RPL/BSE/
October 20, 2018

BSE Ltd
Corporate Relationship Department,
Rotunda Building, 1st Floor,
New Trading Ring,
Dalal Street,
MUMBAI – 400 001

Dear Sir,

Sub.: **Annual Report under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**
Ref.: **Scrip No. 517500**

In terms of the requirements of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit a copy of the Annual Report for the financial year ended 31st March, 2018 as approved by the members of the Company at their 43rd Annual General Meeting held on Saturday, 29th September, 2018 at the Registered Office of the Company at 'Roto House', Noida Special Economic Zone, Noida – 201305.

This is for your information and records please.

Thanking you,

Yours faithfully,
For **ROTO PUMPS LTD.**

ROTO PUMPS LTD. NSEZ NOIDA

ASHWANI K. VERMA
COMPANY SECRETARY

Enclosed: A/a

ROTO PUMPS LTD.
Regd. & Marketing Head Office : Roto House, 13, Noida Special Economic Zone, Noida - 201305, U.P., INDIA
Tel.: +91 120 2567902-05, Fax: +91 120 2567911, E-mail: contact@rotopumps.com, CIN - L28991UP1975PLC004152, www.rotopumps.com

Roto pumps

50 YEARS OF INNOVATION

CELEBRATING OUR STRENGTH IN NUMBERS

50 YEARS THEN & NOW

Annual Report 2017-18

CONTENTS

FORWARD-LOOKING STATEMENTS

Certain statements in this annual report concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. We have tried wherever possible to identify such statements by using words such as anticipate, estimate, expect, project, intend, plan, believe and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, our actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

CELEBRATING 50 YEARS

'Life is a journey, with problems to solve, lessons to learn, but most of all, experiences to enjoy.' This very aptly sums up our perspective on life. For us, life is all about the passion to do something not only for ourselves but for the greater good as well. It was this vision that prompted our Founder, Mr. Ram Ratan Gupta to create an organisation that was at the forefront in offering holistic solutions to the pump industry way back in 1968. A coal mine owner himself, Mr. Gupta faced numerous operational challenges running his business. He saw a huge demand and supply gap exist in the market and more so an absence of the technology knowhow within the country. Looking at the immense potential, he took it on himself to provide a solution. That paved the way for the invention of a unique manufacturing process for machining the intricate profile rotor, which is the heart of the Progressive Cavity Pump (PCP), in India. That set the ball rolling for us. We started with the mining industry and today cater to almost 23+ other industries as well. Roto Pumps today is a global player in providing superior pumps for every application and is considered among the top 10 industry players. Since our inception, we have continuously invested in research & development to deliver best-in-class products. Our emphasis has always been on 'in-house' development of products and manufacturing technology, which has aided us to develop products that deliver performance and come at a competitive price. The support of our strong manufacturing infrastructure and sales network across Australia, UK, USA, Africa, Middle East, Europe, South East Asia and Far East have further revved up our success story. We are the leaders in the PCP business in India, providing custom built products and solutions, catering to all the requirements in fluid handling across major industries. We are synonymous to progressive cavity pumps in India.

QUALITY EXCELLENCE TO DELIVER CUSTOMISED SOLUTIONS

At Roto Pumps, delivering perfect customised solutions to our clients is our priority. For us, engineering solution implies a rigorous and consistent pursuit of excellence. Roto Pumps has been focused on harnessing R&D and maintaining high-quality standards as integral components of its operations.

Starting with the pioneering technology of creating intricate rotor profiling in 1968, we had set the course on track for excelling in our engineering endeavours. Since then, we have relentlessly pursued quality as our single-most important differentiator. We built unique in-house rubber processing technology for harnessing both metal and rubber. We boast of in-house R&D and testing facilities that give us complete control of quality. Our endeavour is to get the R&D Centre recognised from the Department of Scientific and Industrial Research, Ministry of Science & Technology, Government of India. We have bagged some class-leading certifications that only add to our credentials. Our quality excellence is testified by the trust of our revered clientele. Many of our clients' market standing are synonymous with quality and that, in turn, shows their unflinching trust in Roto Pumps as pumping partners in their critical projects.

+ Roto Pumps is certified for ISO 9001, ISO 14001, OHSAS 18001, CE & ATEX

+ In-house R&D facility

+ State-of-the-art SCADA based testing facility with flow capacity 1000 m^3/hour

+ Expertise in metal component-rotor and rubber component-stator

CERTIFICATE

The Certification Body of TÜV SÜD Management Service GmbH Trading as TÜV SÜD South Asia Private Limited

certifies that

ROTO PUMPS LTD.
PLOT NO. 31, SECTOR ECOTECH XII, GREATER NOIDA (WEST)
UTTAR PRADESH – 201008, INDIA

has established and applies a Quality Management System for

ISO 9001:2015

CERTIFICATE

The Certification Body of TÜV SÜD Management Service GmbH Trading as TÜV SÜD South Asia Private Limited

certifies that

ROTO PUMPS LTD.
PLOT NO. 31, SECTOR ECOTECH XII, GREATER NOIDA (WEST)
UTTAR PRADESH – 201008, INDIA

has established and applies an Environmental Management System for

ISO 14001:2015

Certificate

Manufactured By:
Roto Pumps Ltd.

Certificate

Manufactured By:
Roto Pumps Ltd.

CERTIFICATE

The Certification Body of TÜV SÜD Management Service GmbH Trading as TÜV SÜD South Asia Private Limited

certifies that

ROTO PUMPS LTD.
PLOT NO. 31, SECTOR ECOTECH XII, GREATER NOIDA (WEST)
UTTAR PRADESH – 201008, INDIA

has established and applies an Occupational Health and Safety Management System for

OHSAS 18001:2007

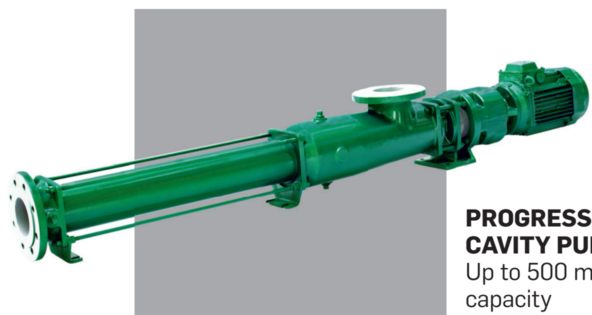
MANUFACTURING EXCELLENCE THAT TESTIFIES QUALITY

What we create at our design centre, what we improve in our R&D labs and what we assure in our quality checks must translate into the actual customer solution. It is critical to Manufacturing Strengths replicate the highest standards of quality in equal measures when it comes to the finished products. At Roto Pumps, we are committed to all of these. Over the years, with a single-minded proposition to create customer success, we have built strong manufacturing capabilities that are also excellent on quality standards. As Roto Pumps works on customised solutions rather than providing products and services, the Company has been part of some large-scale, critical projects of its clients.

The various certifications for our manufacturing facilities are another testimony to our strong manufacturing capabilities. Today, Roto Pumps provide mission-critical comprehensive solutions to almost every industry - oil & gas, paper & pulp, distilleries & breweries, construction, navy and coast guard to name a few. With the help of our excellent manufacturing facilities, we have been able to serve clients across the globe.

The Company has installed automatic paint shop and added new Computer Numerical Control machines to strengthen its manufacturing capabilities.

Manufacturing Strengths



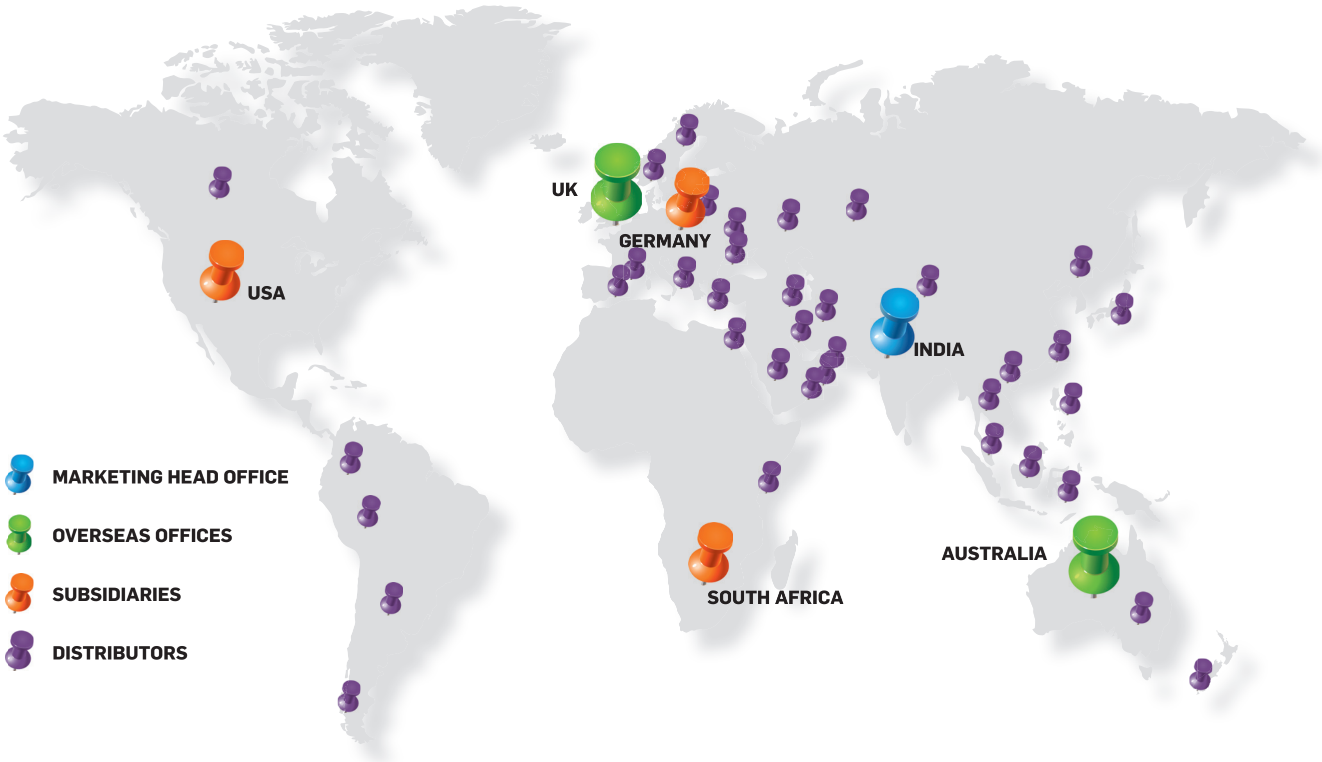
PROGRESSIVE CAVITY PUMPS
Up to 500 m^3/hour capacity

TWIN SCREW PUMPS
Up to 1000 m^3/hour capacity

State-of-the-art plant at Greater Noida

R&D Centre at Noida

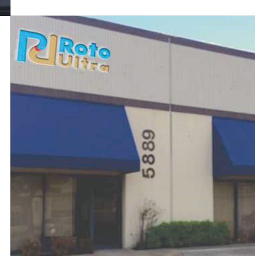
MARKET EXCELLENCE TO EXPAND REACH



Australia Office

U.K. Office

USA Office



South Africa Office

Marketing Head Office - INDIA

We have the best-in-class quality standards and an impeccable production infrastructure that helped us build a strong market network. Our vision was to turn our quality and manufacturing excellence into providing customised solutions for a broad client base. With these thoughts, we embarked on our journey to increase the reach of Roto Pumps products to a vast market in India and abroad.

Today, we have come a long way. We sell more than 65% of our products to many developed and developing country markets such as US, UK, Germany, South Africa, Middle East, South East Asia, Far East and Australia to name a few. In India, our clientele includes some of the most reputed companies across sectors such as Vedanta, Reliance, NTPC, ONGC, IOCL, MPCL, BPCL, OIL, Asian Paints, Nerolac, Cadbury, INCG, DMDE, NPCIL and EIL among others. During all these years, our consistent investments in building the brand Roto Pumps has helped the Company to create a distinct space in its customers mind.

Market Strengths

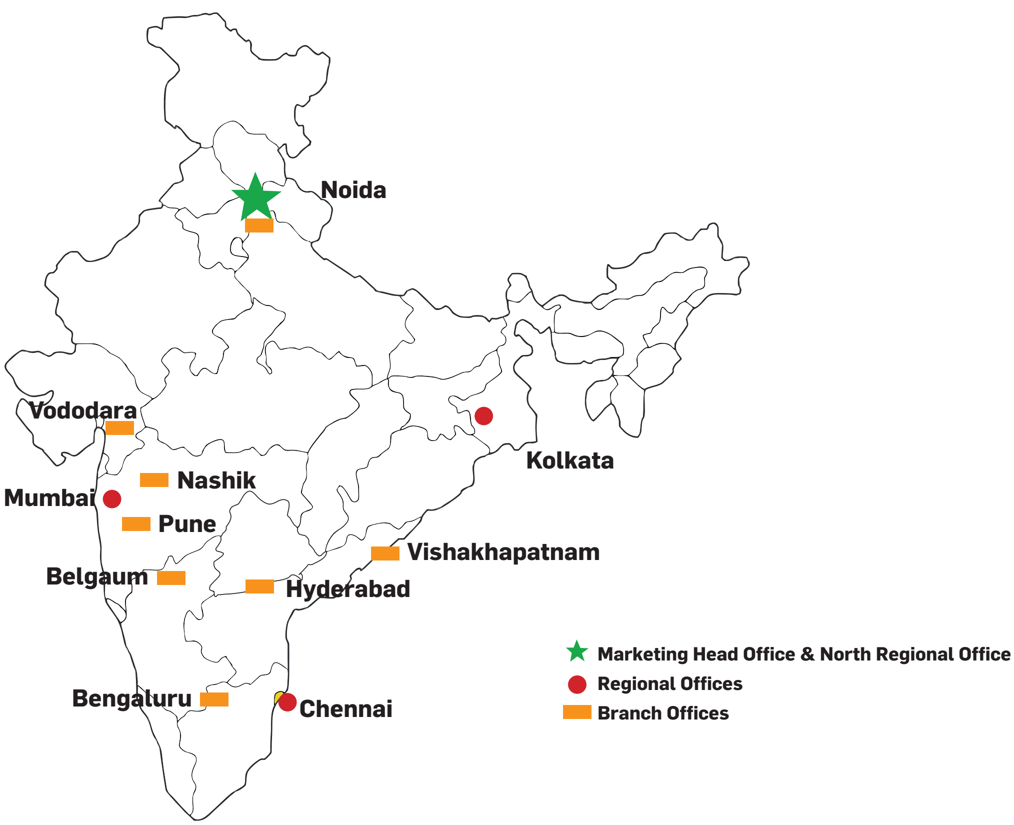
• Over 65% exports • Overseas Branch Offices

• Overseas Subsidiaries

• Serving US, Europe, South East Asia, Middle East, Far East, Australia, Africa and India

• Head Office, 04 Regional Offices, 07 Branch offices in India

INDIA NETWORK



ROTO PUMPS PRODUCTS ENGINEERED TO EXCEL

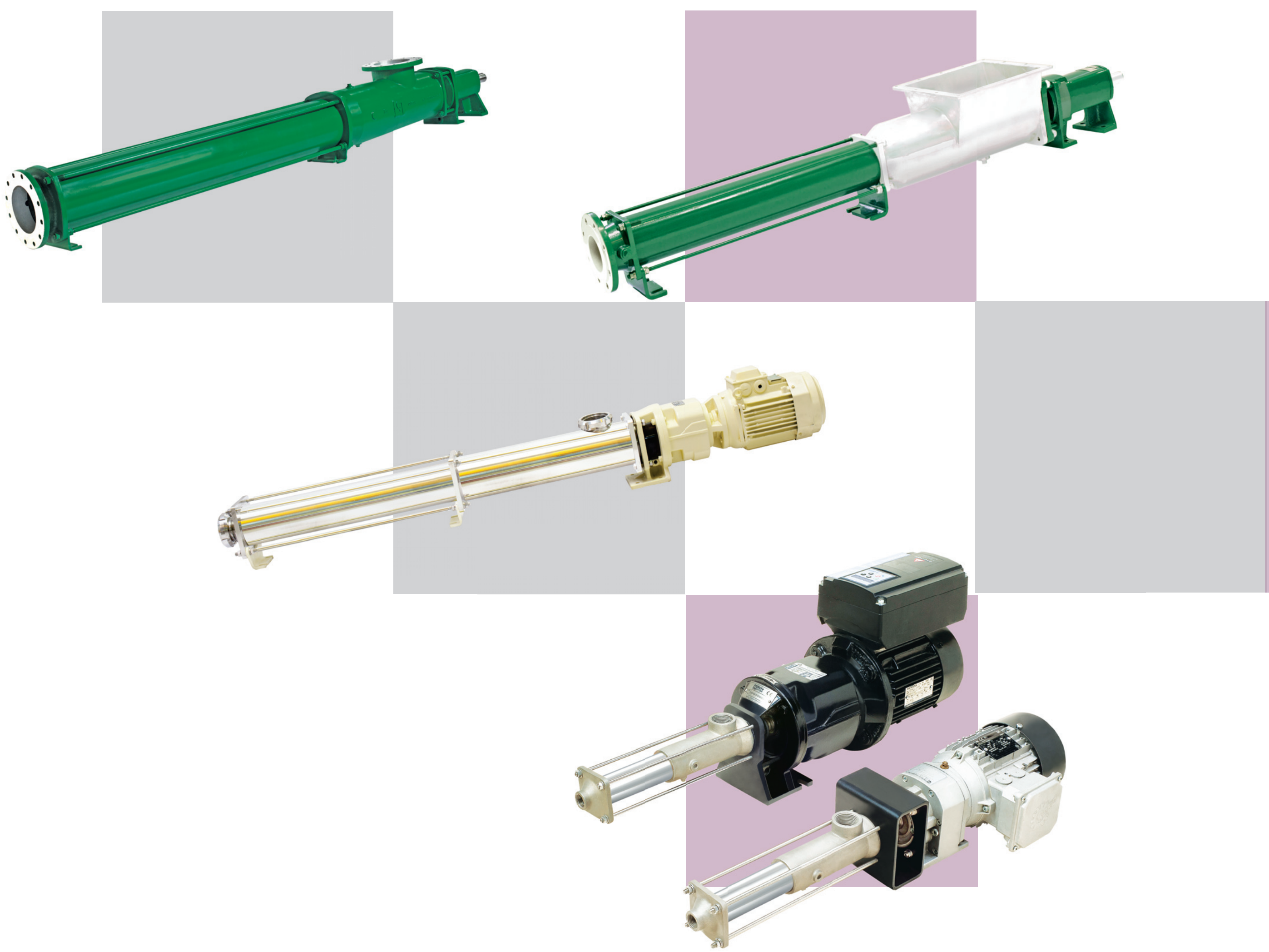
Roto Pumps products offer a vast range of highly engineered customised pumping solutions.

Progressive Cavity Pumps

Progressive Cavity Pumps (PCPs) have their application in pumping and metering of fluids and highly viscous, abrasive or shear sensitive materials.

PCPs work on positive movement of fluids through sealed cavities between a helical metallic rotor and a helical elastometric stator. As cavities move between the stator and rotor, fluids move from suction point to delivery point.

