. **DECLARATION BY THE MANAGING DIRECTOR UNDER SCHEDULE V (D) OF THE LISTING REGULATIONS REGARDING ADHERENCE TO THE CODE OF CONDUCT**

I, Ashok B. Harjani (DIN: **00725890**), Chairman and Managing Director of Premco Global Limited, hereby declare that all the Board Members and Senior Management personnel have affirmed their compliance and adherence with the provisions of the Code of Conduct for the financial year ended March 31, 2020.

For **PREMCO GLOBAL LIMITED**
Sd/-

ASHOK B.HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

Date: 29th June 2020

**MANAGING DIRECTOR/CFO CERTIFICATE**

To,
The Board of Directors
Premco Global Limited

Dear Members of Board,

1. We have reviewed financial statements and the cash flow statement of Premco Global Limited for the year ended 31st March, 2020 and to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee:
 - (i) that there are no significant changes in internal control over financial reporting during the year;
 - (ii) that there are no significant changes in accounting policies during the year; and
 - (iii) that there are no instances of significant fraud of which we have become aware.
5. We further declare that all Board Members and senior management personnel have affirmed compliance with the code of conduct and Ethics for the year covered by this report.

Sd/-

Nisha P. Harjani
Chief Financial Officer

Sd/-

Ashok B. Harjani
Chairman and Managing Director
DIN- 00725890

Date: 29th June 2020

Place: Mumbai

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Premco Global Limited
CINL18100MH1986PLC040911
Mumbai

We have examined the compliance of conditions of Corporate Governance by **Premco Global Limited**, for the year ended on 31st March 2020, as stipulated in Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance as stipulated under the above mentioned Listing Regulations, as applicable. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Director and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Schedule V (E) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For SANJAY DHOLAKIA & ASSOCIATES

Sd/-
(SANJAY R DHOLAKIA)
Practising Company Secretary
Proprietor
Membership No. 2655 /CP No. 1798

Date: 29th June, 2020

Place: Mumbai

UDIN: F002655B000398413

INDEPENDENT AUDITOR'S' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

**TO THE MEMBERS OF
PREMCO GLOBAL LIMITED
MUMBAI.**

Opinion

We have audited the accompanying consolidated financial statements of **PREMCO GLOBAL LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2020, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, Consolidated statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31st March, 2020, and their consolidated profit, consolidated total comprehensive Income, their consolidated cash flows and consolidated changes in Equity for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon. There are no other key audit matters and we do not provide a separate opinion on these matters.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholders Information, but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in Equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the financial statements, management and Board of Director are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters



related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company and its subsidiary companies which are incorporated in India, has adequate internal financial controls systems in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to

the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements.

Materiality is the magnitude of misstatement in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we may have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

1. We draw attention to Note No. 49, which describes the uncertainty caused by Novel Coronavirus (COVID-19) pandemic with respect to the estimates of company's business operations and that such estimates may be affected by the severity and duration of the pandemic. Our opinion is not modified in respect of this matter.

2. We did not audit the financial statements of the Foreign Subsidiary, Premco Global Vietnam Company Limited included in the Statement, whose interim financial statement reflect Total assets of Rs.2085.19lacs at 31st March 2020 as well as Total revenue of Rs.4364.65 lacs for the year ended 31st March 2020. These interim financial statement and other financial information have been audited by other auditor whose report for the period ending 31st March 2020 is furnished to us by the management of the Company. Our opinion on the Statement, in so far as it relates to the amounts and disclosures included, is based solely on the report of the other auditor as well as management certified statements. Our opinion is not modified on this matter.

Report on Other Legal and Regulatory Requirements

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive Income), the Consolidated Cash Flow Statement and consolidated statement of changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2020 taken on record by the Board of Directors of the Holding Company, none of the directors of the company is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.

(g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

- i. The Consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 34 of the consolidated financial statements.
- ii. The Group has long-term contracts including derivative contracts as at March 31 2020 for which there were no material foreseeable losses;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For **SANJAY RAJA JAIN & CO.**
Chartered Accountants
FRN-120132W

Surjeet Jain
Partner
Membership No.: 129531
UDIN: 20129531AAAACO8937

Place: Mumbai
Date: 29/06/2020



**“Annexure A” to the Independent Auditor’s
Report of even date on the Consolidated
Financial Statements of Premco Global Limited**

(Referred to in Paragraph 1(f) under “Report on other Legal and Regulatory Requirements” of our report of even date)

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

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March 2020, we have audited the internal financial controls over financial reporting of **Premco Global Limited** (“the Holding Company”) incorporated in India as of that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For **SANJAY RAJA JAIN & CO.**

Chartered Accountants
FRN-120132W

Surjeet Jain
Partner

Membership No.: 129531
UDIN: 20129531AAAACO8937

Place: Mumbai
Date: 29/06/2020

PREMCO GLOBAL LTD

CONSOLIDATED BALANCE SHEET

(Rs. In Lakhs)

| PARTICULARS | NOTE | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|------|--------------------------|--------------------------|
| ASSETS | | | |
| 1. NON-CURRENT ASSETS | | | |
| (a) PROPERTY, PLANT AND EQUIPMENT | 4 | 2,412.72 | 1,665.15 |
| (b) OTHER INTANGIBLE ASSETS | 5 | 0.48 | 0.91 |
| (c) FINANCIAL ASSETS | | | |
| (i) INVESTMENTS | 6 | 2,239.60 | 1,209.33 |
| (ii) LOANS | 7A | 1.70 | 2.22 |
| (iii) OTHER FINANCIAL ASSETS | 8A | 126.97 | 117.01 |
| (d) DEFERRED TAX ASSETS (NET) | 20 | 6.50 | - |
| (e) OTHER NON-CURRENT ASSETS | 9A | 30.30 | 36.05 |
| | | <u>4,818.27</u> | <u>3,030.67</u> |
| 2. CURRENT ASSETS | | | |
| (a) INVENTORIES | 10 | 2,128.85 | 2,218.64 |
| (b) FINANCIAL ASSETS | | | |
| (i) TRADE RECEIVABLES | 11 | 733.11 | 1,891.93 |
| (ii) CASH AND CASH EQUIVALENTS | 12 | 1,477.93 | 221.86 |
| (iii) BANK BALANCE OTHER THAN (ii) ABOVE | 13 | 58.19 | 58.18 |
| (iv) LOANS | 7B | 18.66 | 11.81 |
| (v) OTHER FINANCIAL ASSETS | 8B | 47.57 | 100.12 |
| (c) CURRENT TAX ASSETS (NET) | 14 | 39.40 | 87.46 |
| (d) OTHER CURRENT ASSETS | 9B | 627.19 | 500.10 |
| | | <u>5,130.90</u> | <u>5,090.11</u> |
| | | <u>9,949.17</u> | <u>8,120.78</u> |
| TOTAL ASSETS | | | |
| EQUITY AND LIABILITIES | | | |
| 1. EQUITY | | | |
| (a) EQUITY SHARE CAPITAL | 15 | 330.48 | 330.48 |
| (b) OTHER EQUITY | 16 | 6,894.44 | 6,531.88 |
| | | <u>7,224.92</u> | <u>6,862.36</u> |
| 2. MINORITY INTEREST | | | |
| | 16A | 240.95 | 132.94 |
| 3. LIABILITIES | | | |
| A. NON - CURRENT LIABILITIES | | | |
| (a) FINANCIAL LIABILITIES | | | |
| (i) BORROWINGS | 17A | 77.64 | 162.87 |
| (ii) OTHER FINANCIAL LIABILITIES | 18A | 771.39 | 101.73 |
| (b) PROVISION | 19A | 36.94 | 26.95 |
| (c) DEFERRED TAX LIABILITIES (NET) | 20 | - | 98.37 |
| (d) OTHER NON CURRENT LIABILITIES | 21A | 0.26 | 2.13 |
| | | <u>886.23</u> | <u>392.06</u> |
| B. CURRENT LIABILITIES | | | |
| (a) FINANCIAL LIABILITIES | | | |
| (i) BORROWINGS | 17B | 564.10 | 43.60 |
| (ii) TRADE PAYABLES | 22 | 422.16 | 332.39 |
| (iii) OTHER FINANCIAL LIABILITIES | 18B | 441.96 | 248.16 |
| (b) OTHER CURRENT LIABILITIES | 21B | 126.02 | 65.83 |
| (c) PROVISION | 19B | 42.83 | 43.45 |
| | | <u>1,597.07</u> | <u>733.42</u> |
| | | <u>9,949.17</u> | <u>8,120.78</u> |

TOTAL EQUITY AND LIABILITIES

SIGNIFICANT ACCOUNTING POLICIES

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS 1-3 34 to 50

" AS PER OUR REPORT OF EVEN DATE "

SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACO8937

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY



| CONSOLIDATED STATEMENT OF PROFIT & LOSS | | (Rs. In Lakhs) | |
|--|----------|--|--|
| PARTICULARS | NOTE | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| I. INCOME | | | |
| REVENUE FROM OPERATIONS | 23 | 7,632.16 | 7,008.69 |
| OTHER INCOME | 24 | 397.10 | 203.72 |
| TOTAL INCOME | | <u>8,029.26</u> | <u>7,212.41</u> |
| II. EXPENSES | | | |
| COST OF MATERIAL CONSUMED | 25 | 2,883.25 | 3,185.15 |
| PURCHASE OF STOCK IN TRADE | 26 | 496.25 | 865.98 |
| CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS | 27 | 219.21 | (851.78) |
| EMPLOYEE BENEFITS EXPENSES | 28 | 1,685.99 | 1,583.59 |
| FINANCE COSTS | 29 | 222.78 | 150.18 |
| DEPRECIATION AND AMORTIZATION EXPENSES | 30 | 461.72 | 271.84 |
| OTHER EXPENSES | 31 | 1,526.90 | 1,626.99 |
| TOTAL EXPENSES | | <u>7,496.10</u> | <u>6,831.94</u> |
| III. PROFIT BEFORE EXCEPTIONAL/ EXTRA-ORDINARY ITEMS & TAX (I - II) | | 533.16 | 380.47 |
| IV. EXTRAORDINARY ITEMS | 32 | 22.25 | 106.56 |
| V. EXCEPTIONAL ITEMS | | - | - |
| VI. PROFIT BEFORE TAX (III - IV) | | 510.91 | 273.91 |
| VII. TAX EXPENSES | 33 | | |
| CURRENT TAX | | 17.81 | 15.50 |
| DEFERRED TAX (ASSET)/LIABILITY | | (71.12) | (54.78) |
| SHORT/(EXCESS) INCOME TAX PROVISION | | (2.67) | 3.66 |
| TOTAL TAX EXPENSES | | <u>(55.98)</u> | <u>(35.62)</u> |
| VIII. PROFIT FOR THE PERIOD BEFORE MINORITY INTEREST (VI - VII) | | 566.89 | 309.53 |
| IX. MINORITY INTEREST | | 108.00 | 48.82 |
| X. PROFIT FOR THE PERIOD AFTER MINORITY INTEREST (VIII - IX) | | <u>458.89</u> | <u>260.71</u> |
| XI. OTHER COMPREHENSIVE INCOME (OCI) | | | |
| (A)(I) ITEMS THAT WILL NOT BE RECLASSIFIED SUBSEQUENTLY TO PROFIT OR LOSS | | | |
| REMEASUREMENT (GAIN/(LOSS) OF NET DEFINED BENEFIT LIABILITY | | (10.66) | 0.44 |
| TAX ON ABOVE | | | |
| (II) INCOME TAX RELATING TO ABOVE | | 2.97 | (0.12) |
| (B) (I) ITEMS THAT WILL BE RECLASSIFIED SUBSEQUENTLY TO PROFIT OR LOSS | | | |
| NET GAIN / (LOSS) ON HEDGING INSTRUMENTS IN CASH FLOW HEDGE | | (110.65) | 110.23 |
| (II) INCOME TAX RELATING TO ABOVE | | 30.78 | (31.38) |
| TOTAL OF OTHER COMPREHENSIVE INCOME | | <u>(87.56)</u> | <u>79.17</u> |
| XII. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (X + XI) | | <u>371.33</u> | <u>339.89</u> |
| XIII. EARNING PER EQUITY SHARE | | | |
| BASIC | 43 | 11.24 | 10.28 |
| DILUTED | 43 | 11.24 | 10.28 |
| SIGNIFICANT ACCOUNTING POLICIES | 1-3 | | |
| THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS | 34 to 50 | | |

" AS PER OUR REPORT OF EVEN DATE "

SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACO8937

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD
ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

CONSOLIDATED CASH FLOW STATEMENT

(Rs. In Lakhs)

| PARTICULARS | AS AT | AS AT |
|---|-------------------|-----------------|
| | 31st MARCH 2020 | 31st MARCH 2019 |
| A. CASH FLOW FROM OPERATING ACTIVITIES: | | |
| NET PROFIT BEFORE TAX | 510.91 | 273.91 |
| ADJUSTMENTS FOR: | | |
| DEPRECIATION | 461.72 | 271.01 |
| (PROFIT)/LOSS ON SALE OF FIXED ASSETS | - | (6.00) |
| PROFIT ON SALE OF INVESTMENTS | (66.92) | (84.14) |
| FINANCE EXPENSES | 222.78 | 150.18 |
| FOREIGN CURRENCY TRANSLATION -RESERVES | 36.39 | 30.48 |
| INTEREST RECEIVED | (61.69) | (4.67) |
| DIVIDEND RECEIVED | (2.69) | (0.36) |
| PROVISION FOR DOUBTFUL DEBTS WRITE BACK | 5.05 | (0.36) |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | 1,105.55 | 630.05 |
| ADJUSTMENTS FOR WORKING CAPITAL CHANGES | | |
| INVENTORIES | 89.80 | (576.04) |
| TRADE RECEIVABLES | 1,153.78 | (69.79) |
| OTHER CURRENT FINANCIAL ASSETS | 45.70 | (96.51) |
| OTHER CURRENT ASSETS | (36.17) | 16.14 |
| LONG TERM FINANCIAL ASSETS | (9.44) | (6.32) |
| OTHER NON CURRENT ASSETS | 5.56 | 12.75 |
| OTHER LONG TERM LIABILITIES | 667.29 | 3.71 |
| TRADE PAYABLES | 89.77 | (122.15) |
| OTHER CURRENT LIABILITIES / OTHER FINANCIAL LIABILITIES | 143.35 | 124.05 |
| SHORT TERM PROVISIONS | (0.61) | (109.83) |
| NET WORKING CAPITAL CHANGES | 2,149.02 | (824.02) |
| LESS : CURRENT TAXES | (58.00) | (19.16) |
| NET CASH GENERATED FROM OPERATIONS | 3,196.57 | (213.13) |
| B. CASH FLOW FROM INVESTING ACTIVITIES: | | |
| PURCHASE OF PROPERTY, PLANT & EQUIPMENT | (1,174.33) | (240.11) |
| SALE OF PROPERTY, PLANT & EQUIPMENT | - | 6.47 |
| (PURCHASE)/SALE OF INVESTMENTS (NET) | (963.35) | 927.66 |
| DIVIDEND RECEIVED | 2.69 | 0.36 |
| INTEREST RECEIVED | 61.69 | 4.67 |
| NET CASH USED IN INVESTING ACTIVITIES | (2,073.31) | 699.05 |
| C. CASH FLOW FROM FINANCING ACTIVITIES: | | |
| LONG TERM BORROWINGS (NET OF REPAYMENTS) | (85.23) | (15.58) |
| SHORT TERM BORROWINGS(NET OF REPAYMENTS) | 520.49 | (148.26) |
| DIVIDEND & TAX THEREON | (79.68) | (0.20) |
| FINANCE EXPENSES | (222.78) | (150.18) |
| NET CASH FROM FINANCING ACTIVITIES | 132.81 | (314.21) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 1,256.07 | 171.71 |
| OPENING BALANCE OF CASH AND CASH EQUIVALENTS | 221.86 | 50.15 |
| CLOSING BALANCE OF CASH AND CASH EQUIVALENTS | 1,477.93 | 221.86 |
| CLOSING BALANCE OF CASH AND CASH EQUIVALENTS | | |
| (i) Cash in Hand | 11.67 | 2.61 |
| (ii) Balances with Banks | 1,466.26 | 219.26 |
| TOTAL | 1,477.93 | 221.86 |

" AS PER OUR REPORT OF EVEN DATE "

SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACO8937

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

A Equity share capital Rs. in Lakhs

| Particulars | Notes | Amount |
|-------------------------------------|-------|---------------|
| Balance as at April 1, 2018 | 15 | 330.48 |
| Changes in the equity share capital | | - |
| Balance as at March 31, 2019 | 15 | 330.48 |
| Changes in the equity share capital | | - |
| Balance as at March 31, 2020 | 15 | 330.48 |

B Other equity

| | Notes | Reserve and Surplus | | | | | | Total other equity |
|--|-----------|----------------------------|-----------------|-------------------------|--------------------------------------|-----------------|-------------------|--------------------|
| | | Securities premium Reserve | Capital Reserve | Capital Subsidy Reserve | Foreign Currency Translation Reserve | General Reserve | Retained Earnings | |
| Balance as at March 31, 2018 | 16 | 459.92 | 3.00 | 22.78 | (13.39) | 1,758.00 | 3,931.39 | 6,161.70 |
| Profit for the year | | - | - | - | - | - | 260.71 | 260.71 |
| Other comprehensive income for the year | | - | - | - | - | - | 79.17 | 79.17 |
| Total comprehensive income for the year, net of tax | | - | - | - | - | - | 339.89 | 339.89 |
| Transfer to General Reserve | | - | - | - | - | 1.59 | (1.59) | - |
| Add : Translation Reserve Generated during Year | | - | - | - | 30.48 | - | - | 30.48 |
| Reversal of Proposed Dividend | | - | - | - | - | - | 99.14 | 99.14 |
| Reversal of Tax on Proposed Dividend | | - | - | - | - | - | 20.19 | 20.19 |
| Dividend paid on equity shares | | - | - | - | - | - | (99.14) | (99.14) |
| Dividend distribution tax paid | | - | - | - | - | - | (20.38) | (20.38) |
| Balance as at March 31, 2019 | 16 | 459.92 | 3.00 | 22.78 | 17.10 | 1,759.59 | 4,269.49 | 6,531.88 |
| Profit for the year | | - | - | - | - | - | 458.89 | 458.89 |
| Other comprehensive income for the year | | - | - | - | - | - | (87.56) | (87.56) |
| Total comprehensive income for the year, net of tax | | - | - | - | - | - | 371.33 | 371.33 |
| Transfer to General Reserve / Foreign Currency Translation reserve | | - | - | - | - | - | - | - |
| Add : Foreign Currency Translation reserve Generated During year | | - | - | - | 70.91 | - | - | 70.91 |
| Dividend paid on equity shares | | - | - | - | - | - | (66.10) | (66.10) |
| Dividend distribution tax paid | | - | - | - | - | - | (13.59) | (13.59) |
| Balance as at March 31, 2020 | 16 | 459.92 | 3.00 | 22.78 | 88.01 | 1,759.59 | 4,561.14 | 6,894.44 |

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

" AS PER OUR REPORT OF EVEN DATE "

SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACO8937

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD
ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 : General Information

PREMCO GLOBAL LIMITED (the Company) (CIN : L18100MH1986PLC040911) is a public limited company and is listed on Bombay Stock Exchange (BSE). The Company is engaged inter alia, in the business of manufacturing of Knitted & Narrow woven Elastics.

2. BASIS OF CONSOLIDATION AND SIGNIFICANT ACCOUNTING POLICIES :

2A - BASIS OF CONSOLIDATION

- (a) The consolidated financial statements relate to PREMCO GLOBAL LIMITED (the Holding Company) and its subsidiary. The Company and its subsidiary together constitute the "Group". The consolidated financial statements have been prepared on the following basis:
- (i) The financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions resulting in un realised profits or losses.
 - (ii) The unaudited financial statements of the consolidated subsidiary are drawn upto the same reporting date as that of the Company and have been considered for consolidation.
 - (iii) The Foreign Subsidiary being non-integral operations, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognized in the 'Foreign Currency Translation Reserve'.
 - (iv) The Difference between the cost of investment in the subsidiary over the Group's portion of equity as at the date of making the investment is recognised in the financial statements as Goodwill or Capital Reserve as the case maybe.
 - v) Goodwill arising on consolidation, if any, is deemed to have an indefinite useful life and is reported at acquisition value with deduction for accumulated impairments after periodic tests.
 - vi) Minority Interest comprises:
 - a. The amount of equity attributable to the minorities at the date on which investment in a subsidiary is made; and
 - b. The minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.
 - vii) Minority interest in the net assets of the consolidated subsidiary is identified and presented in the consolidated balance sheet separately from liabilities and equity of the company's shareholders.
 - a) Minority's share of net profit for the year of consolidated subsidiary is identified and adjusted against the profit after tax of the group.
 - (b) The list of subsidiaries, which are included in the consolidation with their respective country of incorporation and the Group's holding therein, is given below;
 - i) **Particulars of subsidiary (held directly):**

| Name of the Company | County of Incorporation | % of voting power as at 31 st March, 2020 | % of voting power as at 31 st March, 2019 |
|-------------------------------|-------------------------|--|--|
| Premco Global Vietnam Co. Ltd | Vietnam | 85% | 85% |

NOTE 2 : Significant Accounting Policies

1. Basis of preparation of Financial Statements

- a) These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS), notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, under the historical cost convention on accrual basis, except for certain financial instruments (including derivatives instruments) and defined benefit plans – Plan assets, which are measured at fair values, as specified at places of respective categories.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

- b) All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be twelve months for the purpose of current – non-current classification of assets and liabilities.
- c) Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.

2. Property, Plant and Equipment and Depreciation

A) Property Plant and Equipment:

- a) Freehold land is carried at historical cost. All other Tangible Fixed assets are stated at cost of acquisition or construction, less accumulated depreciation. All costs, including borrowing cost till respective assets is put to use, are capitalized.
- b) Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.
- c) Losses arising from the retirement of and gains & losses arising from disposal of fixed assets, which are carried at cost, are recognized in the statement of profit & loss.
- d) On transition to Ind AS, the Company has opted to continue with the carrying value of all of its property, plant and equipment recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment on the transition date.

B) Depreciation:

- i) Depreciation has been provided as under:
- (i) For assets existing on 1st April 2014 the carrying amount will be amortized over the remaining useful lives on straight line method as prescribed in the schedule II of Companies Act, 2013.
- (ii) For the assets added after the 1st April 2014 :- On straight line method at the useful
Lives prescribed in Schedule II to
The Companies Act, 2013.
- (iii) The estimated useful lives are as follows:

| Assets | Useful Life |
|------------------------|-------------|
| Factory Building | 30 years |
| Plant & Machinery | 15 years |
| Electrical Fittings | 10 years |
| Furniture & Fixture | 10 years |
| Vehicle | 8 years |
| Generator | 15 years |
| Heating Module | 15 years |
| Air Conditioner | 5 years |
| Office Equipment's | 5 years |
| Computer | 3 years |
| Lease Hold Improvement | 4 years |
| Lab Equipment | 10 years |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

- (iv) Leasehold Improvements are written off over the period of lease or lease term whichever is shorter.
 - (v) Intangible assets comprising of software capitalized is amortized over a period of 3 years. Intangible assets comprising of cost incurred, Patent capitalized is amortized over a period of 5 years.
 - (vi) Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the days of addition/ disposal.
 - (vii) The residual values are not more than 5% of the original cost of the asset
- II) Depreciation in case of assets held by subsidiary Company are charged on a straight line basis over the estimated useful life of these assets, which are as follows:

| Assets | Years |
|--------------------------|--------------|
| Buildings and Structures | 05 - 41 |
| Machinery and Equipment | 05 - 10 |
| Motor Vehicles | 05 - 10 |
| Office Equipment | 03 - 05 |

3. Foreign Exchange Transaction

- (i) Functional currency and presentation currency :

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees, which is the Company's functional and presentation currency.

- (ii) Transactions and balances :

Transactions denominated in foreign currencies are translated into the functional currency at the exchange rates prevailing at the time of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from Monetary assets and liabilities in foreign currency, outstanding at the end of the year are converted into Indian currency at the rate prevailing on the Balance Sheet date. Resulting gain or loss is recognized in statement of profit or loss.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of transaction.

Forward Exchange Contracts:-

The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing assets/ liability, is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit & loss in the reporting period in which the exchange rate changes.

Forward exchange contracts outstanding as at the year end on account of firm commitment/ highly probable forecast transaction are marked to market and the gains or the losses, if any , is recognized as Other Comprehensive Income (OCI).

4. Investments

- a) Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All the other investments are classified as non-current investments.
- b) Upon first time adoption of Ind AS, the Company has opted to continue with the carrying value of all of its investment in subsidiary recognized as at April 1, 2016 at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of investments, such reduction being determined and made for each investment individually.
- c) Equity instruments : The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

d) Debt instruments: The Company classifies its debt instruments into following categories:

- 1) Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.
- (2) Fair value through profit and loss: Assets that do not meet the criteria for amortised cost are measured at fair value through statement of Profit and Loss. Interest income from these financial assets is included in other income.

5. Inventories

Inventories are stated at lower of cost and net realizable value.

Cost of raw materials is determined using FIFO method except for Subsidiary where Cost is determined using weighted average method. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

The cost of finished goods and Stock-in-process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion.

Waste material are valued at Net Realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

License stock are stated at the Duty credit entitlement value.

6. Recognition of Income & Expenditure

- (i) Revenue/ Incomes and Costs/ Expenditure are generally accounted on accrual, as they are earned or incurred.
- (ii) a) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods.
 - b) Sales of goods are accounted excluding taxes, wherever applicable.
- (iii) Export incentives under the "Duty Drawback Scheme" etc. is accounted as income in the year of export.
- (iv) Interest Income/ expenditure is recognized on the time proportion basis taking into account of the amount outstanding and the rate applicable.
- (v) Dividend income is recognized when the right to received dividend is established.
- (vi) Government Grants in the form of Market Linked Focus Product License (MLFPL Scheme)/M.E.I.S are recognized based on export on an accrual basis.

7. Government Grants & Subsidies

Government Grants are recognized when there is a reasonable assurance that the same will be received and all attaching conditions will be complied with. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific tangible / Intangible Assets are shown separately as Current/Non Current Liability and has not been reduced from the gross value of the respective Tangible / Intangible Assets.

8. Customs Duty

Custom Duty is accounted for as and when paid on the clearance of the goods for home Consumption.

9. Employees Retirement and other benefits

a) **Provident fund:-**

The contribution of the Company on a monthly basis towards Provident Fund and Employee State Insurance, which are, defined contributions plans are charged to revenue. The company has paid to regulatory authority & has no further obligations other than these contributions.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

b) Escrow Deposits Scheme:-

The company has a defined contribution plan towards employee escrow deposit scheme for eligible employee's as per terms of employment.

The company also under obligation to pay interest on the escrow deposit contribution made by Company as well as the equivalent amount of cumulative escrow deposit monthly retention recovered from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

The Company assesses its liability based on (using the Projected Unit Credit method) and Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

c) Employee Security Deposit scheme:-

The company retains an amount as a security deposit on monthly basis for eligible employees as a part of employee retention policy for 3 years from the date of appointment. The company also under an obligation to pay interest on the security deposit retention received from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

d) Leave Encashment:-

Leave Encashment towards accumulated Compensated Absences are the company's defined benefit plan payable upon Retirement, resignation, termination of employment. The present value of the obligation under such defined benefit plan is determined based on actuarial Valuation using the Projected Unit Credit Method.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

e) Gratuity:-

The company provides for gratuity, a defined benefit plan (the Gratuity plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The company's liability is actually determined under (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

The company has subscribed to a gratuity plan which is administrated through HDFC Standard life and a trust which is administrated through trustees.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

10. Provision & Contingent Liabilities

Provision

provision are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent liabilities

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not portable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

11. Income Tax, Deferred Tax and Dividend Distribution Tax

a) Current and Deferred Tax

Tax expense for the period, comprising Current tax and Deferred Tax are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred Tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted and substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognized deferred tax assets, if any.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity.

b) Dividend Distribution Tax :

Dividend distribution tax paid on the dividends is recognized consistently with the presentation of the transaction that creates the income tax consequence. Dividend distribution tax is charged to Statement of Profit and Loss, if the dividend itself is charged to statement of profit and loss. If the dividend is recognized in equity, the presentation of dividend distribution tax is recognized in equity.

12. Borrowing Cost

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense over the period of Term Loan.

13. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

14. Leases (As a lessee):

The Company has adopted Ind AS 116 "Leases" using the modified retrospective approach with effect from initially applying this standard from 1st April 2019. Accordingly, the information presented for previous year ended 31st March 2019, is not restated and reported as per Ind AS 17.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116 and this may require significant judgment. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly.

The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

15. Cash and Cash Equivalents:

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank, other short term highly liquid investments with original maturity of three months or less.

16. Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The Weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus shares, other than conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

17. Financial Instruments

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

1) Financial Assets

i) Classification

The Company classifies its financial assets in the following measurement categories:

- a) at fair value either through other comprehensive income (FVOCI) or through profit and loss (FVTPL); and
- b) at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Gains and losses will either be recorded in the statement of profit and loss or other comprehensive income for assets measured at fair value.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value or through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

ii) Measurement

At initial recognition, in case of a financial asset not at fair value through the statement of profit and loss account, the Company measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through the statement of profit and loss are expensed in profit or loss.

a) Debt instruments

There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit and loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit and loss (FVTPL) : Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through the profit and loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit and loss and is not part of a hedging relationship is recognised in the statement of profit and loss and within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

b) Equity instruments

The Company measures all equity investments (except Equity investment in subsidiaries and joint ventures) at fair value. The Company's management has opted to present fair value gains and losses on equity investments through profit and loss account. Dividends from such investments are recognised in the statement of profit and loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit and loss are recognised in other income or other expenses, as applicable in the statement of profit and loss.

iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

iv) **Derecognition of financial assets**

A financial asset is derecognised only when –

- a) The Company has transferred the rights to receive cash flows from the financial asset or
- b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

v) **Income Recognition**

Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross

carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividend income

Dividends are recognised in the statement of profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

vi) **Cash and cash equivalents**

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short- term, highly liquid investments with original maturities of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

vii) **Trade Receivables**

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method, less provision for impairment.

2) **Financial Liabilities**

i) **Measurement**

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liabilities not recorded at fair value through profit and loss), that are directly attributable to the issue of financial liability. All financial liabilities are subsequently measured at amortised cost using effective interest method. Under the effective interest method, future cash outflow are exactly discounted to the initial recognition value using the effective interest rate, over the expected life of the financial liability, or, where appropriate, a shorter period. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit and loss.

ii) **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

iii) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per payment terms.

iv) Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Resulting gains/(losses) are recorded in statement of profit and loss under other income/other expenses. Derivatives are classified as a current asset or liability when expected to be realised/settled within 12 months of the balance sheet date.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

NOTE : 3A Critical estimates and judgments

In the application of the company's accounting policies, which are described in note 2, the management is required to make judgment, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other process. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future period if the revision affects both current and future period.