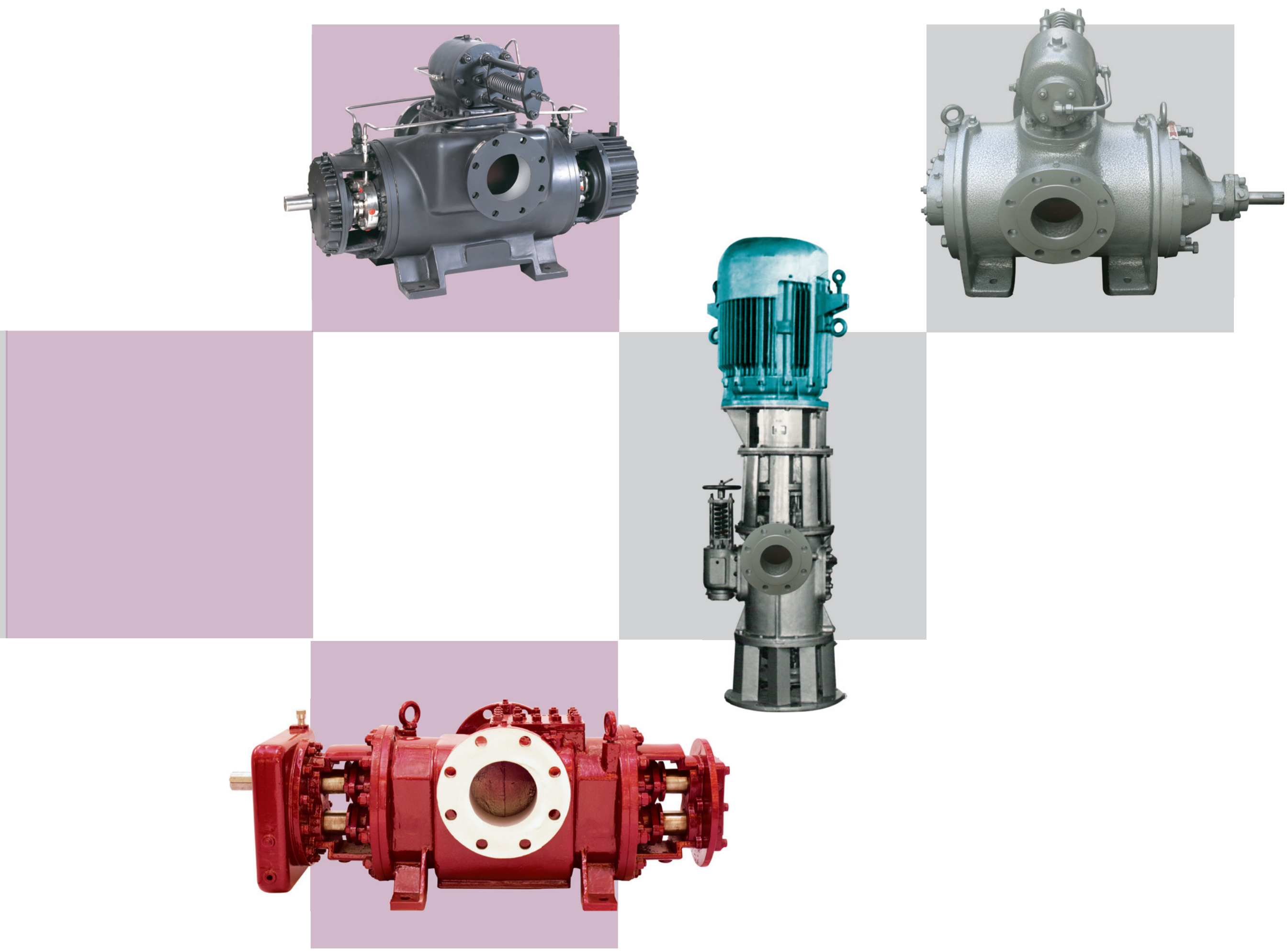
Progressive Cavity Pumps' product capacity goes up to 500m^3/hour.



Twin Screw Pumps

Twin Screw Pumps (TSPs) are used to pump clean, lubricating, non-lubricating and aggressive liquids. In TSPs, two screw spindles move within a pump casing. Intermeshing rotating screws in the pump casing and liner form transfer chambers, that transfer the fluid axially from the extreme ends to the center of the casing or vice-versa.

Twin Screw Pumps' product capacity ranges goes up to 1000 m^3/hour.



TELLING OUR STORY

MESSAGE TO THE SHAREHOLDERS

Dear Shareholders,

It gives me immense pleasure to address you all as we conclude the busy financial year 2017-18 of your Company.

In the last few months, the economies across the globe were stable witnessing steady growth. In 2018, the World Economy is expected to grow by 3.9% as compared to 3.7% for 2017 as per the International Monetary Fund estimates. The vulnerability of geopolitical environment, China's decelerating growth rate and inward looking policies of the countries especially by US are a matter of concern. The Indian economy, on the other hand, grew at 6.7% during 2017-18 while during the first quarter of 2018-19, the growth rate has been quite impressive at 8.2% as per the Central Statistical Office. With the government's growth-inducing policies and programme implementation, the Indian economy is likely to keep its growth momentum intact.

The global market size of pumps is USD 50 billion, out of which the market size under which your Company's current product range falls is estimated to be around 1.5 billion USD, These type of pumps serve a cross section of industries including infrastructure, oil & gas, power, mining, paper & pulp which form critical part of the economy.

For Roto Pumps, FY18 has been a good year in terms of performance. Our sales revenue increased to Rs. 109 Cr. in FY18 as compared to Rs. 99 Cr. in FY17, thus registering a healthy growth of 10%. The profit after tax has increased from Rs. 7.1 Cr. in FY17 to Rs. 8.6 Cr. in FY 18. We have made additions of some high productivity CNC machines to further supplement our manufacturing infrastructure. The market, thus reinforcing our pursuit of 'Engineering Excellence'.

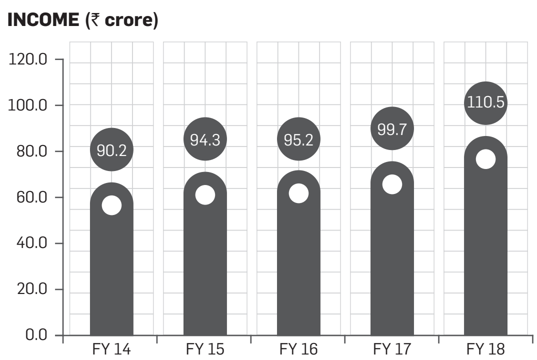
We believe that engineering and nurturing excellence across the organisation is going to be the real differentiator to sustain and grow in the long-term.

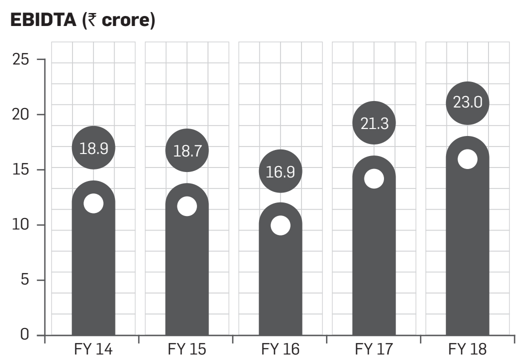
I would like to thank our shareholders, investors, customers and suppliers for their trust and support. I would also like to thank our splendid team for keeping us in good stead all through.

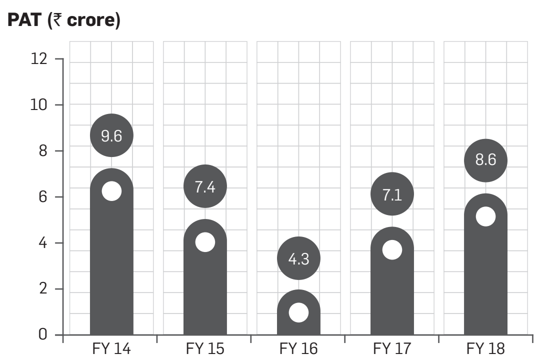
Best regards,

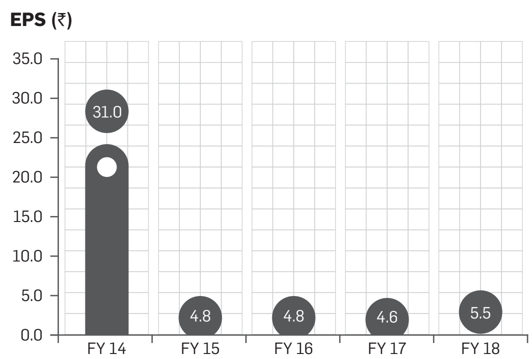
Harish Chandra Gupta
Chairman & Managing Director

BUSINESS REVIEW

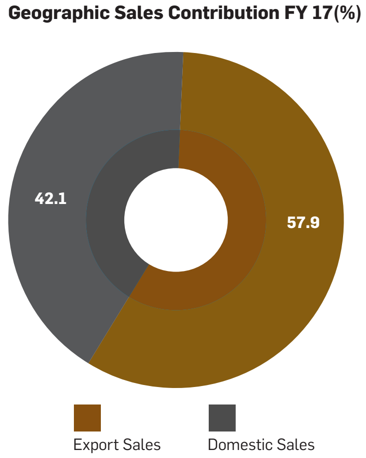


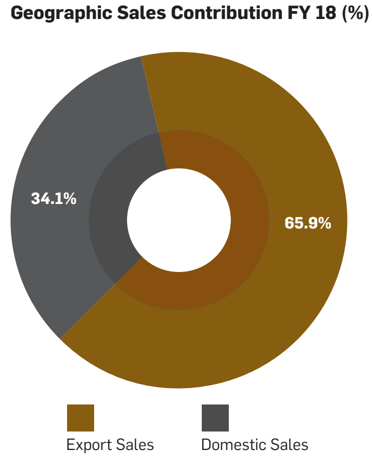






EPS : Face value ₹ 2/- per shares from FY 15, earlier ₹ 10/-





CORPORATE INFORMATION

Mr. Harish Chandra Gupta	Chairman & Managing Director
Mr. Anurag Gupta	Dy. Managing Director
Mr. Arvind Veer Gupta	Wholetime Director
Mr. B.S. Ramaswamy	Independent Director
Mrs. Asha Gupta	Non-Executive Director
Dr. Ramesh Chandra Vaish	Independent Director
Mr. Anand Bordia	Independent Director
Mrs. Annapurna Dixit	Independent Director
Mr. Basant Seth	Independent Director

WORKS
Plot No. 31, Sector Ecotech XII,
Greater Noida-201008 (UP), India

B-15, Phase-II Extension,
Noida-201305 (UP), India

13 Roto House, NSEZ,
Noida-201305 (UP), India

R&D CENTRE
B-14, Phase-II Extension,
Noida-201305 (UP), India

REGD. OFFICE
13 Roto House, Noida Special
Economic Zone
Noida-201305 (UP), India
Tel: +91120 2567902-05
Fax: +91120 2567911
Website: www.rotopumps.com
Email: investors@rotopumps.com

OVERSEAS SETUP

Melbourne, Australia	Warehouse & Marketing Branch
Manchester, UK	Warehouse & Marketing Branch
Tulsa, USA	Wholly-Owned Subsidiary Company
Minden, Germany	Wholly-Owned Subsidiary Company
South Africa	Subsidiary Company

COMPANY SECRETARY
Mr. Ashwani K. Verma

CHIEF FINANCIAL OFFICER
Mr. Pradeep Jain

BANKERS
Bank of India
Citibank N.A.
IndusInd Bank

STATUTORY AUDITORS
R N Marwah & Co. LLP
Chartered Accountants,
New Delhi, India

REGISTRAR AND SHARE TRANSFER AGENT
RCMC Share Registry Pvt. Ltd.
B-25/1, Okhla Industrial Area
Phase-II, Near Rana Motors
New Delhi-110020, India
Tel: +9111 26387320, 21, 23
Fax: +9111 26387322
Email: info@rcmcdelhi.com

CIN: L28991UP1975PLC004152

The operations of the subsidiary are currently under suspension as per the decision of the Board. Effective steps are being taken to make the Subsidiary operational in the near future.

Roto Pumps Americas, Inc. - a wholly owned subsidiary company setup in USA during the financial year 2014-15. The subsidiary had further setup a wholly owned subsidiary company in the name and style of Roto Pumps North America, Inc. to carry on sales and marketing of Company's products in North American region and also maintain warehouse facility to carry inventory. During the year under review, the subsidiary has earned a profit of USD 112,923.

Roto Overseas Pte Ltd - a Joint Venture Company (JVC) setup during financial year 2014-15 in Singapore with Mr. Ed Lemke of South Africa. Your Company holds sixty percent stake in the joint venture company. The JVC holds almost 100% stake in Roto Pumps (Africa) Pty Ltd, South Africa, a company engaged in the business of sales and marketing of pumps and parts of pumps in the African Region. During the year under review, the subsidiary has earned a profit of RAND 228,171.

Statements containing the salient features of financial statements of wholly owned subsidiary companies and Joint Venture Company in the prescribed Form AOC-1 is annexed as per Annexure-A.

Particulars of Loans, Guarantees or Investments

Your Company has neither made any investments nor has it given any loan or provided any guarantees during the during the year under review.

Fixed Deposits

Your Company has neither accepted nor renewed any deposits during the financial year under review.

Related Party Transactions

All Related Party Transactions that were entered into by the Company during the year under review were on an arm's length basis and in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. There were no materially significant Related Party Transactions made by your Company during the year that would have required Shareholder approval under Regulation 23 of securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee has been obtained for the transactions which are repetitive in nature. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions and other relevant details as are required in terms of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Details of the transactions with Related Parties are provided at Note no. 40 of the accompanying standalone financial statements.

Risk Management

Your Company has formulated a risk management policy to put in place a procedure to inform the Board about the risk assessment and minimization procedure. The Company has also formed a Risk Management Committee comprising of Directors and Executives of your Company to assess the risk and minimization procedures and report the same to the Board at the meetings.

Internal Control System and its adequacy

Your Company has an adequate internal control system commensurate with the size of the Company and nature of its business.

Further, in terms of provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, your Company has appointed M/s. Kapoor Tandon & Co., Chartered Accountants as its Internal Auditor to conduct the internal audit of the functions and activities of the Company. Based on the report of internal audit function, the Board undertakes corrective action in their respective areas and thereby strengthens the controls.

Directors and Key Managerial Personnel

Pursuant to the provisions of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Arvind Veer Gupta, Director (DIN: 00334233) retires from the Board by rotation, and is eligible for re-appointment.

Annual Evaluation of Board Performance and Performance of its Committees and of Directors:

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The Nomination and Remuneration Committee has laid down the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

Independent Directors and their meetings

The Independent directors were provided an insight about their roles, duties, rights and responsibilities. They were given a fair idea and knowledge about the working, strategy and the organizational structure of the company so that they could adapt to the company culture and contribute through active participation and interaction in a better manner.

The Nomination and Remuneration Policy adopted by your Company deals with the criteria for selection and determining the Independence of Directors and also the Remuneration policy for directors, Key Managerial Personnel (KMP) and other employees. The Remuneration policy is available at the website of the Company at http://www.rotopumps.com/investors/policies.html.

Your Company's Independent Directors meet at least once in a financial year without the presence of Executive Directors or Management Personnel. Such meetings are conducted to enable the Independent Directors to discuss matters pertaining to the Company's Affairs and put forth their views. During the year under review, one such meeting of the Independent Directors was held on 10th February, 2018 where all the independent directors except Mr. Anand Bordia were present.

Board, Committees and their meetings

Five (5) meetings of the Board were convened and held during the year under review. Details of the composition of the Board and its Committees and of the Meetings held and attendance of the Directors at such Meetings, are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013, the Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Directors' Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its responsibility Statement:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and of the profit and loss of your Company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had laid down internal financial controls to be followed by your Company and that such internal financial controls were adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Corporate Social Responsibility

Your Company has formulated its Corporate Social Responsibility (CSR) Policy to undertake the CSR activities as specified in the Schedule VII to the Companies Act, 2013. CSR Policy is available at http://www.rotopumps.com/investors/policies.html. The Annual Report of CSR activity for the financial year 2017-18 is annexed at Annexure -B.

Policy on prevention, prohibition and redressal of sexual harassment at Workplace

Your Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Policy aims to provide protection to employees at the workplace and prevent and redress any complaint(s) of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. Your Company has complied with the provisions of the Act relating to the constitution of Internal Complaints Committee, to inquire into complaints of sexual harassment and recommend appropriate action. Your Company has not received any complaint of sexual harassment during the year under review.

Vigil Mechanism / Whistle Blower Policy

Your Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

It is affirmed that no personnel of your Company has been denied access to the Audit Committee. The policy has been adopted in compliance with the requirements of SEBI and Section 177(9) of the Companies Act, 2013 and the Rules thereunder including any amendment(s) thereto, as may be made from time to time.

Material changes and commitment, if any, affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report

No material changes and commitments affecting the financial position of your Company have occurred between the end of the financial year to which these financial statements relate and on the date of this report.

Significant and Material Orders passed by the Courts or Regulators

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of your Company and its future operations.

Auditors

a. Statuary Auditors

M/s. R. N. Marwah & Co. LLP, Chartered Accountants, Firm Registration no. 001211N/N500019 were appointed as the Statutory Auditors of the Company for a period of five years by the members of the Company at their Annual General Meeting held on 29th September, 2017 subject to ratification at every intervening Annual General Meeting under section 139 of the Companies Act, 2013. Such requirement of ratification of appointment of Statutory Auditors at every intervening Annual General Meeting has since been dispensed with by the Companies (Amendment) Act, 2017; accordingly, no such ratification is required.

The observations of the Auditors in their report read with the notes to accounts are self-explanatory and do not call for any further action or information.

b. **Branch Auditors**

The term of the Branch Auditors of the Warehouse and Marketing Offices of the Company in Australia and U.K., M/s

Eric Townsend & Co., Chartered Accountants, Australia and M/s Layton Lee, Chartered Accountants, U.K., respectively, will expire at the conclusion of the ensuing Annual General Meeting. Board of Directors of your Company is seeking authority to appoint Branch Auditors for the financial year 2018-19.

c. **Cost Auditor**

In terms of the provisions of Companies (Cost Records and Audit) Rules, 2014 for time being in force, your Company was not required to appoint a Cost Auditor to carry out audit of the cost records for the year under review.

However, Company is required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and accordingly such accounts and records are being made and maintained by the Company.

d. Secretarial Auditors

M/s Dayal & Maur, Company Secretaries, New Delhi have been appointed as the Secretarial Auditors to carry out the secretarial audit for the year under review. The Secretarial Audit Report for the financial year ended 31st March, 2018 is annexed at Annexure- C.

There is no qualification or observation in the report of the Secretarial Auditors.

Conservation of energy, Technology absorption, Foreign Exchange earnings and outgo

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished at Annexure –D.

Declaration of Independent Directors

The Independent Directors have submitted their disclosures to the Board that they fulfill the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules made thereunder.

Board independence

Your Company's definition of 'Independence' of Directors is derived from Regulation 16(1) (b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013:

a) Mr. B. S. Ramaswamy

Mr. B. S. Ramaswamy, aged about 89 years is a retired IA & AS Officer. He is a Science and Commerce Graduate, Graduate Engineer and the Senior Most Cost and Management Accountant in the Country. He has an experience of over 63 years in the key functions of Finance & Accounts in the Government and various other organizations in the field of Finance, Accounts, Cost Accounting and other allied management functions.

b) Dr. Ramesh Chandra Vaish

Dr. Ramesh Chandra Vaish, aged about 77 years holds a degree in M.A., M.Com, LLB, Ph.D. in Economics from University of Florida USA and is a Fellow Member of the Institute of Chartered Accountants of India. Dr. Vaish is an eminent practicing Chartered Accountant having over 46 years of rich and varied experience with specialization in International taxation and finance, tax planning and off-shore investment. Dr. Vaish has an outstanding academic record and after teaching at University of Florida, USA, has worked with Coopers and Lybrand in New York, Singapore, London and New Delhi. Dr. Vaish has been a Senior Counsel, Tax and Business Advisory Services at Price Waterhouse Coopers, New Delhi, besides being a member of the Company Law Advisory Committee, Regional Tax Advisory Committee and various fiscal committees of FICCI and ASSOCHAM.

c) Mr. Anand Bordia

Mr. Anand Bordia, aged 74 years is a retired IRS Officer, holds degree in M.A. Mr. Bordia has 38 years of professional experience, most of which has been at a senior level in the Government of India and International Organizations. Mr. Bordia has worked in Ministry of Finance and Ministry of Social Justice & Empowerment in the Government of India. Mr. Bordia has been Member Finance in National Highway Authority of India. Mr. Bordia has also worked in Indian Customs and Central Excise Department and held various field positions such as Commissioner of Customs and Director Audit. Mr. Bordia has also worked in the Secretariat of Custom Cooperation Council, Brussels.

d) Mrs. Annapurna Dixit

Mrs. Annapurna Dixit, aged about 70 years, a retired Information Commissioner, Central Information Commission, is a Graduate in Physics (Hons), Masters and M. Phil in Education. Mrs. Dixit has worked for over two decades as an Officer in the India Country Office of the United Nations Children's Fund. Mrs. Dixit closely worked with the relevant Ministries of Government of India, State Governments, NCW, NHRC, IMA, NIPCCD and with NGOs for ensuring protection of rights of women and children.

e) Mr. Basant Seth

Mr. Seth aged 66 years is a Science graduate from Banaras Hindu University, a qualified Chartered Accountant and also has Post Graduate Diploma in Bank Management from National Institute of Bank Management, Pune. Mr. Seth has retired as Central Information Commissioner after successfully completing his tenure of five years. Before joining the Central Information Commission, he was a banker. He has served Bank of India for a very long period and later SIDBI. He has also served the Syndicate Bank as its Chairman and Managing Director.