The following are the critical estimates and judgments that have the significant effect on the amounts recognised in the financial statements.

Critical estimates and judgments

i) Estimation of current tax expense and deferred tax

The calculation of the company's tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax in the period in which such determination is made.

Recognition of deferred tax assets / liabilities

The recognition of deferred tax assets is based upon whether it is probable that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the approved budgets of the company. Where the temporary differences are related to losses, local tax law is considered to determine the availability of the losses to offset against the future taxable profits as well as whether there is convincing evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the company. Significant items on which the Company has exercised accounting judgment include recognition of deferred tax assets in respect of losses. The amounts recognised in the financial statements in respect of each matter are derived from the Company's best estimation and judgment as described above.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

ii) **Estimation of Provisions and Contingent Liabilities**

The company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities, which is related to pending litigation or other outstanding claims. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement.

Because of the inherent uncertainty in this evaluation process, actual liability may be different from the originally estimated as provision. Although there can be no assurance of the final outcome of the legal proceedings in which the company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

iii) **Estimation of useful life of Property, Plant and Equipment, Intangible assets, Investment properties**

Property, Plant and Equipment, Intangible assets, Investment properties represent a significant proportion of the asset base of the company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The useful lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

iv) **Estimation of provision for inventory**

The company writes down inventories to net realisable value based on an estimate of the realisability of inventories. Write downs on inventories are recorded where events or changes in circumstances indicate that the balances may not realised. The identification of write-downs requires the use of estimates of net selling prices of the down-graded inventories. Where the expectation is different from the original estimate, such difference will impact the carrying value of inventories and write-downs of inventories in the periods in which such estimate has been changed.

v) **Estimation of defined benefit obligation**

The present value of the defined benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for post employments plans include the discount rate. Any changes in these assumptions will impact the carrying amount of such obligations.

The company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the defined benefit obligations. In determining the appropriate discount rate, the company considers the interest rates of government bonds of maturity approximating the terms of the related plan liability.

vi) **Estimated fair value of Financial Instruments**

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Management uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

vii) **Impairment of Trade Receivable**

The impairment provisions for trade receivable are based on assumptions about risk of default and expected loss rates. The company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3 B New accounting standards/amendments to existing standards issued but not yet effective

The Company applied Ind AS 116 Leases for the first time. The nature and effect of the changes as a result of adoption of this new accounting standard is described below:

The Company adopted Ind AS 116 using modified retrospective approach for transitioning by recognising right of use asset and an equal amount of lease liability on 1 April, 2019. Further, the application of Ind AS 116 did not have any significant impact on the financial statements for the year ended 31 March, 2020.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 4. PROPERTY PLANT AND EQUIPMENT COMPRISE OF OWNED AND LEASED ASSETS THAT DO NOT MEET THE DEFINATION OF INVESTMENT PROPERTY F.Y. : 2019-2020

| PARTICULARS | GROSS CARRYING AMOUNT | | | | ACCUMULATED DEPRECIATION | | | | NET CARRYING AMOUNT |
|---|-----------------------|-----------------|----------------------------|---------------------|--------------------------|------------------------------|----------------------------|---------------------|---------------------|
| | As At 01.04.2019 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2020 | As At 01.04.2019 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2020 | As At 31.03.2020 |
| FREEHOLD LAND | 24.13 | - | - | 24.13 | - | - | - | - | 24.13 |
| FACTORY BUILDING | 463.71 | 0.49 | (0.09) | 464.29 | 218.81 | 11.89 | 0.05 | 230.66 | 233.64 |
| PLANT & MACHINERY | 2,785.43 | 93.27 | (31.30) | 2,910.01 | 1,535.54 | 230.44 | - | 1,765.98 | 1,144.02 |
| ELECT. FITTINGS | 56.48 | - | - | 56.48 | 49.28 | 2.94 | - | 52.22 | 4.25 |
| FURNITURE & FIXTURE | 37.25 | 2.74 | (1.46) | 41.45 | 30.24 | 3.14 | - | 33.39 | 8.06 |
| VEHICLE | 156.00 | - | (1.60) | 157.60 | 89.54 | 15.26 | - | 104.80 | 52.80 |
| GENERATOR | 24.32 | - | - | 24.32 | 20.83 | 0.50 | - | 21.33 | 3.00 |
| HEATING MODULE | 1.21 | - | - | 1.21 | 1.13 | 0.00 | - | 1.13 | 0.08 |
| AIR CONDITIONER | 24.47 | - | - | 24.47 | 20.83 | 0.97 | - | 21.80 | 2.67 |
| OFFICE EQUIPMENT | 69.30 | 0.42 | (0.01) | 69.74 | 25.91 | 5.76 | - | 31.67 | 38.07 |
| COMPUTER | 87.16 | 4.93 | 56.20 | 35.89 | 78.44 | 7.16 | 56.20 | 29.40 | 6.48 |
| LEASE HOLD IMPROVEMENT | 19.21 | - | - | 19.21 | 19.21 | - | - | 19.21 | - |
| LAB EQUIPMENT | 8.75 | 3.41 | - | 12.16 | 2.50 | 0.95 | - | 3.45 | 8.71 |
| TOTAL | 3,757.42 | 105.26 | 21.73 | 3,840.95 | 2,092.27 | 279.02 | 56.25 | 2,315.05 | 1,525.90 |
| RIGHT TO USE (LEASE) FACTORY BUILDING | - | 1,069.08 | - | 1,069.08 | - | 182.26 | - | 182.26 | 886.82 |
| TOTAL | 3,757.42 | 1,174.33 | 21.73 | 4,910.02 | 2,092.27 | 461.28 | 56.25 | 2,497.31 | 2,412.72 |

NOTE 4. PROPERTY PLANT & EQUIPMENT COMPRISE OF OWNED AND LEASED ASSETS THAT DO NOT MEET THE DEFINATION OF INVESTMENT PROPERTY. F.Y. : 2018-2019

| PARTICULARS | GROSS CARRYING AMOUNT | | | | ACCUMULATED DEPRECIATION | | | | NET CARRYING AMOUNT |
|---------------------------|-----------------------|---------------|----------------------------|---------------------|--------------------------|------------------------------|----------------------------|---------------------|---------------------|
| | As At 01.04.2018 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2019 | As At 01.04.2018 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2019 | As At 31.03.2019 |
| FREEHOLD LAND | 24.13 | - | - | 24.13 | - | - | - | - | 24.13 |
| FACTORY BUILDING | 450.34 | 13.38 | - | 463.71 | 207.05 | 11.76 | - | 218.81 | 244.90 |
| PLANT & MACHINERY | 2,711.31 | 185.51 | 111.38 | 2,785.43 | 1,423.61 | 223.32 | 111.38 | 1,535.54 | 1,249.89 |
| ELECT. FITTINGS | 57.85 | 0.69 | 2.06 | 56.48 | 48.05 | 3.29 | 2.06 | 49.28 | 7.19 |
| FURNITURE & FIXTURE | 36.70 | 0.55 | - | 37.25 | 28.84 | 1.40 | - | 30.24 | 7.01 |
| VEHICLE | 154.85 | 1.62 | 0.47 | 156.00 | 74.74 | 14.80 | - | 89.54 | 66.45 |
| GENERATOR | 24.45 | - | 0.13 | 24.32 | 20.46 | 0.50 | 0.13 | 20.83 | 3.50 |
| HEATING MODULE | 1.21 | - | - | 1.21 | 1.11 | 0.02 | - | 1.13 | 0.08 |
| AIR CONDITIONER | 23.54 | 0.93 | - | 24.47 | 19.70 | 1.13 | - | 20.83 | 3.64 |
| OFFICE EQUIPMENT | 39.68 | 30.57 | 0.95 | 69.30 | 19.65 | 7.21 | 0.95 | 25.91 | 43.39 |
| COMPUTER | 83.61 | 3.55 | - | 87.16 | 72.02 | 6.42 | - | 78.44 | 8.72 |
| LEASE HOLD IMPROVEMENT | 19.21 | - | - | 19.21 | 19.21 | - | - | 19.21 | - |
| LAB EQUIPMENT | 5.44 | 3.31 | - | 8.75 | 1.78 | 0.72 | - | 2.50 | 6.25 |
| TOTAL | 3,632.30 | 240.11 | 114.99 | 3,757.42 | 1,936.22 | 270.57 | 114.52 | 2,092.27 | 1,665.15 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTES :

1. Refer Note 35-A for disclosure of contractual commitment for the acquisition of property, plant and equipment.
2. The information on property, plant and equipment pledged as security by company (Refer note 35-B)

NOTE 5. OTHER INTANGIBLE ASSETS F.Y. : 2019-20

| PARTICULARS | <u>GROSS CARRYING AMOUNT</u> | | | | <u>ACCUMULATED DEPRECIATION</u> | | | | <u>NET CARRYING AMOUNT</u> |
|-------------------------|------------------------------|-----------|----------------------------|---------------------|---------------------------------|------------------------------|----------------------------|---------------------|----------------------------|
| | As At 01.04.2019 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2020 | As At 01.04.2019 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2020 | As At 31.03.2020 |
| COMPUTER (SOFTWARE) | 11.22 | - | - | 11.22 | 10.66 | 0.35 | - | 11.01 | 0.21 |
| PATENT APPLIATION | 0.43 | - | - | 0.43 | 0.08 | 0.08 | - | 0.17 | 0.27 |
| TOTAL | 11.65 | - | - | 11.65 | 10.74 | 0.43 | - | 11.17 | 0.48 |

NOTE 5. OTHER INTANGIBLE ASSETS F.Y. : 2018-19

| PARTICULARS | <u>GROSS CARRYING AMOUNT</u> | | | | <u>ACCUMULATED DEPRECIATION</u> | | | | <u>NET CARRYING AMOUNT</u> |
|--------------------------|------------------------------|-----------|----------------------------|---------------------|---------------------------------|------------------------------|----------------------------|---------------------|----------------------------|
| | As At 01.04.2018 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2019 | As At 01.04.2018 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2019 | As At 31.03.2019 |
| COMPUTER (SOFTWARE) | 11.22 | - | - | 11.22 | 10.30 | 0.35 | - | 10.66 | 0.56 |
| PATENT APPLIATION | 0.43 | - | - | 0.43 | 0.00 | 0.08 | - | 0.08 | 0.35 |
| TOTAL | 11.65 | - | - | 11.65 | 10.30 | 0.43 | - | 10.74 | 0.91 |



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 6. NON CURRENT INVESTMENTS.

| NO. OF UNITS MARCH 2020 | NO. OF UNITS MARCH 2019 | PARTICULARS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------|-------------------------|--|-----------------------|-----------------------|
| | | 6.1 NON TRADE INVESTMENTS | | |
| | | <u>(I) INVESTMENT IN EQUITY SHARES (UNQUOTED) : (AT COST)</u> | | |
| 2,417 | 2,417 | EQUITY SHARES OF S.V.C.BANK OF FACE VALUE RS.25/- EACH FULLY PAID | 0.61 | 0.61 |
| 5,000 | 5,000 | EQUITY SHARES OF NEW IND CO-OP. BANK LTD. OF FACE VALUE RS.10/- EACH, FULLY PAID | 0.50 | 0.50 |
| | | <u>(II) INVESTMENT IN MUTUAL FUNDS (QUOTED) : (AT FVTPL)</u> | | |
| 1,495.59 | 1,255.88 | UNITS OF MF HDFC TOP 100 FUND DIRECT PLAN GROWTH OPTION | 5.41 | 6.58 |
| 1,803.76 | - | UNITS OF MF HDFC BALANCED ADVNATAGE FUND-DIRECT PLAN GROWTH | 2.84 | - |
| 4,70,490.82 | - | UNITS OF MF HDFC SHORT TERM DEBT FUND - DIRECT GROWTH | 107.69 | - |
| 3,94,068.46 | 2,78,888.68 | UNITS OF MF ICICI PRUDENTIAL BANKING AND PSU DEBT FUND GROWTH | 91.28 | 59.19 |
| 8,553.09 | 8,421.61 | UNITS OF MF ICICI PRUDENTIAL VALUE DISCOVERY FUND DIRECT | 9.66 | 13.08 |
| - | 80,129.23 | UNITS OF MF ICICI PRUDENTIAL SHORT TERM REGULAR | - | 30.96 |
| - | 2,36,850.08 | UNITS OF MF ICICI PRUDENTIAL BOND FUND GROWTH | - | 61.00 |
| 2,72,374.18 | 2,72,374.18 | UNITS OF MF ICICI PRUDENTIAL CREDIT RISK FUND GROWTH | 59.24 | 54.12 |
| 2,70,908.74 | 2,70,908.74 | UNITS OF MF ICICI PRUDENTIAL CREDIT RISK FUND GROWTH | 58.92 | 53.83 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ICICI PRUDENTIAL FMP SERIES 82 | 28.82 | 26.67 |
| 1,42,072.90 | 1,42,072.90 | UNITS OF MF ICICI PRUDENTIAL ULTRA SHORT TERM FUND GROWTH | 28.93 | 26.82 |
| 2,02,456.08 | - | UNITS OF MF ICICI PRUDENTIAL EQUITY ARBITRAGE FUND - GROWTH | 52.46 | - |
| 2,07,363.05 | - | UNITS OF MF ICICI PRUDENTIAL ALL SEASONS BOND - GROWTH | 53.18 | - |
| 5,818.12 | 5,690.33 | UNITS OF MF BIRLA SUN LIFE EQUITY FUND GROWTH DIRECT PLAN | 10.24 | 13.67 |
| - | 1,88,431.79 | UNITS OF MF BIRLA SUN LIFE SHORT TERM OPPORTUNITY FUND GROWTH DIRECT PLAN | - | 60.42 |
| - | 26,189.55 | UNITS OF MF BIRLA SUN LIFE BANKING & PSU DEBT FUND - GROWTH-DIRECT PLAN | - | 63.38 |
| 5,00,000.00 | 5,00,000.00 | UNITS OF MF ABSL FTP SERIES PH-DIRECT GROWTH | 59.14 | 54.20 |
| 5,372.53 | 5,372.53 | UNITS OF MF BIRLA SUN LIFE EQUITY ADVANTAGE FUND GROWTH DIRECT PLAN | 17.12 | 22.89 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES RA -DIRECT GROWTH | 28.89 | 26.52 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES RD -DIRECT GROWTH | 29.09 | 26.54 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES PT-DIRECT GROWTH | 29.45 | 27.10 |
| 1,36,318.09 | - | UNITS OF MF ABSL CORPORATE BOND FUND DIRECT GROWTH | 107.53 | - |
| 40,643.96 | - | UNITS OF MF ABSL FLOATING RATE FUND GROWTH | 102.54 | - |
| - | 1,70,571.61 | UNITS OF MF RELIANCE SHORT TERM FUND DIRECT GROWTH | - | 61.53 |
| 5,542.46 | 5,071.02 | UNITS OF MF NIPPON INDIA SMALL CAP FUND DIRECT GROWTH | 1.62 | 2.17 |
| - | 42,889.22 | UNITS OF MF RELIANCE EQUITY HYBRID FUND DIRECT GROWTH | - | 25.36 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| NO. OF UNITS MARCH 2020 | NO. OF UNITS MARCH 2019 | PARTICULARS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|-------------------------|--|-----------------------|-----------------------|
| 5,00,000.00 | 5,00,000.00 | UNITS OF MF NIPPON INDIA FIXED HORIZON FUND XXXVII SERIES 06 DIRECT GROWTH PLAN | 60.31 | 54.77 |
| - | 0.72 | UNITS OF MF RELIANCE LIQUED FUND DIRECT GROWTH PLAN | - | 0.03 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF NIPPON INDIA FIXED HORIZON FUND XXXVII SERIES 05 DIRECT GROWTH PLAN | 29.52 | 27.06 |
| 93,835.39 | - | UNITS OF MF KOTAK EQUITY ARBITRAGE FUND GROWTH | 26.32 | - |
| 1,12,222.04 | - | UNITS OF MF KOTAK EQUITY ARBITRAGE FUND FORTNIGHT REGULAR DIVIDEND | 25.91 | - |
| 148.61 | - | UNITS OF MF KOTAK OPTIMUS MODERATE SCHEME | 131.83 | - |
| 6,09,898.03 | - | UNITS OF MF IDFC BANKING & PSU DEBT FUND | 108.21 | - |
| 4,03,942.00 | - | UNITS OF MF IDFC ARBITRAGE FUND REGULAR PLAN DIVIDEND | 51.40 | - |
| 3,090.61 | - | UNITS OF MF TATA MONEY MARKET FUND GROWTH | 107.13 | - |
| 4,90,499.03 | - | UNITS OF MF TATA ULTRA SHORT TEM FUND GROWTH | 53.41 | - |
| - | 2,53,923.11 | UNITS OF MF L & T CREDIT RISK FUND | - | 53.55 |
| 4,38,618.63 | - | UNITS OF MF L & T BANKING AND PSU DEBT FUND - DIRECT PLAN - GROWTH | 81.43 | - |
| 2,06,514.37 | - | UNITS OF MF L & T TRIPLE ACE BOND FUND REGULAR PLAN | 109.07 | - |
| 1,43,218.87 | - | UNITS OF MF L & T BANKING AND PSU DEBT FUND - GROWTH | 25.76 | - |
| 2,030.63 | - | UNITS OF MF SBI MAGNUM LOW DURATION FUND GROWTH | 52.85 | - |
| 2,00,082.43 | - | UNITS OF MF SBI ARBITRAGE OPPORTUNITIES FUND GROWTH | 51.09 | - |
| - | 10,000.00 | UNITS OF MF EDELWEISS ALPHA FUND-SCHEME I | - | 104.39 |
| 4,283.16 | 2,874.31 | UNITS OF MF AXIS BANKING & PSU DEBT FUND. | 81.87 | 50.23 |
| 11,554.49 | - | UNITS OF MF AXIS BLUE CHIP FUND DIRECT GROWTH | 3.27 | - |
| | | <u>(III) INVESTMENT UNDER PORTFOLIO MANAGE FUNDS (QUOTED) : (AT FVTPL)</u> | | |
| - | - | AVENDUS ENHANCED RETURN FUND | 79.69 | 102.15 |
| - | - | AVENDUS ABSOLUTE RETURN FUND | 150.38 | - |
| | | <u>(IV) INVESTMENT IN DEBENTURES (QUOTED) : (AT FVTPL)</u> | | |
| 10.00 | 10.00 | KOTAK MAHINDRA PRIME LTD NIFTY 50 INDEX LINKED SECURED NON CONVERTIBLE DEBENTURES OF FACE VALUE RS. 10,00,000/- EACH FULLY PAID UP | 100.00 | 100.00 |
| 2,500.00 | - | L & T FINANCE LIMITED FIXED INTEREST BONDS OF FACE VALUE RS. 1000/- EACH FULLY PAID UP | 25.00 | - |
| | | TOTAL INVESTMENTS | 2,239.60 | 1,209.33 |
| Notes : | | | | |
| 1) a) Aggregate amount of Unquoted Investments. | | | 1.11 | 1.11 |
| b) Aggregate amount of Quoted Investments & market value thereof. | | | 2,238.49 | 1,208.21 |



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 7 : LOANS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) LOANS GIVEN TO STAFF | 1.70 | 2.22 |
| TOTAL | 1.70 | 2.22 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) LOANS GIVEN TO STAFF | 13.66 | 11.81 |
| b) LOANS GIVEN TO OTHERS | 5.00 | - |
| TOTAL | 18.66 | 11.81 |

(Rs. In Lakhs)

| NOTE 8 : OTHER FINANCIAL ASSETS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) SECURITY AND OTHER DEPOSITS | | |
| -WITH RELATED PARTIES | 32.00 | 32.00 |
| -WITH OTHERS | 94.97 | 85.01 |
| TOTAL | 126.97 | 117.01 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) INTEREST ACCRUED BUT NOT DUE ON MARGIN MONEY & F.D. | 47.46 | 0.40 |
| b) INTEREST RECEIVABLE OTHERS | 0.10 | - |
| c) FOREIGN EXCHANGE FORWARD CONTRACT (HEDGE) | - | 99.72 |
| TOTAL | 47.57 | 100.12 |

(Rs. In Lakhs)

| NOTE 9 : OTHER ASSETS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| CAPITAL ADVANCE | 6.29 | - |
| PREPAID EXPENSES | 12.20 | 17.77 |
| GRATUITY FUNDED - ASSETS (NET) | 11.81 | 18.28 |
| TOTAL | 30.30 | 36.05 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| ADVANCE TO SUPPLIERS | 24.33 | 10.94 |
| ADVANCE TO STAFF (INCLUDING RS. 24.54 Lakhs (P.Y. 0.32 Lakhs) TO DIRECTORS) | 29.00 | 7.20 |
| PREPAID EXPENSES | 19.20 | 13.74 |
| DUTYDRAWBACK RECEIVABLE | 3.21 | 1.51 |
| CLAIMS RECEIVABLES | 551.44 | 466.71 |
| (UNSECURED, CONSIDERED DOUBTFUL) | | |
| a) ADVANCE TO SUPPLIERS | 2.51 | 2.51 |
| LESS : PROVISION FOR DOUBTFUL ADVANCES | (2.51) | (2.51) |
| TOTAL | 627.19 | 500.10 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

ALLOWANCE FOR DOUBT FULL DEBTS

1. THE COMPANY HAS PROVIDED ALLOWANCES FOR DOUBTFUL DEBTS BASED ON LIFE TIME EXPECTED CREDIT LOSS MODEL USING PROVISION MATRIX

2. MOVEMENT IN ALLOWANCE FOR DOUBTFUL DEBT :

| | | |
|---|-------------|-------------|
| BALANCE AT THE BEGINNING OF THE YEAR | 2.51 | 6.04 |
| ADD : ALLOWANCE FOR THE YEAR | - | - |
| LESS : W/OFF OF BAD DEBTS (NET OF RECOVERY) | - | 3.53 |
| BALANCE AT THE END OF THE YEAR | 2.51 | 2.51 |

(Rs. In Lakhs)

| NOTE 10. INVENTORY | AS AT 31ST MAR 2020 | AS AT 31ST MAR 2019 |
|-----------------------|------------------------|------------------------|
| - RAW MATERIAL | 781.13 | 714.27 |
| - WORK IN PROGRESS | 148.00 | 150.73 |
| - SEMI-FINISHED GOODS | 12.35 | 18.27 |
| - FINISHED GOODS | 1,156.03 | 1,339.58 |
| - SPARE PARTS | 60.10 | 53.78 |
| - STOCK IN TRANSIT | 55.86 | 42.26 |
| SUBTOTAL | 2,213.47 | 2,318.88 |
| LESS : STOCK RESERVE | (84.62) | (100.24) |
| TOTAL | 2,128.85 | 2,218.64 |

(Rs. In Lakhs)

| NOTE 11. TRADE RECEIVABLES | AS AT 31ST MAR 2020 | AS AT 31ST MAR 2019 |
|--|------------------------|------------------------|
| (UNSECURED, CONSIDERED GOOD) TRADE RECEIVABLES | 733.11 | 1,891.93 |
| (UNSECURED, CONSIDERED DOUBTFUL) | 7.11 | 2.06 |
| LESS : ALLOWANCE FOR DOUBT FULL DEBTS | (7.11) | (2.06) |
| TOTAL | 733.11 | 1,891.93 |

ALLOWANCE FOR DOUBT FULL DEBTS

1. THE COMPANY HAS PROVIDED ALLOWANCES FOR DOUBTFUL DEBTS BASED ON LIFE TIME EXPECTED CREDIT LOSS MODEL USING PROVISION MATRIX

2. MOVEMENT IN ALLOWANCE FOR DOUBTFUL DEBT :

| | | |
|---|-------------|-------------|
| BALANCE AT THE BEGINNING OF THE YEAR | 2.06 | 2.42 |
| ADD : ALLOWANCE FOR THE YEAR | 5.05 | - |
| LESS : W/OFF OF BAD DEBTS (NET OF RECOVERY) | - | (0.36) |
| BALANCE AT THE END OF THE YEAR | 7.11 | 2.06 |

(Rs. In Lakhs)

| NOTE 12. CASH & CASH EQUIVALENTS | AS AT 31ST MAR 2020 | AS AT 31ST MAR 2019 |
|--|------------------------|------------------------|
| (a) CASH & CASH EQUIVALENTS | | |
| (i) CASH IN HAND | 11.67 | 2.61 |
| (ii) BALANCES WITH BANKS | | |
| -CURRENT ACCOUNTS IN RUPEESS | 242.74 | 24.30 |
| -IN FOREIGN CURRENCY | 99.52 | 44.96 |
| -IN TEMPORARY TERM DEPOSITS | 1,124.00 | 150.00 |
| TOTAL | 1,477.93 | 221.86 |



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 13. BANK BALANCE OTHER THAN ABOVE | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| (i) BALANCES WITH BANKS -I]N UNPAID DIVIDEND A/C | 26.84 | 26.83 |
| (ii) OTHER BANK BALANCES -HELD AS MARGIN MONEY (Under lien with bank as security for gurantee facility) | 31.35 | 31.35 |
| TOTAL | 58.19 | 58.18 |

(Rs. In Lakhs)

| NOTE 14. CURRENT TAX ASSETS (NET) | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-----------------------------------|--------------------------|--------------------------|
| ADVANCE & PREPAID TAXES (NET) | 39.40 | 87.46 |
| TOTAL | 39.40 | 87.46 |

(Rs. In Lakhs)

| NOTE 15 : EQUITY SHARE CAPITAL : | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|--------------------------|--------------------------|
| AUTHORISED : 6000000 (P.Y. 6000000) EQUITY SHARES OF RS. 10 EACH | 600.00 | 600.00 |
| ISSUED : 3304800 (P.Y.3304800) EQUITY SHARES OF RS.10 EACH | 330.48 | 330.48 |
| SUBSCRIBED & PAID UP : 3304800 (P.Y.3304800) EQUITY SHARES OF RS.10 EACH | 330.48 | 330.48 |
| TOTAL | 330.48 | 330.48 |

15.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as follows.

(Rs. In Lakhs)

| Particulars | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|--------------------------|--------------------------|
| Equity Shares at the beginning of the year | 33,04,800 | 33,04,800 |
| Less: Equity Shares Forfieted during the year | - | - |
| Equity Shares at the end of the year | 33,04,800 | 33,04,800 |

15.2 Terms/Rights Attached to Shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each share holder of fully paid equity shares is entitled to one vote per share. The company declares and pays dividends to the share holders of fully paid equity shares in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15.3 Details of Share holders holding more than 5 % of Shares

| Name of Shareholder | As at 31 March 2020 | | As at 31 March 2019 | |
|---------------------|---------------------|-------------|---------------------|--------------|
| | No. of Shares held | %of Holding | No. of Shares held | % of Holding |
| ASHOK B HARJANI | 9,64,817 | 29.19 | 9,64,817 | 29.19 |
| LOKESH PREM HARJANI | 4,35,921 | 13.19 | 4,35,921 | 13.19 |
| SURESH HARJANI | 4,26,966 | 12.92 | 4,26,966 | 12.92 |
| PREM HARJANI | 2,28,348 | 6.91 | 2,28,348 | 6.91 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

15.4 There are no Bonus Shares /Buyback/Shares for consideration other than cash issued during past five years

| NOTE 16. OTHER EQUITY : | (Rs. In Lakhs) | |
|---|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| SECURITIES PREMIUM RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 459.92 | 459.92 |
| ADD: ADDITION DURING THE YEAR | - | - |
| Less: Share Issue Expenses | - | - |
| | 459.92 | 459.92 |
| CAPITAL RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 3.00 | 3.00 |
| ADD: ON FORFEITURE | - | - |
| | 3.00 | 3.00 |
| CAPITAL SUBSIDY RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 22.78 | 22.78 |
| ADD: ADDITION DURING THE YEAR | - | - |
| | 22.78 | 22.78 |
| FOREIGN CURRENCY TRANSLATION RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 17.10 | (13.39) |
| LESS: ADDITION DURING THE YEAR | (70.91) | (30.48) |
| | 88.01 | 17.10 |
| GENERAL RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 1,759.59 | 1,758.00 |
| ADD: TRANSFERRED FROM STATEMENT OF PROFIT & LOSS | - | 1.59 |
| | 1,759.59 | 1,759.59 |
| SURPLUS AS PER STATEMENT OF PROFIT AND LOSS | | |
| OPENING BALANCE AS PER LAST BALANCE SHEET | 4,269.49 | 3,931.39 |
| ADD : PROFIT FOR THE YEAR | 458.89 | 260.71 |
| ADD : OCI FOR THE YEAR | (87.56) | 79.17 |
| ADD : REVERSAL OF PROPOSED DIVIDEND (Refer note 19.1) | - | 99.14 |
| ADD : REVERSAL OF TAX ON PROPOSED DIVIDEND (Refer note 19.1) | - | 20.19 |
| LESS: <u>APPROPRIATIONS</u> | | |
| TRANSFERRED TO GENERAL RESERVE | - | 1.59 |
| DIVIDEND PAID | 66.10 | 99.14 |
| TAX ON DIVIDEND PAID | 13.59 | 20.38 |
| | 4,561.14 | 4,269.49 |
| TOTAL | 6,894.44 | 6,531.88 |

NATURE AND PURPOSE OF EACH RESERVE

Security Premium Reserve - Security premium reserve is used to record the premium on issue of shares. This reserve is utilised in accordance with the provision of the Companies Act 2013.

Capital Reserve - This reserve was created in the financial year 2015-16. Capital reserves are created out of forfeiture of shares and are usually utilised for issue of Bonus shares.

Capital Subsidy Reserve - This reserve was created in financial year 1994-95 of Rs. 6.38 Lacs & in financial year 2004-05 of Rs.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

16.41 Lacs and created out of capital subsidy received by the company.

The reserve is to be usually created for use of Bonus shares or to adjust capital losses.

General Reserve - General Reserve is a free reserve and is available for distribution as dividend, issue of bonus shares, buyback of the companies securities. It was created by transfer of amounts out of distributable profits, from time to time.

Foreign Currency Translation Reserve - This reserves arising on account of translation difference in exchange rate upon the consolidation of financial statements of foreign subsidiary Company.

(Rs. In Lakhs)

| NOTE 16A. : MINORITY INTEREST | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| BALANCE AS PER LAST BALANCE SHEET | 132.94 | 84.13 |
| ADD : MONEY BROUGHT BY MINORITY INTEREST | - | - |
| ADD: PROFIT/(LOSS) SHARE OF MINORITY INTEREST FOR THE YEAR | 108.00 | 48.82 |
| TOTAL | 240.95 | 132.94 |

(Rs. In Lakhs)

| NOTE 17. BORROWING | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------------|--------------------------|--------------------------|
| A) NON CURRENT | | |
| SECURED | | |
| TERM LOANS | | |
| <u>FROM BANKS</u> | | |
| (a)HDFC BANK LTD | 68.35 | 145.87 |
| CAR LOANS | | |
| <u>FROM BANKS</u> | | |
| (b)HDFC BANK LTD | 4.24 | 8.50 |
| <u>FROM OTHERS</u> | | |
| (c) KOTAK MAHINDRA PRIME LTD. | 5.05 | 8.50 |
| TOTAL | 77.64 | 162.87 |

| | | |
|--------------------------------|--------------|---------------|
| 17.1 CURRENT MATURITIES | | |
| SECURED | | |
| TERM LOANS | | |
| <u>FROM BANKS</u> | | |
| (a)HDFC BANK LTD | 77.36 | 97.71 |
| CAR LOANS | | |
| <u>FROM BANKS</u> | | |
| (b)HDFC BANK LTD | 4.26 | 3.92 |
| <u>FROM OTHERS</u> | | |
| (c) KOTAK MAHINDRA PRIME LTD. | 3.44 | 3.17 |
| TOTAL | 85.07 | 104.81 |

The Long Term Portion of Term Loans are shown under long term Borrowings and the current maturities of long term borrowings are shown under the current liabilities in Note 18B.

17.2 DETAILS OF SECURITY AND TERMS OF REPAYMENT

(a)HDFC BANK - Term Loans referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

There are 4 different Loans and their respective details are as under

(Rs. In Lakhs)

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|--------------------------------------|---|---|
| 2.58 | 10.25 % p.a. Linked with 1 year MCLR | 1.80 | 2 |
| 30.75 | 10.25 % p.a. Linked with 1 year MCLR | 3.68 | 9 |
| 42.04 | 10.25 % p.a. Linked with 1 year MCLR | 2.33 | 20 |
| 71.82 | 10.25 % p.a. Linked with 1 year MCLR | 2.21 | 39 |

(b)HDFC BANK LTD

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle. The details of Loan is as under

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|---------------|---|---|
| 8.50 | 8.40% | 0.40 | 23 |

(c) KOTAK MAHINDRA PRIME LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are different Loans and their respective details are as under

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|---------------|---|---|
| 8.50 | 8.21% | 0.33 | 28 |

(Rs. In Lakhs)

| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| B) CURRENT SECURED FROM BANKS WORKING CAPITAL LOANS | | |
| CASH CREDIT FROM BANK | - | 0.35 |
| SHORT TERM LOAN FROM BANK OF INDIA | 73.80 | 43.25 |
| UNSECURED LOAN FROM DIRECTORS | 490.30 | - |
| TOTAL | 564.10 | 43.60 |

Working capital referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

Working capital referred to above from Bank of India are secured by way of Hypothecation of all stocks & book debts at margin of 30% for funding along with corporate guarantee by the company in capacity of owner of PGMV for VND 10.879 Billions equivalent to Rs. 346.30 Lacs.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| NOTE 18. OTHER FINANCIAL LIABILITY | (Rs. In Lakhs) | |
|---|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT | | |
| DUES TO EMPLOYEE | 108.31 | 101.73 |
| LEASE LIABILITIES** | 663.07 | - |
| TOTAL | 771.39 | 101.73 |
| B) CURRENT | | |
| (a) CURRENT MATURITIES OF LONG TERM BORROWING (REFER NOTE 17.1) | 85.07 | 104.81 |
| (b) INTEREST ACCRUED BUT NOT DUE | 1.05 | 1.80 |
| (c) INTEREST ACCRUED AND DUE | 4.26 | - |
| (d) UNPAID DIVIDENDS* | 26.84 | 26.83 |
| (e) MARK TO MARKET OF DERIVATIVE FINANCIAL INSTRUMENTS | 10.93 | - |
| (f) PAYABLE TO EMPLOYEE | 93.54 | 110.87 |
| (g) SECURITY/TRADE DEPOSITS RECEIVED | 0.05 | 0.05 |
| (h) LEASE LIABILITIES ** | 217.93 | - |
| (i) OTHERS (FOR EXPENSES) | 2.31 | 3.80 |
| TOTAL | 441.96 | 248.16 |

*There is no amount due and outstanding as on 31st March 2020 to be credited to Investor Education and Protection Fund.

The unpaid dividend for the financial year 2011-12 of Rs. 2.14/- Lacs which has been paid to Investor Protection Reserve Fund on 08.11.2019.

**Lease liabilities comprises of liabilities on account of long term leases & current portion pursuant to adoption of Ind as-116-leases (refer note no. 42)

| NOTE 19. PROVISION | (Rs. In Lakhs) | |
|-----------------------------------|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT | | |
| PROVISION FOR EMPLOYEE BENEFITS : | | |
| LEAVE ENCASHMENT SALARY PAYABLE | 36.94 | 26.95 |
| TOTAL | 36.94 | 26.95 |
| B) CURRENT | | |
| PROVISION FOR EMPLOYEE BENEFITS : | | |
| LEAVE ENCASHMENT SALARY PAYABLE | 14.56 | 10.94 |
| OUTSTANDING EXPENSES | 28.27 | 32.51 |
| TOTAL | 42.83 | 43.45 |

19.1 The board of Directors had recomonded a final dividend @ Rs. 2.00/- per equity share of Rs. 10/- each on 33.05 Lakh equity shares agreeing to Rs. 66.10 Lakh for the year ended 31.03.2020 subject to approval for the members in the Annual General Meeting. The Copmany had paid the dividend of Rs. 66.10 along with dividend distrubution tax of Rs. 13.59 Lacs in the current financial year after the aproval in the AGM which has been reflected in note no 16.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| | | (Rs. In Lakhs) | |
|---|--------------------------|--------------------------|--------------|
| NOTE 20. DEFERRED TAX LIABILITY / ASSET (NET) | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 | |
| (a) DEFERRED TAX LIABILITY: | | | |
| RELATED TO FIXED ASSET | 51.27 | | 64.45 |
| DUE TO FVTPL OF INVESTMENT | 21.73 | | 23.28 |
| (b) DEFERRED TAX ASSET: | | | |
| DISALLOWANCES UNDER THE INCOME TAX ACT 1961 (NET) | (29.73) | | 10.65 |
| ON CARRIED FORWARD LOSSES | (49.77) | | - |
| TOTAL | (6.50) | | 98.37 |

| | | (Rs. In Lakhs) | |
|----------------------------|--------------------------|--------------------------|-------------|
| NOTE 21. OTHER LIABILITIES | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 | |
| A) NON CURRENT | | | |
| GOVERNMENT GRANT | | | |
| DEFERRED INCOME | 0.26 | | 2.13 |
| TOTAL | 0.26 | | 2.13 |

Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants as at March 31.

B) CURRENT

| | | | |
|---|---------------|--|--------------|
| (a) ADVANCES RECEIVED FROM CUSTOMERS | 28.65 | | 2.38 |
| (b) OTHERS | | | |
| (i) GOVERNMENT GRANTS (DEFERRED INCOME) | 1.87 | | 1.87 |
| (ii) STATUTORY LIABILITIES | 95.49 | | 61.58 |
| TOTAL | 126.02 | | 65.83 |

Note : GOVERNMENT GRANT (Deferred Income)

| | | (Rs. In Lakhs) | |
|--|--------------------------|--------------------------|--------|
| Particulars | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 | |
| As at April 1 | 4.01 | | 5.88 |
| Received during the year | - | | - |
| Released to statement of profit and loss | (1.87) | | (1.87) |
| As at March 31 | 2.13 | | 4.01 |

| | | (Rs. In Lakhs) | |
|--|--------------------------|--------------------------|---------------|
| NOTE 22. TRADE PAYABLES | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 | |
| TRADE PAYABLES * | | | |
| (a) PAYABLE TO MICRO SMALL & MEDIUM ENTERPRISE | 3.36 | | 2.82 |
| (b) PAYABLE TO OTHERS | 418.80 | | 329.57 |
| TOTAL | 422.16 | | 332.39 |



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

*22.1 The Company has received intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the following disclosures are given wrt. the extent of information as available with the company :

| Micro, Medium and small enterprises | 2020 | 2019 |
|--|------|------|
| a) dues remaining unpaid at the end of accounting year | | |
| - principal | 3.36 | 2.82 |
| - interest on above | - | - |
| b) Interest paid as per section 16 of MSMED act along with payments beyond the appointed day during the year | | |
| - principal paid beyond the appointed day | - | - |
| - interest paid as above | - | - |
| c) Interest due and payable for delay of amount paid beyond appointed day during the year | - | - |
| d) further interest due and payable in the subsiding year until such date when amount is actually paid | - | - |
| e) amount of interest accrued and remaining unpaid | - | - |

(Rs. In Lakhs)

| NOTE 23. REVENUE FROM OPERATION | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|--|---|---|
| SALES | 7,573.73 | 6,936.97 |
| OTHER OPERATING REVENUE | 58.43 | 71.72 |
| TOTAL | 7,632.16 | 7,008.69 |

(Rs. In Lakhs)

| NOTE 24. OTHER INCOME | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|--|---|---|
| INTEREST | 61.69 | 4.67 |
| DIVIDEND | 2.69 | 0.36 |
| NET GAIN ON SALE OF INVESTMENT & RECOGNITION FVTPL | 66.92 | 84.14 |
| FOREIGN EXCHANGE FLUCTUATION | 227.60 | 96.20 |
| PROFIT ON SALE OF PROPERTY, PLANT AND EQUIPMENT | - | 6.00 |
| SALES TAX REFUND RECEIVED | 12.68 | - |
| GOV GRANTS ON PROPERTY, PLANT AND EQUIPMENT * | 1.87 | 1.87 |
| PROVISION FOR DOUBTFUL DEBTS WRITE BACK | - | 0.36 |
| INSURANCE CLAIM RECEIVED | 21.95 | - |
| MISCELLANEOUS INCOME | 1.71 | 10.12 |
| TOTAL | 397.10 | 203.72 |

Government grants have been received for the purchase of certain items of Property, Plant and Equipment.

There are no unfulfilled conditions or contingencies attached to these grants as at March 31, 2020.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 25. COST OF MATERIAL CONSUMED :

(Rs. In Lakhs)

| | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|---|--|--|
| (A) RAW MATERIAL | | |
| OPENING STOCK | 865.00 | 954.92 |
| ADD: PURCHASES | 2,845.32 | 2,937.40 |
| | 3,710.33 | 3,892.31 |
| LESS : CLOSING STOCK | 984.99 | 865.00 |
| LESS : Difference on account of Foreign Translation | (66.76) | (17.69) |
| Add/(LESS) : Stock Reserve | 5.38 | (0.16) |
| TOTAL (A) | 2,797.47 | 3,044.84 |
| (B) CONSUMPTION OF SPARES | | |
| OPENING STOCK | 53.78 | 48.49 |
| ADD : PURCHASES | 87.41 | 149.77 |
| | 141.18 | 198.26 |
| LESS : CLOSING STOCK | 60.10 | 53.78 |
| LESS : Difference on account of Foreign Translation | (4.70) | 4.17 |
| TOTAL (B) | 85.78 | 140.31 |
| TOTAL (A + B) | 2,883.25 | 3,185.15 |

(Rs. In Lakhs)

| NOTE 26. PURCHASE OF STOCK-IN-TRADE | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|-------------------------------------|--|--|
| - PURCHASES | 496.25 | 865.98 |
| TOTAL | 496.25 | 865.98 |

(Rs. In Lakhs)

| NOTE 27. CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK IN PROGRESS | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|--|--|--|
| CLOSING STOCK | | |
| - FINISHED GOODS | 1,156.03 | 1,339.58 |
| - SEMI FINISHED GOODS | 12.35 | 18.27 |
| ADD : Difference on account of Foreign Translation | (50.73) | (2.79) |
| LESS : Stock Reserve | (20.99) | 31.94 |
| TOTAL (A) | 1,138.64 | 1,323.12 |
| LESS: OPENING STOCK | | |
| - FINISHED GOODS | 1,339.58 | 438.25 |
| - SEMI FINISHED GOODS | 18.27 | 33.08 |
| TOTAL (B) | 1,357.85 | 471.33 |
| INCREASE/(DECREASE) IN STOCK (A - B) | (219.21) | 851.78 |



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| | (Rs. In Lakhs) | |
|--|---|---|
| NOTE 28. EMPLOYEE BENEFITS EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| SALARY, WAGES, BONUS & LEAVE SALARY | 1,619.40 | 1,514.24 |
| CONTRIBUTION TO PROVIDENT FUND & OTHER FUNDS | 31.50 | 30.43 |
| GRATUITY | 7.38 | 6.74 |
| STAFF RECRUITMENT EXPENSES | 2.07 | 4.10 |
| STAFF WELFARE & OTHER AMENITIES | 25.64 | 28.08 |
| TOTAL | 1,685.99 | 1,583.59 |

| | (Rs. In Lakhs) | |
|------------------------------|---|---|
| NOTE 29. FINANCE COST | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| INTEREST | 164.19 | 118.01 |
| OTHER BORROWING COST | 58.59 | 32.17 |
| TOTAL | 222.78 | 150.18 |

| | (Rs. In Lakhs) | |
|--|---|---|
| NOTE 30. DEPRECIATION | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| DEPRECIATION & AMORTISATION EXPENSE | 461.72 | 271.01 |
| LESS : Difference on account of Foreign Translation | - | (0.83) |
| TOTAL | 461.72 | 271.84 |

| | (Rs. In Lakhs) | |
|---|---|---|
| NOTE 31. OTHER EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| A) MANUFACTURING EXPENSES | | |
| DIESEL EXPENSES | 6.61 | 6.76 |
| GAS EXPENSES | 23.39 | 27.18 |
| ELECTRICITY CHARGES | 211.36 | 210.24 |
| FACTORY EXPENSES | 12.71 | 13.20 |
| REPAIRS AND MAINTENANCE-BUILDING | 6.27 | 1.12 |
| REPAIRS AND MAINTENANCE-PLANT & MACHINERY | 0.23 | 0.63 |
| REPAIRS AND MAINTENANCE-OTHERS | 43.95 | 62.07 |
| LABOUR CHARGES & PROCESSING CHARGES | 467.04 | 484.10 |
| TESTING CHARGES | 1.46 | 3.19 |
| TOTAL (A) | 773.02 | 808.50 |
| B) SELLING & DISTRIBUTION EXPENSES | | |
| FREIGHT & FORWARDING CHARGES | 178.93 | 173.86 |
| OTHERS | 31.02 | 14.30 |
| TOTAL (B) | 209.96 | 188.17 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| | | |
|--|-----------------|-----------------|
| C) ADMIN EXPENSES | | |
| REPAIRS & MAINTENANCE | 5.35 | 4.57 |
| AUDITORS REMUNERATION AND EXPENSES (REFER NOTE 37) | 4.14 | 4.24 |
| BAD DEBTS | 5.05 | - |
| SPENDING ON CSR ACTIVITIES (REFER NOTE 44) | 17.24 | 29.14 |
| INSURANCE CHARGES | 34.82 | 16.80 |
| LEGAL & PROFESSIONAL CHARGES | 113.64 | 51.20 |
| MISCELLANEOUS EXPENSES | 128.12 | 99.09 |
| CONVEYANCE & TRAVELING | 155.09 | 156.86 |
| RENT | 72.96 | 267.78 |
| RATES & TAXES | 7.52 | 0.63 |
| TOTAL (C) | 543.93 | 630.32 |
| GRAND TOTAL (A+B+C) | 1,526.90 | 1,626.99 |

(Rs. In Lakhs)

| NOTE 32. EXTRAORDINARY ITEMS | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|-------------------------------------|---|---|
| EXTRAORDINARY ITEMS | 22.25 | 106.56 |
| TOTAL (A) | 22.25 | 106.56 |

Extraordinary item includes expenditure of Rs. 22.25 Lakhs (P.Y. Rs. 106.56 lakhs) booked towards reversal of GST credit on inventory held as on date of implementation of GST law i.e. Rs. 22.25 Lakhs for inadvert credit (01.08.2018).

(Rs. In Lakhs)

| NOTE 33. TAX EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|-------------------------------------|---|---|
| A) INCOME TAX EXPENSES : | | |
| CURRENT TAX | | |
| CURRENT TAX ON PROFITS FOR THE YEAR | 17.81 | 15.50 |
| SHORT/(EXCESS) INCOME TAX PROVISION | (2.67) | 3.66 |
| TOTAL CURRENT TAX EXPENSES | 15.14 | 19.16 |
| DEFERRED TAX | | |
| DEFERRED TAX (ASSET)/LIABILITY | (71.13) | (54.78) |
| TOTAL (A) | (55.98) | (35.62) |

NOTE 34: Contingent Liabilities :-

- Unredeemed Bank Guarantees & Letter of credit are Rs. 18.45 Lakhs (P.Y. Rs. 20.05 Lakhs Corporate Guarantee in capacity of owner of PGVCL issued to Bank of India of Vietnam Dong 10.879 billions equivalent to Rs. 346.30 Lakhs for facilities availed by the subsidiary company.
- Claims against the company not acknowledged as debts
 - Income Tax Liability Rs. 5.05 Lakhs (P.Y. Rs. 5.00 Lakhs)
 - Sales tax Liability NIL (P.Y. Rs. 1279.99Lakhs). The Company had filed appeal with Commissioner of Sales Tax & Vat Department against demand of Rs. 1187.76 Lakhs raised by Deputy Commissioner Vat Dadra Nagar Haveli for the F.Y. 2014-15. The said appeal is disposed of vide order dated 13.12.2019 with direction that reassessment shall be done by the competent authority. The said reassessment is under process and final order is awaited.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

- c) The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 18.82 Lacs (P.Y. 18.82 Lacs) is subject to performance of pre stated obligations. The non-performance would result in liability towards custom duty saved along with penalty and damages.
- d) The company has filed legal suit against debtors under cheque bouncing case under section 138 of the negotiable instruments Act towards recovery of Rs. 7.53 Lakhs The said party has confirmed schedule of payments in parts. In view of the same the provision for impairment / doubtful debts has not been made and the outcome of the legal case is subject to final realization.

NOTE 35-A:

Capital Commitments :-Estimate amount of contract remaining to be executed on Capital Account & not provided for Rs 23.58 Lakhs (P.Y. NIL) against which advance has been paid of Rs. 6.29 Lakhs (P.Y. NIL)

NOTE 35-B:

Assets Pledged as Security :-The carrying amounts of assets pledged as security for current and non-current borrowing are,

Rs. in Lakhs

| | As At 31 st March 2020 | As At 31 st March 2019 |
|---|--------------------------------------|--------------------------------------|
| Current Assets | | |
| Financial Assets | | |
| Trade Receivables | 733.11 | 1,891.93 |
| | 733.11 | 1,891.93 |
| Non Financial Assets | | |
| Inventories | 2,128.85 | 2,218.64 |
| | 2,128.85 | 2,218.64 |
| Total Current Assets Pledged as Security | 2,861.95 | 4,110.57 |
| Non Current Assets at WDV | | |
| Land | 24.13 | 24.12 |
| Building | 190.35 | 200.57 |
| Plant and Machinery | 1,144.00 | 1,249.89 |
| Total non-current assets Pledged | 1,358.50 | 1,474.58 |
| Total Assets Pledged as Security | 4,220.45 | 5585.15 |

NOTE 36:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2020 have been called for and are subject to confirmation & reconciliation as the necessary communication in this respect is not received from them. The management has scrutinized the accounts and the balances appearing in the Balance Sheet are correct.

In the opinion of the management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the Balance Sheet, unless otherwise specified.

NOTE 37: Auditor Remuneration's :-

Rs. in Lakhs

| Payment to Auditors | 2019-20 | 2018-19 |
|-------------------------------|-------------|---------|
| a) Audit Fees | 2.50 | 2.50 |
| b) Tax Audit Fees | -- | 1.50 |
| c) Limited Review Certificate | 1.50 | - |
| d) Other Taxation Matters | -- | - |
| e) Certification Charges | -- | - |
| f) Out of Pocket Expense | 0.14 | 0.24 |
| Total | 4.14 | 4.24 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 38: Unhedged Foreign Currency Exposure & Derivative Instruments :-

(A) Foreign Currency exposure are as follows :

| | 31-03-2020 | | 31-03-2019 | |
|----------------------------|---------------------------------|-----------------------------|---------------------------------|-----------------------------|
| | Amount (in USD \$ in Lakhs) | Amount (in Rs. in Lakhs) | Amount (in USD \$ in Lakhs) | Amount (in Rs. in Lakhs) |
| Sundry Debtors | USD 2.15 | Rs. 162.14 | USD 6.37 | Rs. 443.12 |
| Balance in EFC A/c | USD 1.21 | Rs. 91.59 | USD 0.38 | Rs. 26.48 |
| Total Assets : | USD \$ 3.36 | Rs. 253.73 | USD \$ 6.75 | Rs. 469.60 |
| Trade Payable | USD \$ 0.20 | Rs. 15.08 | USD \$ 0.28 | Rs, 19.18 |
| Total Liabilities : | USD 0.20 | Rs. 15.08 | USD 0.28 | Rs. 19.18 |
| Net Exposure | USD \$ 3.16 | Rs. 238.65 | USD 6.47 | Rs. 450.42 |

(B) Forward Contracts for hedge of Trade Receivables, Loans and under firm commitments/high probable forecast transactions are as follows :

| | 31-03-2020 | | 31-03-2019 | |
|-------------------|------------------------------|--------------------------|-----------------------------|--------------------------|
| | Amount (in USD \$ in Lakhs) | Amount (in Rs. in Lakhs) | Amount (in USD \$ in Lakhs) | Amount (in Rs. in lakhs) |
| Forward Contracts | USD \$ 3.69 | Rs.270.54 | USD \$ 32.18 | Rs.2,354.35 |

Mark-to-market Gain recognized in the statement of Profit & Loss (Loss) Rs. 10.93 Lakhs (Profit for P.Y. of Rs. 99.72 Lakhs)

NOTE 39: Employee Benefits Obligations :-

a) **Defined contribution plans-** The company has recognized the following amounts in the Statement of Profit & loss for the Year :

Rs. in Lakhs

| Particular's | 2019-20 | 2018-19 |
|--|---------|---------|
| Employer's Contribution to Provident Fund | 12.06 | 12.95 |
| Employer's Contribution to E.S.I.C | 2.37 | 3.71 |
| Employer's Contribution to Escrow Deposit Scheme | 4.16 | 4.73 |
| Interest paid on Employee Escrow Scheme | 10.61 | 9.55 |
| Interest on Security Deposit | 0.24 | 0.23 |

b) **Defined benefit plans - Gratuity & Leave Encashment :**

Gratuity :- The company operates a gratuity plan which is administrated through HDFC Standard Life Insurance Company Limited and a trust which is administrated through trustees. Every employee is entitled to a minimum benefit equivalent to 15 days salary last drawn for each completed year of service in line with Payment of Gratuity act, 1972. The same is payable at the time of separation from the company or retirement, whichever is earlier or death in service.

Leave Encashment :- The employees are entitled to accumulate compensated absence upto specified days as per company policy, which is payable at the time of separation from company i.e. retirement or death in service at the rate of last drawn salary.

The details on Company's Gratuity and Leave Encashment liabilities employees are given below which is certified by the actuary and relied upon by the auditors

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(i) Reconciliation of Opening & Closing balance of Present Value of Defined benefit Obligation (DBO) :

| | Gratuity | | Leave Encashment | |
|---|------------------------------|----------|------------------|----------|
| | 31.03.20 | 31.03.19 | 31.03.20 | 31.03.19 |
| Change in Benefit Obligation | Amount in Rs.in Lakhs | | | |
| Present Value of Obligation (Opening) | 69.47 | 65.47 | 37.89 | 39.78 |
| Interest Cost | 4.84 | 4.84 | 2.64 | 2.94 |
| Current Service Cost | 8.66 | 8.24 | 15.16 | 6.91 |
| Past Service Cost | ----- | ----- | ----- | - |
| Benefits Paid | (10.05) | (4.94) | (4.70) | (8.88) |
| Actuarial (Gain)/Loss on Obligation – Due to change in Financial Assumptions. | 1.55 | 1.11 | 1.16 | 0.65 |
| Actuarial (Gain)/Loss on Obligation – Due to Experience. | (0.89) | (5.25) | (0.65) | (3.51) |
| Present value of Obligation (Closing) | 73.58 | 69.47 | 51.50 | 37.89 |

(ii) Reconciliation of Opening & Closing balance of Fair Value of Plan Assets :

| | | | | |
|---|--------|--------|--------|--------|
| Fair value of plan Assets 01/04/2019 | 87.75 | 85.63 | NIL | NIL |
| Expected Return on Plan Assets | 6.11 | 6.33 | NIL | NIL |
| Contribution | ----- | ----- | 4.70 | 8.88 |
| Benefits paid | (8.95) | (4.93) | (4.70) | (8.88) |
| Actuarial (Gain)/Loss on plan Assets - Due to Experience. | 0.47 | 0.72 | NIL | NIL |
| Fair value of plan Assets 31/03/2020 | 85.38 | 87.75 | NIL | NIL |

Fair value of plan assets for gratuity represents the amount as confirmed by Insurer Manager Funds.

(iii) Balance Sheet Recognition :

| | | | | |
|---|---------|---------|---------|---------|
| (Present Value of Obligation) | (73.57) | (69.47) | (51.50) | (37.89) |
| Fair value of Plan Assets | 85.38 | 87.75 | NIL | NIL |
| Funded Status (Surplus /(Deficit)) | 11.80 | 18.28 | (51.50) | (37.89) |
| Un-recognised past Service Cost | NIL | NIL | NIL | NIL |
| Net (Liability) recognized in the Balance Sheet | NIL | NIL | (51.50) | (37.89) |

(iv) (a) Profit and Loss – Expenses Recognition

| | | | | |
|---|--------|--------|-------|--------|
| Current Service Cost | 8.66 | 8.23 | 15.16 | 6.91 |
| Interest Cost | 4.84 | 4.84 | 2.64 | 2.94 |
| Expected Return on Plan Assets | (6.11) | (6.33) | NIL | NIL |
| Re-measurement (or Actuarial) (gain) / loss | ---- | ----- | 0.51 | (2.87) |
| Past Service Cost | ----- | ----- | ----- | ----- |
| Expenses to be recognized in P/L Account | 7.38 | 6.74 | 18.31 | 6.98 |

(b) Other Comprehensive Income

| | | | | |
|--|--------|--------|-----|-----|
| Actuarial (gains) / losses | | | | |
| - change in demographic assumptions | (0.01) | ----- | NIL | NIL |
| - change in financial assumptions | 1.56 | 1.11 | NIL | NIL |
| - experience variance (i.e. Actual experience v/s assumptions) | (0.89) | (5.25) | NIL | NIL |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

| | | | | |
|--|--------|--------|-----|-----|
| Return on plan assets, excluding amount recognised in net interest expense | (0.47) | (0.72) | NIL | NIL |
| Components of defined benefit costs recognised in Other Comprehensive Income | 0.19 | (4.86) | NIL | NIL |

- v) For Each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the plan assets :

| Particular's | Gratuity as on 31 st March 2020 | | Gratuity as on 31 st March 2019 | |
|----------------------|--|-------------|--|-------------|
| | Amount Rs. in Lakhs | Rate % | Amount Rs. in Lakhs | Rate % |
| Insurer managed fund | 85.38 | 100% | 87.74 | 100% |
| Total | 85.38 | 100% | 87.74 | 100% |

- vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.
- vii) The Actual Return on plan assets is as follows:-

| Particular's | Gratuity 2019-20 | Gratuity 2018-19 |
|------------------------------|---------------------|---------------------|
| | Amount Rs. in Lakhs | Amount Rs. in Lakhs |
| Actual return on plan assets | 11.32 | 7.06 |

- (viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

| | Gratuity | Leave Encashment |
|-------------------------------|---|---|
| Discount Rate | 6.95 % | 6.95 % |
| Expected Return on Plan Assts | 6.95 % | 0.00 % |
| Mortality | Indian Assured Lives Mortality (2006-08) | Indian Assured Lives Mortality (2006-08) |
| Future Salary Increases | 3.00 % PA | 3.00 % PA |
| Attrition | 18.00 % for Service Group. | 18.00 % |

- ix) Amount recognized in current year and previous four years for Gratuity & Leave Encashment:-

a) Gratuity :

| Particular's | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 | 2014-15 |
|---|---------|---------|---------|---------|---------|---------|
| Defined benefit obligation | 73.57 | 69.47 | 65.47 | 74.28 | 75.44 | 56.91 |
| Plan assets | 85.38 | 87.75 | 85.63 | 81.72 | 64.64 | 65.19 |
| Surplus /(deficit) | 11.81 | 18.28 | 20.15 | 7.44 | (10.80) | 8.28 |
| Experience adjustment on plan liabilities | 0.89 | 5.25 | 22.36 | 4.17 | (16.38) | 8.12 |
| Experience adjustment on plan assets | 0.47 | 0.72 | 0.85 | 2.25 | 0.13 | 0.19 |

b) Leave Encashment :

| Particular's | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 | 2014-15 |
|---|---------|---------|---------|---------|---------|---------|
| Defined benefit obligation | 51.50 | 37.89 | 39.79 | 32.19 | 29.62 | 21.77 |
| Plan assets | NIL | NIL | NIL | NIL | NIL | NIL |
| Surplus /(deficit) | (51.50) | (37.89) | (39.79) | (32.19) | (29.62) | (21.77) |
| Experience adjustment on plan liabilities | 0.65 | 3.51 | 1.74 | 3.58 | (6.70) | 0.93 |
| Experience adjustment on plan assets | NIL | NIL | NIL | NIL | NIL | NIL |


NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
NOTE 40 :
A) Segment Reporting :

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

B) Secondary Business Segment :

| Description | Mumbai | | Dadra | |
|-----------------------------|--------------|---------|--------------|---------|
| | Rs. in Lakhs | | Rs. in Lakhs | |
| | 2019-20 | 2018-19 | 2019-20 | 2018-19 |
| Segment Revenue (Gross) | | | | |
| (i) Within India | 291.85 | 35.11 | 1,729.77 | 1775.15 |
| (ii) outside India | NIL | NIL | 345.38 | 430.75 |
| Total Revenue (Gross) | 291.85 | 35.11 | 2,075.15 | 2205.90 |
| Segment Fixed Assets(Gross) | | | | |
| (i) Within India | 203.25 | 250.85 | 1,957.67 | 1905.79 |
| (ii) outside India | NIL | NIL | NIL | NIL |
| Other Assets | | | | |
| (i) Within India | 4,015.33 | 1801.76 | 1,113.47 | 1685.20 |
| (ii) outside India | NIL | NIL | NIL | NIL |

| Description | Palghar | | Vapi | |
|-----------------------------|--------------|---------|--------------|---------|
| | Rs. in Lakhs | | Rs. in Lakhs | |
| | 2019-20 | 2018-19 | 2019-20 | 2018-19 |
| Segment Revenue (Gross) | | | | |
| (i) Within India | 283.14 | 290.27 | 873.13 | 759.29 |
| (ii) outside India | NIL | NIL | 141.33 | 238.87 |
| Total Revenue (Gross) | 283.14 | 290.27 | 1,014.46 | 998.16 |
| Segment Fixed Assets(Gross) | | | | |
| (i) Within India | 218.70 | 218.71 | 635.06 | 555.43 |
| (ii) outside India | NIL | NIL | NIL | NIL |
| Other Assets | | | | |
| (i) Within India | 200.93 | 170.53 | 686.36 | 634.35 |
| (ii) outside India | NIL | NIL | NIL | 95.63 |

| Description | VIETNAM | |
|-----------------------------|--------------|---------|
| | Rs. in Lakhs | |
| | 2019-20 | 2018-19 |
| Segment Revenue (Gross) | | |
| (i) Within India | NIL | NIL |
| (ii) outside India | 4,364.64 | 3682.96 |
| Total Revenue (Gross) | 4,364.64 | 3682.96 |
| Segment Fixed Assets(Gross) | | |
| (i) Within India | NIL | NIL |
| (ii) outside India | 1,906.97 | 844.95 |
| Other Assets | | |
| (i) Within India | NIL | NIL |
| (ii) outside India | 1,519.85 | 2580.51 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 41:

Related Party Disclosures

A) List of Related Parties and Relationship

a) Associates : -

| | |
|---|--|
| Premco Industries Onspot Solutions Pvt. Ltd. Pixel Packaging Ltd. | Enterprise on which significant influence is exercised having common directors/partners. |
|---|--|

b)

1) Key Management Personnel : -

| | |
|---|---|
| Mr. Ashok B. Harjani Mr. Lokesh P. Harjani Mrs. Nisha P. Harjani Mrs. Sonia A. Harjani Ms. Pooja Shekhawat (up to 30 th April 2019) Ms. Snehal Tondwalkar (up to 16 th September 2019) Mr. Gaurish Tawte (from 4 th November 2019) | Chairman & Managing Director Director Director & CFO Director Company secretary Company secretary Company secretary |
|---|---|

2) Relative of Key Management Personnel :-

Mrs. Ahillya Harjani – Daughter of Mr. Ashok B. Harjani and Mrs. Sonia A. Harjani.