Mr. Seth has extensive Board level experience having served as Bank of India's nominee on the Board of Indo-Zambian Bank, Zambia and Commonwealth Finance Corporation Ltd Hong Kong besides holding the post of Whole Time Director in SIDBI and CMD of Syndicate Bank. He has long experience and expertise in Bank Management, Corporate Governance, Financial & Administrative matters.

Particulars of Employees and related disclosures

The disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed at Annexure- E.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is annexed at in Annexure-F.

Listing of Shares

The Equity Shares of your Company are listed at the BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. The annual listing fee for the year 2018-19 has been fully paid.

Annual Return

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 a copy of the Annual Return has been placed on the website of the Company and can be accessed through the web-link: http://www.rotopumps.com/investors.html under the head Annual Returns.

Corporate Governance

The Management Discussion and Analysis and the Report on Corporate Governance, as required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V thereof, forms a part of this Annual Report.

Acknowledgements

Your Directors place on record their sincere thanks to the Bankers, Business Associates, Consultants, and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your Directors also acknowledge gratefully the shareholders for their valuable support and confidence reposed in the Company.

For and on behalf of the Board of Directors

Harish Chandra Gupta
Chairman& Managing Director
DIN: 00334405

Place: Noida
Dated:14.08.2018

Annexure A to the Board's Report

FORM AOC-1

Statement containing salient features of the financial statements of subsidiaries/associates/joint venture (Pursuant to the first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014

Part "A" - Subsidiaries

Sl. No.	Particulars	Name of the Subsidiaries				
		Roto Pumpen GmbH	Roto Pumps Americas, Inc.	Roto Pumps North America, Inc. -stepdown	Roto Overseas Pte Ltd	Roto Pumps (Africa) Pty Ltd -stepdown
1	Reporting period of the subsidiary on if different from the holding company's reporting period	N.A	N.A	N.A	N.A	N.A
2	Reporting currency and Exchange rate as on year end date	EURO 72.90	USD 64.85	USD 64.85	SGD 48.80	RAND 5.48
3	Share Capital	225,000	525,000	508,000	800,001	2,000,100
4	Reserve & Surplus	(2,21,663)	(848)	(408,142)	(132,363)	(582,613)
5	Total Assets	3,337	524,152	969,440	812,811	6,338,753
6	Total Liabilities	3,337	524,152	969,440	812,811	6,338,753
7	Investment	-	508,000	-	201,588	-
8	Turnover	-	-	1,663,255	-	9,612,840
9	Profit/(Loss) before taxation	(6,582)	(324)	112,923	(19,170)	228,171
10	Provision for taxation	-	-	-	-	-
11	Profit/(Loss) after taxation	(6,582)	(324)	112,923	(19,170)	228,171
12	Proposed Dividend	-	-	-	-	-
13	% of shareholding	100%	100%	100%	60%	60%

No subsidiary has been liquidated or sold during the year.

Part "B": Associates and Joint Ventures

NA

As per our Report of even date
For R. N. Marwah & Co. LLP,
Chartered Accountants
(Firm Registration No. 001211N/N500019)

(Manoj Gupta)
Partner
Membership No. 009963

For and on behalf of the Board

Harish Chandra Gupta
Chairman & Managing Director
(DIN: 00334405)

Anurag Gupta
Dy. Managing Director
(DIN: 00334160)

Pradeep Jain
Chief Financial Officer
(PAN: AAEPJ6827A)

Ashwani K. Verma
Company Secretary
(M. No. F9296)

Place: Noida
Date: 14.08.2018

Annexure B to the Board's Report

Annual Report of CSR activities

1. Corporate Social Responsibility

   Roto Pumps Ltd is deeply conscious of its moral obligation to act in a manner that benefits the community at large and also the environment in which it operates. It has accordingly integrated CSR initiatives in the way it conducts its business, as a matter of policy, while focusing on inclusivity and sustainability.

   The main objective of the Company's CSR policy is to formulate guidelines to undertake various programs/projects relating to corporate social responsibility including establishment of a self-regulating mechanism that ensures that the Company's CSR activities are monitored regularly and are in active compliance with the spirit of the Law as envisaged in Schedule VII read with Section 135 of the Companies Act, 2013 and the listing agreement with the Stock Exchange.

2. The composition of the CSR Committee is as under:

   Mrs. Annapurna Dixit, Chairperson of the Committee

   Mr. Anurag Gupta, Member of the Committee

   Mr. Arvind Veer Gupta, Member of the Committee

3. Average net profit of the Company for last three financial years : ₹ 550.58 lacs

4. Prescribed CSR Expenditure : ₹ 11.01 lacs

   2% percent of the amount as in item 3 above.

5. Details of CSR spent during the financial year:

   a) Total amount to be incurred for the financial year: ₹ 11.01 lacs
   b) Amount un-spent if any: ₹ 11.01 lacs have been committed for the similar project as is undertaken for the financial year 2016-17.
   c) Manner in which the amount spent during the financial year is detailed below:

Sl no.	CSR project or activity identified	Sector in which the project is covered	Projects or programs 1. Local area or other 2. Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or program wise	Amount spent on the program Subheads : (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expending upto the reporting period	Amount spent Direct or through implementing agency
1	Development / renovation of infrastructure and amenities in a Government Junior High School	Education	1. Local area 2. District Uttar Pradesh, Noida	₹ 11.01 lacs	-	-	Round Table India

6. Reasons for not spending:

   Your Company had undertaken similar project for the financial year 2016-17 which is under implementation. Project as identified for the financial year 2017-18 shall be undertaken for execution once the project for 2016-17 has been completed, which expected to be completed by October, 2018

7. The CSR Committee confirms that the implementation and monitoring of the CSR Policy is in Compliance with the CSR objectives and Policy of the Company.

Place: Noida
Date: 14.08.2018

Anurag Gupta
Dy. Managing Director

Annapurna Dixit
Chairperson of CSR Committee

Annexure C to the Board's Report

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

[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,
Roto Pumps Limited
Roto House, Noida Special Economic Zone,
Noida, Uttar Pradesh- 201301.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Roto Pumps 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 Roto Pumps Limited 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 March 31, 2018 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 Roto Pumps Limited for the financial year ended on March 31, 2018 according to the provisions of:

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

(ii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment;

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

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

(v) 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)

(f) 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;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)

We have also verified the compliances of the Company with the other statutes, which are specifically applicable to the Company, as reported by the management thereof, except to the extent the same were in the scope of work of the Statutory Auditors and / or Internal Auditors.

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

i) Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings were specified on 1st July, 2015.

ii) Depositories Act, 1996

iii) SEBI LODR (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the observations under the respective statutes as aforementioned.

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 decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

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 DAYAL & MAUR
Company Secretaries

BARINDER SINGH MAUR
Partner
FCS No. 6544
CP No. 7041

Place: New Delhi
Date: 04.08.2018

'Annexure A'

To,
The Members,
Roto Pumps Limited

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 process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, 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 DAYAL & MAUR
Company Secretaries

BARINDER SINGH MAUR
Partner
FCS No. 6544
CP No. 7041

Place: New Delhi
Date: 04.08.2018

Annexure – D to the Board's Report

Pursuant to the provisions of Section 134(3) (m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors-

A. Conservation of energy:

a. The steps taken or impact on conservation of energy

Although your Company's operations involve low energy consumption, due attention was paid to optimize the use of energy by improved operational methods. The efforts to conserve and optimize the use of energy by improved operational methods and other means will continue.

The Efforts to conserve and optimize the use of energy have an impact of reducing energy consumption and thereby reducing cost of production of goods.

b. The steps taken by the Company for utilizing alternate sources of energy

During the financial year under review, your Company has installed a solar power system of 200 Kwp at its Greater Noida Unit for utilization of solar energy as a pilot project. The installation of the said system was completed in January 2018. The solar power system besides reducing the energy cost for the Company would also reduce carbon emission which would contribute towards a cleaner environment. This process would also be followed at other locations of your Company.

c. The capital investment on energy conservation equipment.

Your Company has spent an amount of ₹ 88.46 lacs on installation of solar power system.

B. Technology absorption:

a. The efforts made towards technology absorption:

Identification of products, to be developed, based on market feedback to widen product basket for Domestic and International Markets, conceptualization of product on the basis of fuller understanding of market need, designing, manufacturing and testing prototype, finalization of design based on tests with modification, performance / endurance tests and field trials to prove the product capability and releasing design and drawing for commercial production.

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

Widening of product range, product improvement, cost reduction and introduction of new generation cost effective pumps to meet increased competition, product development, import substitution.

c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) N.A.

d. The expenditure incurred on Research and Development:

a.	Revenue expenses	: ₹ 147.94 lacs
b.	Capital expenses	: ₹ 46.13 lacs
	Total	: ₹ 194.07 lacs

The Company has applied to the Department of Scientific and Industrial Research, Ministry of Science and Technology for the recognition of its in-house Research & Development Centre situated at B-14, Phase II Extension, Noida – 201305, Uttar Pradesh.

Foreign exchange earnings and Outgo

Your Company's export activities consist of exports of its products e.g. pumps and spare parts of pumps and annual maintenance services and commissioning & installation services. The particulars of foreign exchange earned and used during the year are given in Note 43 to 46 in the notes forming a part of the standalone financial statements.

For and on behalf of the Board of Directors

Harish Chandra Gupta
Chairman& Managing Director
DIN: 00334405

Place: Noida
Dated: 14.08.2018

Annexure-E to the Board's Report

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2017-18, ratio of the remuneration of each Director to the median remuneration of the Employees of your Company for the Financial Year 2017-18 are as under:

(Amount in ₹)

Sl.	Name of the Director / KMP and Designation	Remuneration of Directors / KMP for the Financial year 2017-18	% of increase in remuneration in Financial year 2017-18	Ratio of remuneration of each director/ KMP to the median remuneration of the Employee
1	Mr. Harish Chandra Gupta, Chairman & Managing Director	1,05,90,758	Negligible increment during the year.	25.28
2	Mr. Anurag Gupta, Dy Managing Director	67,17,758		16.03
3	Mr. Arvind Veer Gupta, Wholetime Director	66,03,758		15.76
4	Mr. Ashwani K. Verma, Company Secretary	16,47,078	4.65	3.93
5	Mr. Pradeep Jain, Chief Financial Officer	22,71,280	5.29	5.42
	Total	2,78,30,632		

ii) The median remuneration of Employees of the Company during the financial year : ₹ 4,18,976/-

iii) The percentage increase in the median remuneration of the employees in the financial year : 9.48%

iv) The number of permanent employees on the rolls of company as on 31st March, 2018 : 217

v) Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year i.e. 2016-17 and its comparison with the percentile increase in the managerial remuneration is 9.12% whereas the increase in the managerial remuneration for the same financial year was almost nil.

vi) The key parameters for any variable component of remuneration availed by the directors: The Directors have not been paid variable remuneration during the year as their remuneration was being paid as per the provisions of schedule V to the Companies Act, 2013.

vii) It is hereby affirmed that the remuneration paid is as per remuneration policy for Directors, Key Managerial Personnel and other Employees of the Company.

For and on behalf of the Board of Directors

Harish Chandra Gupta
Chairman& Managing Director
DIN: 00334405

Place: Noida
Dated: 14.08.2018

Annexure F to the Board's Report

Statement of particulars of Employees pursuant to the provisions of Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A. Names of top ten employees in terms of remuneration drawn during the year

Sl	Name of Employee	Age (Yrs)	Qualification	Designation	Remuneration	Date of Joining	Experience	Last Employment held
1	Mr. Harish Chandra Gupta	72	B.Sc.	Chairman & Managing Director	₹ 1,05,90,758/-	Since incorporation	50 years	Own business
2	Mr. Anurag Gupta	44	B.Com, CMA Intermediate and MBA	Dy. Managing Director	₹ 67,17,758/-	01.01.1995	24 Years	Roto Pumps Ltd
3	Mr. Arvind Veer Gupta	42	Bachelor of Management (Manufacturing Engineering)	Whole-time Director	₹ 66,03,758/-	01.07.1995	23 years	Roto Pumps Ltd
4	Mr. David Roy Bent	56	Diploma Engineer	General Manager	₹ 85,97,012/-	15.10.2004	37 years	Orbit Pumps Ltd as Director
5	Mr. S Clark	54	C & G Mechanical Engineer	Sales Manager	₹ 48,54,777/-	01.08.2008	31 years	Sales engineer – PC Pumps
6	Mr. Steve Allis	60	BA Hons (Economics) and ICAEW	Accountant	₹ 44,37,830/-	01.06.2007	38 years	Company Accountant/ Director KSR Automotive
7	Mr. Andrew Lai	43	Bachelor of Engineering (Mech.)	Contracts Manager	₹ 48,65,548/-	02.09.2013	10 years	Internal Sales – Xylem
8	Mr. Kevin Moore	54	Bachelor of Engineering (Electronic and Electrical)	General Manager	₹ 92,90,926/-	15.09.2014	30 years	Self-Employed
9	Mr. Ross Leabeater	57	Fitter and Turner	Territory Manager	₹ 54,64,155/-	14.03.2014	6 years	Sales Manager - Statewide Bearings
10	Mr. Mc Nish Gray	50	Certificate III – Transport & Distribution Warehousing	Warehouse Supervisor	₹ 47,56,371/-	13.05.2016	22 years	Bells Pure Ice - GBL Operations Pty Ltd- Site Manager.

B. Employed throughout the year and were in receipt of remuneration for the financial year in aggregate of not less than ₹ 1,02,00,000/- p.a.

None except as included in Section A.

C. Employed part of the year and were in receipt of remuneration for the financial year in aggregate of not less than ₹ 8,50,000/- p.m. None

D. Employed throughout the financial year or part thereof, was in receipt of remuneration in that period, in aggregate, or as the case may be, at a rate which, in aggregate, is in excess of remuneration drawn by Chairman and Managing Director or Dy Managing Director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company. None

Notes:

1) Remuneration comprises of salary, allowances and monetary value of perquisites. Their appointments are contractual.

2) Employees at Sl. No. 4 to 6 are posted at the Warehouse and Marketing Office of the Company at U.K and the Employees mentioned from Sl. No. 7 to 10 are posted at the Warehouse and Marketing Office of the Company at Australia.

3) Mr. Harish Chandra Gupta is the father of Arvind Veer Gupta and are related to each other. None of the other employees are relatives of any director or manager.

For and on behalf of the Board of Directors

Harish Chandra Gupta
Chairman& Managing Director
DIN: 00334405

Place: Noida
Dated: 14.08.2018

Corporate Governance

Company's philosophy on code of Corporate Governance

At your Company, Corporate Governance aims at safeguarding and value addition to the interest of the various stakeholders. Corporate Governance ensures working of the company in a more accountable and transparent manner.

Board of Directors

The Board is an apex body, responsible for playing a significant role in the proper and efficient functioning of the Company. The Company's Board has an appropriate mix of Executive, Non-executive, Independent and Women Directors. During the year 2017-18, composition of the Company's Board has been as under:

Sl. No.	Name	Category	Number of Directorships in other listed Companies	Position in other Committees	
				Member	Chairperson
1	Mr. Harish Chandra Gupta	Promoter / Executive Chairman	-	-	-
2	Mr. Anurag Gupta	Promoter / Executive Director	-	-	-
3	Mr. Arvind Veer Gupta	Promoter / Executive Director	-	-	-
4	Mrs. Asha Gupta	Promoter / Non-executive/Woman Director	-	-	-
5	Mr. B. S. Ramaswamy	Independent / Non-executive Director	-	-	-
6	Dr. Ramesh Chandra Vaish	Independent / Non-executive Director	3	1	1
7	Mr. Anand Bordia	Independent / Non-executive Director	1	1	-
8	Mrs. Annapurna Dixit	Independent / Non-executive/Woman Director	1	-	-
9	Mr. Basant Seth*	Independent / Non-executive Director	1	1	-

*Appointed as director w.e.f. 12.05.2017

Shares and convertible instruments held by non-executive Directors

The Company has not issued any convertible instruments. The position of the holding of equity shares of the Company by the non-executive directors as on 31.03.2018 was as under:

Sl. No.	Name	No. of Equity shares held on 31.03.2018
1	Mrs. Asha Gupta	24,99,665
2	Mr. B. S. Ramaswamy	500
3	Dr. Ramesh Chandra Vaish	Nil
4	Mr. Anand Bordia	Nil
5	Mr. Basant Seth	Nil
6	Mrs. Annapurna Dixit	Nil

Relationships between Directors inter se

Mr. B. S. Ramaswamy, Dr. Ramesh Chandra Vaish, Mr. Anand Bordia, Mr. Basant Seth and Mrs. Annapurna Dixit are the Independent, Non-executive directors of the Company and are not related to each other in any way. They are also not related to the other Directors on the Board of the Company.

Mrs. Asha Gupta and Mr. Anurag Gupta are related to each other in the relationship mother-son between them. Similarly, Mr. Arvind Veer Gupta being the son of Mr. Harish Chandra Gupta, they both are related to each other. Mr. Harish Chandra Gupta is the Brother in law of Mrs. Asha Gupta.

Non-Executive Directors' compensation and disclosure

Non-executive Directors have been paid sitting fees for attending the meetings of the Board of Directors and Committees of the Board. No other compensation is paid to them. The sitting fee is fixed by the Board of Directors of the Company. The sitting fees being paid to the non-executive directors is well within the limits prescribed under Section 197(5) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Other provisions of the Board

During the financial year 2017-18, five meetings of the Board of Directors of the Company were held on 12.05.2017, 19.08.2017, 11.09.2017, 11.11.2017 and 10.02.2018.The gap between any two meetings did not exceed one hundred and twenty (120) days as prescribed under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the relevant information was placed before the Board. The attendance record of the Directors at the Meetings of the Board and Members held during the financial year 2017-18 was as under:

Sl.	Name	No. of Meetings attended	Attended last AGM
1	Mr. Harish Chandra Gupta	5	Yes
2	Mr. Anurag Gupta	5	Yes
3	Mr. Arvind Veer Gupta	3	Yes
4	Mrs. Asha Gupta	5	Yes
5	Mr. B. S. Ramaswamy	4	No
6	Dr. Ramesh Chandra Vaish	4	Yes
7	Mr. Anand Bordia	3	No
8	Mr. Basant Seth	5	No
9	Mrs. Annapurna Dixit	5	No

Code of Conduct

The Board has laid down a code of conduct applicable to all Board members and senior executives of the Company. The CEO of the Company has given the certificate as below as per the requirement of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of the financial year 2017-18.

Harish Chandra Gupta
Chairman & Managing Director

Audit Committee

The Audit Committee of the Board comprises of five members all of whom are Non-executive Independent Directors, except Mrs. Asha Gupta, who is a Non-executive promoter Director. The Committee functions under the Chairmanship of Mr. B. S. Ramaswamy, who is an Independent Director. Mr. B. S Ramaswamy is a B. Sc., B. Com, Graduate Engineer, Fellow Member of the Institute of Cost and Management Accountants of India and a retired Officer of the Indian Audit & Accounts Service. Mr. Ashwani K. Verma, Company Secretary is the Secretary of the Committee.

During the year, five meetings of the Audit Committee were held on 12.05.2017, 19.08.2017, 11.09.2017, 11.11.2017 and 10.02.2018. The time gap between any two meetings did not exceed one hundred and twenty (120) days as prescribed under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The composition of the Audit Committee and the number of the meetings attended by the Members are given below.

Sl	Name	Position	No. of meetings attended
1	Mr. B. S Ramaswamy	Chairman	4
2	Mr. Anand Bordia	Member	3
3	Mrs. Asha Gupta	Member	5
4	Dr. Ramesh Chandra Vaish	Member	4
5	Mr. Basant Seth*	Member	3

* Appointed as a member of the Audit Committee on 19.08.2017.

Terms of reference

The role and terms of reference of the Audit Committee covers the matters specified for Audit committee under Part C of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 which inter-alia include overseeing the company’s financial reporting process, reviewing periodical financial results, financial statements, internal control and internal audit systems, accounting policies and practices related party transactions and performance of the internal and external auditors.

Nomination & Remuneration Committee

Nomination and Remuneration Committee comprises of executive and non-executive Directors. During the year, three meetings of the Nomination and Remuneration Committee were held on 12.05.2017, 11.09.2017 and 10.02.2018. Composition of the Committee and attendance at the meeting during the year has been as under:

Sl.	Name	Position	Meeting attended
1	Mr. B. S. Ramaswamy	Chairman	3
2	Mr. Anand Bordia	Member	2
3	Mr. Harish Chandra Gupta	Member	3
4	Mr. Basant Seth*	Member	2

* Appointed as a member of the Nomination & Remuneration Committee on 19.08.2017.

Terms of reference

The terms of reference of the Nomination and Remuneration Committee are in consonance with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Performance evaluation criteria for Independent Directors

The Nomination and Remuneration Committee has framed the Nomination and Remuneration Policy and has laid down the criteria for the evaluation of the performance of the Independent Directors under the said policy. The policy can be accessed through the weblink -http://www.rotopumps.com/pdf/nomination-and-remuneration-policy.pdf

Details of remuneration to Directors

The aggregate value of salary and perquisites paid to the Chairman & Managing Director, Dy Managing Director and the Wholetime Director during the year is as follows:

Mr. Harish Chandra Gupta, Chairman & Managing Director ₹ 1,05,90,758/-, Mr. Anurag Gupta, Dy Managing Director ₹ 67,17,758/- and Mr. Arvind Veer Gupta, Wholetime Director ₹ 66,03,758/-. In addition, the Chairman & Managing Director, Dy Managing Director and Wholetime Director were also entitled to Company’s contribution to provident fund, Gratuity and encashment of leave at the end of tenure, as per the Company’s Rules. They are also entitled to the use of a Chauffer driven Car for Company’s business and Telephones at the residence. Notice period is three months from either side. No severance fees except statutory retirement benefits is payable.

The non-executive directors were being paid sitting fees @ ₹ 10,000/- for attending each meeting of the Board and/or the Committee thereof. During the year, the sitting fees payable to the non-executive directors was revised as follows:

a) ₹ 20,000/- for each meeting of the Board;

b) ₹ 10,000/- for each meeting of the Committee of the Board.

The sitting fees paid during the financial year 2017-18 to the Directors are as follows: Mr. B. S. Ramaswamy ₹ 1,50,000/-, Mrs. Asha Gupta ₹ 1,30,000/-, Dr. Ramesh Chandra Vaish ₹ 1,50,000/-, Mr. Anand Bordia ₹ 1,00,000/-, Mr. Basant Seth ₹ 1,40,000/- and Mrs. Annapurna Dixit ₹ 1,10,000/-.

The Company has not granted any Stock Options to its Directors.

Stakeholders' Relationship Committee

Stakeholders' Relationship Committee comprises of Non-executive Directors and Executive Directors under the Chairmanship of Dr. Ramesh Chandra Vaish, who is an Independent Director. During the year, four meetings of the Stakeholders' Relationship Committee were held on 12.05.2017, 19.08.2017, 11.11.2017 and 10.02.2018. Composition of the Committee and attendance at the meeting during the year was as under

Sl	Name	Position	No. of meetings attended
1	Dr. Ramesh Chandra Vaish	Chairman	4
2	Mr. Anurag Gupta	Member	4
3	Mr. Arvind Veer Gupta	Member	3

Mr. Ashwani K. Verma, Company Secretary is the Compliance Officer.

During the year, four complaints were received from the shareholders and the same were resolved. No complaint was pending either at the beginning or at the end of the year

General Body meetings

a. Location and time of the General Meetings held in the last 3 years

Year	Type	Date	Venue	Time
2017	AGM	29.09.2017	Registered Office	11.30 A.M.
2016	AGM	28.09.2016	Registered Office	11.30 A.M.
2015	AGM	30.09.2015	Registered Office	11.30 A.M.

b. Whether Special Resolutions passed in the previous three Annual General Meetings - Yes

c. Whether any special resolution passed last year through postal ballot - No

d. Person who conducted postal ballot exercise - NA

e. Whether any special resolution is proposed to be conducted through postal ballot - No

f. Procedure for postal ballot - NA

Means of Communication

Quarterly results	The results of the Company are published in the newspapers and displayed at the Company's website besides submission to the Stock Exchange.
Newspapers wherein results normally published	Business Standard and Jansatta.
Any website, where displayed	Submitted to the Stock Exchange in the prescribed format and displayed at website of the Company www.rotopumps.com
The presentation made to the Institutional Investor and Analyst	No

General Shareholder Information

Annual General Meeting

The ensuing Annual General Meeting is scheduled to be held on Saturday the 29th September, 2018 at 11.30 AM at the Registered Office of the Company at Roto House, Noida Special Economic Zone, Noida – 201305.

Financial Year

The Company follows April – March financial year. The un-audited financial results for first, second (half yearly) and third quarter would be published in July/August, October/November and January/February respectively. Annual audited consolidated financial results would be published in May.

Book Closure

The Share transfer books and Register of Members will be closed from Sunday the 23rd September, 2018 to Saturday the 29th September, 2018 (both days inclusive) for the purpose of payment of dividend and Forty Third Annual General Meeting.

Dividend payment date

Dividend will be paid within thirty days from the date of the Annual General Meeting.

The Stock Exchange on which the Company's Shares are listed

The Equity Shares of your Company are presently listed at the BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 vide Security Code 517500. The shares of the Company are not suspended from trading.

The Annual Listing Fees for the financial year 2018-19 has been paid.

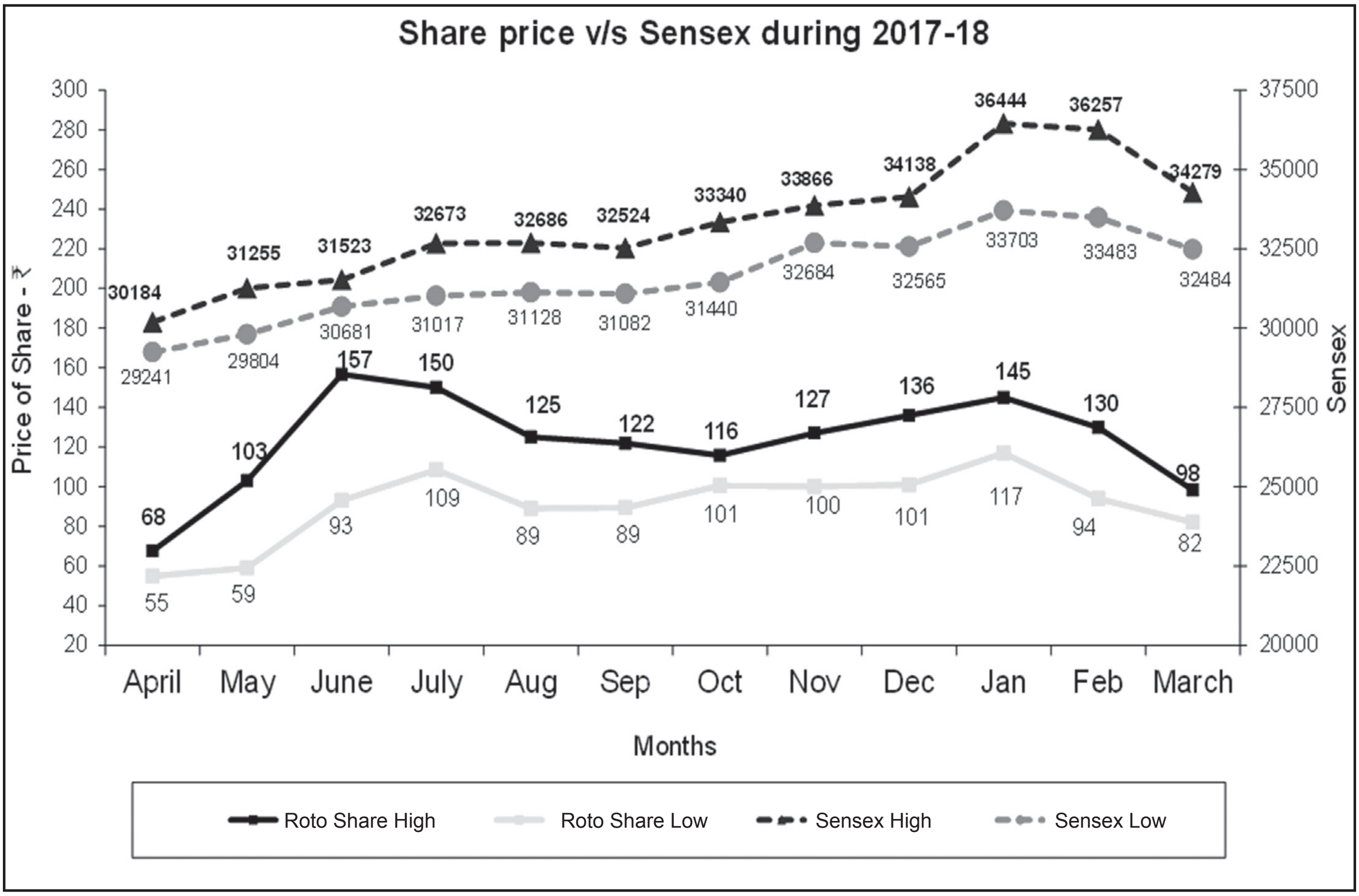
ISIN Number

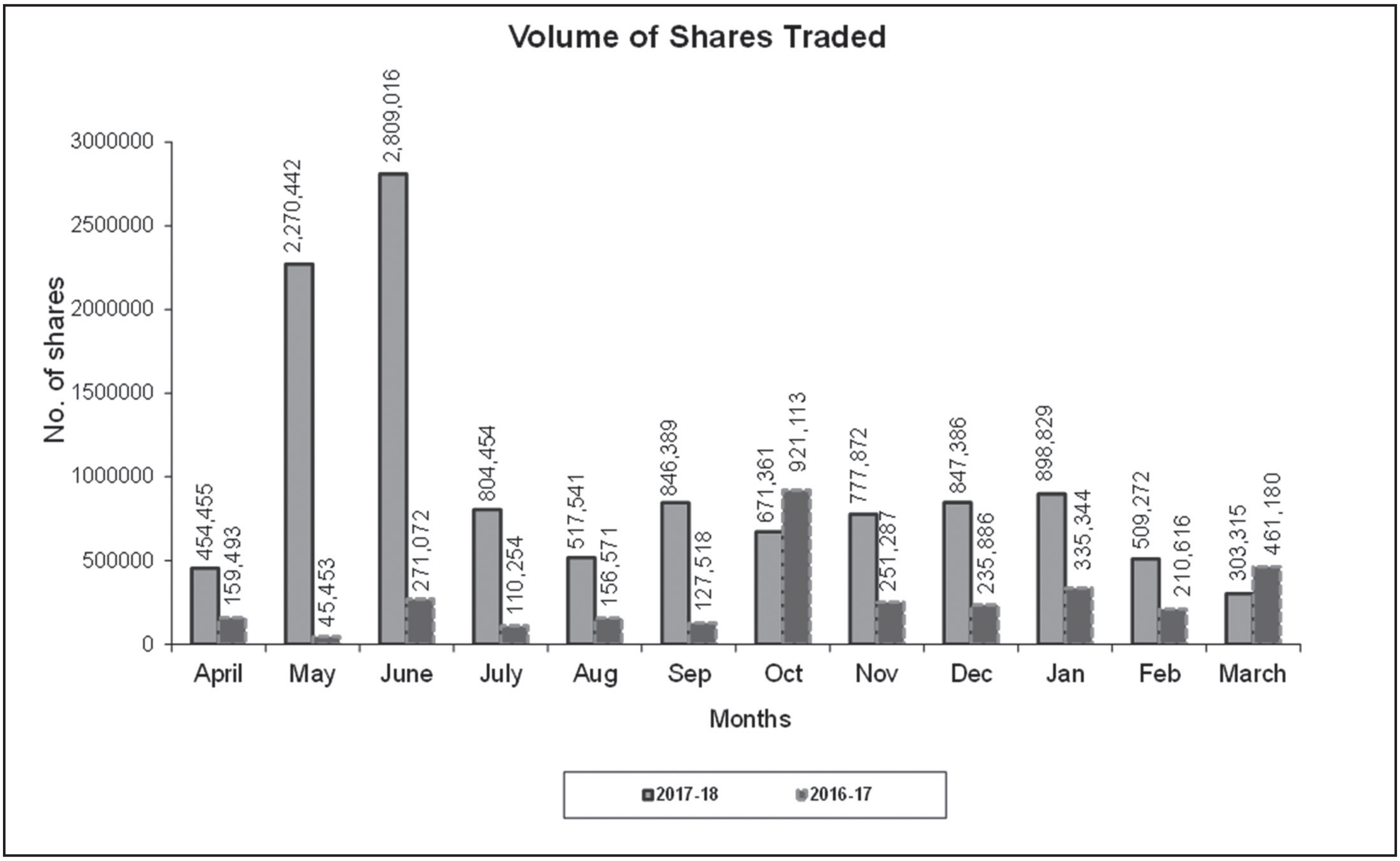
ISIN number of the Company for National Securities Depository Ltd (NSDL) and Central Depository Services Ltd (CDSL) is INE535D01029.

Market Price Data and Performance in comparison to BSE Sensex

The performance of the Company's share on BSE as compared to the BSE Sensex during the financial year 2017-18 has been as under:

Month	BSE Sensex		Roto Share	
	High	Low	High	Low
April, 2017	30184.22	29241.48	67.60	54.90
May, 2017	31255.28	29804.12	103.00	58.95
June, 2017	31522.87	30680.66	156.70	93.00
July, 2017	32672.66	31017.11	150.00	108.50
August, 2017	32686.48	31128.02	125.00	89.00
September, 2017	32524.11	31081.83	121.85	89.35
October, 2017	33340.17	31440.48	115.80	100.50
November, 2017	33865.95	32683.59	127.00	100.00
December, 2017	34137.97	32565.16	136.00	101.00
January, 2018	36443.98	33703.37	145.00	117.00
February, 2018	36256.83	33482.81	129.80	94.00
March, 2018	34278.63	32483.84	98.30	82.00





Shareholding pattern

The broad shareholding pattern of the Company as on 31st March, 2018 as compared to 31st March, 2017 was as follows:

Category of Shareholders	As on 31st March, 2018		As on 31st March, 2017	
	No. of Shares	Percentage	No. of Shares	Percentage
Promoters	1,07,70,620	69.70	1,07,70,620	69.70
Mutual Funds and Banks	1,12,483	0.73	2,24,483	1.45
Private Bodies Corporate	1,50,504	0.97	4,68,402	3.03
NRIs and OCBs	5,53,255	3.58	4,35,572	2.82
Resident Individuals and others	38,66,943	25.02	35,54,728	23.00
Total	**1,54,53,805**	**100.00**	**1,54,53,805**	**100.00**

Distribution of Shareholding

The distribution of shareholding of the Company as on 31st March, 2018 was as follows:

Shareholding of value (in ₹)	Shareholders		Shares	
	Number	Percentage	Number	Percentage
1 – 5000	6,810	96.53	21,03,929	13.61
5001 – 10000	140	1.98	5,33,821	3.45
10001 – 20000	53	0.75	3,87,076	2.51
20001 – 30000	13	0.18	1,55,861	1.01
30001 – 40000	8	0.11	1,41,650	0.92
40001 – 50000	6	0.09	1,34,701	0.87
50001 – 100000	8	0.11	2,99,912	1.94
100001 – and above	17	0.25	1,16,96,855	75.69
Total	7,055	100.00	1,54,53,805	100.00

Dematerialization of Shares and liquidity

1,46,92,705 Equity shares out of the total 1,54,53,805 Equity shares have been dematerialized till 31.03.2018. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) whereby shareholders have option to dematerialize their shares with either depository. Equity shares of the Company are actively traded on BSE Ltd.

Registrar and Share Transfer Agent

The Company has appointed RCMC Share Registry Private Limited as Registrars & Share Transfer Agent. Shareholders are advised to approach them at the following address for any shares and demat related query and problems.

RCMC Share Registry Pvt. Limited
B-25/1, Okhla Industrial Area,
Phase -2, Near Rana Motors,
New Delhi – 110020
Tel.: +91 11-26387320,21,23
Fax: +91 11-26387322
Email: info@rcmcdelhi.com
Website: http://www.rcmcdelhi.com

Share Transfer System

All physical share transfers are processed by Share Transfer Agent, RCMC Share Registry Private Limited and approved by the Share Transfer and Transmission Committee of your Company. The transferee is required to furnish the transfer deed duly completed in all respects together with the share certificates to RCMC Share Registry Private Limited at the above said address in order to enable RCMC Share Registry Private Limited to process the transfer.

As regards transfer of dematerialized shares, the same can be effected through the demat accounts of the transferor(s) and transferee(s) maintained with the Depository Participants.

Reconciliation of Share Capital Audit Report

As stipulated by Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996, a qualified practicing company secretary carries out the reconciliation of share capital audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services Limited and the total issued and listed capital. The audit is carried out every quarter and the report is submitted to the Stock Exchange and is also placed before the Board.

Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity

Your Company has not issued any GDRs / ADRs / Warrants or any other convertible instruments.

Plant Locations

1. B -15, Phase II Extension, Noida – 201305, Uttar Pradesh, India
2. 13, Roto House, Noida Special Economic Zone, Noida – 201305, Uttar Pradesh, India
3. Plot No. 31, Sector Ecotech XII, Greater Noida – 201008 Uttar Pradesh, India

Research & Development Unit

The in-house Research & Development activities of the Company are carried out at B-14, Phase II Extension, Noida – 201305, Uttar Pradesh, India.

The Company has applied for the recognition of the Research & Development Centre to the Department of Scientific and Industrial Research, Ministry of Science and Technology.

Address for correspondence

Shareholders are requested to direct all share related correspondence to RCMC Share Registry Private Limited and only the non-share related correspondence and complaints regarding RCMC Share Registry Private Limited to -

The Company Secretary
Roto Pumps Limited
Roto House,
Noida Special Economic Zone,
Noida – 201305 U. P. India
Ph.: +91 - 120 – 2567902-05
Fax: +91 - 120 – 2567911
Email: investors@rotopumps.com
Website: www.rotopumps.com

Other Disclosures

Material related party transactions

The Company has not entered into any material related party transactions that may have potential conflict with the interest of the Company at large. Particulars of the related party transactions are given in note no. 40 of the standalone annual accounts. The related party transactions have approval / omnibus approval of the Audit Committee and approval of the Board wherever necessary. Details of related party transactions are placed before the Audit Committee on a quarterly basis. Policy on Material Subsidiary and Related Party Transactions are available at http://www.rotopumps.com/policies.html.