Mr. Andrew Harding- Son in law of Mr. Ashok B. Harjani and Mrs. Sonia A. Harjani.

B) Related Party Transactions

| I) Associates Enterprises | 2019-20 | 2018-19 |
|---|--------------|--------------|
| | Rs. In Lakhs | Rs. In Lakhs |
| 1. Security Deposit given (Closing Balance Rs. 32.00 Lakhs / P.Y. Rs. 32.00 Lakhs) | - | 2.00 |
| 2. Rent Paid | 64.20 | 62.29 |
| II) Key Management Persons | | |
| 1. Remuneration, Bonus & Perks | 193.27 | 163.33 |
| 2. Imprest Account (Closing Balance Rs. NIL /P.Y Rs. (0.12) Lakhs) | 16.92 | 22.82 |
| 3. Tour Advance (Closing Balance Rs. 1.19 Lakhs / P.Y Rs. (2.88) Lakhs | 86.94 | 100.09 |
| 4. Reimbursement of expenses | 262.07 | 210.53 |
| 5. Advance Given (Closing Balance Rs. 23.35 Lakhs /P.Y. Rs. NIL) | 45.85 | 20.68 |
| 6. Loan taken (Closing Balance Rs. 490.30 Lakhs /P.Y. Rs NIL) | 604.43 | 315.30 |
| 7. Interest Paid | 38.29 | 18.04 |
| III) Relative of Key Management Personnel | | |
| 1. Remuneration, Bonus & Perks | 14.60 | ----- |
| 2. Tour Advance (Closing Balance Rs. NIL /P.Y. Rs. NIL) | 10.43 | ----- |


NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
C) Disclosure of Material transactions with related parties.

| Particulars | 2019-20 | 2018-19 |
|---|----------------|----------------|
| a) Rent Paid | Rs. | Rs. |
| 1. Premco Industries | 64.20 | 62.29 |
| b) Remuneration, Bonus & Perks | | |
| 1. Mr. Ashok B. Harjani | 87.64 | 69.60 |
| 2. Mr. Lokesh P. Harjani | 60.62 | 47.98 |
| 3. Mrs. Nisha P. Harjani | 39.13 | 31.00 |
| 4. Mrs. Sonia A. Harjani | 2.76 | 2.76 |
| 5. Mrs. Pooja Shekhawat | 0.26 | 2.91 |
| 6. Mrs. Snehal Tondwalkar | 0.73 | - |
| 7. Mr. Gaurish Tawte | 2.14 | - |
| 8. Mrs. Ahillya A. Harjani | 8.75 | - |
| 9. Mr. Andrew Harding | 5.85 | - |
| c) Interest Paid | | |
| 1. Mr. Ashok B. Harjani | 33.94 | 18.04 |
| 2. Mrs. Sonia A. Harjani | 4.35 | ----- |
| d) Loan Taken | | |
| 1. Mr. Ashok B. Harjani | 508.43 | 315.30 |
| 2. Mrs. Sonia A. Harjani | 96.00 | ----- |

NOTE 42:
Adoption of Ind AS 116 – Leases

- (a) Effective 1st April 2019, the Company has adopted Ind AS 116 - Leases using a modified retrospective approach. Accordingly, on initial application of Ind AS 116, in respect of leases previously classified as operating leases, lease liability is measured at the present value of remaining lease payments discounted using the incremental borrowing rate at the date of initial application and the Right-of-use asset has been measured at the amount equal to lease liability, adjusted for any prepaid or accrued lease payments recognised in the balance sheet immediately before the date of initial application.
- (b) Effect of initial application of Ind AS 116 on transition date is disclosed below.
- Lease liabilities recognised on the date of initial application: Rs 1,069.07 Lakhs
 - Right of use asset recognised on the date of initial application: Rs 1,069.07 Lakhs

NOTE 43:
Earning Per Share:

| Basic & Diluted: | Current Year | Previous Year |
|--|---------------------|----------------------|
| | Rs. in Lakhs | Rs.in Lakhs |
| Profit after Tax as per Accounts is Rs. in Lakhs | 371.33 | 339.89 |
| Weighted Average No. of Shares Issued | 33.05 | 33.05 |
| Basic & Diluted EPS (Rs.) | 11.24 | 10.28 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 44 : Corporate Social Responsibility (CSR) Activities :-

During the year, the Company is required to spend an amount of Rs. 15.23 Lakhs (PY Rs. 27.63 Lakhs) towards CSR activities, whereas the Company has already spent Rs. 17.10 (PY Rs. 28.66 Lakhs) towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 and rules thereon by way of contribution to various Trusts / NGOs / Societies / Agencies.

NOTE 45: Fair value disclosures for financial assets and financial liabilities

(Rs.in Lakhs)

| Financial instruments by category | As at March 31, 2020 | | | As at March 31, 2019 | | |
|--|----------------------|----------|----------------|----------------------|----------|----------------|
| | FVTPL | FVOCI | Amortised Cost | FVTPL | FVOCI | Amortised Cost |
| Financial assets | | | | | | |
| Investments | | | | | | |
| - Equity instruments | | | 1.12 | | | 1.12 |
| - Debentures | | | 125.00 | | | 100.00 |
| - Mutual Funds | 2113.49 | | | 1108.21 | | |
| Trade receivables | | | 733.11 | | | 1891.93 |
| Cash and cash equivalents | | | 1477.93 | | | 221.86 |
| Bank balances other than cash and cash equivalents | | | 58.18 | | | 58.18 |
| Loans | | | 20.37 | | | 14.03 |
| Other financial assets | - | | 174.54 | 99.72 | | 117.41 |
| Total Financial assets | 2113.49 | - | 2590.25 | 1207.93 | - | 2404.53 |
| Financial Liabilities | | | | | | |
| Borrowings | | | 641.73 | | | 206.46 |
| Trade payables | | | 422.16 | | | 332.39 |
| Other financial liabilities | 144.14 | | 1069.21 | 126.40 | | 223.49 |
| Total Financial liabilities | 144.14 | - | 2133.10 | 126.40 | - | 762.34 |

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(Rs.in Lakhs)

| Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2020 | Notes | Level 1 | Level 2 | Level 3 | Total |
|--|---------|----------|----------------|----------|----------------|
| Financial assets | | | | | |
| Financial investments at FVTPL | | | | | 2113.49 |
| Mutual funds | 6 | | 2113.49 | | |
| Total financial assets | | - | 2113.49 | - | 2113.49 |
| Financial liabilities | | | | | |
| Other financial liabilities | 18A,18B | | 144.14 | | 114.14 |
| Total Financial Liabilities | | - | 144.14 | - | 144.14 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs.in Lakhs)

| Financial assets and liabilities measured at amortised cost for which fair values are disclosed as at March 31, 2020 | Notes | Level 1 | Level 2 | Level 3 | Total |
|---|--------------|----------------|----------------|----------------|----------------|
| Financial assets | | | | | |
| Equity Instruments | 6 | | | 1.12 | 1.12 |
| Debentures | 6 | | | 125.00 | 125.00 |
| Trade receivables | 11 | | | 733.11 | 733.11 |
| Cash and cash equivalents | 12 | | | 1477.93 | 1477.93 |
| Bank balances other than cash and cash equivalents | 13 | | | 58.18 | 58.18 |
| Loans | 7A,7B | | | 20.37 | 20.37 |
| Other financial assets | 8A,8B | | | 174.54 | 174.54 |
| Total financial assets | | - | - | 2590.25 | 2590.25 |
| Financial liabilities | | | | | |
| Borrowings | 17A, 17B | | | 641.73 | 641.73 |
| Trade payables | 22 | | | 422.16 | 422.16 |
| Other financial liabilities | 18A,18B | | | 1069.21 | 1069.21 |
| Total financial liabilities | | - | - | 2133.10 | 2133.10 |
| Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2019 | Notes | Level 1 | Level 2 | Level 3 | Total |
| Financial assets | | | | | |
| Financial investments at FVTPL | | | | | |
| Mutual funds | 6 | | 1108.21 | | 1108.21 |
| Other financial Assets | 8B | | 99.72 | | 99.72 |
| Total financial assets | | - | 1207.93 | - | 1207.93 |
| Financial liabilities | | | | | |
| Other financial liabilities | 18A,18B | | 126.40 | | 126.40 |
| Total financial assets & liabilities | | - | 126.40 | - | 126.40 |
| Financial assets and liabilities measured at amortised cost for which fair values are disclosed as at March 31, 2019 | Notes | Level 1 | Level 2 | Level 3 | Total |
| Financial assets | | | | | |
| Equity Instruments | 6 | | | 1.12 | 1.12 |
| Debentures | 6 | | | 100.00 | 100.00 |
| Trade receivables | 11 | | | 1891.93 | 1891.93 |
| Cash and cash equivalents | 12 | | | 221.86 | 221.86 |
| Bank balances other than cash and cash equivalents | 13 | | | 58.18 | 58.18 |
| Loans | 7A,7B | | | 14.03 | 14.03 |
| Other financial assets | 8A,8B | | | 117.41 | 117.41 |
| Total financial assets | | - | - | 2404.53 | 2404.53 |
| Financial liabilities | | | | | |
| Borrowings | 17A, 17B | | | 206.46 | 206.46 |
| Trade payables | 22 | | | 332.39 | 332.39 |
| Other financial liabilities | 18A,18B | | | 223.49 | 223.49 |
| Total financial liabilities | | - | - | 762.34 | 762.34 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs.in Lakh)

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. The Company has mutual funds for which all significant inputs required to fair value an instrument falls under level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and unlisted preference shares are included in level 3.

There are no transfers between levels 1, 2 and 3 during the year.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

Investments in quoted equity instruments are valued using the closing price at Bombay Stock Exchange (BSE) at the reporting period.

The fair value of forward foreign exchange contracts is determined using forward exchange rates as at the balance sheet date, prevailing with Authorised Dealers dealing in foreign exchange.

The use of Net Assets Value ('NAV) for valuation of mutual fund investment. NAV represents the price at which the issuer will issue further units and will redeem such units of mutual fund to and from the investors.

The fair value of the debentures is determined based on present values and the discount rates used were adjusted for counterparty risk and country risk.

(iii) Fair value of Financial assets and liabilities measured at amortised cost

(Rs.in Lakhs)

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|----------------|----------------------|----------------|
| | Carrying Amount | Fair Value | Carrying Amount | Fair Value |
| Financial assets | | | | |
| Equity Investment | 1.12 | 1.12 | 1.12 | 1.12 |
| Debentures | 125.00 | 125.00 | 100.00 | 100.00 |
| Trade receivables | 733.11 | 733.11 | 1891.93 | 1891.93 |
| Cash and cash equivalents | 1477.93 | 1477.93 | 221.86 | 221.86 |
| Bank balances other than cash and cash equivalents | 58.18 | 58.18 | 58.18 | 58.98 |
| Loans | 20.37 | 20.37 | 14.03 | 14.03 |
| Other financial assets | 174.54 | 174.54 | 117.41 | 117.41 |
| Total financial assets | 2590.25 | 2590.25 | 2404.53 | 2404.53 |
| Financial liabilities | | | | |
| Borrowings | 641.73 | 641.73 | 206.46 | 206.46 |
| Trade payables | 422.16 | 422.16 | 332.39 | 332.39 |
| Other financial liabilities | 1069.21 | 1069.21 | 223.49 | 223.49 |
| Total financial liabilities | 2133.10 | 2133.10 | 762.34 | 762.34 |

a) The carrying amounts of trade receivables, debentures, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, borrowings and other financial liabilities are considered to be the same as their fair values, due to their short term nature.

b) The fair values and carrying value for equity investments, security deposits, loans, other financial assets and other financial liabilities are materially the same.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 46A: Financial risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts are entered to hedge certain foreign currency risk exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

The company has a robust risk management framework comprising risk governance structure and defend risk management processes. The risk governance structure of the company is a formal organization structure with defend roles and responsibilities for risk management.

| Risk | Exposure arising from | Measurement | Management |
|-----------------------------------|--|----------------------|--|
| Credit risk | Cash and cash equivalents, trade receivables, loans & other financial assets measured at amortised cost. | Ageing analysis | Diversification of bank deposits, credit limits and letters of credit in select cases. |
| Liquidity risk | Other financial liabilities | Sensitivity analysis | Availability of committed credit lines and borrowing facilities |
| Market risk foreign currency risk | Recognized financial assets and liabilities not denominated in Indian rupee. | Sensitivity analysis | Forward foreign exchange contracts |
| Market risk security prices | Investments in equity shares, debentures & mutual funds. | Sensitivity analysis | Portfolio diversification |

The Company risk management is carried out by a central treasury department under the guidance from the board of directors. Company's treasury identifies, evaluates and hedges financial risks in close coordination with the company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. There is no change in objectives and process for managing the risk and methods used to measure the risk as compared to previous year.

1) Credit Risk :

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The Credit risk mainly arises receivables from customers, cash and cash equivalents, loans and deposits with banks, financial institutions & others.

a) Trade receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to Rs. 733.11 Lakhs as at March 31, 2020 (March 31, 2019- Rs. to Rs. 1891.93Lakhs) and from loans amounting Rs 20.37 Lakhs (March 31, 2019- Rs. 14.03 Lakhs) Trade receivables are typically unsecured and are derived from revenue earned from customers located in India as well as outside India. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry, the country and the state in which the customer operates, also has an influence on credit risk assessment.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The management continuously monitors the credit exposure towards the customers outstanding at the end of each reporting period to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macroeconomic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

The movement in the allowance for impairment in respect of trade receivables during the year was as follow:

Movement in expected credit loss allowance on trade receivables

(Rs.in Lakhs)

| | As at March 31,2020 | As at March 31,2019 |
|--------------------------------|------------------------|------------------------|
| Opening provision | 2.06 | 2.42 |
| Add: Additional provision made | 5.05 | --- |
| Less: Provision write off | --- | --- |
| Less: Provision reversed | --- | 0.36 |
| Closing provision | 7.11 | 2.06 |

The average credit period on sales of products is less than 90 days. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on a detailed study of credit worthiness and accordingly individual credit limits are defined/modified. For trade receivables, as a practical expedient, the Company computes credit loss allowance based on a provision table as above.

b) Cash and cash equivalents:

As at the year end, the Company held cash and cash equivalents of Rs. 1477.93 Lakhs (March 31, 2019: Rs. 221.86 Lakhs). The cash and cash equivalents are held with bank and financial institution counterparties with good credit rating.

c) Other Bank Balances:

Other bank balances are held with bank and financial institution counterparties with good credit rating.

d) Loans : The maximum exposure from loans is from loans is from employees and repayments Are regular and neither past due nor impaired.**e) Other financial assets:**

Other financial assets includes security deposits which are neither past due nor impaired.

2) Liquidity Risk :

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses.

Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(Rs.in Lakhs)

| | As at | |
|--|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| Expiring within one year (bank overdraft and other facilities) | 2798.33 | 2555.64 |

(ii) Maturity pattern of financial liabilities

(Rs.in Lakhs)

| As at March 31, 2020 | Not Due | 0-6 months | 6 - 12 months | More than 12 months |
|-----------------------------|---------|------------|---------------|---------------------|
| Borrowings | ---- | 612.26 | 36.90 | 77.64 |
| Trade Payable | ---- | 422.16 | - | |
| Other financial liabilities | ---- | 224.78 | 132.11 | 771.38 |

| As at March 31, 2019 | Not Due | 0-6 months | 6 - 12 months | More than 12 months |
|-----------------------------|---------|------------|---------------|---------------------|
| Borrowings | ---- | 50.76 | 97.64 | 162.87 |
| Trade Payable | ---- | 312.15 | - | 20.24 |
| Other financial liabilities | ---- | 116.47 | 2.14 | 126.47 |

Other financial liabilities includes Current maturity of long-term borrowings of Rs.85.07 Lakhs (March 31, 2019 : 104.818 Lakhs) which is included in Borrowings in the above table :

3) Market Risk :

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks namely interest rate risk, currency risk and other price risk, such as commodity risk. The Company is not exposed to interest rate risk whereas the exposure to currency risk and other price risk is given below:

A) Market Risk- Foreign currency risk.

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales in overseas and purchases from overseas suppliers in various foreign currencies. Foreign currency exchange rate exposure is partly balanced by maintaining an EEFC bank account and purchasing of goods, commodities and services in the respective currencies. The Company also uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments, highly probable forecast transactions and foreign currency required at the settlement date of certain receivables/payables. The use of foreign currency forward contracts is governed by the Company's strategy approved by the board of directors, which provide principles on the use of such forward contracts consistent with the Company's risk management policy and procedures.

Derivatives instruments and unhedged foreign currency exposure
(a) Derivative outstanding as at the reporting date

| Particulars/ Currency | As at | | | |
|--------------------------|----------------------------|--------------|----------------------------|--------------|
| | March 31, 2020 | | March 31, 2019 | |
| | Amount in Foreign Currency | In Lakhs Rs. | Amount in Foreign Currency | In Lakhs Rs. |
| Forward contract to sell | | | | |
| - USD | 3.69 | 270.54 | 32.18 | 2354.35 |

Derivative financial instruments such as foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(b) Particulars of unhedged foreign currency exposures as at the reporting date

The Company's exposure to foreign currency risk at the end of the reporting period expressed in equivalent in INR Rupees is as follows:

(Rs. In Lakhs)

| Particulars | As at | | | |
|---|----------------|----------------------|----------------|----------------------|
| | March 31, 2020 | | March 31, 2019 | |
| | USD | Other Currency (VND) | USD | Other Currency (VND) |
| Financial assets | | | | |
| Investment in equity shares | 563.53 | --- | 563.53 | --- |
| Trade receivables | 162.13 | 75.94 | 443.12 | 1060.56 |
| Other financial assets | -- | 57.03 | -- | 53.38 |
| Loans | -- | - | 1709.96 | --- |
| Cash and Cash equivalents | 91.59 | 158.74 | 26.48 | 18.49 |
| Other Non-Current Assets | -- | 11.49 | --- | 15.13 |
| Other Current Assets | -- | 23.07 | --- | 74.56 |
| Net exposure to foreign currency risk (assets) | 817.25 | 326.27 | 2743.09 | 1222.12 |
| Financial liabilities | | | | |
| Trade payables | 15.08 | 213.41 | 19.18 | 51.97 |
| Borrowing | -- | 73.79 | --- | 43.25 |
| Other Financial Liability | -- | 43.42 | --- | 35.79 |
| Other Current Liability | | 47.05 | --- | 1.29 |
| Net exposure to foreign currency risk (liabilities) | 15.08 | 377.67 | 19.18 | 132.30 |
| Less: Forward contracts (USD-INR) | 270.54 | -- | 2354.35 | ---- |
| Net unhedged foreign currency exposure | 531.63 | (51.40) | 369.56 | 1089.82 |

The company mainly exposed to USD & VND. The below table demonstrates the sensitivity to 1% increase or decrease in the USD & VND against INR with all other variables held constant. The sensitivity analysis is prepared on the unhedged exposure of the company as at the reporting date.

| | Effect on Profit after Tax | |
|---|-------------------------------|-------------|
| | For year ended March 31, 2019 | |
| | 1% increase | 1% decrease |
| Increase / (decrease) in profit or loss | 4.80 | (4.80) |

B) Market Risk- Price risk.

(a) Exposure

The company is mainly exposed to the price risk due to its investment in mutual funds and investment in equity instruments held by the company and classified in the balance sheet as fair value through profit or loss. The investment in mutual funds are mix of equity and debt based mutual funds. The price risk arises due to uncertainties about the future market values of these investments. To manage its price risk arising from investments in equity securities and mutual funds, the company diversifies its portfolio.

(b) Sensitivity

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5% or decreased by 5% with all other variables held constant, and that all the company's equity instruments moved in line with the index.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs.in Lakhs)

| | Impact on other Component of Equity | |
|---------------------------|-------------------------------------|----------------|
| | For year ended | |
| | March 31, 2020 | March 31, 2019 |
| BSE Sensex 30 Increase 5% | 111.92 | 60.41 |
| BSE Sensex 30 Decrease 5% | (111.92) | (60.41) |

NOTE 46B: Capital management**(a) Risk Management**

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the following gearing ratio:

(Rs.in Lakhs)

| Net debt (total borrowings net of cash and cash equivalents, other bank balances and current investments) | As at | |
|---|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| | -- | 31.22 |
| Total equity | 7224.91 | 6862.36 |
| Net debt equity ratio | -- | 0.45% |

(b) Dividends

| | As at | |
|---|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| i) Equity Share | | |
| Final dividend | 66.10 | 99.14 |
| Dividend distribution tax on above dividend | 13.58 | 20.38 |
| ii) Dividend not recognized at the end of the reporting period | | |
| Proposed dividend | 66.10 | 66.10 |
| Dividend distribution tax on proposed dividend | -- | 13.58 |

NOTE 47 : Statement of Net assets and profit or Loss attributable to owners and minority interest:

| Name of the Company | Net asset (total assets less total liabilities) | | Share in profit & loss | |
|---|---|------------------------|-------------------------------------|------------------------|
| | As % of consolidated net assets | Amount in Rs. in Lakhs | As % of consolidated profit or loss | Amount in Rs. in Lakhs |
| Parent – Premco Global Limited | 85.66 | 6,395.46 | (70.28) | (260.96) |
| Subsidiary – Premco Global Vietnam Co. Ltd. | 23.12 | 1,726.10 | 193.90 | 720.02 |
| Associates (As per equity method) | | 0.00 | | 0.00 |
| a) Adjustment arising out of consolidation | (5.56) | (414.75) | 5.46 | 20.28 |
| b) Minority Interest | (3.22) | (240.95) | (29.08) | (108.00) |
| Consolidated Net assets/ profit after tax | 100.00 | 7465.86 | 100.00 | 371.33 |

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 48: Movement in deferred tax Liability / (Assets).

(Rs.in Lakhs)

| | Depreciation | Expenses disallowed u/s 43B of income tax act 1961 | FVTPL | FVOCI | Unabsorbed c/f losses | Total |
|---------------------------------|--------------|--|--------------|--------------|-----------------------|---------------|
| At April 1, 2018 | 91.53 | (28.87) | 53.87 | 5.11 | | 121.64 |
| (charged)/credited: | | | | | | |
| - to profit or loss | (27.09) | 2.90 | (30.59) | | | (54.78) |
| - to other comprehensive income | | | | 31.51 | | 31.51 |
| At March 31, 2019 | 64.44 | (25.97) | 23.27 | 36.62 | --- | 98.37 |
| (charged)/credited: | | | | | | |
| - to profit or loss | (13.17) | (6.63) | (1.55) | | (49.77) | (71.11) |
| - to other comprehensive income | | | | (33.75) | | (33.75) |
| At March 31, 2020 | 51.27 | (32.60) | 21.72 | 2.87 | (49.77) | (6.50) |

NOTE 49 : Company's Revenue from operation were Lower was partly due to restriction imposed on movement of goods (DUE TO COVID 19 LOCK DOWN) w.e.f. March 23rd 2020 in India , affecting the delivery of I goods (for Indian Operations) which were either on the way or were under the production process , ready for dispatch. Many customers postponed the Lifting of Material owing to Proposed locked declared by Central/State Governments and such deliveries /orders are being executed in Following year.

The COVID 19 outbreak continues to spread rapidly in India and across globe (Including Vietnam) . Various measure taken by the Governments to contain the spread of virus including lock downs have affected the economic activity and caused disruption of regular business operations of the Company. The Company's financial stability in such testing times is intact and financial controls are well in place. Company has considered adequately while making doubtful provisions as on 31.03.2020 if any. However the impact assessment of COVID-19 is continuing process given the uncertainties associated with its nature and duration. The impact of COVID 19 may be different from that estimated as at the date of approval of these financial results and the Board will continue to closely monitor the developments. In these Turbulent COVID times, Company is also looking at new products offering and change in product mix.

NOTE 50 : Figures of Previous are regrouped and reclassified wherever necessary.

" AS PER OUR REPORT OF EVEN DATE "

FOR SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACO8937

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY



Independent Auditor's Report on Standalone Financial Statements

To the Members of
Premco Global Limited
Mumbai.