Compliance

There were no instances of non-compliance by the Company; hence no penalties or strictures are imposed on the Company by Stock Exchange, SEBI or any other Statutory Authority on any matter related to capital markets during the last three years.

Risk Management

In terms of the provisions Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requirement of constitution of Risk Management Committee is not applicable on the Company. However, the Company has formulated a risk management policy to put in place, a procedure to inform the Board about the risk assessment and minimization procedure. The Company has also formed a Risk Management Committee comprising of Directors and Executives of the Company to assess the risk and minimization procedures and report the same to the Board at the meetings.

Proceeds from public issues, right issues, preferential issues etc.

Your Company has not raised any money through public issue, rights issue or preferential issue since the year 1994-95.

Management

The Management Discussion and Analysis Report form part of the Annual Report and is in compliance with the requirement.

During the year under review, there were no materially significant related party transactions with its promoters, directors and management that had a potential conflict with the interest of the Company.

Shareholders

The Company has provided all the details of the Directors seeking re-appointment in the Notice of the Annual General Meeting attached with this Annual Report.

The Company has not made any presentation to the Equity Analysts. Quarterly results are submitted to the Stock Exchanges in the prescribed format.

Whistle Blower Policy/Vigil Mechanism

The Company has adopted a Whistle Blower Policy in pursuance of the provisions of Section 177(9) of the Companies Act, 2013, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

Share Transfer & Transmission Committee

Composition of the Share Transfer and Transmission Committee is as under:

Sl	Name	Position
1	Mr. Harish Chandra Gupta	Chairman
2	Mr. Anurag Gupta	Member
3	Mr. Arvind Veer Gupta	Member

Terms of reference

The terms of reference of the Share Transfer & Transmission Committee inter-alia include approval of the transfer of shares, issue of duplicate share certificates, dematerialization and dematerialization of shares.

During the year, the Share Transfer & Transmission Committee approved transfer, transmission and dematerialization of shares on a fortnightly basis. No shares were pending for transfer as on 31.03.2018.

CEO / CFO Certification

The CEO and CFO certification on the financial statements and the cash flow Statement for the financial year 2017-18 is enclosed at the end of this report.

Corporate Governance

Certificate from the Statutory Auditors confirming compliance with all the conditions of the corporate governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 forms a part of this report.

Compliance with mandatory requirements

The Company has complied with all the mandatory requirements of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adoption of Discretionary Requirements

With respect to the discretionary requirements as per Regulation 27(1) and Part E of Schedule II to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a record of unmodified audit opinion on financial statements. It is evident from the audit reports of previous financial years. The Company endeavors to continue the same in future.

Your Company do not have any demat suspense account / unclaimed suspense account.

AUDITOR’S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Roto Pumps Limited

1. We have examined the compliance of conditions of Corporate Governance by Roto Pumps Limited, for the year ended 31st March, 2018, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of procedures and implementations thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. 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 R.N.Marwah & Co. LLP
Chartered Accountants

Manoj Gupta
Partner
Membership No. 96776

Place: Noida
Dated: 14.08.2018

CEO / CFO CERTIFICATION

The Board of Directors

Roto Pumps Limited
Roto House Noida Special Economic Zone
NOIDA – 201305

Sirs,

A. We, Harish Chandra Gupta, Chairman & Managing Director and Pradeep Jain, Chief Financial Officer of Roto Pumps Limited have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company's during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit Committee:
   (1) significant changes in internal control over financial reporting during the year;
   (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   (3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

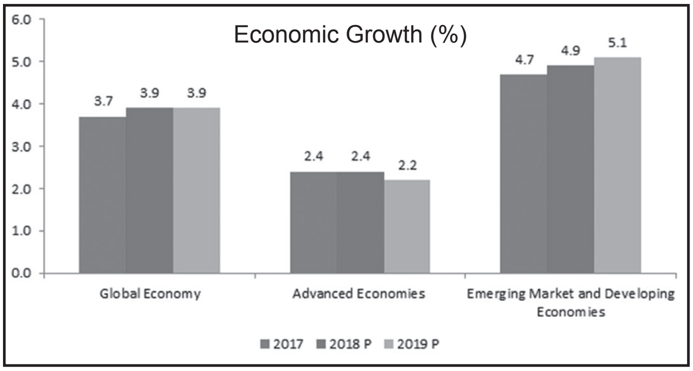
Place: Noida	**Harish Chandra Gupta**	**Pradeep Jain**
Date: 30.05.2018	Chairman & Managing Director	Chief Financial Officer

MANAGEMENT DISCUSSION AND ANALYSIS

Economic overview

Global economy

The global economy upswing began in 2016 has become broader and stronger. At 3.8%, the global economy in 2017 was faster since 2011, with financial conditions still supportive, the growth rate is stuck at 3.9% for 2018 and 2019. The emerging markets are expected to rise faster. Aggregate growth in emerging market and developing economies is projected to firm further, with continued strong growth in emerging Asia and Europe and a modest upswing in commodity exporters after three years of weak performance.



Source: International Monetary Fund, April 2018

Indian economy

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organization (CSO) and International Monetary Fund (IMF). It is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy.

India's GDP increased by 6.7 % in 2017-18 as against 7.1% in 2016-17 and is expected to grow by 7.5% in 2018-19. The broad story remains that of India's GDP growth to be significantly higher than most economies of the world.

Major economic reforms were undertaken during the last year. The transformational Goods and Service Tax (GST) was launched from 1st July, 2017. Barring initial procedural hiccups, it has now by and large stabilized and ease of doing business in GST era are now visible and being felt except for in un-organized sector. GST would have long lasting positive impact on the Indian Economy. However, higher oil prices and runaway increase in USD with all emerging economy currency including India is cause of concern and would fuel inflation. Still the overall outlook of the Indian economy looks promising.

Industry overview

The global market size of pumps is in the region of USD 50 billion, out of which the market size under which your company's current product range falls is estimated to be around 1.5 billion USD, These type of pumps serve a cross section of industries including infrastructure, oil and gas, power, mining, paper and pulp which form critical part of economy.

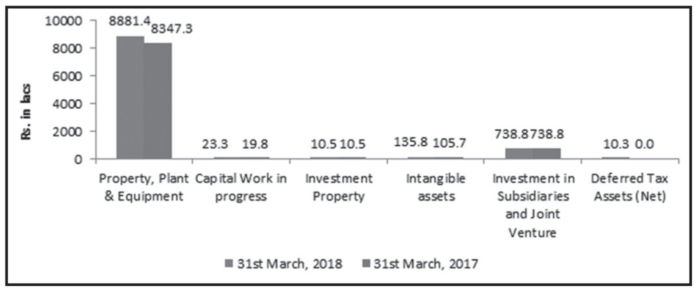
FINANCIAL STATEMENTS

The Financial Statements of your Company have been prepared in compliance with the requirement of the Companies Act, 2013 and the new Indian Accounting Standards (Ind-AS) as notified by the Ministry of Corporate Affairs and applicable to your Company from the transition date April 1, 2016. There is no material departure from the prescribed accounting standards in adoption of the accounting standards. The Management of Roto accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates, provisions and judgments used therein, which have been made on prudent and rational basis in order that the same reflect a true and fair view of the affairs of your Company.

Resources Allocation:

Non-current Assets

Net non-current assets (gross) of your Company at 31st March, 2018 have been ₹ 9800.0 lacs against ₹ 9222.1 lacs as at 31st March, 2017. Composition of non-current assets has been as under-



Property, plant and equipment

Property, plant and equipment of your Company as at 31st March, 2018 have been ₹ 8881.4 lacs as against ₹ 8347.3 lacs on 31st March, 2017 representing net decrease of 6.4%. The net increase in Property, plant and equipment has been mainly due to addition to the plant & machinery, furniture and fixtures, office equipment and vehicles.

Capital Work-in-progress

Capital work in progress of your Company as at 31st March, 2018 has been ₹ 23.3 lacs. This comprises of plant & machineries under installation.

Investment property

Investment property of your Company as on 31st March, 2018 has been ₹ 10.5 lacs. This comprises of let out Office premise.

Intangible fixed assets

Intangible fixed assets of your Company comprises of computer software, technical drawings and trademarks. Intangible fixed assets of the Company as at 31st March, 2018 have been ₹ 135.8 lacs against ₹ 105.7 lacs at 31st March, 2017. The increase has been mainly due to addition to computer software.

Investment in Subsidiaries and Joint Venture

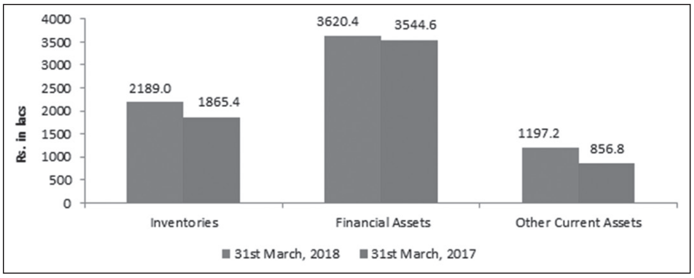
Investment in Subsidiaries and Joint Venture of your Company as at 31st March 2018 have been ₹ 738.8 lacs. There has been no change in Investment in Subsidiaries and Joint Venture as compared to the previous year.

Deferred tax assets (net)

Deferred tax assets (net) of your Company as at 31st March 2018 have been ₹ 10.3 lacs against ₹ nil as at 31st March, 2017 due to creation of deferred tax asset during the year

Current Assets

Total current assets of your Company as at 31st March, 2018 have been ₹ 7006.6 lacs against ₹ 6266.8 lacs as at 31st March 2017 representing net increase of 11.8%. Composition of the Current assets as on 31st March, 2018 compared to 31st March 2017 has been as under-



Inventories

Inventories of your Company as at 31st March 2018 have been ₹ 2189.0 lacs against ₹ 1865.4 lacs as at 31st March, 2017 representing an increase of 11.4%.

Financial assets

Financial assets comprises of trade receivables, cash & cash equivalents, other bank balances, loans and other financial assets. Financial assets of your Company as at 31st March 2018 have been ₹ 3620.4 lacs against ₹ 3544.6 lacs as at 31st March, 2017 representing an increase of 2.1%. The net increase in financial assets has been mainly due to increase in term deposit with bank against margin money for bank guarantees.

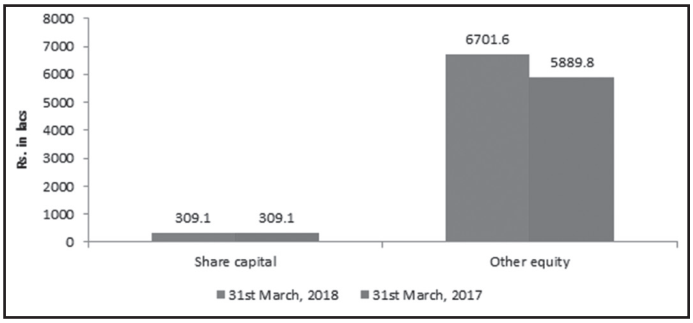
Other current assets

Other current assets of your Company as at 31st March 2018 have been ₹ 1415.1 lacs against ₹ 917.8 lacs as at 31st March, 2017. The increase in other current assets has been mainly due to higher input credit of taxes.

Resources:

Equity

Total equity of your Company as at 31st March, 2018 has been ₹ 7010.6 lacs as compared to ₹ 6198.90 lacs as at 31st March, 2017 representing net decrease of 13.1%. Composition of equity as on 31st March, 2018 as compared to at 31st March, 2017 has been as under-



Share capital

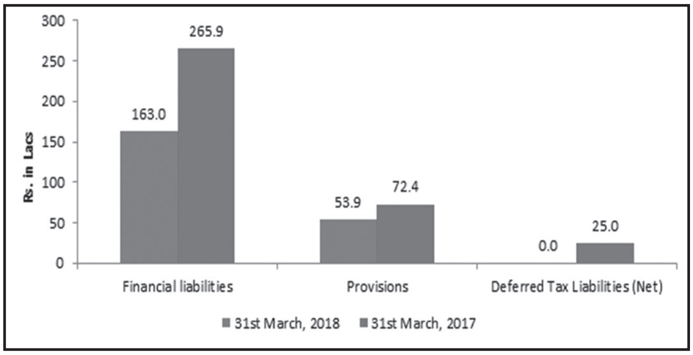
Share capital of your Company as at 31st March, 2018 were ₹ 309.1 lacs. During the year, there has been no change in share capital.

Other equity

Other equity of your Company comprises of securities premium, general reserve and retained earnings, which has been ₹ 6701.6 as at 31st March, 2018 against ₹ 5889.8 lacs as at 31st March, 2017. The increase in other equity has been on account of profit for the year retained dafter distribution of dividend and dividend tax.

Non-current Liabilities

Non-current liabilities of your Company as at 31st March, 2018 were ₹ 216.81 lacs as compared to ₹ 363.26 lacs as at 31st March, 2017 representing net decrease of 59.7%. Composition of Non-current liabilities as on 31st March, 2018 as compared to at 31st March, 2017 has been as under-



Financial liabilities

Financial liabilities of your Company, comprises of long term borrowings, as at 31st March, 2018 have been ₹ 163.0 lacs against ₹ 265.9 lacs as at 31st March, 2017. The net decrease has been due to repayment of long term borrowings.

Provisions

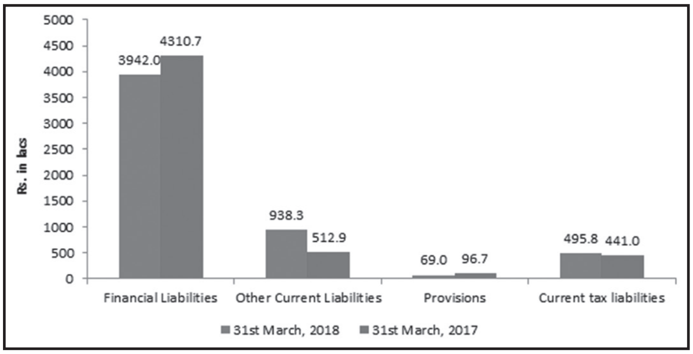
Provisions of your Company, comprises of provision for employee benefits, as at 31st March, 2018 have been ₹ 53.9 lacs against ₹ 72.4 lacs as at 31st March, 2017. The decrease has been mainly due to contribution of amount against leave liability to Life Insurance Corporation of India.

Deferred tax liabilities

Deferred tax liabilities of your Company as at 31st March, 2018 have been ₹ nil against ₹ 25.0 lacs as at 31st March, 2017 due to creation of deferred tax asset during the year.

Current Liabilities

Current liabilities as at 31st March, 2017 were ₹ 5445.1 lacs as compared to ₹ 5361.3 lacs as at 31st March, 2017. The composition of the current liabilities as at 31st March, 2018 compared to as at 31st March, 2017 has been as under-



Financial liabilities

Financial liabilities of your Company, comprises of short term borrowings, trade payables and other financial liabilities, have been ₹ 3942.0 lacs as at 31st March, 2018 against ₹ 4310.7 lacs as at 31st March, 2017.The net decrease has been mainly due to decrease in short term borrowings and other financial liabilities.

Provisions

Provisions of your Company, comprises of short term provisions for employee benefits and warranty, have been ₹ 69.0 lacs as at 31st March, 2018 against ₹ 96.7 lacs as at 31st March, 2017. The net decrease has been mainly due to contribution of amount against leave liability to Life Insurance Corporation of India.

Current tax liabilities

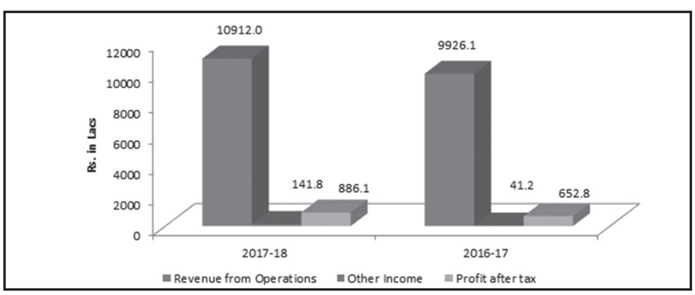
Current tax liabilities of your Company, comprises of provisions for income tax, have been ₹ 495.8 lacs as at 31st March, 2018 against ₹ 441.0 lacs as at 31st March, 2017.

The management believes that your Company's liquidity and capital resources would be adequate to meet its expected working capital needs and other anticipated cash requirements.

FINANCIAL AND OPERATIONAL PERFORMANCE

The principal source of Roto Pumps' revenue is from the sale of pumps and spares and retrofit parts. Your Company has a rich heritage of designing and manufacturing superior products with advanced technologies. Your Company offers comprehensive range of Progressive Cavity Pumps (PCP) and multiple screws for various industrial and municipal applications.

During the financial year 2017-18, your Company's financial and operational performance as compared to the previous financial year 2016-17 has been as under:



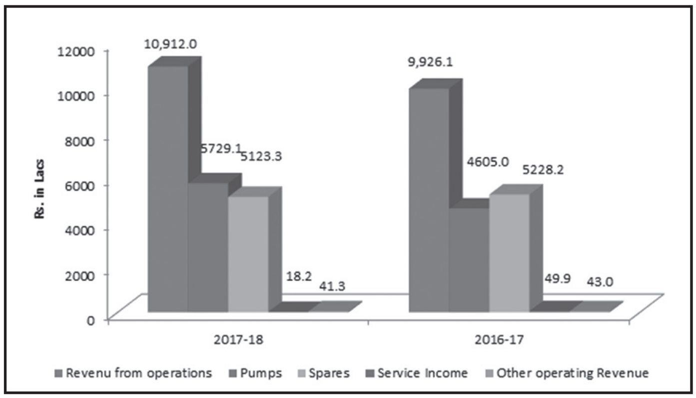
Your Company's Income during the year 2017-18 has been ₹ 11053.8 lacs as compared to ₹ 9967.24 lacs during the year 2016-17, which represents an increase of 10.9%. Revenue from operations during the year has been ₹ 10912.0 lacs as compared to ₹ 9926.1 lacs during the previous year. Other income during the year has been ₹ 141.8 lakhs as compared to ₹ 41.2 lacs during the previous year.

Your Company recorded Profit after Tax of ₹ 886.1 lacs during the year 2017-18 as against ₹ 652.8 lacs in 2016-17. Profit after Tax has increased mainly on account of decrease in material consumption due to favorable product mix and prudent management and control of operating expenses.

The Board of Directors of your Company has recommended a dividend of 20% for 2017-18. The payment of dividend would involve a cash outflow of ₹ 74.52 lacs including tax on dividend.

Revenue from Operations

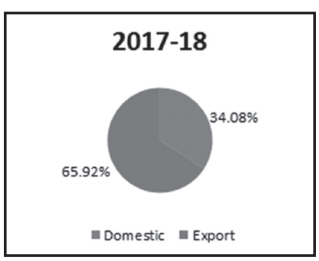
Your Company's income from operations comprises of domestic sales and exports sales. Revenue from operations during the year has been ₹ 10912.0 lacs as compared to ₹ 9926.1 lacs during the previous year, which represents an increase of 9.9%. Revenue from operations product wise viz. Pumps, Spares and Service Income has been as under –

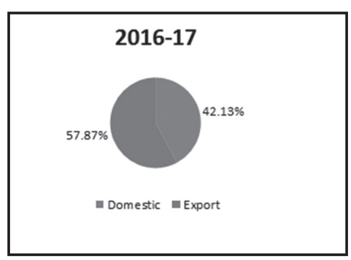


Sales of pumps during the year have been ₹ 5729.1 lacs as compared to ₹ 4605.0 Lacs during the previous year while sales of spares have been at ₹ 5123.3 lacs as compared to ₹ 5228.2 lacs during the previous year. The service income has decreased to ₹ 18.2 lacs against ₹ 49.9 lacs during the previous year. Other operating revenue mainly comprises of sales of scrap materials has been ₹ 41.3 lacs against ₹ 43.0 lacs during the previous year.

Export sales during the year have been ₹ 7193.4 as compared to ₹ 5743.9 lacs registering a healthy growth of 25%

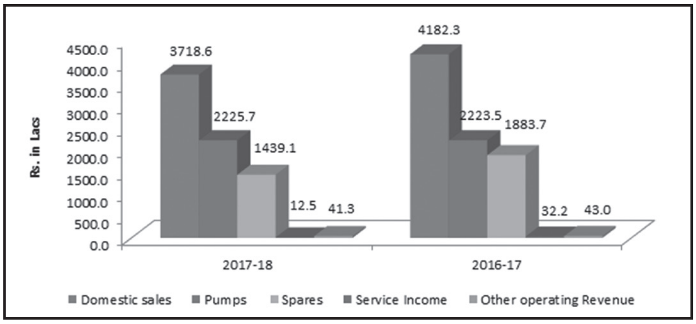
Composition of Export sales and Domestic sales during the financial year 2017-18 as compared to the previous financial year 2016-17 has been as under:





Domestic Sales

Domestic sale during the year has been recorded at ₹ 3718.6 lacs against ₹ 4182.3 lacs. Composition of Domestic sales during the year as compared to the previous year has been as under-

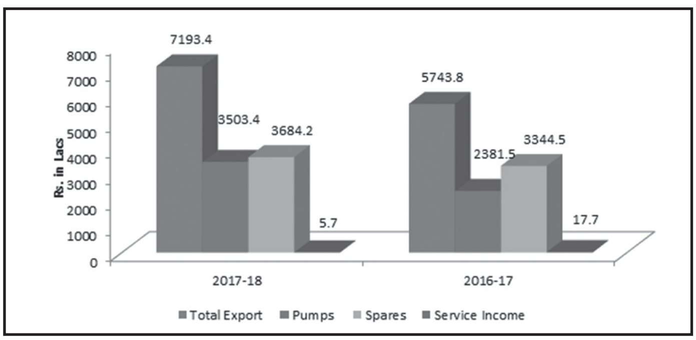


Revenue Sale of Pumps during the year was ₹ 2225.7 lacs as against ₹ 2223.5 lacs during the previous year. Sales of Spares during the year was ₹ 1439.1 lacs against ₹ 1883.7 lacs during the previous year. Service income during the year was ₹ 12.5 lacs against ₹ 32.2 lacs during the previous year. Other operating revenue mainly comprising of income from sales of scrap and wastage has been ₹ 41.3 lacs as compared to ₹ 43.0 lacs during the previous year.

Export Sales

Export Sales by product

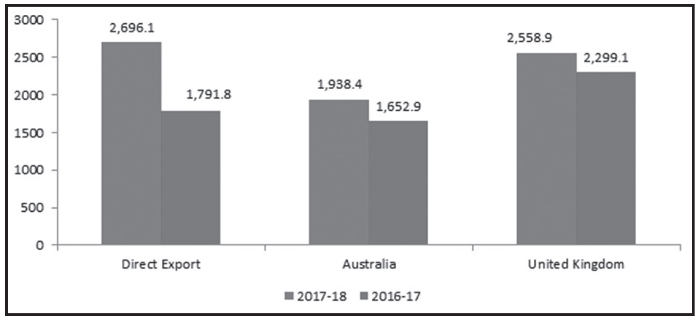
Exports Sales during the year have been ₹ 7193.4 lacs, which is higher than the previous year's ₹ 5743.8 lacs, representing an increase of 25.3%. Composition of Export Sales during the year as compared to the previous year has been as under:



Export sales of Pumps and spares have been higher by 47.1% and 10.2%, respectively as compared to the previous year. Exports service income has been lower at ₹ 5.7 lacs as compared to ₹ 17.7 lacs during the previous year.

Export Sales by Centers

Your Company executes export sales from three Centers viz. Direct Export from India, Sales from Warehouse and Marketing Offices in Australia and United Kingdom. Export Sales from these Centers during the year as compared to the previous year have been as under-



Direct Export

Direct export sales during the year was ₹ 2696.1 lacs against ₹ 1791.8 lacs in the previous year which represents an increase of 50.5%.

Sales from Australia Branch

Sales from Australia was ₹ 1938.4 lacs as compared to ₹ 1652.9 lacs during the previous year, which is higher by 17.3%.

Sales from U.K. Branch

Sales from United Kingdom was ₹ 2558.9 lacs against ₹ 2299.1 lacs during the previous year, which is higher by 11.3%.

AWARDS

Your Company has been conferred with Export Excellence Award as Star Performer for the financial year 2014-15 and 2015-16 by the Northern Region of EEPC India (Engineering Export Promotion Council).

HEALTH, SAFETY AND ENVIRONMENT

Your Company has been following policy for continuously improving health and safety standards and also preservation of environment. During the year, your Company has taken various initiatives and continues to comply with Occupational Health & Safety Management System Standards OHSAS 18001: 2007 and Environment Management System ISO 14001:2004.

OPPORTUNITIES AND THREATS

Opportunities

Domestic market with “Make In India” and ‘ease of doing business’ initiatives would provide ample business opportunities across the industries. Infrastructure, Oil & gas and Marine sector continue to remain in focus and would contribute significantly in the medium term.

Your Company has also identified to make all its overseas branches/subsidiaries stronger by making them larger distribution companies. There are significant opportunities to be tapped with enhanced basket of products mainly by trading in them.

Threats

Markets across the Board are seeing aggressive competition. Both domestic and global capacities out last the demand for various products and commodities. Many sectors especially in domestic market are seeing increased competition. Your Company is prudently trying to deal with this. Inward looking policies of Countries would be a threat to global market.

RISK AND CONCERNS

There is going to be continued pressure on margins due to increase in input costs on the one hand and lower prices due to competition on the other. Majority of revenue of your Company comes from Export, exchange rate fluctuations are a major concern. Any adverse economic development in Company’s focus market Countries would affect business of the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an adequate system of internal controls implemented by the management towards achieving higher efficiency in all areas of operations. These controls have been designed to provide a reasonable assurance with regard to maintenance of proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliance with regulations and for ensuring reliability of financial reporting.

Your Company has initiated adoption of high end ERP software to strengthen its controls and processes and planned to put the same in place from beginning of the next financial year. This would allow integration of multiple locations on one platform and improve efficiency as well.

The Audit Committee of the Board of Directors regularly reviews the adequacy of internal controls and takes necessary corrective actions wherever required.

HUMAN RESOURCES & INDUSTRIAL RELATIONS

We believe that in order to sustain growth under competitive conditions, the Human Capital of the Company should have high level of motivation and knowledge. The Company continues to focus and invest in human resources development to provide an open work culture and rewarding career opportunities to all its employees. During the year, your Company’s HR division successfully recruited 55 people (replacements as well as new joinings) in response to various business needs. Manpower strength of the Company as on 31.03.2018 was 376.

The overall employee relations were peaceful and harmonious throughout the year. The Company continued to create conducive work environment with opportunities for growth and learning, by implementing robust and comprehensive HR policies.

FUTURE OUTLOOK

Positive effects of initiatives undertaken by your Company in the recent past to improve the manufacturing and marketing infrastructure have now become visible in the performance of the Company.

Time ahead looks encouraging particularly in Domestic Market and certain Overseas Markets. However continued unrest in Middle East combind with U.S. sanctions against Iran could have a spiral effect on other economies. Inward looking polices of the Countries may affect the Global market. Positive indications in US are a silver lining for the Global Market.

On Domestic front, positive effects of Government’s initiatives on ease of doing business and tax reforms including implementation of GST would create increased business opportunities for your Company.

Government’s clean India drive, particularly cleaning of rivers and improving waste water management would provide increased opportunities. Your Company’s strategic presence in major Economies would provide ample growth opportunities.

Your Company is also making its effort to increase its product basket by introducing new products backed by its dedicated R&D Centre as well as by outsourcing identified pumps from Domestic and International suppliers and marketing them under Roto Pumps brand.

The company would continue to grow and the year ahead looks overall positive.

CAUTIONARY STATEMENT

Statements in the Management Discussion Analysis describing the Company’s objectives, expectations or predictions may be forward looking within the meaning of applicable securities law and regulations. Actual results may differ from those expressed in the statement. Important factors that could influence the Company’s operations include changes in Government regulations, tax laws, economic development within and outside the Country and such other factors.

INDEPENDENT AUDITOR'S REPORT

To The Members of ROTO PUMPS LIMITED
Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **ROTO PUMPS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order issued under section 143(11) of the Act.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Other Matter

We did not audit the financial statements/information of 2 (two) branches (Australia and UK) included in the standalone financial statements of the Company whose financial statements / financial information reflect total assets of Rs. 2,121.13 lacs as at 31st March, 2018 and total revenues of Rs.4570.03 lacs for the year ended on that date, as considered in the standalone financial statements. The financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches, is based solely on the report of such branch auditors

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule

11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

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

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

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

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

For R.N. Marwah & Co. LLP
Chartered Accountants
(Firm's Registration No. 001211N/N500019)

Manoj Gupta
Partner
(Membership No. 096776)

Delhi, May 30, 2018

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **ROTO PUMPS LIMITED** 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")

We have audited the internal financial controls over financial reporting of **ROTO PUMPS LIMITED** ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:-

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For R.N. Marwah & Co. LLP
Chartered Accountants
(Firm's Registration No. 001211N/N500019)

Manoj Gupta
Partner
(Membership No. 096776)

Delhi, May 30, 2018

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ROTO PUMPS LIMITED of even date)

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

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

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

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

ii. In respect of the Inventories:-

(a) The management has conducted the physical verification of inventory at reasonable intervals.

(b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

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

v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2018 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

vi. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2014 prescribed by the Central Government under Section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made detailed examination of the cost records with a view to determine whether they are accurate or complete.

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

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

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2018 for a period of more than six months from the date they became payable.

(c) Details of dues of Income Tax, Sales Tax, Service Tax,

S. No.	Name of the Statute	Nature of Dues	Forum where Disputes is pending	Amount (In Lacs)
1.	Income Tax Act, 1961	Income Tax	High Court – Allahabad	46.11
2.	Income Tax Act, 1961	Income Tax	Commissioner - Appeals Kanpur (UP)	4.44
3.	UP VAT Act, 2008	Sales Tax (Central)	Add. Commissioner - II, Appeal -3, Noida	201.38

Excise Duty and Value Added Tax which have not been deposited as at March 31, 2018 on account of dispute are given below:

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures

ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

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

For R.N. Marwah & Co. LLP
Chartered Accountants
(Firm's Registration No. 001211N/N500019)

Manoj Gupta
Partner
(Membership No. 096776)

Delhi, May 30, 2018

BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	Note No	As At 31st March, 2018	As At 31st March, 2017	As At 1st April, 2016
ASSETS				
NON-CURRENT ASSETS				
(a) Property, Plant and Equipment	3	48,61,70,991	48,81,29,215	52,88,39,376
(b) Capital work-in-progress	4	23,29,165	19,79,165	79,57,240
(c) Investment property	5	3,72,316	3,88,598	4,05,592
(d) Intangible assets	6	28,18,273	12,88,601	15,71,952
(e) Investment in Subsidiaries and Joint Venture	7	7,38,76,501	7,38,76,501	7,38,76,501
(f) Deferred Tax Assets (Net)	19	10,26,358	-	-
TOTAL NON-CURRENT ASSETS		**56,65,93,604**	**56,56,62,080**	**61,26,50,661**
CURRENT ASSETS				
(a) Inventories	8	21,89,00,972	18,65,40,847	18,10,56,339
(b) Financial Assets				
(i) Trade receivables	9	30,30,84,049	30,68,80,954	21,45,62,393
(ii) Cash and cash equivalents	10	2,85,83,234	3,51,10,746	2,31,14,034
(iii) Bank balances other than (ii) above	11	2,11,26,762	58,61,109	70,91,349
(iv) Loans	12	85,83,699	63,70,072	77,51,448
(v) Other financial assets	13	6,61,782	2,33,765	2,67,329
(c) Other current assets	14	11,97,17,883	8,56,82,159	9,01,63,276
TOTAL CURRENT ASSETS		**70,06,58,381**	**62,66,79,652**	**52,40,06,168**
TOTAL ASSETS		**1,26,72,51,985**	**11,92,341,732**	**1,13,66,56,829**
EQUITY AND LIABILITIES				
EQUITY				
a) Equity Share Capital	15	3,09,07,610	3,09,07,610	3,09,07,610
b) Other Equity	16	67,01,57,116	58,89,82,659	52,74,20,237
TOTAL EQUITY		**70,10,64,726**	**61,98,90,269**	**55,83,27,847**
NON-CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	17	1,62,95,007	2,65,89,641	7,66,49,598
(b) Provisions	18	53,86,819	72,37,197	57,87,184
(c) Deferred Tax Liabilities (Net)	19	-	24,99,048	78,75,072
TOTAL NON-CURRENT LIABILITIES		**2,16,81,826**	**3,63,25,886**	**9,03,11,854**
CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	20	24,37,59,085	26,03,09,506	24,83,96,545
(ii) Trade payables	21	12,18,63,832	10,60,58,698	8,78,90,797
(iii) Other financial liabilities (other than those specified in item (b)	22	2,85,73,207	6,46,98,265	7,09,44,921
(b) Other current liabilities	23	9,38,25,996	5,12,86,131	4,87,03,252
(c) Provisions	24	69,00,085	96,71,922	63,15,047
(d) Current Tax Liabilities (Net)	25	4,95,83,228	4,41,01,055	2,57,66,566

(Amount in ₹)

PARTICULARS	Note No	As At 31st March, 2018	As At 31st March, 2017	As At 1st April, 2016
TOTAL CURRENT LIABILITIES		**54,45,05,433**	**53,61,25,577**	**48,80,17,128**
TOTAL EQUITY AND LIABILITIES		**1,26,72,51,985**	**1,19,23,41,732**	**1,13,66,56,829**
The Significant Accounting policies and accompaning notes mentioned are an intergral part of financial statements	1 to 51			

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 0001211N/N500019)

(Manoj Gupta)
PARTNER
Membership No. 096776

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
Dy. Managing Director
(DIN :00334160)

(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	Note No	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
INCOME			
Revenue from Operations	26	1,09,11,95,077	99,26,07,348
Other Income	27	1,41,82,092	41,16,423
TOTAL INCOME		**1,10,53,77,169**	**99,67,23,771**
EXPENSES			
Cost of Materials consumed	28	38,25,90,416	31,39,81,306
Change in Inventories of Finished goods and Work in Progress	29	(1,55,82,538)	(23,23,554)
Employee Benefits Expense	30	26,67,58,300	23,19,01,052
Finance Costs	31	2,71,34,553	3,17,08,243
Depreciation & Amortisation Expense	32	6,92,40,567	7,29,91,221
Other Expenses	33	24,19,02,767	23,99,10,992
TOTAL EXPENSES		**97,20,44,065**	**88,81,69,260**
Profit before Tax		13,33,33,104	10,85,54,511
Tax expenses			
Current tax	25	4,95,83,228	4,41,01,055
Deferred Tax	19(iv)	(28,45,227)	(68,33,684)
Short/(Excess) Provisions- earlier years		9,96,672	3,35,175
Profit for the year		**8,55,98,431**	**7,09,51,965**
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
- Remeasurement of Defined benefit plans		23,35,778	(42,11,916)
(ii) Income tax relating to items that will not be reclassified to profit or loss			
- Remeasurement of Defined benefit plans		6,80,179	(14,57,660)
Total comprehensive income for the year		**8,86,14,388**	**6,52,82,389**
Earnings per equity share:	34	5.54	4.59
Basic and Diluted (Face value Rs.2 per equity share)			
The Significant Accounting policies and accompaning notes mentioned are an intergral part of financial statements	1 to 51		

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 0001211N/N500019)

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(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit / (Loss) before tax	13,33,33,104	10,85,54,511
Adjustment for :		
Depreciation and amortisation expenses	6,92,40,567	7,29,91,221
Finance Cost	2,71,34,553	3,17,08,243
Interest Income	(9,77,374)	(5,93,709)
Net gains on disposal of property, plant and equipment	27,90,729	(2,63,350)
Remeasurement of defined benefit liabilities	23,35,778	(42,11,916)
Net (gains)/loss on fair valuation of derivative contracts	20,41,219	(19,08,099)
Operating Profit / (Loss) before Working Capital Changes	**23,58,98,576**	**20,62,76,901**
Movement in working capital		
Adjustments for (increase)/decrease in operating assets:		
Inventories	(3,23,60,125)	(54,84,508)
Trade receivables	37,96,905	(9,23,18,561)
Loans	(22,13,627)	13,81,376
Other current financial assets	(4,28,017)	33,564
Other current assets	(2,13,91,941)	20,05,549
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	1,58,05,134	1,81,67,901
Other current financial liabilities	19,75,137	(18,67,690)
Other current liabilities	1,75,68,924	1,01,63,477
Provisions	(46,22,215)	48,06,888
Cash generated from operations (A)	**21,40,28,751**	**14,31,64,897**
Direct Tax Paid (Net)	(5,77,81,993)	(2,33,39,177)
Net cash generated from operating activities	**15,62,46,758**	**11,98,25,720**
(B) CASH FLOW FROM INVESTING ACTIVITIES:		
Payment of Property , Plant and Equipment	(4,95,16,708)	(4,14,62,411)
Payment of Capital Work In Progress	(3,50,000)	59,78,075
Proceeds from disposal of Property , Plant and Equipment	29,41,669	18,77,454
Investment in Subsidiary	-	-
Interest Received	9,77,374	5,93,709
Net (Gain)/Loss on fair valuation of derivative contract	(20,41,219)	19,08,099
Net Cash used in Investing Activities (B)	**(4,79,88,884)**	**(3,11,05,076)**

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
(C) CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Non Current borrowings	(4,83,94,828)	(5,44,38,923)
Proceeds from Current borrowings	(1,65,50,421)	1,19,12,961
Interest Paid	(2,71,34,553)	(3,17,08,243)
Dividend & Dividend tax Paid	(74,39,931)	(37,19,967)
Net Cash used in Financing Activities	**(9,95,19,733)**	**(7,79,54,172)**
Net increase in Cash and Cash Equivalents (A+B+C)	**87,38,141**	**1,07,66,472**
Cash and Cash Equivalents as at the begining of the year (Note No -10 & 11)	4,09,71,855	3,02,05,383
Cash and Cash Equivalents as at the end of the year (Note No -10 & 11)	**4,97,09,996**	**4,09,71,855**

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 0001211N/N500019)

(Manoj Gupta)
PARTNER
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(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2018

A EQUITY SHARE CAPITAL

Particulars	Amount (Rs)
Balance as at 1st April, 2016	**3,09,07,610**
Changes in equity share capital during the year 2016-17	-
Balance as at 31st March, 2017	**3,09,07,610**
Changes in equity share capital during the year 2017-18	-
Balance as at 31st March, 2018	**3,09,07,610**

B OTHER EQUITY

(Amount in ₹)

Particulars	Reserves and Surplus			Total Equity
	Securities Premium	General Reserve	Retained Earnings	
As at 1st April, 2016	**4,72,06,555**	**5,57,89,316**	**42,44,24,366**	**52,74,20,237**
Profit for the year 2016-17	-	-	7,09,51,965	7,09,51,965
Other comprehensive income for the year 2016-17 (net of tax)				
Remeasurement of Net defined benefit liability/(asset) (net of tax)			(56,69,576)	(56,69,576)
Total comprehensive income for the year	**-**	**-**	**6,52,82,389**	**6,52,82,389**
Less: **Appropriations**				
Payment of dividend	-	-	30,90,761	30,90,761
Payment of Dividend distribution tax on dividend	-	-	6,29,206	6,29,206
Transfer to General Reserves (from Retained Earnings)	-	-	-	-
As at 31st March, 2017	**4,72,06,555**	**5,57,89,316**	**48,59,86,788**	**58,89,82,659**
Profit for the year 2017-18			8,55,98,431	8,55,98,431
Other comprehensive income for the year 2017-18 (net of tax)				**-**
Remeasurement of Net defined benefit liability/(asset) (net of tax)			30,15,957	30,15,957
Total comprehensive income for the year	**-**	**-**	**8,86,14,388**	**8,86,14,388**
Less: **Appropriations**				
Payment of dividend	-	-	61,81,522	61,81,522
Payment of Dividend distribution tax on dividend	-	-	12,58,409	12,58,409
Transfer to General Reserves (from Retained Earnings)	-	-	-	-
As at 31st March, 2018	**4,72,06,555**	**5,57,89,316**	**56,71,61,245**	**67,01,57,116**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Company Overview

Roto Pumps Limited referred to as “RPL” or “the Company” was incorporated on 31st July 1975. RPL is an enterprise listed on the BSE Ltd. The company is engaged in manufacturing of screw pumps and parts of pumps. The Company’s products include progressive cavity pumps (PCP), twin screw pumps (TSP) and retrofit parts. The Company’s products serve across section of industries including infrastructure, oli and gas, power, mining, paper and pulp which form critical part of economy

1. Statement of Significant Accounting Policies

Basis of Preparation: The Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (“Act”) read with Companies (Indian Accounting Standards) Rules, 2015; and the other relevant provisions of the Acts and Rules thereunder.