Opinion

We have audited the accompanying (Standalone) financial statements of **Premco Global Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement and the Statement of changes in Equity for the year then ended, including summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its Profit /loss, Cash Flow and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon. There are no other key audit matters and we do not provide a separate opinion on these matters.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management

Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Director are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to

issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be

influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

We draw attention to Note No. 48, which describes the uncertainty caused by Novel Coronavirus (COVID-19) pandemic with respect to the estimates of company's business operations and that such estimates may be affected by the severity and duration of the pandemic. Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, based on our audit, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flow and Statement of changes in Equity dealt with by this Report are in agreement with the books of account;



- d. in our opinion, the aforesaid standalone financial statements comply with the IND AS specified under section 133 of the Act as applicable.
- e. On the basis of written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Financial Statements. Refer Note 34 of the financial statements.
 - ii. The Company, has long-term contracts including derivative contracts as at March 31 2020 for which there were no material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **SANJAY RAJA JAIN & CO.**
Chartered Accountants
FRN 120132W

Surjeet Jain
Partner
Membership No.: 129531
UDIN-20129531AAAACN5522

Place: Mumbai
Date: 29/06/2020

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the standalone financial statements of the Company for the year ended March 31, 2020 we report the following:

- 1) (a) The Company is in the process of updating Fixed Asset register with a object of maintaining proper records showing full particulars, including quantitative details and situation of fixed assets; and the data is in the process of input in the new software program.
- (b) The fixed assets have been physically verified by the management at reasonable intervals once in 3 years on rotation basis in a phased periodical manner and we are informed that no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of immovable properties are held in the name of the company except in respect of land at Palghar where the sale deed dated 20/08/1986 amounting to Rs. 1.63 Lakhs is in the name of Premco Narrow Fabrics Private Limited and that the necessary mutation has been effected in the name of the company as per Local Grampanchayat Karyalay Alyali, Palghar.
- 2) In our opinion, the management has conducted physical verification of inventory, excluding stocks with third parties, at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification. In respect of inventories lying with Third parties, these have substantially been confirmed by them.
- 3) According to information and explanations given to us, the company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act except in respect of Loan given by the company to its Subsidiary covered in the Register maintained under section 189 of the Act:
 - a) In our opinion, the terms and conditions on which loan have been granted are not prejudicial to the interest of the Company.
 - b) The schedule of repayment of principal and interest has been stipulated and that such repayments of principal and interest are regular.
 - c) There are no overdue amount of loan given as at year end.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.
- 5) According to the information and explanation given to us the Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) According to the information and explanations provided by the management, the company is not engaged in production of any such goods or provision of any such services for which the Central Government has prescribed particulars relating to utilisation of material or labour or other items of cost. Hence, provisions of section 148(1) of the Companies Act,2013 do not apply to the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, and any other applicable statutory dues wherever applicable, with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on which they become payable except as follows:

There are demand raised from the Central Processing Center TDS aggregating to Rs. 0.47 Lakhs for various years. As informed to us the company is in the process of identifying the nature of such demands and whether any rectification/disputes are required to be taken before jurisdictional authorities.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute except as stated below :

| Sr. No. | Name of Statute | Nature of Dues | Forum where Dispute is pending | Asst. Year | Amount in Rs. in Lakhs |
|---------|-----------------|----------------|--------------------------------|------------|------------------------|
| 1 | Income Tax Act | Income Tax | Assessing Officer | 2009-10 | 4.53 |
| 2 | Income Tax Act | Income Tax | Assessing Officer | 2014-15 | 0.04 |
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, bank. No loans have been taken from government or debentures holders.
- 9) According to the information and explanation given to us, the company has not raised moneys by way of initial public



- offer or further public offer including debt instruments. Money raised by way of term Loans during the year has been applied for the purpose for which they were raised.
- 10) During the course of our examination of the books and records of the company, carried in accordance with auditing standard generally accepted in India, we have neither come across any instance of fraud by the Company or on the company by its officers or employees noticed or reported during the course of our audit nor have we been informed of any such instance by the management.
- 11) As explained to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable Indian accounting standards.
- 14) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For **SANJAY RAJA JAIN & CO.**
Chartered Accountants
FRN 120132W

Surjeet Jain
Partner

Membership No.: 129531
UDIN-20129531AAAACN5522

Place: Mumbai
Date: 29/06/2020

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Ind AS Financial Statements of Premco Global Limited

(referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirement” of our report of even date)

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

Opinion

We have audited the internal financial controls over financial reporting of **Premco Global Limited** (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For **SANJAY RAJA JAIN & CO.**

Chartered Accountants
FRN 120132W

Surjeet Jain
Partner

Membership No.: 129531
UDIN-20129531AAAACN5522

Place: Mumbai
Date: 29/06/2020

**BALANCE SHEET**

(Rs. In Lakhs)

| PARTICULARS | NOTE | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|------|--------------------------|--------------------------|
| ASSETS | | | |
| 1. NON-CURRENT ASSETS | | | |
| (a) PROPERTY, PLANT AND EQUIPMENT | 4 | 1,000.38 | 1,072.70 |
| (b) OTHER INTANGIBLE ASSETS | 5 | 0.48 | 0.91 |
| (c) FINANCIAL ASSETS | | | |
| (i) INVESTMENTS | 6 | 2,803.14 | 1,772.86 |
| (ii) LOANS | 7A | 1.70 | 2.22 |
| (iii) OTHER FINANCIAL ASSETS | 8A | 69.94 | 63.63 |
| (d) DEFERRED TAX ASSETS (NET) | 20 | 6.50 | - |
| (e) OTHER NON-CURRENT ASSETS | 9A | 18.81 | 20.92 |
| | | <u>3,900.95</u> | <u>2,933.24</u> |
| 2. CURRENT ASSETS | | | |
| (a) INVENTORIES | 10 | 1,001.30 | 960.48 |
| (b) FINANCIAL ASSETS | | | |
| (i) TRADE RECEIVABLES | 11 | 839.46 | 1,239.24 |
| (ii) CASH AND CASH EQUIVALENTS | 12 | 1,319.19 | 203.37 |
| (iii) BANK BALANCE OTHER THAN (ii) ABOVE | 13 | 58.18 | 58.18 |
| (iv) LOANS | 7B | 18.66 | 1,689.21 |
| (v) OTHER FINANCIAL ASSETS | 8B | 47.57 | 132.67 |
| (c) CURRENT TAX ASSETS (NET) | 14 | 58.00 | 87.46 |
| (d) OTHER CURRENT ASSETS | 9B | 604.11 | 430.70 |
| | | <u>3,946.47</u> | <u>4,801.32</u> |
| | | <u>7,847.42</u> | <u>7,734.57</u> |
| TOTAL ASSETS | | | |
| EQUITY AND LIABILITIES | | | |
| 1. EQUITY | | | |
| (a) EQUITY SHARE CAPITAL | 15 | 330.48 | 330.48 |
| (b) OTHER EQUITY | 16 | 6,064.98 | 6,405.62 |
| | | <u>6,395.46</u> | <u>6,736.10</u> |
| 2. LIABILITIES | | | |
| A. NON - CURRENT LIABILITIES | | | |
| (a) FINANCIAL LIABILITIES | | | |
| (i) BORROWINGS | 17A | 77.64 | 162.87 |
| (ii) OTHER FINANCIAL LIABILITIES | 18A | 108.31 | 101.73 |
| (b) PROVISION | 19A | 36.94 | 26.95 |
| (c) DEFERRED TAX LIABILITIES (NET) | 20 | - | 98.37 |
| (d) OTHER NON CURRENT LIABILITIES | 21A | 0.26 | 2.13 |
| | | <u>223.15</u> | <u>392.06</u> |
| B. CURRENT LIABILITIES | | | |
| (a) FINANCIAL LIABILITIES | | | |
| (i) BORROWINGS | 17B | 490.30 | 0.35 |
| (ii) TRADE PAYABLES | 22 | 378.84 | 285.71 |
| (iii) OTHER FINANCIAL LIABILITIES | 18B | 219.28 | 212.37 |
| (b) OTHER CURRENT LIABILITIES | 21B | 97.56 | 64.53 |
| (c) PROVISION | 19B | 42.83 | 43.45 |
| | | <u>1,228.81</u> | <u>606.41</u> |
| | | <u>7,847.42</u> | <u>7,734.57</u> |
| TOTAL EQUITY AND LIABILITIES | | | |
| SIGNIFICANT ACCOUNTING POLICIES | | 1-3 | |
| THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS | | 34 to 49 | |

" AS PER OUR REPORT OF EVEN DATE "

SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACN5522

PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

STATEMENT OF PROFIT & LOSS

| PARTICULARS | NOTE | (Rs. In Lakhs) | |
|--|----------|------------------------------------|------------------------------------|
| | | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| I. INCOME | | | |
| REVENUE FROM OPERATIONS | 23 | 4,542.36 | 5,036.33 |
| OTHER INCOME | 24 | 427.95 | 287.06 |
| TOTAL INCOME | | 4,970.31 | 5,323.39 |
| II. EXPENSES | | | |
| COST OF MATERIAL CONSUMED | 25 | 2,021.83 | 2,341.62 |
| PURCHASE OF STOCK-IN-TRADE | 26 | 519.14 | 563.49 |
| CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS | 27 | (2.59) | (165.13) |
| EMPLOYEE BENEFITS EXPENSES | 28 | 1,018.72 | 905.07 |
| FINANCE COSTS | 29 | 121.29 | 79.62 |
| DEPRECIATION AND AMORTIZATION EXPENSES | 30 | 212.92 | 171.81 |
| OTHER EXPENSES | 31 | 1,303.94 | 1,340.10 |
| TOTAL EXPENSES | | 5,195.25 | 5,236.58 |
| III. PROFIT BEFORE EXCEPTIONAL/ EXTRA-ORDINARY ITEMS & TAX (I - II) | | (224.94) | 86.81 |
| IV. EXTRAORDINARY ITEMS | 32 | 22.25 | 106.56 |
| V. EXCEPTIONAL ITEMS | | - | - |
| VI. PROFIT BEFORE TAX (III - IV) | | (247.19) | (19.75) |
| VII. TAX EXPENSES | 33 | | |
| CURRENT TAX | | - | 15.50 |
| DEFERRED TAX (ASSET)/LIABILITY | | (71.12) | (54.78) |
| SHORT/(EXCESS) INCOME TAX PROVISION | | (2.67) | 3.66 |
| TOTAL TAX EXPENSES | | (73.79) | (35.62) |
| VIII. PROFIT FOR THE PERIOD (VI - VII) | | (173.40) | 15.87 |
| IX. OTHER COMPREHENSIVE INCOME (OCI) | | | |
| (A)(I) ITEMS THAT WILL NOT BE RECLASSIFIED SUBSEQUENTLY TO PROFIT OR LOSS | | | |
| REMEASUREMENT (GAIN/(LOSS) OF NET DEFINED BENEFIT LIABILITY | | (10.66) | 0.44 |
| TAX ON ABOVE | | | |
| (II) INCOME TAX RELATING TO ABOVE | | 2.97 | (0.12) |
| (B) (I) ITEMS THAT WILL BE RECLASSIFIED SUBSEQUENTLY TO PROFIT OR LOSS | | | |
| NET GAIN / (LOSS) ON HEDGING INSTRUMENTS IN CASH FLOW HEDGE | | (110.65) | 110.23 |
| (II) INCOME TAX RELATING TO ABOVE | | 30.78 | (31.38) |
| TOTAL OF OTHER COMPREHENSIVE INCOME | | (87.56) | 79.17 |
| X. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (VIII + IX) | | (260.96) | 95.04 |
| XI. EARNING PER EQUITY SHARE | | | |
| BASIC | 43 | (7.90) | 2.88 |
| DILUTED | 43 | (7.90) | 2.88 |
| SIGNIFICANT ACCOUNTING POLICIES | 1-3 | | |
| THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS | 34 to 49 | | |

" AS PER OUR REPORT OF EVEN DATE "

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PLACE: MUMBAI
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DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

**CASH FLOW STATEMENT**

(Rs. In Lakhs)

| PARTICULARS | (Rs. In Lakhs) | |
|---|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A. CASH FLOW FROM OPERATING ACTIVITIES: | | |
| NET PROFIT BEFORE TAX | (247.19) | (19.75) |
| <u>ADJUSTMENTS FOR:</u> | | |
| DEPRECIATION | 212.92 | 171.81 |
| (PROFIT)/LOSS ON SALE OF FIXED ASSETS | - | (6.00) |
| PROFIT ON SALE OF INVESTMENTS | (66.92) | (84.14) |
| FINANCE EXPENSES | 121.29 | 79.62 |
| INTEREST RECEIVED | (102.56) | (113.62) |
| DIVIDEND RECEIVED | (2.69) | (0.36) |
| PROVISION FOR DOUBTFUL DEBTS MADE / (WRITE BACK) | 5.05 | (0.36) |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | (80.10) | 27.21 |
| ADJUSTMENTS FOR WORKING CAPITAL CHANGES | | |
| INVENTORIES | (40.82) | (40.46) |
| TRADE RECEIVABLES | 394.73 | 89.27 |
| OTHER CURRENT FINANCIAL ASSETS | 1,755.65 | (620.48) |
| OTHER CURRENT ASSETS | (83.28) | (10.13) |
| LONG TERM FINANCIAL ASSETS | (5.79) | (4.01) |
| OTHER NON CURRENT ASSETS | 1.92 | 7.61 |
| OTHER LONG TERM LIABILITIES | 4.21 | 3.71 |
| TRADE PAYABLES | 93.13 | (66.12) |
| OTHER CURRENT LIABILITIES / OTHER FINANCIAL LIABILITIES | (70.72) | 120.96 |
| SHORT TERM PROVISIONS | (0.61) | (109.83) |
| NET WORKING CAPITAL CHANGES | 2,048.44 | (629.49) |
| LESS : CURRENT TAXES | (58.00) | (19.16) |
| NET CASH GENERATED FROM OPERATIONS | 1,910.34 | (621.45) |
| B. CASH FLOW FROM INVESTING ACTIVITIES: | | |
| PURCHASE OF PROPERTY, PLANT & EQUIPMENT | (140.17) | (102.35) |
| SALE OF PROPERTY, PLANT & EQUIPMENT | - | 6.00 |
| (PURCHASE)/SALE OF INVESTMENTS (NET) | (963.36) | 927.66 |
| DIVIDEND RECEIVED | 2.69 | 0.36 |
| INTEREST RECEIVED | 102.56 | 113.62 |
| NET CASH USED IN INVESTING ACTIVITIES | (998.28) | 945.29 |
| C. CASH FLOW FROM FINANCING ACTIVITIES: | | |
| LONG TERM BORROWINGS (NET OF REPAYMENTS) | (85.23) | (15.58) |
| SHORT TERM BORROWINGS(NET OF REPAYMENTS) | 489.94 | (47.58) |
| DIVIDEND & TAX THEREON | (79.68) | (0.20) |
| FINANCE EXPENSES | (121.29) | (79.62) |
| NET CASH FROM FINANCING ACTIVITIES | 203.74 | (142.98) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 1,115.80 | 180.86 |
| OPENING BALANCE OF CASH AND CASH EQUIVALENTS | 203.37 | 22.51 |
| CLOSING BALANCE OF CASH AND CASH EQUIVALENTS | 1,319.18 | 203.37 |
| CLOSING BALANCE OF CASH AND CASH EQUIVALENTS | | |
| (i) Cash in Hand | 5.09 | 2.60 |
| (ii) Balances with Banks | 1,314.10 | 200.78 |
| TOTAL | 1,319.19 | 203.37 |

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PLACE: MUMBAI
DATED: 29th June, 2020

FOR AND ON BEHALF OF THE BOARD

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DIN - 00725890

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DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

STANDALONE STATEMENT OF CHANGES IN EQUITY

A Equity share capital

Rs. in Lakhs

| Particulars | Notes | Amount |
|-------------------------------------|-------|---------------|
| Balance as at April 1, 2018 | 15 | 330.48 |
| Changes in the equity share capital | | - |
| Balance as at March 31, 2019 | 15 | 330.48 |
| Changes in the equity share capital | | - |
| Balance as at March 31, 2020 | 15 | 330.48 |

B Other equity

| Particulars | Notes | Reserve and Surplus | | | | | Total other equity |
|--|-----------|----------------------------|-----------------|-------------------------|-----------------|-------------------|--------------------|
| | | Securities premium Reserve | Capital Reserve | Capital Subsidy Reserve | General Reserve | Retained Earnings | |
| Balance as at April 1, 2018 | 16 | 459.92 | 3.00 | 22.78 | 1,758.00 | 4,067.08 | 6,310.78 |
| Profit for the year | | - | - | - | - | 15.87 | 15.87 |
| Other comprehensive income for the year | | | | | | 79.17 | 79.17 |
| Total comprehensive income for the year, net of tax | | - | - | - | - | 95.04 | 95.04 |
| Transfer to General Reserve | | | | | 1.59 | (1.59) | - |
| Reversal of Proposed Dividend | | | | | | 99.14 | 99.14 |
| Reversal of Tax on Proposed Dividend | | | | | | 20.19 | 20.19 |
| Dividend paid on equity shares | | | | | | (99.14) | (99.14) |
| Dividend distribution tax paid | | | | | | (20.38) | (20.38) |
| Balance as at March 31, 2019 | 16 | 459.92 | 3.00 | 22.78 | 1,759.59 | 4,160.34 | 6,405.63 |
| Profit for the year | | | | | | (173.40) | (173.40) |
| Other comprehensive income for the year | | | | | | (87.56) | (87.56) |
| Total comprehensive income for the year, net of tax | | - | - | - | - | (260.96) | (260.96) |
| Transfer to General Reserve | | | | | | - | - |
| Dividend paid on equity shares | | | | | | (66.10) | (66.10) |
| Dividend distribution tax paid | | | | | | (13.59) | (13.59) |
| Balance as at March 31, 2020 | 16 | 459.92 | 3.00 | 22.78 | 1,759.59 | 3,819.70 | 6,064.99 |

The above standalone statement of changes in equity should be read in conjunction with the accompanying notes.

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GAURISH TAWTE
COMPANY SECRETARY



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 1 : General Information

PREMCO GLOBAL LIMITED (the Company) (CIN : L18100MH1986PLC040911) is a public limited company and is listed on Bombay Stock Exchange (BSE). The Company is engaged interalia, in the business of manufacturing of Knitted & Narrow woven Elastics.

NOTE 2 : Significant Accounting Policies

1. Basis of preparation of Financial Statements

- a) These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS), notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, under the historical cost convention on accrual basis, except for certain financial instruments (including derivatives instruments) and defined benefit plans – Plan assets, which are measured at fair values, as specified at places of respective categories.
- b) All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be twelve months for the purpose of current – non-current classification of assets and liabilities.
- c) Accounting policies not specifically referred to otherwise are – consistent with the generally accepted accounting principles followed by the Company.

2. Property, Plant and Equipment and Depreciation

A) Property Plant and Equipment:

- a) Freehold land is carried at historical cost. All other Tangible assets are stated at cost of acquisition or construction, less accumulated depreciation. All costs, including borrowing cost till respective assets is put to use, are capitalized.
- b) Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.
- c) Losses arising from the retirement of and gains & losses arising from disposal of fixed assets, which are carried at cost, are recognized in the statement of profit & loss.
- d) On transition to Ind AS, the Company has opted to continue with the carrying value of all of its property, plant and equipment recognized as at April 01, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment on the transition date.

B) Depreciation:

Depreciation has been provided as under:

- (i) For assets existing on 1st April 2014 the carrying amount will be amortized over the remaining useful lives on straight line method as prescribed in the schedule II of Companies Act, 2013.
- (ii) For the assets added after the 1st April 2014 :- On straight line method at the useful Lives prescribed in Schedule II to The Companies Act, 2013.
- (iii) The estimated useful lives are as follows:

| Assets | Useful Life |
|------------------------|-------------|
| Factory Building | 30 years |
| Plant & Machinery | 15 years |
| Electrical Fittings | 10 years |
| Furniture & Fixture | 10 years |
| Vehicle | 8 years |
| Generator | 15 years |
| Heating Module | 15 years |
| Air Conditioner | 5 years |
| Office Equipment's | 5 years |
| Computer | 3 years |
| Lease Hold Improvement | 4 years |
| Lab Equipment | 10 years |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

- (iv) Leasehold Improvements are written off over the period of lease or lease term whichever is shorter.
- (v) Intangible assets comprising of software capitalized is amortized over a period of 3 years. Intangible assets comprising of cost incurred, Patent capitalized is amortized over a period of 5 years.
- (vi) Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the days of addition/ disposal.
- (vii) The residual values are not more than 5% of the original cost of the asset

3. Foreign Exchange Transaction

- (i) Functional currency and presentation currency :

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees, which is the Company's functional and presentation currency.

- (ii) Transactions and balances :

Transactions denominated in foreign currencies are translated into the functional currency at the exchange rates prevailing at the time of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from Monetary assets and liabilities in foreign currency, outstanding at the end of the year are converted into Indian currency at the rate prevailing on the Balance Sheet date. Resulting gain or loss is recognized in statement of profit or loss.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of transaction.

Forward Exchange Contracts:-

The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing assets/ liability, is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit & loss in the reporting period in which the exchange rate changes.

Forward exchange contracts outstanding as at the year end on account of firm commitment/ highly probable forecast transaction are marked to market and the gains or the losses, if any , is recognized as Other Comprehensive Income (OCI).

4. Investments

- a) Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All the other investments are classified as non-current investments.
- b) Upon first time adoption of Ind AS, the Company has opted to continue with the carrying value of all of its investment in subsidiary recognized as at April 1, 2016 at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of investments, such reduction being determined and made for each investment individually.
- c) Equity instruments : The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.
- d) Debt instruments: The Company classifies its debt instruments into following categories:
 - 1) Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.
 - (2) Fair value through profit and loss: Assets that do not meet the criteria for amortised cost are measured at fair value through statement of Profit and Loss. Interest income from these financial assets is included in other income.

5. Inventories

Inventories are stated at lower of cost and net realizable value.

Cost of raw materials is determined using FIFO method. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

The cost of finished goods and Stock-in-process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion.

Waste material are valued at Net Realizable value.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

License stock are stated at the Duty credit entitlement value.

6. Recognition of Income & Expenditure

- (i) Revenue/ Incomes and Costs/ Expenditure are generally accounted on accrual, as they are earned or incurred.
- (ii) a) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods.
 - b) Sales of goods are accounted excluding taxes, wherever applicable.
- (iii) Export incentives under the “Duty Drawback Scheme” etc. is accounted as income in the year of export.
- (iv) Interest Income/ expenditure is recognized on the time proportion basis taking into account of the amount outstanding and the rate applicable.
- (v) Dividend income is recognized when the right to received dividend is established.
- (vi) Government Grants in the form of Market Linked Focus Product License (MLFPL Scheme)/M.E.I.S are recognized based on export on an accrual basis.

7. Government Grants & Subsidies

Government Grants are recognized when there is a reasonable assurance that the same will be received and all attaching conditions will be complied with. Revenue grants are recognized in the Statement of Profit and Loss. Capital grants relating to specific tangible / Intangible Assets are shown separately as Current/Non Current Liability and has not been reduced from the gross value of the respective Tangible / Intangible Assets.

8. Customs Duty

Custom Duty is accounted for as and when paid on the clearance of the goods for home Consumption.

9. Employees Retirement and other benefits

a) Provident fund:-

The contribution of the Company on a monthly basis towards Provident Fund and Employee State Insurance, which are, defined contributions plans are charged to revenue. The company has paid to regulatory authority & has no further obligations other than these contributions.

b) Escrow Deposits Scheme:-

The company has a defined contribution plan towards employee escrow deposit scheme for eligible employee's as per terms of employment.

The company also under obligation to pay interest on the escrow deposit contribution made by Company as well as the equivalent amount of cumulative escrow deposit monthly retention recovered from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

The Company assesses its liability based on (using the Projected Unit Credit method) and Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

c) Employee Security Deposit scheme:-

The company retains an amount as a security deposit on monthly basis for eligible employees as a part of employee retention policy for 3 years from the date of appointment. The company also under an obligation to pay interest on the security deposit retention received from the employee covered in the scheme. The interest is provided as liability to be paid upon Retirement, resignation, termination of employment subject to fulfillment of agreed term & Conditions.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

d) Leave Encashment:-

Leave Encashment towards accumulated Compensated Absences are the company's defined benefit plan payable upon Retirement, resignation, termination of employment. The present value of the obligation under such defined benefit plan is determined based on actuarial Valuation using the Projected Unit Credit Method.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

e) Gratuity:-

The company provides for gratuity, a defined benefit plan (the Gratuity plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The company's liability is actually determined under (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognized in the statement of profit & loss in the year in which they arise.

The company has subscribed to a gratuity plan which is administrated through HDFC Standard life and a trust which is administrated through trustees.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income, which are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service cost.

10. Provision & Contingent Liabilities

Provision

provision are recognized when there is a present obligation as a result of a past event and it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not portable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

11. Income Tax, Deferred Tax and Dividend Distribution Tax

a) Current and Deferred Tax

Tax expense for the period, comprising Current tax and Deferred Tax are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred Tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted and substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognized deferred tax assets, if any.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

b) Dividend Distribution Tax :

Dividend distribution tax paid on the dividends is recognized consistently with the presentation of the transaction that creates the income tax consequence. Dividend distribution tax is charged to Statement of Profit and Loss, if the dividend itself is charged to statement of profit and loss. If the dividend is recognized in equity, the presentation of dividend distribution tax is recognized in equity.

12. Borrowing Cost

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense over the period of Term Loan.

13. Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

14. Leases (As a lessee)

The Company has adopted Ind AS 116 "Leases" using the modified retrospective approach with effect from initially applying this standard from 1st April 2019. Accordingly, the information presented for previous year ended 31st March 2019, is not restated and reported as per Ind AS 17.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116 and this may require significant judgment. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly.

The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

15. Cash and Cash Equivalents:

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank, other short term highly liquid investments with original maturity of three months or less.

16. Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The Weighted average number of equity shares

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

outstanding during the period and for all periods presented is adjusted for the events, such as bonus shares, other than conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

17. Financial Instruments

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

1) Financial Assets

i) Classification

The Company classifies its financial assets in the following measurement categories:

- a) at fair value either through other comprehensive income (FVOCI) or through profit and loss (FVTPL); and
- b) at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Gains and losses will either be recorded in the statement of profit and loss or other comprehensive income for assets measured at fair value.

For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value or through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

ii) Measurement

At initial recognition, in case of a financial asset not at fair value through the statement of profit and loss account, the Company measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through the statement of profit and loss are expensed in profit or loss.

a) Debt instruments

There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit and loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit and loss (FVTPL) : Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through the profit and loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit and loss and is not part of a hedging relationship is recognised in the statement of profit and loss and within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

b) Equity instruments

The Company measures all equity investments (except Equity investment in subsidiaries and joint ventures) at fair value. The Company's management has opted to present fair value gains and losses on equity investments through profit and loss account. Dividends from such investments are recognised in the statement of profit and loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit and loss are recognised in other income or other expenses, as applicable in the statement of profit and loss.

iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

iv) Derecognition of financial assets

A financial asset is derecognised only when –

- a) The Company has transferred the rights to receive cash flows from the financial asset or
- b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

v) Income Recognition

Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividend income

Dividends are recognised in the statement of profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

vi) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short- term, highly liquid investments with original maturities of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

vii) Trade Receivables

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method, less provision for impairment.

2) Financial Liabilities

i) Measurement

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liabilities not recorded at fair value through profit and loss), that are directly attributable to the issue of financial liability. All financial liabilities are subsequently measured at amortised cost using effective interest method. Under the effective interest

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

method, future cash outflow are exactly discounted to the initial recognition value using the effective interest rate, over the expected life of the financial liability, or, where appropriate, a shorter period. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit and loss.

ii) **Derecognition**

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

iii) **Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per payment terms.

iv) **Derivatives and hedging activities**

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Resulting gains/(losses) are recorded in statement of profit and loss under other income/other expenses. Derivatives are classified as a current asset or liability when expected to be realised/settled within 12 months of the balance sheet date.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

NOTE : 3A Critical estimates and judgments

In the application of the company's accounting policies, which are described in note 2, the management is required to make judgment, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other process. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future period if the revision affects both current and future period.

The following are the critical estimates and judgments that have the significant effect on the amounts recognised in the financial statements.

Critical estimates and judgments

i) **Estimation of current tax expense and deferred tax**

The calculation of the company's tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax in the period in which such determination is made.

Recognition of deferred tax assets / liabilities

The recognition of deferred tax assets is based upon whether it is probable that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the approved budgets of the company. Where the temporary differences are related to losses, local tax law is considered to determine the availability of the losses to offset against the future taxable profits as well as whether there is convincing evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the company. Significant items on which the Company has exercised accounting judgment include recognition of deferred tax assets in respect of losses. The amounts recognised in the financial statements in respect of each matter are derived from the Company's best estimation and judgment as described above.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

ii) **Estimation of Provisions and Contingent Liabilities**

The company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities, which is related to pending litigation or other outstanding claims. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement.

Because of the inherent uncertainty in this evaluation process, actual liability may be different from the originally estimated as provision. Although there can be no assurance of the final outcome of the legal proceedings in which the company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

iii) **Estimation of useful life of Property, Plant and Equipment, Intangible assets, Investment properties**

Property, Plant and Equipment, Intangible assets, Investment properties represent a significant proportion of the asset base of the company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The useful lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

iv) **Estimation of provision for inventory**

The company writes down inventories to net realisable value based on an estimate of the realisability of inventories. Write downs on inventories are recorded where events or changes in circumstances indicate that the balances may not realised. The identification of write-downs requires the use of estimates of net selling prices of the down-graded inventories. Where the expectation is different from the original estimate, such difference will impact the carrying value of inventories and write-downs of inventories in the periods in which such estimate has been changed.

v) **Estimation of defined benefit obligation**

The present value of the defined benefit obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for post employments plans include the discount rate. Any changes in these assumptions will impact the carrying amount of such obligations.

The company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the defined benefit obligations. In determining the appropriate discount rate, the company considers the interest rates of government bonds of maturity approximating the terms of the related plan liability.

vi) **Estimated fair value of Financial Instruments**

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Management uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

vii) **Impairment of Trade Receivable**

The impairment provisions for trade receivable are based on assumptions about risk of default and expected loss rates. The company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3 B **New accounting standards/amendments to existing standards issued but not yet effective**

The Company applied Ind AS 116 Leases for the first time. The nature and effect of the changes as a result of adoption of this new accounting standard is described below:

The Company adopted Ind AS 116 using modified retrospective approach for transitioning by recognising right of use asset and an equal amount of lease liability on 1 April, 2019. Further, the application of Ind AS 116 did not have any significant impact on the financial statements for the year ended 31 March, 2020.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 4. PROPERTY PLANT & EQUIPMENT COMPRISE OF OWNED AND LEASED ASSETS THAT DO NOT MEET THE DEFINATION OF INVESTMENT PROPERTY F.Y. : 2019-2020.