The Financial Statements have been prepared under historical cost convention basis, except for certain assets and liabilities measured at fair value.

The Company has adopted all the Ind AS and the adoption was carried out in accordance with Ind AS 101 *‘First Time Adoption of Indian Accounting Standards’*. The transition was carried out from Generally Accepted Accounting Principles in India (Indian GAAP) as prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, which was the “Previous GAAP”.

The Company’s presentation and functional currency is Indian Rupees (Rs). All figures appearing in the financial statements are shown in absolute figures.

Authorization of Financial Statements: The financial statements were authorized for issue in accordance with a resolution of the Board of Directors in its meeting held on 30th May 2018.

1.1. Use of Judgement and Estimates

The preparation of Company’s financial statements requires management to make judgement, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with Contingent Liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continually evaluates these estimates and assumptions based on the most recently available information.

In particular, information about significant areas of estimates and judgements in applying accounting policies that have the most significant areas of estimates and judgements in applying accounting policies that have the most significant effect on the financial statements are as below:

- Financial Instruments;
- Estimates of useful lives and residual value of Property, Plant and Equipment and Intangible Assets;
- Valuation of Inventories;
- Measurement of Defined Benefit Obligations and actuarial assumptions;
- Provisions;
- Evaluation of recoverability of Deferred tax assets; and
- Contingencies

Revisions to accounting estimates are recognized prospectively in the Statement of Profit and Loss in the period in which the estimates are revised and in any future periods in which the estimates are revised and in any future periods affected.

1.2 Property, Plant and Equipment

1.2.1. Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

1.2.2. The initial cost of an asset comprises its purchase price (including non-refundable import duties and taxes), any costs directly attributable to bringing the asset at the location and condition necessary for it to be capable of operating in the manner intended by the management, the initial estimate of any decommissioning obligation, if any, and borrowing cost for qualifying assets (i.e. assets that necessarily take a substantial period of time to get ready for their intended use).

1.2.3. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company over the period.

1.2.4. Spare parts which meet the definition of Property, plant and equipment are capitalized as Property, plant and equipment in case the unit value of spare part is above the threshold limit. In other cases, the spare parts are inventoried on procurement and charged to Statement of Profit and Loss on consumption.

1.2.5. An item of Property, plant and equipment and any significant part initially recognized separately as part of Property, plant and equipment is de-recognized upon disposal; or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the assets is included in the Statement of Profit and Loss.

1.2.6. The residual value and useful lives of Property, plant and equipment are reviewed at each financial year end and changes, if any, are accounted line with revisions to accounting estimates.

1.2.7. The Company has elected to use exemption available under Ind AS 101 to continue with the carrying value for all its Property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per previous GAAP and use that as its deemed cost as at the date of transition (1st April, 2016).

1.3. Depreciation

Depreciation on Property, plant and equipment are provided on the Written Down Value basis over the estimated useful lives of the assets (after retaining the estimated residual value of up-to 5%). These useful lives are determined are in line with the useful lives as prescribed in the Schedule III of the Act.

1.3.1. Components of the main assets that are significant in value and have different useful lives as compared to the main asset are depreciated over their estimated useful life. Useful life of such components has been assessed based on historical experience and internal technical assessment.

1.3.2. Depreciation on Spare parts specific to an item of Property, plant and equipment is based on life of the related Property, plant and equipment. In other cases, the spare parts are depreciated over their estimated useful life based on the technical assessment.

1.3.3. Items of Property, plant and equipment costing not more than the threshold limit are depreciated at 100% in the year of acquisition.

1.3.4. Depreciation is charged on additions / deletions on pro-rata basis from the date of additions / deletions.

1.4. Intangible Assets

1.4.1. Intangible Assets are carried at cost net of accumulated amortization and accumulated impairment losses, if any. Expenditure on internally generated intangibles, excluding development costs, are not capitalized and is reflected in the Statement of Profit and Loss in the period in which the expenditure is incurred. Development costs are capitalized if, and only if, technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Company has an intention and ability to complete and use or sell the asset and the costs can be measured reliably.

1.4.2. Intangible assets with indefinite useful lives, such as right of way which is perpetual and absolute in nature, are not amortized, but are tested for impairment annually. The useful lives are reviewed at each period to determine whether events and circumstances continue to support an indefinite useful life assessment for that asset. If not, the change in useful life from indefinite to finite is made on a prospective basis. The impairment losses on intangible assets with indefinite useful life are recognized in the Statement of Profit and Loss.

1.4.3. Expenditure incurred for creating/ acquiring other intangible assets above the threshold limit from which future economic benefits will flow over a period of time, is amortized over the estimated useful life of the asset or ten years, whichever is lower, on a straight line basis, from the time the intangible asset starts providing the economic benefit. In other cases, the expenditure is reflected in the Statement of Profit and Loss in the year in which the expenditure is incurred. The amortization period and the amortization method for an intangible asset with finite life are reviewed at each year end. The amortization expense on intangible assets with finite useful lives and impairment losses in case there is an indication that the intangible asset may be impaired, are recognized in the Statement of Profit and Loss.

1.4.4. The Company has elected to use the exemption available under Ind AS 101 to continue the carrying value for all its intangible assets as recognized in the financial statements as at the date of transition to Ind AS, measured as per previous GAAP and use that as its deemed cost as at the date of transition (1st April, 2016).

1.5. Investment Property

1.5.1. Investment Property is property (land or a building – or part of a building – or both) held either to earn rental income or for capital appreciation or both, held for current views and undetermined feature use but not for sale in the ordinary course of business, use in production or supply of goods or services or for administrative purposes. Investment Properties are stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

1.5.2. Any gain or loss on disposal of investment property calculated as the difference between the net proceeds from disposal and carrying amount of the Investment Property is recognized in Statement of Profit and Loss.

1.5.3. On transition to Ind AS i.e. 1st April, 2016, the Company has re-classified certain items from Property, plant and equipment to investment property. For the same, Company has elected to use the exemption available under Ind AS 101 to continue carrying value for such assets as recognized in the financial statements as at the date of transition to Ind AS, measured as per previous GAAP and use that as its deemed cost as at date of transition (1st April, 2016).

1.6. Borrowing Costs

1.6.1. Borrowing cost consists of interest and other costs incurred in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.6.2. Borrowing costs that are attributable to the acquisition or construction of qualifying assets (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use) are capitalized as a part of the cost of such assets. All other borrowings costs are charged to the Statement of Profit and Loss.

1.6.3. Investment income earned on the temporary investment of funds of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

1.7. Non-current assets held for sale

1.7.1. Non-current assets classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such assets.

1.7.2. Non-current assets classified as held for sale are measured at lower of carrying amount and fair value less costs to sell.

1.7.3. Property, plant and equipment and intangible assets classified as held for sale are not depreciated or amortized.

1.8. Leases

1.8.1. Finance Lease

Lease Agreements are classified as finance lease, if substantially all the risks and rewards irrespective of whether title is transferred.

Land lease agreements classified as finance lease, are amortized over the period of the lease.

1.8.2. Operating Lease

Lease agreements not classified as finance lease are considered as operating lease.

Payments made under operating lease are recognized in Statement of Profit and Loss with reference to lease terms and other relevant considerations. Lease incentives received/ lease premium paid (if any) are recognized as an integral part of the total lease expense, over the term of the lease. Payments made under Operating Leases are generally recognized in Statement of Profit and Loss on a straight line basis over the term of the lease, unless such payments are structured to increase in line with expected general inflation.

1.8.3. Determining whether the arrangement contains a lease

At the inception of an arrangement, the Company determines whether the arrangement is or contains a lease. At inception or on reassessment of an arrangement that contains a lease, the Company separates payments and other consideration required by the arrangement into those for the lease and those other elements on the basis of their relative fair values. In case of a finance lease, if the company concludes that it is impracticable to separate the payments reliably, then an asset and a liability are recognized at an equal to the fair value of the underlying assets; subsequently, the liability is reduced as payments are made and an imputed finance cost on the liability is recognized using the Company's incremental borrowing rate.

1.9. Impairment of Non-financial assets

1.9.1. Non-financial assets other than inventories, deferred tax assets and non-current assets classified as held for sale are reviewed at each Balance Sheet date to determine whether there is any indication of impairment. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. The recoverable amount is higher of the assets or Cash-Generating Units (CGUs) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

1.9.2. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

1.10. Inventories

1.10.1. Inventories are stated at cost or net realizable value, whichever is lower. Cost of inventories comprises of expenditure incurred in the normal course of business in bringing inventories to their present location including appropriate overheads apportioned on a reasonable and consistent basis and are determined on the following basis:

- Raw materials, work in progress, stores, tools and other materials are determined on First in First out basis.
- Finished goods are determined by considering the standard conversion cost.

1.10.2. Customs duties on raw materials/ finished goods lying in bonded warehouse are provided for at the applicable rates except where liability to pay duty is transferred to the consignee.

1.10.3. Excise duty till 30th June, 2017, on finished stocks lying at manufacturing locations is provided for at the assessable value applicable at each of the locations based on end use.

1.10.4. Raw materials held for use in the production of finished goods are not written down below cost except in cases where raw material prices have declined and it is estimated that the cost of the finished goods will exceed their net realizable value.

1.10.5. Obsolete, slow moving, surplus and defective stocks are identified at the time of physical verification of stocks and where necessary, provision is made for such stocks.

1.11. Revenue Recognition

1.11.1. Sale of Goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of goods have been passed to the buyer, the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold, revenue and the associated costs can be estimated reliably and it is probable that economic benefits associated with the transaction will flow to the Company.

Revenue from sale of goods includes excise duty till 30th June, 2017 and is measured at fair value of the consideration received or receivable (after including fair value allocations related to multiple deliverable and/or linked arrangements), net of returns, taxes or duties collected on behalf of the government and applicable trade discounts or rebates.

Where the Company acts as an agent on behalf of a third party, the associated income is recognized on net basis.

1.11.2. Sale of Services

Income from services rendered is recognized based on agreements/ arrangements with the customers as the service is performed in proportion to the stage of completion of the transaction at the reporting date and the amount of revenue can be measured reliably.

1.11.3. Multiple Element Contracts

For revenue arrangements having more than one deliverable, at the inception of the arrangement, the Company evaluates all deliverables in the arrangement to determine whether they represent separately identifiable components of the following two conditions are met:

- The deliverable has value to the customer on a standalone basis and
- There is evidence of the fair value of the item.

The total arrangement consideration is allocated to each separate component based on its relative fair value.

1.11.4. Interest and Dividend Income

Interest income is recognized using Effective Interest Rate (EIR) method.

Dividend is recognized when right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

1.11.5. Income from sale of scrap is accounted on dilling basis and customer takes title.

1.12. Classification of Income/ Expense

1.12.1. Income/ Expenditure (net) in aggregate pertaining to prior year (s) above the threshold limit are corrected retrospectively in the first set of financial statements approved for issue after their discovery by restating the comparative amount and / or restating the opening Balance sheet for the earliest prior period presented.

1.12.2. Prepaid expenses up-to threshold limit in each case, are charged to revenue over the period.

1.12.3. Deposits places with Government agencies / local authorities which are perpetual in nature are charged to revenue in the year of payment.

1.13. Employee Benefits

1.13.1. Short-term employee benefits

Short-term employee benefits are recognized as an expense at an undiscounted premium in the Statement of Profit and Loss of the year ended in which related services are rendered.

1.13.2. Post-Employment Benefits

Defined Contribution Plans:

Obligations for contributions to defined contribution plans such as pension are recognized as an expense in the Statement of Profit and Loss as the related service is provided. Prepaid contributions are recognized as an asset to the extent that cash fund in future payments is available.

Defined Benefit Plans:

The Company's net obligation in respect of defined benefit plans such as gratuity, other post-employment benefits etc., is calculated separately for each plan by estimating the amount of future benefit that the employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed at each reporting period end by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of the economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

The current service cost of the defined benefit plan, recognized in the Statement of Profit and Loss as part of employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in the Statement of Profit and Loss. The net interest is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This net interest is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurements which comprise of actuarial gains and losses, the return on plan assets (excluding amounts included in the net interest on net defined benefit liability (asset) and the effect of the asset ceiling (if any, excluding amounts included in the net interest on the net defined benefit liability (asset), are recognized in other comprehensive income.

1.13.3. Other long-term employee benefits

Liability towards other long term employee benefits – leave encashment and long service awards etc., are determined on actuarial valuation by qualified actuary by using Projected Unit Credit Method.

The current service cost of other long terms employee benefits, recognized in the Statement of Profit and Loss as part of employee benefit expense, reflects the increase in the obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in the Statement of Profit and Loss. The interest cost is calculated by applying the discount rate to the balance of the obligation. This cost is included in employee benefit expense in the Statement of Profit and Loss. Re-measurements are recognized in the Statement of Profit and Loss.

1.13.4. Termination benefits

Expenditures on account of Voluntary Retirement Scheme are charged to Statement of Profit and Loss.

1.14. Foreign Currency Transactions

1.14.1. Monetary Items

Transactions in foreign currencies are initially recorded at their respective exchange rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at exchange rates prevailing on the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of Profit and Loss either as profit or loss foreign currency transaction and translation.

The Company has elected to continue the policy adopted under previous GAAP for accounting the foreign exchange differences arising on settlement or translation of long-term foreign currency monetaryitems outstanding as on 31st March, 2018

1.14.2. Non-monetary items

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

1.14.3. Foreign Branch Operation's Translations

The activities of foreign branches are an integral part of operations of the Company and hence the foreign branch financial statements are translated in accordance with accounting standard.

Income and Expenditure items by applying to the foreign currency amount, the exchange rate at the date of transaction. The rate used is an average rate for calendar month and used for all transaction occurring during that calendar month.

Property, plant and equipment are recorded at the exchange rate prevailing on the date of the transaction.

Depreciation on property, plant and equipment in Indian rupees, which are reported using the exchange rate at the date of transaction.

Inventories related to stocks transfer from reporting enterprise are shown at the cost of reporting enterprises plus expenses incurred to bring the material at the shelf of foreign branch's warehouse and local bought out inventories are translated at the exchange rate prevailing at year end.

Other current assets and liabilities are converted at the exchange rate prevailing at the year end.

The exchange difference on translation of Foreign Branch financial statements are recognized in the Statement of Profit and Loss.

1.15. Investment in Subsidiaries, Joint Ventures and Associates

Investments in equity shares of Subsidiaries, Joint Ventures and Associates are recorded at cost and reviewed for impairment at each reporting date.

1.16. Government Grants

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

1.16.2. When the grant relates to an expense item, it is recognized in Statement of Profit and Loss on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

1.16.3. Government grants relating for Property, plant and equipment are presented as deferred income and are credited to the Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset.

1.17. Provisions, Contingent Liabilities and Commitments

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

1.17.2 The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any.

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

1.17.4 Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.

1.17.5 Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.

1.18. Fair Value Measurement

1.18.1 The Company measures certain financial instruments at fair value at each reporting date.

1.18.2. Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

1.18.3. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at themeasurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of the liability also reflects its non-performance risk.

1.18.4. The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognized in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

1.18.5. While measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 – Inputs other than quoted prices included in Level 1 that are observable for assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 – inputs for the assets or liability that are not based on observable market data (unobservable inputs)

1.18.6. When quoted prices in active market for an instrument are available, the Company measures the fair value of the instrument using that price. A market is regarded as active if transactions for the asset and liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

1.18.7. If there is no quoted price in an active market for an instrument is available, the Company measures the fair value of the instrument using that price. A market is regarded as active if transactions for the asset and liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

1.18.8. The Company regularly reviews significant unobservable inputs and valuation adjustments. If the third party information, such as broker quotes or pricing services, is used to measure fair values, then the Company assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

1.19. Financial Assets

1.19.1. Initial Recognition and measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets are initially recognized at fair value when the Company becomes a party to the contractually provisions of the instrument. All financial assets other than those measured subsequently at fair value through profit and loss, are recognized initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

1.19.2. Subsequent measurement

Subsequent measurement is determined with reference to the classification of the respective financial assets. Based on the business model for managing the financial assets and the contractual cash flow characteristics of the financial assets, the Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit and loss.

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset held within business model whose objective is:
- To hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium or fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

Debt instruments at Fair value through Other Comprehensive Income (FVOCI)

A 'debt instrument' is measured at the fair value through other comprehensive income if both the following conditions are met:

The asset is held within business model whose objective is achieved by both

- Collecting contractual cash flows and selling financial assets and
- Contractual terms of the asset give rise on specified dates to cash flows that are SPPI on the principal amount outstanding.

After initial measurement, these assets are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment losses are recognized in the Statement of Profit and Loss. Other net gains and losses are recognized in other comprehensive income.

Debt instruments at Fair value through Profit and Loss (FVTPL)

Fair Value through Profit or Loss is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortized cost or as FVOCI, is classified as FVTPL

After initial measurement, any fair value changes including any interest income, foreign exchange gain and losses, impairment losses and other net gains and losses are recognized in the Statement of Profit and Loss.

Equity Investments

All equity investments within the scope of Ind AS 109 are measured at fair value. Such equity instruments which are held for trading are classified as FVTPL. For all other such equity instruments, the Company decides to classify the same either as FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

For equity instruments classified as FVOCI, all fair value changes on the instrument, excluding dividends, are recognized in Other Comprehensive Income (OCI). Dividends on such equity instruments are recognized in the Statement of Profit or Loss.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

1.19.3. De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily de-recognized (i.e. removed from the Company's Balance Sheet) when

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

- The Company has transferred substantially all the risks and rewards of the asset, or

- The Company has neither transferred not retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On de-recognition, any gains or losses on all debt instruments (other than debt instruments measured at FVOCI) and equity instruments (measured at FVTPL) are recognized in the Statement of Profit and Loss. Gains and losses in respect of debt instruments are measured at FVOCI and that are accumulated in OCI are reclassified to profit or loss on de-recognition. Gains or losses on equity instruments measured at FVOCI that are recognized and accumulated in OCI are not reclassified to profit or loss on de-recognition.

1.19.4. Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss ("ECL") model for measurement and recognition of impairment loss on the financial assets measured at amortized cost and debt instruments measured at FVOCI.

Loss allowances on trade receivables are measured following the 'simplified approach' at an amount equal to the lifetime ECL at each reporting date. In respect of other financial assets such as debt securities and bank balances, the loss allowance is measured at 12 month ECL only if there is no significant deterioration in the credit risk since initial recognition of the asset or asset is determined to have a low credit risk at the reporting date.

1.20. Financial Liabilities

1.20.1. Initial recognition and measurement

Financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial liability is initially measured at fair value less, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue.

1.20.2. Subsequent measurement

Subsequent measurement is determined with reference to the classification of the respective financial liabilities.