(Rs. In Lakhs)

| PARTICULARS | <u>GROSS CARRYING AMOUNT</u> | | | <u>ACCUMULATED DEPRECIATION</u> | | | | <u>NET CARRYING AMOUNT</u> | |
|--------------------------------|------------------------------|---------------|----------------------------|---------------------------------|---------------------|------------------------------|----------------------------|----------------------------|---------------------|
| | As At 01.04.2019 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2020 | As At 01.04.2019 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | As At 31.03.2020 | AS AT 31.03.2020 |
| FREEHOLD LAND | 24.13 | - | - | 24.13 | - | - | - | - | 24.13 |
| FACTORY BUILDING | 459.17 | 0.49 | 0.05 | 459.61 | 217.00 | 11.08 | 0.05 | 228.02 | 231.59 |
| PLANT & MACHINERY | 2,028.14 | 48.55 | - | 2,076.70 | 1,315.15 | 135.16 | - | 1,450.32 | 626.38 |
| ELECT. FITTINGS | 56.48 | - | - | 56.48 | 49.28 | 2.94 | - | 52.22 | 4.25 |
| FURNITURE & FIXTURE | 37.25 | 2.74 | - | 39.99 | 30.24 | 1.11 | - | 31.35 | 8.63 |
| VEHICLE | 106.81 | - | - | 106.81 | 69.26 | 7.51 | - | 76.78 | 30.03 |
| GENERATOR | 24.32 | - | - | 24.32 | 20.83 | 0.50 | - | 21.33 | 3.00 |
| HEATING MODULE | 1.21 | - | - | 1.21 | 1.13 | 0.00 | - | 1.13 | 0.08 |
| AIR CONDITIONER | 24.47 | - | - | 24.47 | 20.83 | 0.97 | - | 21.80 | 2.67 |
| OFFICE EQUIPMENT | 42.02 | 0.42 | - | 42.44 | 23.30 | 5.28 | - | 28.57 | 13.87 |
| COMPUTER | 87.16 | 4.93 | 56.20 | 35.89 | 77.70 | 7.16 | 56.20 | 28.66 | 7.22 |
| LEASE HOLD IMPROVEMENT | 19.21 | - | - | 19.21 | 19.21 | - | - | 19.21 | - |
| LAB EQUIPMENT | 8.75 | 3.41 | - | 12.16 | 2.50 | 0.95 | - | 3.45 | 8.71 |
| TOTAL - A | 2,919.13 | 60.54 | 56.25 | 2,923.41 | 1,846.43 | 172.67 | 56.25 | 1,962.85 | 960.56 |
| RIGH T TO USE (LEASE) | | | | | | | | | |
| FACTORY BUILDING | - | 79.63 | - | 79.63 | - | 39.82 | - | 39.82 | 39.81 |
| TOTAL - B | - | 79.63 | - | 79.63 | - | 39.82 | - | 39.82 | 39.81 |
| G. TOTAL (A + B) | 2,919.13 | 140.17 | 56.25 | 3,003.05 | 1,846.43 | 212.49 | 56.25 | 2,002.67 | 1,000.38 |

NOTE 4. PROPERTY PLANT & EQUIPMENT COMPRISE OF OWNED AND LEASED ASSETS THAT DO NOT MEET THE DEFINATION OF INVESTMENT PROPERTY F.Y. : 2018-2019.

| PARTICULARS | <u>GROSS CARRYING AMOUNT</u> | | | <u>ACCUMULATED DEPRECIATION</u> | | | | <u>NET CARRYING AMOUNT</u> | |
|------------------------|------------------------------|---------------|----------------------------|---------------------------------|---------------------|------------------------------|----------------------------|----------------------------|---------------------|
| | As At 01.04.2018 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2019 | As At 01.04.2018 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | As At 31.03.2019 | As At 31.03.2019 |
| FREEHOLD LAND | 24.13 | - | - | 24.13 | - | - | - | - | 24.13 |
| FACTORY BUILDING | 445.95 | 13.22 | - | 459.17 | 206.03 | 10.97 | - | 217.00 | 242.18 |
| PLANT & MACHINERY | 2,067.84 | 71.69 | 111.38 | 2,028.14 | 1,291.94 | 134.60 | 111.38 | ,315.15 | 712.99 1 |
| ELECT. FITTINGS | 57.85 | 0.69 | 2.06 | 56.48 | 48.05 | 3.29 | 2.06 | 49.28 | 7.19 |
| FURNITURE & FIXTURE | 36.70 | 0.55 | - | 37.25 | 28.84 | 1.40 | - | 30.24 | 7.01 |
| VEHICLE | 106.81 | - | - | 106.81 | 62.43 | 6.84 | - | 69.26 | 37.54 |
| GENERATOR | 24.45 | - | 0.13 | 24.32 | 20.46 | 0.50 | 0.13 | 20.83 | 3.50 |
| HEATING MODULE | 1.21 | - | - | 1.21 | 1.11 | 0.02 | - | 1.13 | 0.08 |
| AIR CONDITIONER | 23.54 | 0.93 | - | 24.47 | 19.70 | 1.13 | - | 20.83 | 3.64 |
| OFFICE EQUIPMENT | 34.57 | 8.40 | 0.95 | 42.02 | 18.75 | 5.49 | 0.95 | 23.30 | 18.73 |
| COMPUTER | 83.61 | 3.55 | - | 87.16 | 71.28 | 6.42 | - | 77.70 | 9.46 |
| LEASE HOLD IMPROVEMENT | 19.21 | - | - | 19.21 | 19.21 | - | - | 19.21 | - |
| LAB EQUIPMENT | 5.44 | 3.31 | - | 8.75 | 1.78 | 0.72 | - | 2.50 | 6.25 |
| TOTAL | 2,931.29 | 102.35 | 114.52 | 2,919.13 | 1,789.57 | 171.37 | 114.52 | 1,846.43 | 1,072.70 |

NOTES :

1. Refer Note 35-A for disclosure of contractual commitments for the acquisition of property, plant and equipment.
2. The information on property, plant and equipment pledged as security by the company (Refer note 35-B)


NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
NOTE 5. OTHER INTANGIBLE ASSETS F. Y. : 2019-2020

| PARTICULARS | GROSS CARRYING AMOUNT | | | ACCUMULATED DEPRECIATION | | | NET CARRYING AMOUNT | | |
|------------------------|-----------------------|-----------|----------------------------|--------------------------|---------------------|------------------------------|----------------------------|---------------------|---------------------|
| | As At 01.04.2019 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2020 | As At 01.04.2019 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2020 | As At 31.03.2020 |
| COMPUTER (SOFTWARE) | 11.22 | - | - | 11.22 | 10.66 | 0.35 | - | 11.01 | 0.21 |
| PATENT APPLICATION | 0.43 | - | - | 0.43 | 0.08 | 0.08 | - | 0.16 | 0.27 |
| TOTAL | 11.65 | - | - | 11.65 | 10.74 | 0.43 | - | 11.17 | 0.48 |

NOTE 5. OTHER INTANGIBLE ASSETS F. Y. : 2018-2019

| PARTICULARS | GROSS CARRYING AMOUNT | | | ACCUMULATED DEPRECIATION | | | NET CARRYING AMOUNT | | |
|------------------------|-----------------------|-----------|----------------------------|--------------------------|---------------------|------------------------------|----------------------------|---------------------|---------------------|
| | As At 01.04.2018 | ADDITIONS | DISPOSALS / ADJUSTMENTS | As At 31.03.2019 | As At 01.04.2018 | FOR THE YEAR DEPRECIATION | DISPOSALS / ADJUSTMENTS | AS AT 31.03.2020 | As At 31.03.2020 |
| COMPUTER (SOFTWARE) | 11.22 | - | - | 11.22 | 10.30 | 0.35 | - | 10.65 | 0.57 |
| PATENT APPLICATION | 0.43 | - | - | 0.43 | - | 0.08 | - | 0.08 | 0.35 |
| TOTAL | 11.65 | - | - | 11.65 | 10.30 | 0.43 | - | 10.73 | 0.92 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 6. NON CURRENT INVESTMENTS.

(Rs. In Lakhs)

| NO. OF UNITS MARCH 2020 | NO. OF UNITS MARCH 2019 | PARTICULARS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------|-------------------------|--|-----------------------|-----------------------|
| | | 6.1 TRADE INVESTMENTS | | |
| | | <u>(I) INVESTMENT IN EQUITY SHARES OF SUBSIDIARY (UNQUOTED): (AT COST)</u> | | |
| REFER NOTE 6.2 BELOW | | PREMCO GLOBAL VIETNAM COMPANY LTD. | 563.53 | 563.53 |
| | | 6.2 NON TRADE INVESTMENTS | | |
| | | <u>(I) INVESTMENT IN EQUITY SHARES (UNQUOTED) : (AT COST)</u> | | |
| 2,417 | 2,417 | EQUITY SHARES OF S.V.C.BANK OF FACE VALUE RS.25/- EACH FULLY PAID | 0.61 | 0.61 |
| 5,000 | 5,000 | EQUITY SHARES OF NEW IND CO-OP. BANK LTD. OF FACE VALUE RS.10/- EACH, FULLY PAID | 0.50 | 0.50 |
| | | <u>(II) INVESTMENT IN MUTUAL FUNDS (QUOTED) : (AT FVTPL)</u> | | |
| 1,495.59 | 1,255.88 | UNITS OF MF HDFC TOP 100 FUND DIRECT PLAN GROWTH OPTION | 5.41 | 6.58 |
| 1,803.76 | - | UNITS OF MF HDFC BALANCED ADVNATAGE FUND-DIRECT PLAN GROWTH | 2.84 | - |
| 4,70,490.82 | - | UNITS OF MF HDFC SHORT TERM DEBT FUND - DIRECT GROWTH | 107.69 | - |
| 3,94,068.46 | 2,78,888.68 | UNITS OF MF ICICI PRUDENTIAL BANKING AND PSU DEBT FUND GROWTH | 91.28 | 59.19 |
| 8,553.09 | 8,421.61 | UNITS OF MF ICICI PRUDENTIAL VALUE DISCOVERY FUND DIRECT | 9.66 | 13.08 |
| - | 80,129.23 | UNITS OF MF ICICI PRUDENTIAL SHORT TERM REGULAR | - | 30.96 |
| - | 2,36,850.08 | UNITS OF MF ICICI PRUDENTIAL BOND FUND GROWTH | - | 61.00 |
| 2,72,374.18 | 2,72,374.18 | UNITS OF MF ICICI PRUDENTIAL CREDIT RISK FUND GROWTH | 59.24 | 54.12 |
| 2,70,908.74 | 2,70,908.74 | UNITS OF MF ICICI PRUDENTIAL CREDIT RISK FUND GROWTH | 58.92 | 53.83 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ICICI PRUDENTIAL FMP SERIES 82 | 28.82 | 26.67 |
| 1,42,072.90 | 1,42,072.90 | UNITS OF MF ICICI PRUDENTIAL ULTRA SHORT TERM FUND GROWTH | 28.93 | 26.82 |
| 2,02,456.08 | - | UNITS OF MF ICICI PRUDENTIAL EQUITY ARBITRAGE FUND - GROWTH | 52.46 | - |
| 2,07,363.05 | - | UNITS OF MF ICICI PRUDENTIAL ALL SEASONS BOND - GROWTH | 53.18 | - |
| 5,818.12 | 5,690.33 | UNITS OF MF BIRLA SUN LIFE EQUITY FUND GROWTH DIRECT PLAN | 10.24 | 13.67 |
| - | 1,88,431.79 | UNITS OF MF BIRLA SUN LIFE SHORT TERM OPPORTUNITY FUND GROWTH DIRECT PLAN | - | 60.42 |
| - | 26,189.55 | UNITS OF MF BIRLA SUN LIFE BANKING & PSU DEBT FUND - GROWTH-DIRECT PLAN | - | 63.38 |
| 5,00,000.00 | 5,00,000.00 | UNITS OF MF ABSL FTP SERIES PH-DIRECT GROWTH | 59.14 | 54.20 |
| 5,372.53 | 5,372.53 | UNITS OF MF BIRLA SUN LIFE EQUITY ADVANTAGE FUND GROWTH DIRECT PLAN | 17.12 | 22.89 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES RA -DIRECT GROWTH | 28.89 | 26.52 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES RD -DIRECT GROWTH | 29.09 | 26.54 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF ABSL FTP SERIES PT-DIRECT GROWTH | 29.45 | 27.10 |
| 1,36,318.09 | - | UNITS OF MF ABSL CORPORATE BOND FUND DIRECT GROWTH | 107.53 | - |
| 40,643.96 | - | UNITS OF MF ABSL FLOATING RATE FUND GROWTH | 102.54 | - |
| - | 1,70,571.61 | UNITS OF MF RELIANCE SHORT TERM FUND DIRECT GROWTH | - | 61.53 |
| 5,542.46 | 5,071.02 | UNITS OF MF NIPPON INDIA SMALL CAP FUND DIRECT GROWTH | 1.62 | 2.17 |



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NO. OF UNITS MARCH 2020 | NO. OF UNITS MARCH 2019 | PARTICULARS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------|-------------------------|---|-----------------------|-----------------------|
| - | 42,889.22 | UNITS OF MF RELIANCE EQUITY HYBRID FUND DIRECT GROWTH | - | 25.36 |
| 5,00,000.00 | 5,00,000.00 | UNITS OF MF NIPPON INDIA FIXED HORIZON FUND XXXVII SERIES 06 DIRECT GROWTH PLAN | 60.31 | 54.77 |
| - | 0.72 | UNITS OF MF RELIANCE LIQUED FUND DIRECT GROWTH PLAN | - | 0.03 |
| 2,50,000.00 | 2,50,000.00 | UNITS OF MF NIPPON INDIA FIXED HORIZON FUND XXXVII SERIES 05 DIRECT GROWTH PLAN | 29.52 | 27.06 |
| 93,835.39 | - | UNITS OF MF KOTAK EQUITY ARBITRAGE FUND GROWTH | 26.32 | - |
| 1,12,222.04 | - | UNITS OF MF KOTAK EQUITY ARBITRAGE FUND FORTNIGHT REGULAR DIVIDEND | 25.91 | - |
| 148.61 | - | UNITS OF MF KOTAK OPTIMUS MODERATE SCHEME | 131.83 | - |
| 6,09,898.03 | - | UNITS OF MF IDFC BANKING & PSU DEBT FUND | 108.21 | - |
| 4,03,942.00 | - | UNITS OF MF IDFC ARBITRAGE FUND REGULAR PLAN DIVIDEND | 51.40 | - |
| 3,090.61 | - | UNITS OF MF TATA MONEY MARKET FUND GROWTH | 107.13 | - |
| 4,90,499.03 | - | UNITS OF MF TATA ULTRA SHORT TEM FUND GROWTH | 53.41 | - |
| - | 2,53,923.11 | UNITS OF MF L & T CREDIT RISK FUND | - | 53.55 |
| 4,38,618.63 | - | UNITS OF MF L & T BANKING AND PSU DEBT FUND - DIRECT PLAN - GROWTH | 81.43 | - |
| 2,06,514.37 | - | UNITS OF MF L & T TRIPLE ACE BOND FUND REGULAR PLAN | 109.07 | - |
| 1,43,218.87 | - | UNITS OF MF L & T BANKING AND PSU DEBT FUND - GROWTH | 25.76 | - |
| 2,030.63 | - | UNITS OF MF SBI MAGNUM LOW DURATION FUND GROWTH | 52.85 | - |
| 2,00,082.43 | - | UNITS OF MF SBI ARBITRAGE OPPORTUNITIES FUND GROWTH | 51.09 | - |
| - | 10,000.00 | UNITS OF MF EDELWEISS ALPHA FUND-SCHEME I | - | 104.39 |
| 4,283.16 | 2,874.31 | UNITS OF MF AXIS BANKING & PSU DEBT FUND. | 81.87 | 50.23 |
| 11,554.49 | - | UNITS OF MF AXIS BLUE CHIP FUND DIRECT GROWTH | 3.27 | - |
| | | <u>(III) INVESTMENT UNDER PORTFOLIO MANAGE FUNDS (QUOTED) : (AT FVTPL)</u> | | |
| - | - | AVENDUS ENHANCED RETURN FUND | 79.69 | 102.15 |
| - | - | AVENDUS ABSOLUTE RETURN FUND | 150.38 | - |
| | | <u>(IV) INVESTMENT IN DEBENTURES (QUOTED) : (AT FVTPL)</u> | | |
| 10.00 | 10.00 | KOTAK MAHINDRA PRIME LTD | 100.00 | 100.00 |
| | | NIFTY 50 INDEX LINKED SECURED NON CONVERTIBLE DEBENTURES OF FACE VALUE | - | - |
| | | RS. 10,00,000/- EACH FULLY PAID UP | - | - |
| 2,500.00 | - | L & T FINANCE LIMITED | 25.00 | - |
| | | FIXED INTEREST BONDS OF FACE VALUE RS. 1000/- EACH FULLY PAID UP | | |
| | | TOTAL INVESTMENTS | 2,803.14 | 1,772.86 |

Notes :

- 6.1) a) Aggregate amount of Unquoted Investments. 564.65 564.65
b) Aggregate amount of Quoted Investments & market value thereof 2,238.49 1,208.21
- 6.2) The Company has completed an expansion project in two phases by setting up a manufacturing unit at Vietnam by incorporating a foreign subsidiary with a chartered capital of USD 10,00,000 in which the Company shall hold 85%. The Company has remitted an amount of USD 8,50,000 (Rs. 563.53 Lakhs) towards chartered capital till the year ended March 2020.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

| NOTE 7 : LOANS | (Rs. In Lakhs) | |
|--|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) LOANS GIVEN TO STAFF | 1.70 | 2.22 |
| TOTAL | 1.70 | 2.22 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) LOANS TO SUBSIDIARY - PREMCO GLOBAL VIETNAM CO LTD. | - | 1,677.40 |
| b) LOANS GIVEN TO STAFF | 13.66 | 11.81 |
| c) LOANS GIVEN TO OTHERS | 5.00 | - |
| TOTAL | 18.66 | 1,689.21 |

| NOTE 8 : OTHER FINANCIAL ASSETS | (Rs. In Lakhs) | |
|---|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) SECURITY AND OTHER DEPOSITS -WITH RELATED PARTIES | 32.00 | 32.00 |
| -WITH OTHERS | 37.94 | 31.63 |
| TOTAL | 69.94 | 63.63 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| a) INTEREST ACCRUED BUT NOT DUE ON MARGIN MONEY & F.D. | 47.46 | 0.40 |
| b) INTEREST ACCRUED BUT NOT DUE ON LOAN TO SUBSIDIARY | - | 32.55 |
| c) INTEREST RECEIVABLE OTHERS | 0.10 | - |
| d) FOREIGN EXCHANGE FORWARD CONTRACT (HEDGE) | - | 99.72 |
| TOTAL | 47.57 | 132.67 |

| NOTE 9 : OTHER ASSETS | (Rs. In Lakhs) | |
|--|--------------------------|--------------------------|
| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| CAPITAL ADVANCE | 6.29 | - |
| PREPAID EXPENSES | 0.71 | 2.64 |
| GRATUITY FUNDED - ASSETS (NET) | 11.81 | 18.28 |
| TOTAL | 18.81 | 20.92 |
| B) CURRENT (UNSECURED, CONSIDERED GOOD) | | |
| ADVANCE TO SUPPLIERS | 9.82 | 6.68 |
| ADVANCE TO STAFF (INCLUDING RS.24.54 Lakhs (P.Y. 0.32 Lakhs) TO DIRECTORS) | 29.00 | 7.20 |
| PREPAID EXPENSES | 13.18 | 12.73 |
| DUTY DRAWBACK RECEIVABLE | 3.21 | 1.51 |
| CLAIMS RECEIVABLES | 548.90 | 402.58 |
| (UNSECURED, CONSIDERED DOUBTFUL) | - | - |
| a) ADVANCE TO SUPPLIERS | 2.51 | 2.51 |
| LESS : PROVISION FOR DOUBTFUL ADVANCES | (2.51) | (2.51) |
| TOTAL | 604.11 | 430.70 |


NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
ALLOWANCE FOR DOUBT FULL DEBTS

1. THE COMPANY HAS PROVIDED ALLOWANCES FOR DOUBTFUL DEBTS BASED ON LIFE TIME EXPECTED CREDIT LOSS MODEL USING PROVISION MATRIX

2. MOVEMENT IN ALLOWANCE FOR DOUBTFUL DEBT :

| | | |
|---|-------------|-------------|
| BALANCE AT THE BEGINNING OF THE YEAR | 2.51 | 6.04 |
| ADD : ALLOWANCE FOR THE YEAR | - | - |
| LESS : W/OFF OF BAD DEBTS (NET OF RECOVERY) | - | 3.53 |
| BALANCE AT THE END OF THE YEAR | 2.51 | 2.51 |

(Rs. In Lakhs)

| NOTE 10. INVENTORY | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---------------------------|----------------------------------|----------------------------------|
| - RAW MATERIAL | 438.77 | 399.14 |
| - WORK IN PROGRESS | 78.64 | 81.54 |
| - SEMI-FINISHED GOODS | 12.35 | 18.27 |
| - FINISHED GOODS | 419.79 | 411.29 |
| - SPARE PARTS | 51.75 | 50.24 |
| TOTAL | 1,001.30 | 960.48 |

(Rs. In Lakhs)

| NOTE 11. TRADE RECEIVABLES | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|----------------------------------|----------------------------------|
| (UNSECURED, CONSIDERED GOOD) | | |
| (a) RECEIVABLES FROM SUBSIDIARY (PREMCO GLOBAL VIETNAM CO LTD) | 182.29 | 407.86 |
| (b) RECEIVABLES FROM OTHERS | 657.16 | 831.38 |
| (UNSECURED, CONSIDERED DOUBTFUL) | 7.11 | 2.06 |
| LESS : ALLOWANCE FOR DOUBT FULL DEBTS | (7.11) | (2.06) |
| TOTAL | 839.46 | 1,239.24 |

ALLOWANCE FOR DOUBT FULL DEBTS

1. THE COMPANY HAS PROVIDED ALLOWANCES FOR DOUBTFUL DEBTS BASED ON LIFE TIME EXPECTED CREDIT LOSS MODEL USING PROVISION MATRIX

2. MOVEMENT IN ALLOWANCE FOR DOUBTFUL DEBT :

| | | |
|---|-------------|-------------|
| BALANCE AT THE BEGINNING OF THE YEAR | 2.06 | 2.42 |
| ADD : ALLOWANCE FOR THE YEAR | 5.05 | - |
| LESS : W/OFF OF BAD DEBTS (NET OF RECOVERY) | - | (0.36) |
| BALANCE AT THE END OF THE YEAR | 7.11 | 2.06 |

(Rs. In Lakhs)

| NOTE 12. CASH & CASH EQUIVALENTS | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|----------------------------------|----------------------------------|
| (a) CASH & CASH EQUIVALENTS | | |
| (i) CASH IN HAND | 5.09 | 2.60 |
| (ii) BALANCES WITH BANKS | | |
| -CURRENT ACCOUNTS IN RUPEESS | 98.51 | 24.30 |
| -IN FOREIGN CURRENCY | 91.59 | 26.48 |
| -IN TEMPORARY TERM DEPOSITS | 1,124.00 | 150.00 |
| TOTAL | 1,319.19 | 203.37 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 13. BANK BALANCE OTHER THAN ABOVE | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| (i) BALANCES WITH BANKS -IN UNPAID DIVIDEND A/C | 26.83 | 26.83 |
| (ii) OTHER BANK BALANCES -HELD AS MARGIN MONEY (Under lien with bank as security for gurantee facility) | 31.35 | 31.35 |
| TOTAL | 58.18 | 58.18 |

(Rs. In Lakhs)

| NOTE 14. CURRENT TAX ASSETS (NET) | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-----------------------------------|--------------------------|--------------------------|
| ADVANCE & PREPAID TAXES (NET) | 58.00 | 87.46 |
| TOTAL | 58.00 | 87.46 |

(Rs. In Lakhs)

| NOTE 15 : EQUITY SHARE CAPITAL : | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|--------------------------|--------------------------|
| AUTHORISED : 6000000 (P.Y. 6000000) EQUITY SHARES OF RS. 10 EACH | 600.00 | 600.00 |
| ISSUED : 3304800 (P.Y.3304800) EQUITY SHARES OF RS.10 EACH | 330.48 | 330.48 |
| SUBSCRIBED & PAID UP : 3304800 (P.Y.3304800) EQUITY SHARES OF RS.10 EACH | 330.48 | 330.48 |
| TOTAL | 330.48 | 330.48 |

15.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as follows.

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|------------------------|------------------------|
| Equity Shares at the beginning of the year (in no's) | 33,04,800 | 33,04,800 |
| Less: Equity Shares Forfieted during the year (in no's) | - | - |
| Equity Shares at the end of the year (in no's) | 33,04,800 | 33,04,800 |

15.2 Terms/Rights Attached to Shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each share holder of fully paid equity shares is entitled to one vote per share. The company declares and pays dividends to the share holders of fully paid equity shares in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.


NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
15.3 Details of Share holders holding more than 5 % of Shares

| Name of Shareholder | As at 31 March 2020 | | As at 31 March 2019 | |
|---------------------|-------------------------------|--------------|-------------------------------|--------------|
| | No. of Shares held (in no's) | % of Holding | No. of Shares held (in no's) | % of Holding |
| ASHOK B HARJANI | 9,64,817 | 29.19 | 9,64,817 | 29.19 |
| LOKESH PREM HARJANI | 4,35,921 | 13.19 | 4,35,921 | 13.19 |
| SURESH HARJANI | 4,26,966 | 12.92 | 4,26,966 | 12.92 |
| PREM HARJANI | 2,28,348 | 6.91 | 2,28,348 | 6.91 |

15.4 There are no Bonus Shares /Buyback/Shares for consideration other than cash issued during past five years

(Rs. In Lakhs)

| NOTE 16. OTHER EQUITY : | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|---|--------------------------|--------------------------|
| SECURITIES PREMIUM RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 459.92 | 459.92 |
| ADD: ADDITION DURING THE YEAR | - | - |
| Less: Share Issue Expenses | - | - |
| | 459.92 | 459.92 |
| CAPITAL RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 3.00 | 3.00 |
| ADD: ON FORFEITURE | - | - |
| | 3.00 | 3.00 |
| CAPITAL SUBSIDY RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 22.78 | 22.78 |
| ADD: ADDITION DURING THE YEAR | - | - |
| | 22.78 | 22.78 |
| GENERAL RESERVE | | |
| BALANCE AS PER LAST BALANCE SHEET | 1,759.59 | 1,758.00 |
| ADD: TRANSFERRED FROM STATEMENT OF PROFIT & LOSS | - | 1.59 |
| | 1,759.59 | 1,759.59 |
| SURPLUS AS PER STATEMENT OF PROFIT AND LOSS | | |
| OPENING BALANCE AS PER LAST BALANCE SHEET | 4,160.34 | 4,067.08 |
| ADD : PROFIT FOR THE YEAR | (173.40) | 15.87 |
| ADD : OCI FOR THE YEAR | (87.56) | 79.17 |
| ADD : REVERSAL OF PROPOSED DIVIDEND (Refer note 19.1) | - | 99.14 |
| ADD : REVERSAL OF TAX ON PROPOSED DIVIDEND (Refer note 19.1) | - | 20.19 |
| LESS: APPROPRIATIONS | - | - |
| TRANSFERRED TO GENERAL RESERVE | - | 1.59 |
| DIVIDEND PAID | 66.10 | 99.14 |
| TAX ON DIVIDEND PAID | 13.59 | 20.38 |
| | 3,819.69 | 4,160.34 |
| TOTAL | 6,064.98 | 6,405.62 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NATURE AND PURPOSE OF EACH RESERVE

Security Premium Reserve - Security premium reserve is used to record the premium on issue of shares. This reserve is utilised in accordance with the provision of the Companies Act 2013.

Capital Reserve - This reserve was created in the financial year 2015-16. Capital reserves are created out of forfeiture of shares and are usually utilised for issue of Bonus shares.

Capital Subsidy Reserve - This reserve was created in financial year 1994-95 of Rs. 6.38 Lakhs & in financial year 2004-05 of Rs. 16.41 Lakhs and created out of capital subsidy received by the company.

The reserve is to be usually created for use of Bonus shares or to adjust capital losses.

General Reserve - General Reserve is a free reserve and is available for distribution as dividend, issue of bonus shares, buyback of the companies securities. It was created by transfer of amounts out of distributable profits, from time to time.

NOTE: FINANCIAL LIABILITY

(Rs. In Lakhs)

| NOTE 17. BORROWING | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------------|-----------------------------|-----------------------------|
| A) NON CURRENT | | |
| SECURED | | |
| TERM LOANS | | |
| <u>FROM BANKS</u> | | |
| (a)HDFC BANK LTD | 68.35 | 145.87 |
| CAR LOANS | | |
| <u>FROM BANKS</u> | | |
| (b)HDFC BANK LTD | 4.24 | 8.50 |
| <u>FROM OTHERS</u> | | |
| (c) KOTAK MAHINDRA PRIME LTD. | 5.05 | 8.50 |
| TOTAL | 77.64 | 162.87 |

17.1 CURRENT MATURITIES

| | | |
|-------------------------------|--------------|--------|
| SECURED | | |
| TERM LOANS | | |
| <u>FROM BANKS</u> | | |
| (a)HDFC BANK LTD | 77.36 | 97.71 |
| CAR LOANS | | |
| <u>FROM BANKS</u> | | |
| (b)HDFC BANK LTD | 4.26 | 3.92 |
| <u>FROM OTHERS</u> | | |
| (c) KOTAK MAHINDRA PRIME LTD. | 3.44 | 3.17 |
| TOTAL | 85.07 | 104.81 |

The Long Term Portion of Term Loans are shown under long term Borrowings and the current maturities of long term borrowings are shown under the current liabilities in Note 18B.

17.2 DETAILS OF SECURITY AND TERMS OF REPAYMENT

(a)HDFC BANK - Term Loans referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

There are 4 different Loans and their respective details are as under

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|--------------------------------------|---|---|
| 2.58 | 10.25 % p.a. Linked with 1 year MCLR | 1.80 | 2 |
| 30.75 | 10.25 % p.a. Linked with 1 year MCLR | 3.68 | 9 |
| 42.04 | 10.25 % p.a. Linked with 1 year MCLR | 2.33 | 20 |
| 71.82 | 10.25 % p.a. Linked with 1 year MCLR | 2.21 | 39 |

(b) HDFC BANK LTD

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

The details of Loan is as under

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|---------------|---|---|
| 8.50 | 8.40% | 0.40 | 23 |

(c) KOTAK MAHINDRA PRIME LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are different Loans and their respective details are as under

| Principal Amount Payable | Interest Rate | Monthly Installment Amount Payable (Principal + Interest) | No. of Installment outstanding equal monthly installments |
|--------------------------|---------------|---|---|
| 8.50 | 8.21% | 0.33 | 28 |

B) CURRENT

(Rs. In Lakhs)

| | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|-------------------------------|--------------------------|--------------------------|
| SECURED | | |
| FROM BANKS | | |
| WORKING CAPITAL LOANS | | |
| CASH CREDIT FROM BANK | - | 0.35 |
| UNSECURED LOAN FROM DIRECTORS | 490.30 | - |
| TOTAL | 490.30 | 0.35 |

Working capital referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at Plot no. 41, Survey no. 35 (PT) Diwan & sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey no. 202/2, Old check post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani.

(Rs. In Lakhs)

| NOTE 18. OTHER FINANCIAL LIABILITY | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|------------------------------------|--------------------------|--------------------------|
| A) NON CURRENT | | |
| DUES TO EMPLOYEE | 108.31 | 101.73 |
| TOTAL | 108.31 | 101.73 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

| (Rs. In Lakhs) | | |
|---|--------------------------|--------------------------|
| NOTE 18. OTHER FINANCIAL LIABILITY | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| B) CURRENT | | |
| (a) CURRENT MATURITIES OF LONG TERM BORROWING (REFER NOTE 17.1) | 85.07 | 104.81 |
| (b) INTEREST ACCRUED BUT NOT DUE | 1.05 | 1.80 |
| (c) INTEREST ACCRUED AND DUE | 4.26 | - |
| (d) UNPAID DIVIDENDS* | 26.84 | 26.83 |
| (e) MARK TO MARKET OF DERIVATIVE FINANCIAL INSTRUMENTS | 10.93 | - |
| (f) PAYABLE TO EMPLOYEE | 50.12 | 75.08 |
| (g) SECURITY/TRADE DEPOSITS RECEIVED | 0.05 | 0.05 |
| (h) LEASE LIABILITIES ** | 38.67 | - |
| (i) OTHERS (FOR EXPENSES) | 2.31 | 3.80 |
| TOTAL | 219.28 | 212.37 |

*There is no amount due and outstanding as on 31st March 2020 to be credited to Investor Education and Protection Fund. The unpaid dividend for the financial year 2011-12 of Rs. 2.14 Lakhs which has been paid to Investor Protection Reserve Fund on 08.11.2019.

**Lease liabilities comprises of liabilities on account of long term leases & current portion pursuant to adoption of Ind as-116-leases (refer note no. 42)

| (Rs. In Lakhs) | | |
|-----------------------------------|--------------------------|--------------------------|
| NOTE 19. PROVISION | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| A) NON CURRENT | | |
| PROVISION FOR EMPLOYEE BENEFITS : | | |
| LEAVE ENCASHMENT SALARY PAYABLE | 36.94 | 26.95 |
| TOTAL | 36.94 | 26.95 |
| B) CURRENT | | |
| PROVISION FOR EMPLOYEE BENEFITS : | | |
| LEAVE ENCASHMENT SALARY PAYABLE | 14.56 | 10.94 |
| OUTSTANDING EXPENSES | 28.27 | 32.51 |
| TOTAL | 42.83 | 43.45 |

19.1 The board of Directors had recomonded a final dividend @ Rs. 2.00/- per equity share of Rs. 10/- each on 33,04,800 equity shares agreegating to Rs. 66,09,600/- for the year ended 31.03.2020 subject to approval for the members in the Annual General Meeting. The Copmany had paid the dividend of Rs. 66,09,600/- along with divident distrubution tax of Rs. 13,58,849/- in the current financial year after the aproval in the AGM which has been reflected in note no 16.

| (Rs. In Lakhs) | | |
|---|-----------------------------|-----------------------------|
| NOTE 20. DEFERRED TAX LIABILITY / (ASSET) (NET) | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
| (a) DEFERED TAX LIABILTY: | | |
| RELATED TO FIXED ASSET | 51.27 | 64.45 |
| DUE TO FVTPL OF INVESTMENT | 21.73 | 23.28 |
| (b) DEFERED TAX ASSET: | | |
| DISALLOWANCES UNDER THE INCOME TAX ACT 1961 (NET) | (29.73) | 10.65 |
| ON CARRIED FORWARD LOSSES | (49.77) | - |
| TOTAL | (6.50) | 98.37 |



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 21. OTHER LIABILITIES | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|----------------------------|--------------------------|--------------------------|
| A) NON CURRENT | | |
| GOVERNMENT GRANT | | |
| DEFERRED INCOME | 0.26 | 2.13 |
| TOTAL | 0.26 | 2.13 |

Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants as at March 31.

| | | |
|---|--------------|--------------|
| B) CURRENT | | |
| (a) ADVANCES RECEIVED FROM CUSTOMERS | 28.65 | 2.35 |
| (b) <u>OTHERS</u> | | |
| (i) GOVERNMENT GRANTS (DEFERRED INCOME) | 1.87 | 1.87 |
| (ii) STATUTORY LIABILITIES | 67.03 | 60.31 |
| TOTAL | 97.56 | 64.53 |

Note : GOVERNMENT GRANT (Deferred Income)

(Rs. In Lakhs)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|--|-------------------------|-------------------------|
| As at April 1 | 4.01 | 5.88 |
| Received during the year | - | - |
| Released to statement of profit and loss | (1.87) | (1.87) |
| As at March 31 | 2.13 | 4.01 |

(Rs. In Lakhs)

| NOTE 22. TRADE PAYABLES | AS AT 31st MARCH 2020 | AS AT 31st MARCH 2019 |
|--|--------------------------|--------------------------|
| TRADE PAYABLES * | | |
| (a) PAYABLE TO SUBSIDIARY (PREMCO GLOBAL VIETNAM CO LTD) | - | 5.29 |
| (b) PAYABLE TO MICRO SMALL & MEDIUM ENTERPRISE | 3.36 | 2.82 |
| (c) PAYABLE TO OTHERS | 375.48 | 277.60 |
| TOTAL | 378.84 | 285.71 |

*22.1 The Company has received intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence the following disclosures are given wrt. the extent of information as identified with the company :

| Micro, Medium and small enterprises | 2020 | 2019 |
|--|------|------|
| a) dues remaining unpaid at the end of accounting year | | |
| - principal | 3.36 | 2.82 |
| - interest on above | - | - |
| b) Interest paid as per section 16 of MSMED act along with payments beyond the appointed day during the year | | |
| - principal paid beyond the appointed day | - | - |
| - interest paid as above | - | - |
| c) Interest due and payable for delay of amount paid beyond appointed day during the year | - | - |
| d) further interest due and payable in the subsiding year until such date when amount is actually paid | - | - |
| e) amount of interest accrued and remaining unpaid | - | - |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

| | (Rs. In Lakhs) | |
|---------------------------------|--|--|
| NOTE 23. REVENUE FROM OPERATION | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| SALES | 4,483.93 | 4,964.60 |
| OTHER OPERATING REVENUE | 58.43 | 71.72 |
| TOTAL | 4,542.36 | 5,036.33 |

| | (Rs. In Lakhs) | |
|--|--|--|
| NOTE 24. OTHER INCOME | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| INTEREST | 102.56 | 113.62 |
| DIVIDEND | 2.69 | 0.36 |
| NET GAIN ON SALE OF INVESTMENT & RECOGNITION FVTPL | 66.92 | 84.14 |
| FOREIGN EXCHANGE FLUCTUATION | 212.63 | 70.59 |
| PROFIT ON SALE OF PROPERTY, PLANT AND EQUIPMENT | - | 6.00 |
| SALES TAX REFUND RECEIVED | 12.68 | - |
| GOV GRANTS ON PROPERTY, PLANT AND EQUIPMENT * | 1.87 | 1.87 |
| PROVISION FOR DOUBTFUL DEBTS WRITE BACK | - | 0.36 |
| INSURANCE CLAIM RECEIVED | 21.95 | - |
| MISCELLANEOUS INCOME | 6.65 | 10.12 |
| TOTAL | 427.95 | 287.06 |

*Government grants have been received for the purchase of certain items of Property, Plant and Equipment. There are no unfulfilled conditions or contingencies attached to these grants as at March 31, 2020.

| | (Rs. In Lakhs) | |
|--------------------------------------|--|--|
| NOTE 25. COST OF MATERIAL CONSUMED : | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| (A) RAW MATERIAL | | |
| OPENING STOCK | 480.69 | 608.68 |
| ADD: PURCHASES | 2,006.75 | 2,258.90 |
| | 2,487.44 | 2,867.58 |
| LESS : CLOSING STOCK | 517.41 | 480.69 |
| TOTAL (A) | 1,970.03 | 2,386.89 |
| (B) CONSUMPTION OF SPARES | | |
| OPENING STOCK | 50.24 | 46.92 |
| ADD : PURCHASES | 53.30 | 64.61 |
| | 103.55 | 111.53 |
| LESS : CLOSING STOCK | 51.75 | 50.24 |
| TOTAL (B) | 51.80 | 61.29 |
| TOTAL (A + B) | 2,021.83 | 2,448.18 |

| | (Rs. In Lakhs) | |
|-------------------------------------|--|--|
| NOTE 26. PURCHASE OF STOCK-IN-TRADE | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| - YARN | 519.14 | 563.49 |
| TOTAL | 519.14 | 563.49 |



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 27. CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK IN PROGRESS | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|--|------------------------------------|------------------------------------|
| CLOSING STOCK | | |
| - FINISHED GOODS | 419.79 | 411.29 |
| - SEMI FINISHED GOODS | 12.35 | 18.27 |
| TOTAL (A) | 432.14 | 429.56 |
| LESS: OPENING STOCK | | |
| - FINISHED GOODS | 411.29 | 231.35 |
| - SEMI FINISHED GOODS | 18.27 | 33.08 |
| TOTAL (B) | 429.56 | 264.43 |
| INCREASE/(DECREASE) IN STOCK (A - B) | 2.59 | 165.13 |

(Rs. In Lakhs)

| NOTE 28. EMPLOYEE BENEFITS EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|--|------------------------------------|------------------------------------|
| SALARY, WAGES, BONUS & LEAVE SALARY | 952.13 | 835.71 |
| CONTRIBUTION TO PROVIDENT FUND & OTHER FUNDS | 31.50 | 30.43 |
| GRATUITY | 7.38 | 6.74 |
| STAFF RECRUITMENT EXPENSES | 2.07 | 4.10 |
| STAFF WELFARE & OTHER AMENITIES | 25.64 | 28.08 |
| TOTAL | 1,018.72 | 905.07 |

(Rs. In Lakhs)

| NOTE 29. FINANCE COST | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|-----------------------|------------------------------------|------------------------------------|
| INTEREST | 63.14 | 52.83 |
| OTHER BORROWING COST | 58.15 | 26.80 |
| TOTAL | 121.29 | 79.62 |

(Rs. In Lakhs)

| NOTE 30. DEPRECIATION | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|-------------------------------------|------------------------------------|------------------------------------|
| DEPRECIATION & AMORTISATION EXPENSE | 212.92 | 171.81 |
| TOTAL | 212.92 | 171.81 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

| | (Rs. In Lakhs) | |
|--|--|--|
| NOTE 31. OTHER EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| A) MANUFACTURING EXPENSES | | |
| DIESEL EXPENSES | 6.61 | 6.76 |
| GAS EXPENSES | 23.39 | 27.18 |
| ELECTRICITY CHARGES | 153.66 | 153.56 |
| FACTORY EXPENSES | 12.71 | 13.20 |
| REPAIRS AND MAINTENANCE-BUILDING | 6.27 | 1.12 |
| REPAIRS AND MAINTENANCE-PLANT & MACHINERY | 0.23 | 0.63 |
| REPAIRS AND MAINTENANCE-OTHERS | 43.95 | 57.39 |
| LABOUR & PROCESSING CHARGES | 443.47 | 484.10 |
| TESTING CHARGES | 1.46 | 2.25 |
| TOTAL (A) | 691.75 | 746.20 |
| B) SELLING & DISTRIBUTION EXPENSES | | |
| FREIGHT & FORWARDING CHARGES | 165.50 | 168.92 |
| OTHERS | 8.89 | 14.30 |
| TOTAL (B) | 174.39 | 183.22 |
| C) ADMIN EXPENSES | | |
| REPAIRS & MAINTENANCE | 5.35 | 4.57 |
| AUDITORS REMUNERATION AND EXPENSES (REFER NOTE 37) | 4.14 | 4.24 |
| BAD DEBTS | 5.05 | - |
| SPENDING ON CSR ACTIVITIES (REFER NOTE 44) | 17.24 | 29.14 |
| INSURANCE CHARGES | 14.22 | 14.10 |
| LEGAL & PROFESSIONAL CHARGES | 113.64 | 49.64 |
| MISCELLANEOUS EXPENSES | 65.52 | 64.03 |
| CONVEYANCE & TRAVELING | 138.40 | 140.21 |
| RENT | 66.74 | 104.11 |
| RATES & TAXES | 7.52 | 0.63 |
| TOTAL (C) | 437.81 | 410.68 |
| GRAND TOTAL (A+B+C) | 1,303.95 | 1,340.10 |

| | (Rs. In Lakhs) | |
|------------------------------|--|--|
| NOTE 32. EXTRAORDINARY ITEMS | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
| EXTRAORDINARY ITEMS | 22.25 | 106.56 |
| TOTAL (A) | 22.25 | 106.56 |

Extraordinary item includes expenditure of Rs. 22.25 Lakhs (P.Y. Rs. 106.56 Lakhs) booked towards reversal of GST credit on inventory held as on date of implementation of GST law i.e. Rs. 22.25 Lakhs for inadvert credit (01.08.2018).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. In Lakhs)

| NOTE 33. TAX EXPENSES | FOR THE YEAR ENDED 31st MARCH 2020 | FOR THE YEAR ENDED 31st MARCH 2019 |
|---|------------------------------------|------------------------------------|
| A) INCOME TAX EXPENSES : | | |
| CURRENT TAX | | |
| CURRENT TAX ON PROFITS FOR THE YEAR | - | 15.50 |
| SHORT/(EXCESS) INCOME TAX PROVISION | (2.67) | 3.66 |
| TOTAL CURRENT TAX EXPENSES | (2.67) | 19.16 |
| DEFERRED TAX | | |
| DEFERRED TAX (ASSET)/LIABILITY | (71.13) | (54.78) |
| TOTAL (A) | (73.80) | (35.62) |
| B) RECONCILIATION OF TAX EXPENSES AND THE ACCOUNTING PROFIT MULTIPLIED BY INDIA'S TAX RATE : | | |
| PROFIT BEFORE TAX | (247.19) | (19.75) |
| ENACTED INCOME TAX RATE IN INDIA APPLICABLE TO COMPANY | 27.82% | 27.82% |
| CURRENT INCOME TAX EXPENSES ON PROFIT BEFORE TAX CALCULATED AT THE RATE ABOVE | (68.77) | (5.49) |
| TAX EFFECT OF AMOUNT WHICH ARE NOT DEDUCTIBLE/(TAXABLE) IN CALCULATING TAXABLE INCOME | | |
| EXEMPTED INCOME | (0.75) | (1.18) |
| EXPENSES DISALLOWED | 40.69 | 12.32 |
| ITEMS SUBJECT TO DIFFERENTIAL TAX RATE | (19.17) | (33.16) |
| ADJUSTMENTS FOR CURRENT TAX OF PRIOR PERIOD | (2.67) | 3.66 |
| OTHERS | (85.25) | (11.76) |
| LOSS AVAILABLE FOR OFFSET / CARRY FORWARD TO NEXT YEAR | 62.12 | - |
| TOTAL INCOME TAX EXPENSES | (73.80) | (35.62) |

Note : During the year ended 31st March, 2020, the Government of India vide Taxation Laws (Amendment) Tax Ordinance, 2019 allowed an option to the domestic companies to switch to a lower tax rate structure of 22% (25.17% including surcharge and cess) from the earlier 25% (27.82% including surcharge and cess) subject to condition that the Company will not avail any of the specified deductions / incentives under the Income Tax Act. The Company has elected to continue with the deductions and incentives along with old rate of tax.

NOTE 34: Contingent Liabilities :-

- a) Unredeemed Bank Guarantees & Letter of credit are Rs. 18.45 Lakhs (P.Y. Rs. 20.05 Lakhs)
Corporate Guarantee in capacity of owner of PGVCL issued to Bank of India of Vietnam Dong 10.879 billions equivalent to Rs. 346.30 Lakhs for facilities availed by the subsidiary company.
- b) Claims against the company not acknowledged as debts
 - Income Tax Liability Rs. 5.05 Lakhs (P.Y. Rs. 5.00 Lakhs)
 - Sales tax Liability NIL (P.Y. Rs. 1279.99 Lakhs). The Company had filed appeal with Commissioner of Sales Tax & Vat Department against demand of Rs. 1187.75 Lakhs raised by Deputy Commissioner Vat Dadra Nagar Haveli for the F.Y. 2014-15. The said appeal is disposed of vide order dated 13.12.2019 with direction that reassessment shall be done by the competent authority. The said reassessment is under process and final order is awaited.
- c) The company has imported machineries under EPCG license whereby the custom duty saved of Rs. 18.82 Lakhs (P.Y. 18.82 Lakhs) is subject to performance of pre stated obligations. The non-performance would result in liability towards custom duty saved along with penalty and damages.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

- d) The company has filed legal suit against debtors under cheque bouncing case under section 138 of the negotiable instruments Act towards recovery of Rs. 7.53 Lakhs. The said party has confirmed schedule of payments in parts. In view of the same the provision for impairment / doubtful debts has not been made and the outcome of the legal case is subject to final realization.

NOTE 35-A:

Capital Commitments :- Estimate amount of contract remaining to be executed on Capital Account & not provided for Rs 23.58 Lakhs (P.Y. NIL) against which advance has been paid of Rs. 6.29 Lakhs (P.Y. NIL)

NOTE 35-B:

Assets Pledged as Security :- The carrying amounts of assets pledged as security for current and non-current borrowing are,

Rs. in Lakhs

| | As At 31st March 2020 | As At 31 st March 2019 |
|---|---|--------------------------------------|
| Current Assets | | |
| Financial Assets | | |
| Trade Receivables | 839.46 | 1239.24 |
| | 839.46 | 1239.24 |
| Non Financial Assets | | |
| Inventories | 1001.30 | 960.48 |
| | 1001.30 | 960.48 |
| Total Current Assets Pledged as Security | 1840.76 | 2199.72 |
| Non Current Assets at WDV. | | |
| Land | 24.13 | 24.13 |
| Building | 188.31 | 197.84 |
| Plant and Machinery | 626.38 | 712.99 |
| Total non-current assets Pledged as Security | 838.82 | 934.96 |
| Total Assets Pledged as Security | 2679.58 | 3134.68 |

NOTE 36:

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2020 have been called for and are subject to confirmation & reconciliation as the necessary communication in this respect is not received from them. The management has scrutinized the accounts and the balances appearing in the Balance Sheet are correct.

In the opinion of the management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the Balance Sheet, unless otherwise specified.

NOTE 37: Auditor Remuneration's :-

Rs. in Lakhs

| Payment to Auditors | 2019-20 | 2018-19 |
|-------------------------------|----------------|---------|
| a) Audit Fees | 2.50 | 2.50 |
| b) Limited Review Certificate | 1.50 | 1.50 |
| c) Out of Pocket Expense | 0.14 | 0.24 |
| Total | 4.14 | 4.24 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
NOTE 38: Unhedged Foreign Currency Exposure & Derivative Instruments :-

(A) Foreign Currency exposure are as follows :

| | 31-03-2020 | | 31-03-2019 | |
|---|--------------------------------|-----------------------------|--------------------------------|-----------------------------|
| | Amount (in USD \$in Lakhs) | Amount (in Rs. in Lakhs) | Amount (in USD \$in Lakhs) | Amount (in Rs. in Lakhs) |
| Sundry Debtors | USD 2.15 | Rs. 162.13 | USD 6.37 | Rs. 443.12 |
| Balance in EFC A/c | USD 1.21 | Rs. 91.59 | USD 0.38 | Rs. 26.48 |
| Loan given to subsidiary (Including Interest.) | ----- | ----- | USD 24.72 | Rs.1709.96 |
| Investment in Equity shares of subsidiy | USD 8.50 | Rs. 563.53 | USD 8.50 | Rs. 563.53 |
| Total Assets : | USD \$ 11.86 | Rs. 817.25 | USD \$ 39.97 | Rs. 2743.09 |
| Trade Payable | USD 0.20 | Rs. 15.07 | USD 0.28 | Rs, 19.18 |
| Total Liabilities : | USD 0.20 | Rs. 15.07 | USD 0.28 | Rs. 19.18 |
| Net Exposure | USD \$ 11.66 | Rs. 802.18 | USD 39.69 | Rs. 2723.91 |

(B) Forward Contracts for hedge of Trade Receivables, Loans and under firm commitments/high probable forecast transactions are as follows :

| | 31-03-2020 | | 31-03-2019 | |
|-------------------|--------------------------------|-----------------------------|--------------------------------|-----------------------------|
| | Amount (in USD \$in Lakhs) | Amount (in Rs. in Lakhs) | Amount (in USD \$in Lakhs) | Amount (in Rs. in Lakhs) |
| Forward Contracts | USD \$ 3.69 | Rs.270.54 | USD \$ 32.18 | Rs.2354.35 |

Mark-to-market Gain recognized in the statement of Profit & Loss (Loss) of Rs. 10.93 Lakhs (Profit for P.Y. of Rs. 99.72 Lakhs)

NOTE 39: Employee Benefits Obligations :-

a) **Defined contribution plans-** The company has recognized the following amounts in the Statement of Profit & loss for the Year :

| Particular's | 2019-20 | 2018-19 |
|--|--------------|--------------|
| | Rs. in Lakhs | Rs. in Lakhs |
| Employer's Contribution to Provident Fund | 12.06 | 12.95 |
| Employer's Contribution to E.S.I.C | 2.37 | 3.71 |
| Employer's Contribution to Escrow Deposit Scheme | 4.16 | 4.73 |
| Interest paid on Employee Escrow Scheme | 10.61 | 9.55 |
| Interest on Security Deposit | 0.24 | 0.23 |

b) **Defined benefit plans - Gratuity & Leave Encashment :**

Gratuity :- The company operates a gratuity plan which is administrated through HDFC Standard Life Insurance Company Limited and a trust which is administrated through trustees. Every employee is entitled to a minimum benefit equivalent to 15 days salary last drawn for each completed year of service in line with Payment of Gratuity act, 1972. The same is payable at the time of separation from the company or retirement, whichever is earlier or death in service.

Leave Encashment :- The employees are entitled to accumulate compensated absence upto specified days as per company policy, which is payable at the time of separation from company i.e. retirement or death in service at the rate of last drawn salary.

The details on Company's Gratuity and Leave Encashment liabilities employees are given below which is certified by the actuary and relied upon by the auditors.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(i) **Reconciliation of Opening & Closing balance of Present Value of Defined benefit Obligation (DBO) :**

| | Gratuity | | Leave Encashment | |
|---|----------|----------|------------------|----------|
| | 31.03.20 | 31.03.19 | 31.03.20 | 31.03.19 |
| Amount in Rs in Lakhs | | | | |
| Change in Benefit Obligation | | | | |
| Present Value of Obligation (Opening) | 69.47 | 65.47 | 37.89 | 39.78 |
| Interest Cost | 4.84 | 4.84 | 2.64 | 2.94 |
| Current Service Cost | 8.66 | 8.23 | 15.16 | 6.91 |
| Past Service Cost | ----- | ----- | ----- | - |
| Benefits Paid | (10.05) | (4.93) | (4.70) | (8.88) |
| Actuarial (Gain)/Loss on Obligation – Due to change in Financial Assumptions. | 1.55 | 1.11 | 1.17 | 0.65 |
| Actuarial (Gain)/Loss on Obligation – Due to Experience. | (0.90) | (5.25) | (0.66) | (3.51) |
| Present value of Obligation (Closing) | 73.57 | 69.47 | 51.50 | 37.89 |

(ii) **Reconciliation of Opening & Closing balance of Fair Value of Plan Assets :**

| | | | | |
|---|--------|--------|--------|--------|
| Fair value of plan Assets 01/04/2019 | 87.75 | 85.63 | NIL | NIL |
| Expected Return on Plan Assets | 6.11 | 6.33 | NIL | NIL |
| Contribution | ----- | ----- | 4.70 | 8.88 |
| Benefits paid | (8.95) | (4.93) | (4.70) | (8.88) |
| Actuarial (Gain)/Loss on plan Assets - Due to Experience. | 0.47 | 0.72 | NIL | NIL |
| Fair value of plan Assets 31/03/2020 | 85.38 | 87.75 | NIL | NIL |

Fair value of plan assets for gratuity represents the amount as confirmed by Insurer Manager Funds.

(iii) **Balance Sheet Recognition :**

| | | | | |
|---|---------|---------|---------|---------|
| (Present Value of Obligation) | (73.57) | (69.47) | (51.50) | (37.89) |
| Fair value of Plan Assets | 85.38 | 87.75 | NIL | NIL |
| Funded Status (Surplus / (Deficit)) | 11.81 | 18.28 | (51.50) | (37.89) |
| Un-recognised past Service Cost | NIL | NIL | NIL | NIL |
| Net (Liability) recognized in the Balance Sheet | NIL | NIL | (51.50) | (37.89) |

(iv) **(a) Profit and Loss – Expenses Recognition**

| | | | | |
|---|--------|--------|-------|--------|
| Current Service Cost | 8.66 | 8.23 | 15.16 | 6.91 |
| Interest Cost | 4.84 | 4.84 | 2.64 | 2.94 |
| Expected Return on Plan Assets | (6.12) | (6.33) | NIL | NIL |
| Re-measurement (or Actuarial) (gain) / loss | ---- | ----- | 0.51 | (2.87) |
| Past Service Cost | ----- | ----- | ----- | ----- |
| Expenses to be recognized in P/L Account | 7.38 | 6.74 | 18.31 | 6.98 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(b) Other Comprehensive Income

| | | | | |
|--|--------|--------|-----|-----|
| Actuarial (gains) / losses | | | | |
| - change in demographic assumptions | (0.01) | ----- | NIL | NIL |
| - change in financial assumptions | 1.56 | 1.11 | NIL | NIL |
| - experience variance (i.e. Actual experience v/s assumptions) | (0.89) | (5.25) | NIL | NIL |
| Return on plan assets, excluding amount recognised in net interest expense | (0.47) | (0.72) | NIL | NIL |
| Components of defined benefit costs recognised in Other Comprehensive Income | 0.19 | (4.86) | NIL | NIL |

- v) For Each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the plan assets :

| Particular's | Gratuity as on 31 st March 2020 | | Gratuity as on 31 st March 2019 | |
|------------------------|--|-------------|--|-------------|
| | Amount Rs. in Lakhs | N Rate % | Amount Rs. in Lakhs | Rate % |
| i insurer managed fund | 85.38 | 100% | 87.74 | 100% |
| Total | 85.38 | 100% | 87.74 | 100% |

- vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.
- vii) The Actual Return on plan assets is as follows:-

| Particular's | Gratuity 2019-20 | | Gratuity 2018-19 | |
|------------------------------|------------------|--------------|------------------|--------------|
| | Amount | Rs. in Lakhs | Amount | Rs. in Lakhs |
| Actual return on plan assets | | 11.32 | | 7.06 |

- (viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

| | Gratuity | Leave Encashment |
|-------------------------------|--|--|
| Discount Rate | 6.95 % | 6.95 % |
| Expected Return on Plan Assts | 6.95 % | 0.00 % |
| Mortality | Indian Assured Lives Mortality (2006-08) | Indian Assured Lives Mortality (2006-08) |
| Future Salary Increases | 3.00 % PA | 3.00 % PA |
| Attrition | 18.00 % for Service Group. | 18.00 % |

- ix) Amount recognized in current year and previous four years for Gratuity & Leave Encashment:-

a) Gratuity :

| Particular's | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 |
|---|---------|---------|---------|---------|---------|
| Defined benefit obligation | 73.57 | 69.47 | 65.47 | 74.28 | 75.44 |
| Plan assets | 85.38 | 87.75 | 85.63 | 81.72 | 64.64 |
| Surplus /(deficit) | 11.81 | 18.28 | 20.15 | 7.44 | (10.80) |
| Experience adjustment on plan liabilities | 0.89 | 5.25 | 22.36 | 4.17 | (16.38) |
| Experience adjustment on plan assets | 0.47 | 0.72 | 0.85 | 2.25 | 0.13 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

b) Leave Encashment :

| Particular's | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 |
|---|---------|---------|---------|---------|---------|
| Defined benefit obligation | 51.50 | 37.89 | 39.79 | 32.19 | 29.62 |
| Plan assets | NIL | NIL | NIL | NIL | NIL |
| Surplus /(deficit) | (51.50) | (37.89) | (39.79) | (32.19) | (29.62) |
| Experience adjustment on plan liabilities | 0.65 | 3.51 | 1.74 | 3.58 | (6.70) |
| Experience adjustment on plan assets | NIL | NIL | NIL | NIL | NIL |

NOTE 40 :

A) Segment Reporting :

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic and all other activities of the Company including supply of raw materials to subsidiary of Rs. 613.82 Lakhs (P.Y. Rs. 633.88 Lakhs) revolve around the main business, and as such, there are no separate reportable segments.

B) Secondary Business Segment :

| Description | Mumbai Rs. in Lakhs | | Dadra Rs. in Lakhs | |
|-----------------------------|------------------------|---------|-----------------------|---------|
| | 2019-20 | 2018-19 | 2019-20 | 2018-19 |
| Segment Revenue (Gross) | | | | |
| (i) Within India | 291.85 | 35.11 | 1729.77 | 1775.15 |
| (ii) outside India | 45.85 | 108.95 | 1605.23 | 2115.74 |
| Total Revenue (Gross) | 337.70 | 144.06 | 3335.00 | 3890.89 |
| Segment Fixed Assets(Gross) | | | | |
| (i) Within India | 203.26 | 250.85 | 1957.67 | 1905.79 |
| (ii) outside India | NIL | NIL | NIL | NIL |
| Other Assets | | | | |
| (i) Within India | 4015.33 | 1801.77 | 1380.39 | 1685.20 |
| (ii) outside India | 563.53 | 2273.49 | NIL | NIL |

| Description | Palghar Rs. in Lakhs | | Vapi Rs. in Lakhs | |
|-----------------------------|-------------------------|---------|----------------------|---------|
| | 2019-20 | 2018-19 | 2019-20 | 2018-19 |
| Segment Revenue (Gross) | | | | |
| (i) Within India | 283.15 | 290.27 | 873.13 | 759.29 |
| (ii) outside India | NIL | NIL | 141.33 | 238.87 |
| Total Revenue (Gross) | 283.15 | 290.27 | 1014.46 | 998.16 |
| Segment Fixed Assets(Gross) | | | | |
| (i) Within India | 218.71 | 218.71 | 635.06 | 555.43 |
| (ii) outside India | NIL | NIL | NIL | NIL |
| Other Assets | | | | |
| (i) Within India | 200.94 | 170.53 | 686.37 | 634.35 |
| (ii) outside India | NIL | NIL | NIL | 95.63 |



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

NOTE 41:

Related Party Disclosures

A List of Related Parties and Relationship

a) Subsidiaries : -

| | |
|--------------------------------|------------|
| Premco Global Vietnam Co. Ltd. | Subsidiary |
|--------------------------------|------------|

b) Associates : -

| | |
|---|--|
| Premco Industries Onspot Solutions Pvt. Ltd. Pixel Packaging Ltd. | Enterprise on which significant influence is exercised having common directors/partners. |
|---|--|

c)

1) Key Management Personnel : -

| | |
|--|---|
| Mr. Ashok B. Harjani Mr. Lokesh P. Harjani Mrs. Nisha P. Harjani Mrs. Sonia A. Harjani Ms. Pooja Shekhawat (up to 30 th April 2019) Ms. Snehal Tondwalkar (up to 16 th September 2019) Mr. Gaurish Tawte (from 4 th November 2019) | Chairman & Managing Director Director Director & CFO Director Company secretary Company secretary Company secretary |
|--|---|

2) Relative of Key Management Personnel :-

Mrs. Ahillya Harjani – Daughter of Mr. Ashok B. Harjani and Mrs. Sonia A. Harjani.

Mr. Andrew Harding- Son in law of Mr. Ashok B. Harjani and Mrs. Sonia A. Harjani.

B) Related Party Transactions

| I) Subsidiary | 2019-20 Rs. In Lakhs | 2018-19 Rs. In Lakhs |
|--|-------------------------|-------------------------|
| 1. Corporate Guarantee in capacity of owner of PGVCL issued to Bank of India of Vietnam Dong 10.879 billions | 346.30 | 324.80 |
| 2. Loan Given (Closing Balance Rs. Nil /P.Y. Rs 1677.40 Lakhs) | 695.57 | 2791.30 |
| 3. Sale of Goods (Closing Balance Rs. 177.32 Lakhs / PY Rs. 407.86 Lakhs) | 1259.84 | 1684.99 |
| 4. Interest Received (Including receivables Rs. NIL (P.Y. Rs. 32.55 Lakhs) | 40.87 | 108.95 |
| 5. Reimbursement of expenses (Closing Balance Rs. 4.97 Lakhs / PY Nil) | 4.97 | - |
| II) Associates Enterprises | | |
| 1. Security Deposit given (Closing Balance Rs. 32.00 Lakhs/ P.Y. Rs. 32.00 Lakhs) | - | 2.00 |
| 2. Rent Paid | 64.20 | 62.29 |
| III) Key Management Persons | | |
| 1. Remuneration, Bonus & Perks | 193.27 | 163.33 |
| 2. Imprest Account (Closing Balance Rs. NIL /P.Y Rs. (0.12) Lakhs) | 16.92 | 22.82 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

| | | |
|---|---------------|--------|
| 3. Tour Advance (Closing Balance Rs. 1.19 Lakhs / P.Y Rs. (2.88) Lakhs) | 86.94 | 100.09 |
| 4. Reimbursement of expenses | 262.07 | 210.53 |
| 5. Advance Given (Closing Balance Rs. 23.35 Lakhs /P.Y. Rs. NIL) | 45.85 | 20.68 |
| 6. Loan taken (Closing Balance Rs. 490.30 Lakhs /P.Y. Rs NIL) | 604.43 | 315.30 |
| 7. Interest Paid | 38.29 | 18.04 |
| IV) Relative of Key Management Personnel | | |
| 1. Remuneration, Bonus & Perks | 14.60 | ----- |
| 2. Tour Advance (Closing Balance Rs. NIL /P.Y. Rs. NIL) | 10.43 | ----- |

C) Disclosure of Material transactions with related parties.

| Particulars | 2019-20 | 2018-19 |
|---|---------------------|---------------------|
| a) Rent Paid | Rs. in Lakhs | Rs. in Lakhs |
| 1. Premco Industries | 64.20 | 62.29 |
| b) Remuneration, Bonus & Perks | | |
| 1. Mr. Ashok B. Harjani | 87.64 | 69.60 |
| 2. Mr. Lokesh P. Harjani | 60.62 | 47.98 |
| 3. Mrs. Nisha P. Harjani | 39.13 | 31.00 |
| 4. Mrs. Sonia A. Harjani | 2.76 | 2.76 |
| 5. Mrs. Pooja Shekhawat | 0.26 | 2.91 |
| 6. Mrs. Snehal Tondwalkar | 0.73 | - |
| 7. Mr. Gaurish Tawte | 2.14 | - |
| 8. Mrs. Ahillya A. Harjani | 8.75 | - |
| 9. Mr. Andrew Harding | 5.85 | - |
| c) Interest Paid | | |
| 1. Mr. Ashok B. Harjani | 33.94 | 18.04 |
| 2. Mrs. Sonia A. Harjani | 4.35 | ----- |
| d) Loan Taken | | |
| 1. Mr. Ashok B. Harjani | 508.43 | 315.30 |
| 2. Mrs. Sonia A. Harjani | 96.00 | ----- |

NOTE 42:

Adoption of Ind AS 116 – Leases

- (a) Effective 1st April 2019, the Company has adopted Ind AS 116 - Leases using a modified retrospective approach. Accordingly, on initial application of Ind AS 116, in respect of leases previously classified as operating leases, lease liability is measured at the present value of remaining lease payments discounted using the incremental borrowing rate at the date of initial application and the Right-of-use asset has been measured at the amount equal to lease liability, adjusted for any prepaid or accrued lease payments recognised in the balance sheet immediately before the date of initial application.
- (b) Effect of initial application of Ind AS 116 on transition date is disclosed below.
- (i) Lease liabilities recognised on the date of initial application: 79.63 Lakhs
 - (ii) Right of use asset recognised on the date of initial application: 79.63 Lakhs


NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
NOTE 43:
Earning Per Share:

| Basic & Diluted: | Current Year Rs. in Lakhs | Previous Year Rs. in Lakhs |
|---|-------------------------------------|--------------------------------------|
| Profit/(Loss) after Tax as per Accounts is Rs. in Lakhs | (260.96) | 95.04 |
| Weighted Average No. of Shares Issued (No in Lakhs) | 33.05 | 33.05 |
| Basic & Diluted EPS (Rs.) | (7.90) | 2.88 |

NOTE 44 : Corporate Social Responsibility (CSR) Activities :-

During the year, the Company is required to spend an amount of Rs. 15.23 Lakhs (PY Rs. 27.63 Lakhs) towards CSR activities, whereas the Company has already spent Rs. 17.10 Lakhs (PY Rs. 28.66 Lakhs) towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 and rules thereon by way of contribution to various Trusts / NGOs / Societies / Agencies.

NOTE 45: Fair value disclosures for financial assets and financial liabilities (Rs.in Lakhs)
Rs. in Lakhs

| Financial instruments by category | As at March 31, 2020 | | | As at March 31, 2019 | | |
|--|-----------------------------|--------------|-----------------------|-----------------------------|--------------|-----------------------|
| | FVTPL | FVOCI | Amortised Cost | FVTPL | FVOCI | Amortised Cost |
| Financial assets | | | | | | |
| Investments | | | | | | |
| - Equity instruments | | | 564.65 | | | 564.65 |
| - Debentures | | | 125.00 | | | 100.00 |
| - Mutual Funds | 2113.49 | | | 1108.21 | | |
| Trade receivables | | | 839.46 | | | 1239.24 |
| Cash and cash equivalents | | | 1319.19 | | | 203.37 |
| Bank balances other than cash and cash equivalents | | | 58.18 | | | 58.18 |
| Loans | | | 20.37 | | | 1691.44 |
| Other financial assets | | | 117.51 | 99.72 | | 96.58 |
| Total Financial assets | 2113.49 | - | 3044.36 | 1207.93 | - | 3953.46 |
| Financial Liabilities | | | | | | |
| Borrowings | | | 567.94 | | | 163.22 |
| Trade payables | | | 378.84 | | | 285.71 |
| Other financial liabilities | 144.14 | | 183.45 | 126.40 | | 187.70 |
| Total Financial liabilities | 144.14 | - | 1130.23 | 126.40 | - | 636.63 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

| Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2020 | Notes | Level 1 | Level 2 | Level 3 | Total |
|--|---------|---------|----------------|---------|----------------|
| Financial assets | | | | | |
| Financial investments at FVTPL | | | | | 2113.49 |
| Mutual funds | 6 | | 2113.49 | | |
| Total financial assets | | - | 2113.49 | - | 2113.49 |
| Financial liabilities | | | | | |
| Other financial liabilities | 18A,18B | | 144.14 | | 114.14 |
| Total Financial Liabilities | | - | 144.14 | - | 144.14 |

(Rs.in Lakh)

| Financial assets and liabilities measured at amortised cost for which fair values are disclosed as at March 31, 2020 | Notes | Level 1 | Level 2 | Level 3 | Total |
|--|----------|---------|---------|----------------|----------------|
| Financial assets | | | | | |
| Equity Instruments | 6 | | | 564.65 | 564.65 |
| Debentures | 6 | | | 125.00 | 125.00 |
| Trade receivables | 11 | | | 839.46 | 839.46 |
| Cash and cash equivalents | 12 | | | 1319.19 | 1319.19 |
| Bank balances other than cash and cash equivalents | 13 | | | 58.18 | 58.18 |
| Loans | 7A,7B | | | 20.37 | 20.37 |
| Other financial assets | 8A,8B | | | 117.51 | 117.51 |
| Total financial assets | | - | - | 3044.36 | 3044.36 |
| Financial liabilities | | | | | |
| Borrowings | 17A, 17B | | | 567.94 | 567.94 |
| Trade payables | 22 | | | 378.84 | 378.84 |
| Other financial liabilities | 18A,18B | | | 183.45 | 183.45 |
| Total financial liabilities | | - | - | 1130.23 | 1130.23 |

(Rs.in Lakhs)

| Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2019 | Notes | Level 1 | Level 2 | Level 3 | Total |
|--|---------|---------|----------------|---------|----------------|
| Financial assets | | | | | |
| Financial investments at FVTPL | | | | | |
| Mutual funds | 6 | | 1108.21 | | 1108.21 |
| Other financial Assets | 8B | | 99.72 | | 99.72 |
| Total financial assets | | - | 1207.93 | - | 1207.93 |
| Financial liabilities | | | | | |
| Other financial liabilities | 18A,18B | | 126.40 | | 126.40 |
| Total financial assets & liabilities | | - | 126.40 | - | 126.40 |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs.in Lakhs)

| Financial assets and liabilities measured at amortised cost for which fair values are disclosed as at March 31, 2019 | Notes | Level 1 | Level 2 | Level 3 | Total |
|--|----------|---------|---------|----------------|----------------|
| Financial assets | | | | | |
| Equity Instruments | 6 | | | 564.65 | 564.65 |
| Debentures | 6 | | | 100.00 | 100.00 |
| Trade receivables | 11 | | | 1239.24 | 1239.24 |
| Cash and cash equivalents | 12 | | | 203.37 | 203.37 |
| Bank balances other than cash and cash equivalents | 13 | | | 58.18 | 58.18 |
| Loans | 7A,7B | | | 1691.44 | 1691.44 |
| Other financial assets | 8A,8B | | | 96.58 | 96.58 |
| Total financial assets | | - | - | 3953.46 | 3953.46 |
| Financial liabilities | | | | | |
| Borrowings | 17A, 17B | | | 163.22 | 163.22 |
| Trade payables | 22 | | | 285.71 | 285.71 |
| Other financial liabilities | 18A,18B | | | 187.70 | 187.70 |
| Total financial liabilities | | - | - | 636.63 | 636.63 |

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. The Company has mutual funds for which all significant inputs required to fair value an instrument falls under level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and unlisted preference shares are included in level 3.

There are no transfers between levels 1, 2 and 3 during the year.

(ii) **Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

Investments in quoted equity instruments are valued using the closing price at Bombay Stock Exchange (BSE) at the reporting period.

The fair value of forward foreign exchange contracts is determined using forward exchange rates as at the balance sheet date, prevailing with Authorised Dealers dealing in foreign exchange.

The use of Net Assets Value ('NAV) for valuation of mutual fund investment. NAV represents the price at which the issuer will issue further units and will redeem such units of mutual fund to and from the investors.

The fair value of the debentures is determined based on present values and the discount rates used were adjusted for counterparty risk and country risk.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(iii) Fair value of Financial assets and liabilities measured at amortised cost

(Rs.in Lakhs)

| | As at March 31, 2020 | | As at March 31, 2019 | |
|--|----------------------|----------------|----------------------|----------------|
| | Carrying Amount | Fair Value | Carrying Amount | Fair Value |
| Financial assets | | | | |
| Equity Investment | 564.65 | 564.65 | 564.65 | 564.65 |
| Debentures | 125.00 | 125.00 | 100.00 | 100.00 |
| Trade receivables | 839.46 | 839.46 | 1239.24 | 1239.24 |
| Cash and cash equivalents | 1319.19 | 1319.19 | 203.37 | 203.37 |
| Bank balances other than cash and cash equivalents | 58.18 | 58.18 | 58.18 | 58.18 |
| Loans | 20.37 | 20.37 | 1691.44 | 1691.44 |
| Other financial assets | 117.51 | 117.51 | 96.58 | 96.58 |
| Total financial assets | 3044.36 | 3044.36 | 3953.46 | 3953.46 |
| Financial liabilities | | | | |
| Borrowings | 567.94 | 567.94 | 163.22 | 226.38 |
| Trade payables | 378.84 | 378.84 | 285.71 | 285.71 |
| Other financial liabilities | 183.45 | 183.45 | 187.70 | 187.70 |
| Total financial liabilities | 1130.23 | 1130.23 | 636.63 | 636.63 |

- a) The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, borrowings and other financial liabilities are considered to be the same as their fair values, due to their short term nature.
- (b) The fair values and carrying value for equity investments, security deposits, loans, other financial assets and other financial liabilities are materially the same.

NOTE 46A: Financial risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts are entered to hedge certain foreign currency risk exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

The company has a robust risk management framework comprising risk governance structure and defend risk management processes. The risk governance structure of the company is a formal organization structure with defend roles and responsibilities for risk management.

| Risk | Exposure arising from | Measurement | Management |
|-----------------------------------|--|----------------------|--|
| Credit risk | Cash and cash equivalents, trade receivables, loans & other financial assets measured at amortised cost. | Ageing analysis | Diversification of bank deposits, credit limits and letters of credit in select cases. |
| Liquidity risk | Other financial liabilities | Sensitivity analysis | Availability of committed credit lines and borrowing facilities |
| Market risk foreign currency risk | Recognized financial assets and liabilities not denominated in Indian rupee. | Sensitivity analysis | Forward foreign exchange contracts |
| Market risk security prices | Investments in equity shares, debentures & mutual funds. | Sensitivity analysis | Portfolio diversification |



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

The Company risk management is carried out by a central treasury department under the guidance from the board of directors. Company's treasury identifies, evaluates and hedges financial risks in close coordination with the company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. There is no change in objectives and process for managing the risk and methods used to measure the risk as compared to previous year.

1) Credit Risk :

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The Credit risk mainly arises receivables from customers, cash and cash equivalents, loans and deposits with banks, financial institutions & others.

a) Trade receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to Rs. 839.46 Lakhs as at March 31, 2020 (March 31, 2019- Rs. 1239.24 Lakhs) and from loans amounting Rs. 20.37 Lakhs (March 31, 2019- Rs. 1691.44 Lakhs) Trade receivables are typically unsecured and are derived from revenue earned from customers located in India as well as outside India. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry, the country and the state in which the customer operates, also has an influence on credit risk assessment.

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The management continuously monitors the credit exposure towards the customers outstanding at the end of each reporting period to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macroeconomic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

The movement in the allowance for impairment in respect of trade receivables during the year was as follow:

Movement in expected credit loss allowance on trade receivables

(Rs.in Lakhs)

| | As at March 31, 2020 | As at March 31, 2019 |
|--------------------------------|-------------------------|-------------------------|
| Opening provision | 2.06 | 2.42 |
| Add: Additional provision made | 5.05 | --- |
| Less: Provision write off | --- | --- |
| Less: Provision reversed | --- | 0.36 |
| Closing provision | 7.11 | 2.06 |

The average credit period on sales of products is less than 90 days. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on a detailed study of credit worthiness and accordingly individual credit limits are defined/modified. For trade receivables, as a practical expedient, the Company computes credit loss allowance based on a provision table as above.

b) Cash and cash equivalents:

As at the year end, the Company held cash and cash equivalents of Rs. 1319.19 Lakhs (March 31, 2019: Rs.203.37 Lakhs). The cash and cash equivalents are held with bank and financial institution counterparties with good credit rating.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

c) Other Bank Balances:

Other bank balances are held with bank and financial institution counterparties with good credit rating.

d) Loans : The maximum exposure from loans is from loans due to subsidiary company and the repayments Are regular and neither past due nor impaired.

e) Other financial assets:

Other financial assets includes security deposits which are neither past due nor impaired.

2) Liquidity Risk :

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses.

Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(Rs.in Lakhs)

| | As at | |
|--|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| Expiring within one year (bank overdraft and other facilities) | 2525.83 | 2380.98 |

(ii) Maturity pattern of financial liabilities

(Rs.in Lakhs)

| As at March 31, 2020 | Not Due | 0-6 months | 6 - 12 months | More than 12 months |
|-----------------------------|---------|------------|---------------|---------------------|
| Borrowings | ---- | 538.46 | 36.90 | 77.64 |
| Trade Payable | ---- | 378.83 | ---- | ---- |
| Other financial liabilities | ---- | 93.59 | 40.62 | 108.32 |
| As at March 31, 2019 | Not Due | 0-6 months | 6 - 12 months | More than 12 months |
| Borrowings | ---- | 50.76 | 54.40 | 162.87 |
| Trade Payable | ---- | 285.14 | 0.57 | ---- |
| Other financial liabilities | ---- | 80.68 | 2.14 | 126.47 |

Other financial liabilities includes Current maturity of long-term borrowings of Rs. 85.07 Lakhs (March 31, 2019 : 104.818 Lakhs) is included in borrowings above :

3) Market Risk :

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks namely interest rate risk, currency risk and other price risk, such as commodity risk. The Company is not exposed to interest rate risk whereas the exposure to currency risk and other price risk is given below:



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

A) Market Risk- Foreign currency risk.

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales in overseas and purchases from overseas suppliers in various foreign currencies. Foreign currency exchange rate exposure is partly balanced by maintaining an EEFC bank account and purchasing of goods, commodities and services in the respective currencies. The Company also uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments, highly probable forecast transactions and foreign currency required at the settlement date of certain receivables/payables. The use of foreign currency forward contracts is governed by the Company's strategy approved by the board of directors, which provide principles on the use of such forward contracts consistent with the Company's risk management policy and procedures.

Derivatives instruments and unhedged foreign currency exposure

(a) Derivative outstanding as at the reporting date (Rs. In Lakhs)

| Particulars/ Currency | As at March 31, 2020 | | As at March 31, 2019 | |
|--------------------------|----------------------------|--------------|----------------------------|--------------|
| | Amount in Foreign Currency | In Lakhs Rs. | Amount in Foreign Currency | In Lakhs Rs. |
| Forward contract to sell | | | | |
| - USD | 3,68,849 | 270.54 | 32,18,300 | 2354.35 |

Derivative financial instruments such as foreign exchange forward contracts are used for hedging purposes and not as trading or speculative instruments.

(b) Particulars of unhedged foreign currency exposures as at the reporting date

The Company's exposure to foreign currency risk at the end of the reporting period expressed in equivalent in INR Rupees is as follows:

| Particulars | (Rs. In Lakhs) | | | |
|--|----------------------|--------|----------------------|--------|
| | As at March 31, 2020 | | As at March 31, 2019 | |
| | USD | Others | USD | Others |
| Financial assets | | | | |
| Investment in equity shares | 563.53 | | 563.53 | |
| Trade receivables | 162.13 | | 443.12 | |
| Other financial assets | | | | |
| Loans | -- | | 1709.96 | |
| Cash and Cash equivalents | 91.60 | | 26.48 | |
| Net exposure to foreign currency risk (assets) | 817.26 | | 2743.09 | |

Financial liabilities

| | | | | |
|---|--------|---|---------|---|
| Trade payables | 15.07 | | 19.18 | |
| Net exposure to foreign currency risk (liabilities) | 15.07 | | 19.18 | |
| Less: Forward contracts (USD-INR) | 270.54 | | 2354.35 | |
| Net unhedged foreign currency exposure | 531.65 | - | 369.56 | - |

The company mainly exposed to USD. The below table demonstrates the sensitivity to 1% increase or decrease in the USD against INR with all other variables held constant. The sensitivity analysis is prepared on the unhedged exposure of the company as at the reporting date.

| | Effect on Profit after Tax | |
|---|-------------------------------|-------------|
| | For year ended March 31, 2020 | |
| | 1% increase | 1% decrease |
| Increase / (decrease) in profit or loss | 5.32 | (5.32) |

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

B) Market Risk- Price risk.

(a) Exposure

The company is mainly exposed to the price risk due to its investment in mutual funds and investment in equity instruments held by the company and classified in the balance sheet as fair value through profit or loss. The investment in mutual funds are mix of equity and debt based mutual funds. The price risk arises due to uncertainties about the future market values of these investments. To manage its price risk arising from investments in equity securities and mutual funds, the company diversifies its portfolio.

(b) Sensitivity

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/ Loss for the period. The analysis is based on the assumption that the index has increased by 5% or decreased by 5% with all other variables held constant, and that all the company's equity instruments moved in line with the index. (Rs.in Lakhs)

| | Impact on other Component of Equity For year ended | |
|---------------------------|---|----------------|
| | March 31, 2020 | March 31, 2019 |
| BSE Sensex 30 Increase 5% | 111.92 | 60.41 |
| BSE Sensex 30 Decrease 5% | (111.92) | (60.41) |

NOTE 46B: Capital management

(a) Risk Management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the following gearing ratio: (Rs.in Lakhs)

| | As at | |
|---|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| Net debt (total borrowings net of cash and cash equivalents, other bank balances and current investments) | --- | 6.48 |
| Total equity | 6395.46 | 6736.10 |
| Net debt equity ratio | --- | 0.10% |

(b) Dividends

| | As at | |
|---|----------------|----------------|
| | March 31, 2020 | March 31, 2019 |
| i) Equity Share | | |
| Final dividend | 66.10 | 99.14 |
| Dividend distribution tax on above dividend | 13.58 | 20.38 |
| ii) Dividend not recognized at the end of the reporting period | | |
| Proposed dividend | 66.10 | 66.10 |
| Dividend distribution tax on proposed dividend | ---- | 13.58 |


NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
NOTE 47: Movement in deferred tax Liability / (Assets)
(Rs.in Lakhs)

| | Depreciation | Expenses disallowed u/s 43B of income tax act 1961 | FVTPL | FVOCI | Unabs orbed c/f losses | Total |
|---------------------------------|--------------|--|--------------|--------------|------------------------------|---------------|
| At April 1, 2018 | 91.53 | (28.87) | 53.87 | 5.11 | - | 121.64 |
| (charged)/credited: | | | | | | |
| - to profit or loss | (27.09) | 2.90 | (30.59) | - | - | (54.78) |
| - to other comprehensive income | - | - | - | 31.51 | - | 31.51 |
| At March 31, 2019 | 64.44 | (25.97) | 23.27 | 36.62 | --- | 98.37 |
| (charged)/credited: | | | | | | |
| - to profit or loss | (13.17) | (6.63) | (1.55) | - | (49.77) | (71.11) |
| - to other comprehensive income | - | - | - | (33.75) | - | (33.75) |
| At March 31, 2020 | 51.27 | (32.60) | 21.72 | 2.87 | (49.77) | (6.50) |

NOTE 48 : Company's Revenue from operation were Lower was partly due to restriction imposed on movement of goods (DUE TO COVID 19 LOCK DOWN) w.e.f March 23rd 2020, affecting the delivery of goods which were either on the way or were under the production process , ready for dispatch. Many customers postponed the Lifting of Material owing to Proposed locked declared by Central/State Governments and such deliveries /orders are being executed in Following year.

The COVID 19 outbreak continues to spread rapidly in India and across globe. Various measure taken by the Government to contain the spread of virus including lock downs have affected the economic activity and caused disruption of regular business operations of the Company. The Company's financial stability in such testing times is intact and financial controls are well in place. Company has considered adequately while making doubtful provisions as on 31.03.2020 if any. However the impact assessment of COVID-19 is continuing process given the uncertainties associated with its nature and duration. The impact of COVID 19 may be different from that estimated as at the date of approval of these financial results and the Board will continue to closely monitor the developments. In these Turbulent COVID times, Company is also looking at new products offering and change in product mix.

NOTE 49 : Figures of Previous are regrouped and reclassified wherever necessary.

"AS PER OUR ANNEXED REPORT OF EVEN DATE"

For SANJAY RAJA JAIN & CO.
CHARTERED ACCOUNTANTS
FRN 120132W

SURJEET JAIN
PARTNER
M.NO.129531
UDIN - 20129531AAAACN5522

PLACE: MUMBAI
DATED: 29th June, 2020

FOR & ON BEHALF OF THE BOARD

ASHOK B. HARJANI
CHAIRMAN & MANAGING DIRECTOR
DIN - 00725890

NISHA P. HARJANI
DIRECTOR & CFO
DIN - 00736566

GAURISH TAWTE
COMPANY SECRETARY

CONSOLIDATED FINANCIAL HIGHLIGHTS**(Rs. In Lakhs)**

| | 2019-20 | 2018-19 | 2017-18 | 2016-17 | 2015-16 |
|------------------------------------|----------------|----------------|----------------|----------------|----------------|
| Sales | 7,632.16 | 7,008.69 | 7,839.44 | 7,433.71 | 7,352.70 |
| Total Income | 8,029.27 | 7,212.41 | 8,136.64 | 7,750.50 | 7,614.82 |
| Operating Profit | 1,217.66 | 802.48 | 1,092.07 | 2,027.99 | 2,271.24 |
| Interest | 222.78 | 150.18 | 100.36 | 149.88 | 103.29 |
| Depreciation | 461.72 | 271.84 | 273.90 | 295.23 | 220.60 |
| Profit Before Tax | 533.16 | 380.47 | 717.81 | 1,582.88 | 1,947.35 |
| Provision for Taxation | 15.14 | 19.16 | 234.49 | 539.53 | 727.40 |
| Profit After Tax | 518.02 | 361.31 | 483.32 | 1,043.35 | 1,219.95 |
| Provision for Deferred Tax | (71.13) | (54.78) | (57.56) | 44.91 | (42.28) |
| Provision for Fringe Benefit Tax | - | - | - | - | - |
| EXTRA ORDINARY ITEM | 22.25 | 106.56 | - | - | - |
| Net Profit (+) /Loss (-) | 566.90 | 309.53 | 540.88 | 998.44 | 1,262.23 |
| Minority Interest | 108.00 | 48.82 | 14.41 | (25.68) | (0.21) |
| Net Profit after Minority Interest | 458.90 | 260.71 | 526.47 | 1,024.12 | 1,262.44 |
| Other Comprehensive Income (OCI) | (87.56) | 79.17 | 1.65 | (3.23) | - |
| Total Comprehensive Income * | 371.34 | 339.88 | 528.12 | 1,020.89 | - |
| Equity Dividend % | 20 | 20 | 30 | 30 | 30 |
| Dividend Payout | 66.10 | 66.10 | 99.14 | 99.14 | 99.14 |
| Paid up Share Capital | 330.48 | 330.48 | 330.48 | 330.48 | 330.48 |
| Reserve & Surplus | 6,894.44 | 6,531.88 | 6,161.70 | 5,753.76 | 4,872.12 |
| Minority Interest | 240.95 | 132.94 | 84.13 | 69.71 | 67.08 |
| Deferred Tax Liability | (6.50) | 98.37 | 121.65 | 178.33 | 135.13 |
| Net Worth | 7,459.37 | 7,093.67 | 6,697.96 | 6,332.28 | 5,404.81 |
| Gross Fixed Assets | 4,921.67 | 3,769.07 | 3,643.95 | 3,381.13 | 2,909.37 |
| Net Fixed Assets | 2,413.20 | 1,666.06 | 1,697.43 | 1,659.08 | 1,395.81 |
| E.P.S.- Rs. | 11.24 | 10.28 | 15.98 | 30.89 | 37.90 |
| Book Value - Rs. | 218.62 | 207.65 | 196.45 | 184.10 | 157.42 |
| Debt : Equity Ratio | 0.12:1 | 0.06:1 | 0.05:1 | 0.15:1 | 0.07:1 |
| Number of Investors | 2,358 | 2,635 | 2,985 | 3,259 | 2,739 |
| Number of Employees | 176 | 170 | 182 | 174 | 163 |

The Company Shares are listed in Mumbai Stock Exchange, The requisite listing fees have been paid.

* The above figures are Ind AS figures

STANDALONE FINANCIAL HIGHLIGHTS

(Rs. In Lakhs)

| | 2019-20* | 2018-19* | 2017-18* | 2016-17* | 2015-16* | 2014-15 | 2013-14 | 2012-13 | 2011-12 | 2010-2011 |
|------------------------------------|----------|----------|----------|----------|----------|----------|----------|----------|----------|-----------|
| Sales | 4,542.36 | 5,036.33 | 6,195.90 | 6,985.51 | 7,392.87 | 7,227.69 | 6,604.38 | 5,285.39 | 3,377.04 | 4,231.56 |
| Total Income | 4,970.31 | 5,323.39 | 6,567.42 | 7,334.43 | 7,652.02 | 7,406.48 | 6,717.44 | 5,349.25 | 3,414.94 | 4,510.23 |
| Operating Profit | 109.27 | 338.24 | 957.61 | 2,118.85 | 2,274.62 | 2,203.68 | 1,486.01 | 938.15 | 314.98 | 389.84 |
| Interest | 121.29 | 79.62 | 83.42 | 122.14 | 103.09 | 108.95 | 109.03 | 95.17 | 101.52 | 91.98 |
| Depreciation | 212.92 | 171.81 | 191.44 | 235.19 | 220.60 | 236.80 | 128.32 | 107.58 | 103.57 | 101.20 |
| Profit Before Tax | (224.94) | 86.81 | 682.75 | 1,761.52 | 1,950.93 | 1,857.93 | 1,248.66 | 735.40 | 109.90 | 196.66 |
| Provision for Taxation | (2.67) | 19.16 | 234.49 | 539.54 | 727.39 | 677.00 | 450.57 | 249.85 | 46.03 | 38.33 |
| Profit After Tax | (222.27) | 67.65 | 448.26 | 1,221.98 | 1,223.54 | 1,180.93 | 798.09 | 485.55 | 63.86 | 158.33 |
| Provision for Deferred Tax | (71.13) | (54.78) | (57.56) | 44.91 | (42.28) | (24.57) | (14.24) | (31.22) | 2.77 | 22.78 |
| Provision for Fringe Benefit Tax | - | - | - | - | - | - | - | - | - | - |
| EXTRA ORDINARY ITEM | 22.25 | 106.56 | - | - | - | - | - | - | - | - |
| Net Profit (+) /Loss (-) | (173.40) | 15.87 | 505.82 | 1,177.07 | 1,265.82 | 1,205.50 | 812.33 | 516.77 | 61.09 | 135.55 |
| Other Comprehensive Income (OCI) | (87.56) | 79.17 | 1.65 | (3.23) | - | - | - | - | - | - |
| Total Comprehensive Income | (260.96) | 95.04 | 507.47 | 1,173.84 | - | - | - | - | - | - |
| Equity Dividend % | 20 | 20 | 30 | 30 | 30 | 27 | 20 | 18 | 12 | 12 |
| Dividend Payout | 66.10 | 66.10 | 99.14 | 99.14 | 99.14 | 88.05 | 65.22 | 56.00 | 35.53 | 35.53 |
| Paid up Share Capital | 330.48 | 330.48 | 330.48 | 330.48 | 330.48 | 331.36 | 331.36 | 316.36 | 301.36 | 301.36 |
| Reserve & Surplus | 6,064.98 | 6,405.62 | 6,310.78 | 5,922.64 | 4,868.13 | 3,589.20 | 2,547.01 | 1,773.46 | 1,296.95 | 1,277.15 |
| Deferred Tax Liability | (6.50) | 98.37 | 121.65 | 178.33 | 135.13 | 130.02 | 184.28 | 198.52 | 229.74 | 226.97 |
| Net Worth | 6,388.96 | 6,834.47 | 6,762.91 | 6,431.45 | 5,333.74 | 4,050.58 | 3,062.65 | 2,288.34 | 1,828.04 | 1,805.48 |
| Gross Fixed Assets | 3,014.70 | 2,930.78 | 2,942.94 | 2,784.74 | 2,484.11 | 2,338.09 | 2,338.09 | 2,306.86 | 2,184.69 | 2,221.77 |
| Net Fixed Assets | 1,000.86 | 1,073.61 | 1,143.07 | 1,125.73 | 970.56 | 1,009.95 | 1,268.81 | 1,322.46 | 1,290.07 | 1,365.75 |
| E.P.S.- Rs. | (7.90) | 2.88 | 15.36 | 35.52 | 38.00 | 36.14 | 25.24 | 16.79 | 2.01 | 4.46 |
| Book Value - Rs. | 193.52 | 203.83 | 200.96 | 189.21 | 155.82 | 121.41 | 91.80 | 71.82 | 60.21 | 59.46 |
| Debt : Equity Ratio | 0.04:1 | 0.05:1 | 0.03:1 | 0.13:1 | 0.07:1 | 0.06:1 | 0.15:1 | 0.26:1 | 0.28:1 | 0.30:1 |
| Number of Investors | 2,358 | 2,635 | 2,985 | 3,259 | 2,739 | 1,606 | 1,351 | 1,292 | 1,266 | 1,302 |
| Number of Employees | 176 | 170 | 182 | 174 | 163 | 167 | 183 | 169 | 168 | 181 |

The Company Shares are listed in Mumbai Stock Exchange, The requisite listing fees have been paid.

* The above figures are Ind AS figures and are not comparable with earlier years figures

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If undelivered please return to:

PREMCO GLOBAL LTD

Regd. off: Premco House, A26, Street No.3, MIDC, Andheri (East),
Mumbai-400 093.