Financial liabilities at Fair value through Profit and Loss (FVTPL)

A financial liability is classified as at Fair Value through Profit or Loss (FVTPL) if it is classified as held-for-trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognized in Statement of Profit and Loss.

Financial liabilities at Amortized Cost

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at amortized cost using the effective interest rate ("EIR") method.

Amortized cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The amortization done using the EIR method is included as finance costs in the Statement of Profit and Loss.

1.20.3. De-recognition

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

1.21. Financial Guarantees

Financial guarantee contracts issued by the Company are those contracts that will require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of the debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the fair value initially recognized less cumulative amortization.

1.22. Derivative financial instruments

The Company uses derivative financial instruments to manage the exposure on account of fluctuation in interest rate and foreign exchange rates. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value with the changes being recognized in the Statement of Profit and Loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

1.23. Embedded Derivatives

If the hybrid contract contains a host that is a financial asset within the scope of Ind AS 109, the classification requirements contained in Ind AS 109 are applied to the entire hybrid contract. Derivatives embedded in all other host contracts, including financial liabilities are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit and loss. These embedded derivatives are measured at fair value with changes in fair value recognized in Statement of Profit and Loss, unless designated as effective hedging instruments. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows.

1.24. Offsetting of financial instruments

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

1.25. Taxes on Income

1.25.1. Current Tax

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to complete the amount are those that are enacted or substantively enacted, by the end of the reporting period.

Current tax items are recognized in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

1.25.2 Deferred Tax

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

Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred Tax items are recognized in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

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

1.26. Earnings per Share

1.26.1. Basic earnings per share are calculated by dividing the profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

1.27. Classification of Assets and Liabilities as Current and Non-current

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle (determined at 12 months) and other criteria set out in Schedule III of the Act.

1.28. Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet include cash at bank, cash, cheque, draft on hand, which are subject to an insignificant risk of changes in value.

For the purpose of Statement of Cash Flows, Cash and cash equivalents include cash at bank, cash, cheque and draft on hand, Bank Balances other then Cash and cash equivalents include earmarked Balances with bank and Turm deposites

1.29. Cash Flows

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

1.30. The Company has adopted the following materiality threshold limits in the preparation and presentation of financial statements as given below:

Threshold Item (1)	Accounting Policy Ref (2)	Threshold limit value (3)
Processing fees (including stamp duty) on Loan amount sanction for calculation of Effective Interest Rate (EIR) method.	Written off as expenses over the Loan Repayment Tenure by using the Effective Interest Rate Method.	More than 1% of the loan amount excluding taxes.
Capitalization of spare parts meeting the definition of Property, Plant and Equipment in each case	The Expenditure treated as revenue expenditure and charged to current year Profit & loss Account. **Capital Expenditure:-** Capitalized **Revenue Expenditure: -** Treated in current Statement of Profit and Loss	1. All Assets in relation to Property , Plant & Equipment below Rs 5,000/-(Five Thousand Only) **<u>In Case of Plant & Machinery</u>** 2. On Technical Decision Capital and Revenue nature is bifurcated. 2.1) Assets defined as Capital Expenditure, when the expenditure enhances the revenue generating capacity of the assets so that useful life is extended. 2.2) Not Covered in point no 2.1 above, treated as Revenue expenditure.
Income / expenditure (net) pertaining to prior year(s).	Below the Threshold limit value, it is treated as an expenses in the Statement of Profit and Loss in Current Year.	Rupees 50,000/- (Fifty Thousand Only)
Provision for expenses payable & Prepaid Expenses	Provision for Expenses Payable is made for the amount above Threshold Limit. Bifurcation of Expenditure into Prepaid / Postpaid is made above the Threshold Limit.	Rupees 10,000/-(Rupees Ten Thousand Only)
Fair valuation of Interest free Loan given to Employees.	Fair valuation is done for Interest free loan given to Employee above the threshold limit defined in Column No (3).	More than Rupees 7,50,000/- per employee.
Provision against Warranty Claim	Provision is made against warranty on the reporting date as per the threshold policy.	Average of past three years.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

2 FIRST-TIME ADOPTION OF Ind AS:

These are the Company's first financial statements prepared in accordance with Ind AS.The Company has adopted Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs with effect from 1st April, 2017, with a transition date of 1st April, 2016. Ind AS 101 - First time adoption of Indian Accounting Standards requires that all Ind AS's and interpretations that are issued an effective for the first Ind AS financial statements which is for the year ended 31st March, 2018 for the Company, be applied retrospectively and consistently for all financial years presented. Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

Optional Exemptions availed:

(a) Deemed Cost

The Company has elected to continue with the carrying value for all of its property, plant and equipment and Intangible assets as recognized in the financial statement as at 31.03.2016, measured as per the previous GAAP and use that as its deemed cost as at the transition date.

(b) Investments in subsidiaries and joint ventures

The Company has elected to continue with the carrying amount of investment as recognized in the financial statement as at 31.03.2016, measured as per the previous GAAP and used that as its deemed cost as at the transition date.

(c) Foreign Currency Monetary items

In terms of Para D13AA of Ind AS 101, the Company may continue to account for foreign exchange differences relating to long term foreign currency monetary items as per previous IGAAP. The Company has elected to apply the same.

(d) Designation of previously recognized financial instruments

The Company has elected to designate investments in equity instruments (other than equity instrument in subsidiaries and joint ventures) at fair value through other comprehensive income on the basis of the facts and circumstances at the date of transition to Ind AS.

Applicable Mandatory Exceptions

(a) Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies).

Ind AS estimates as at 1 April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

(i) Impairment of financial assets based on expected credit loss model.

(b) Derecognition of financial assets and financial liabilities

Ind AS 101 requires a first time adopter to apply the derecognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows the first time adopter to apply the de-recognition requirement in Ind AS 109 retrospectively from the date to the entities choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities to de-recognized as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provision of Ind AS 109 prospectively from the date of transition to Ind AS.

(c) Classification and measurement of financial assets

As required under Ind AS 101 the Company has assessed the classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Where practicable, measurement of financial assets accounted at amortized cost has been done retrospectively.

(d) Impairment of Financial Assets

Ind AS 101 requires an entity to apply the Ind AS requirements retrospectively if it is practicable without undue cost and effort to determine the credit risk that debt financial instruments where initially recognized. The company has measured impairment losses on financial assets as on the date of transition i.e. 1st April, 2016 in view of cost and effort.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101:

(i) Reconciliation of Balance sheet as at 1st April, 2016 (Transition Date);

(ii) Reconciliation of Balance sheet as at 31st March, 2017;

(iii) Reconciliation of Total Comprehensive Income for the year ended 31st March, 2017;

(iv) Reconciliation of Total Equity as at 1st April, 2016 and as at 31st March, 2017;

(v) Adjustments to Cash Flow Statements as at 31st March, 2017

The presentation requirements under previous GAAP differs from Ind AS, and hence, previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The re-grouped previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with previous GAAP.

i) & ii) Reconciliation of Balance sheet as at 1st April, 2016 (Transition Date) and 31st March, 2017:

(Amount in ₹)

PARTICULARS	Notes	As at 31st March, 2017 (End of the last period presented under previous GAAP)			As at 1st April, 2016 (Date of transition)		
		Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS balance sheet	Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS balance sheet
ASSETS							
Non-current Assets							
(a) Property, Plant and Equipment	3	49,63,05,628	(81,76,413)	48,81,29,215	53,59,87,622	(71,48,246)	52,88,39,376
(b) Capital work-in-progress		19,79,165	-	19,79,165	79,57,240	-	79,57,240
(c) Investment property	5	3,88,598	-	3,88,598	4,05,592	-	4,05,592
(d) Intangible assets		12,88,601	-	12,88,601	15,71,952	-	15,71,952
(e) Investment in Subsidiaries and Joint Venture		7,38,76,501	-	7,38,76,501	7,38,76,501	-	7,38,76,501
Total non-current assets		**57,38,38,493**	**(81,76,413)**	**56,56,62,080**	**61,97,98,907**	**(71,48,246)**	**61,26,50,661**
Current assets							
(a) Inventories		18,65,40,847	-	18,65,40,847	18,10,56,339	-	18,10,56,339
(b) Financial Assets							
(i) Trade receivables	9	31,42,63,074	(73,82,120)	30,68,80,954	22,00,56,206	(54,93,813)	21,45,62,393
(ii) Cash and cash equivalents	10	3,51,10,746	-	3,51,10,746	2,31,14,034	-	2,31,14,034
(iii) Bank balances other than (iii) above	11	58,61,109	-	58,61,109	70,91,349	-	70,91,349
(iv) Loans	12	63,70,072	-	63,70,072	77,51,448	-	77,51,448
(v) Other financial assets		2,33,765	-	2,33,765	2,67,329	-	2,67,329
(c) Other current assets	14	8,56,82,159	-	8,56,82,159	9,01,63,276	-	9,01,63,276
Total current assets		**63,40,61,772**	**(73,82,120)**	**62,66,79,652**	**52,94,99,981**	**(54,93,813)**	**52,40,06,168**
Total Assets		**1,20,79,00,265**	**(1,55,58,533)**	**1,19,23,41,732**	**1,14,92,98,888**	**(1,26,42,059)**	**1,13,66,56,829**
EQUITY AND LIABILITIES							
Equity							
(a) Equity Share capital		3,09,07,610	-	3,09,07,610	3,09,07,610	-	3,09,07,610
(b) Other Equity	16	60,07,66,497	(1,17,83,838)	58,89,82,659	53,49,15,523	(74,95,286)	52,74,20,237
Total equity		**63,16,74,107**	**(1,17,83,838)**	**61,98,90,269**	**56,58,23,133**	**(74,95,286)**	**55,83,27,847**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Non Current liabilities							
(a) Financial Liabilities							
(i) Borrowings		2,65,89,641	-	2,65,89,641	7,66,49,598	-	7,66,49,598
(b) Provisions		72,37,197	-	72,37,197	57,87,184	-	57,87,184
(c) Deferred tax liabilities (Net)	19	45,27,994	(20,28,946)	2,49,90,481	94,64,225	(15,89,153)	78,75,072
Total non current liabilities		**3,83,54,832**	**(20,28,946)**	**3,63,25,886**	**9,19,01,007**	**(15,89,153)**	**9,03,11,854**
Current liabilities							
(a) Financial Liabilities							
(i) Borrowings		26,03,09,506	-	26,03,09,506	24,83,96,545	-	24,83,96,545
(ii) Trade payables		10,60,58,698	-	10,60,58,698	8,78,90,797	-	8,78,90,797
(iii) Other financial liabilities (other than those specified in item (b)	22	6,64,44,014	(17,45,749)	6,46,98,265	7,07,82,574	1,62,347	7,09,44,921
(b) Other current liabilities		5,12,86,131	-	5,12,86,131	4,87,03,252	-	4,87,03,252
(c) Provisions	24	96,71,922	-	96,71,922	1,00,35,014	(37,19,967)	63,15,047
(d) Current tax liabilities (net)		4,41,01,055	-	4,41,01,055	2,57,66,566	-	2,57,66,566
Total current liabilities		**53,78,71,326**	**(17,45,749)**	**53,61,25,577**	**49,15,74,748**	**(35,57,620)**	**48,80,17,128**
Total Equity and Liabilities		**12,07,900,265**	**(1,55,58,533)**	**1,19,23,41,732**	**1,14,92,98,888**	**(1,26,42,059)**	**1,13,66,56,829**

iii) Reconcilation of Total Comprehensive Income for the year ended 31st March 2017

(Amount in ₹)

Particulars	Notes	Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS SOP&L
INCOME				
Revenue From Operations	26	94,93,70,562	4,32,36,786	99,26,07,348
Other Income	27	22,08,324	19,08,099	41,16,423
Total Income		**95,15,78,886**	**4,51,44,885**	**99,67,23,771**
EXPENSES				
Cost of materials consumed		31,39,81,306	-	31,39,81,306
Changes in Inventories of Finished goods and Work-in-progress		(23,23,554)	-	(23,23,554)
Employee benefits expense	30	23,61,12,968	(42,11,916)	23,19,01,052
Finance costs		3,17,08,243	-	3,17,08,243
Depreciation and amortization expense	32	7,19,25,145	10,66,076	7,29,91,221
Other expenses	33	19,47,85,896	4,51,25,096	23,99,10,992
Total expenses		**84,61,90,004**	**4,19,79,256**	**88,81,69,260**
Profit before tax		10,53,88,882		10,85,54,511
Tax expense:				
(1) Current tax		4,41,01,055	-	4,41,01,055
(2) Deferred tax		(49,36,231)	(18,97,453)	(68,33,684)
(3) Short / Excess Provision of Earlier Years		3,35,175	-	3,35,175
Profit for the year		**6,58,88,883**	**50,63,082**	**7,09,51,965**
Other Comprehensive Income				
(i) Items that will not be reclassified to profit or loss				
- Remeasurement of Defined benefit plans		-	(42,11,916)	(42,11,916)
(ii) Income tax relating to items that will not be reclassified to profit or loss				
- Remeasurement of Defined benefit plans		-	(14,57,660)	(14,57,660)
Total comprehensive income for the year		**6,58,88,883**	**(6,06,494)**	**6,52,82,389**
Earnings per equity share:		4.26		4.59
Basic and Diluted (Face value Rs.2 per equity share)				

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Reconcilation of Total Comprehensive Income

(Amount in ₹)

Particulars	Notes	For the year ended 31st March, 2017
Net Profit as per Previous GAAP		6,58,88,883
(i) Fair valuation of derivative contracts	27	19,08,099
(ii) Actuarial (gain)/loss on employee defined benefit plans recognized in Other Comprehensive Income		42,11,916
(iii) Loss allowance of trade receivables as per expected credit loss model	33	(18,88,301)
(iv) Prior period items		(10,66,076)
(v) Deferred tax impact		18,97,453
Net profit after tax as per Ind AS		7,09,51,965
Other Comprehensive Income (net of taxes)		(56,69,576)
Total Comprehensive income as per Ind AS		**6,52,82,389**

iv) Reconcilation of total Equity As at 1st April 2016 and As at 31st March 2017

(Amount in ₹)

Particulars	Notes	As at 31st March, 2017	As at 1st April, 2016
Equity as per Previous GAAP		63,16,74,107	56,58,23,133
(i) Fair valuation of derivative contracts	22	17,45,751	(1,62,347)
(ii) Loss allowance of trade receivables as per expected credit loss model	9	(73,82,120)	(54,93,813)
(iii) Amortization of land	4	(81,76,413)	(71,48,246)
(iv) Deferred tax impact	19	20,28,946	15,89,153
(v) Reversal of proposed dividend (Including Dividend distribution tax)		-	37,19,967
Total Impact		**(1,17,83,836)**	**(74,95,286)**
Total Equity as per Ind AS		**61,98,90,269**	**55,83,27,847**

v) Adjustment to the Cash Flow Statement as at 31st March 2017

The Ind AS adjustments are non cash adjustments. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March, 2017 as compared with the previous GAAP.

Additional Notes to the Reconcilation:

A) Investment Property

Under previous GAAP, there was no requirement to present investment property separately and the same was included under non - current investments and measured at cost less provision for diminution other than temporary.

Under Ind AS, investment property is required to be presented separately in the balance sheet.

B) Derivative Contract

Under previous GAAP, in respect of derivative contracts such as forward exchange contracts, premium/discount arising at the inception of the forward exchange contract to hedge foreign currency risks, were amortized as expense or income over the life of the contract. Exchange differences on such forward exchange contracts were recognized in the Statement of Profit and Loss.

Under Ind AS, all derivative contracts are measured at fair value through profit and loss.

C) Reasurement of Defined Benefit Liabilities

Under previous GAAP, actuarial gains and losses were recognized in profit or loss.

Under Ind AS, the actuarial gains and losses form part of remeasurement of the net defined benefit liability/asset which is recognized in other comprehensive income.

Consequently, the tax effect of the same has also been recognized in other comprehensive income under Ind AS instead of profit or loss.

D) Trade Receivables

Under previous GAAP, the Company had recognized provision on trade receivables based on the expectation of the Company.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Under Ind AS the Company provides loss allowance on receivables based on the Expected Credit Loss (ECL) model which is measured following the ""simplified approach"" at an amount equal to the lifetime ECL at each reporting date.

E) Deferred Tax

Under previous GAAP, deferred tax accounting was done using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period.

Under Ind AS, accounting of deferred taxes is done using the Balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base.

F) Proposed Dividend

Under previous GAAP, dividends on equity shares recommended by the board of directors after the end of the reporting period but before the financial statements were approved for issue were recognized in the financial statements as a liability.

Under Ind AS, such dividends are recognized when declared by the members in a general meeting.

G) Government Grants

The Company had received Government grant against a capital asset in the year 1995. Under previous GAAP the same was accounted for in Capital Reserve.

Under Ind AS, the grant needs to be recognized as deferred income over the useful life of the capital asset. As the useful life of the capital asset has expired on the date of transition, the same has been written off to Retained Earnings.

H) Other Comprehensive Income

Under previous GAAP, there was no concept of other comprehensive income.

Under Ind AS specified items of income, expense, gains or losses are required to be presented in other comprehensive income.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in ₹)

Particulars	Leasehold land	Buildings	Other Buildings	Plant and Machinery	Furniture and Fixtures	Vehicles	Vechiles (Finance Lease)	Office Equipment	Computers	Total
DEEMED COST/GROSS BLOCK										
Balance as at 1st April, 2016	**9,25,35,016**	**31,13,63,016**	**16,27,232**	**29,01,38,187**	**2,90,16,921**	**4,08,29,865**	**-**	**2,26,94,564**	**2,30,29,123**	**81,12,33,924**
Additions	-	(13,13,831)	-	1,07,81,646	10,018	2,18,09,397	-	7,78,318	14,24,938	3,34,90,486
Disposals/Adjustments	-	-	-	(2,65,000)	-	(97,27,428)	-	-	-	(99,92,428)
Balance as at 31st March, 2017	**9,25,35,016**	**31,00,49,185**	**16,27,232**	**30,06,54,833**	**2,90,26,939**	**5,29,11,834**	**-**	**2,34,72,882**	**2,44,54,061**	**83,47,31,982**
Additions	-	66,891	-	4,59,57,904	1,81,315	1,97,26,504	24,61,206	14,27,433	15,17,727	7,13,38,980
Disposals	-	-	-	(86,89,498)	-	(66,64,521)	-	(28,868)	(35,99,477)	(1,89,82,364)
Balance as at 31st March, 2018	**9,25,35,016**	**31,01,16,076**	**16,27,232**	**33,79,23,239**	**2,92,08,254**	**6,59,73,817**	**24,61,206**	**2,48,71,447**	**2,23,72,310**	**88,70,88,599**
ACCUMULATED DEPRECIATION/ AMORTIZATION										
Balance as at 1st April, 2016	**71,48,246**	**6,99,74,371**	**11,72,805**	**13,29,33,082**	**1,10,64,145**	**2,57,33,427**	**-**	**1,45,81,095**	**1,97,87,377**	**28,23,94,548**
Depreciation/Amortization expenses	-	2,47,60,349	16,216	2,97,61,359	46,71,637	68,54,215	-	37,12,805	17,81,795	7,15,58,376
Eliminated on disposals of assets	-	-	-	(2,103)	-	(83,76,221)	-	-	-	(83,78,324)
Ind AS adjustment	10,28,167	-	-	-	-	-	-	-	-	10,28,167
Balance as at 31st March, 2017	**81,76,413**	**9,47,34,720**	**11,89,021**	**16,26,92,338**	**1,57,35,782**	**2,42,11,421**	**-**	**1,82,93,900**	**2,15,69,172**	**34,66,02,767**
Depreciation/Amortization expenses	10,28,167	2,17,70,316	15,632	2,59,84,122	34,56,648	1,06,32,496	5,68,660	24,36,990	16,73,135	6,75,66,166
Eliminated on disposals of assets	-	-	-	(38,91,839)	-	(58,53,603)	-	(6,264)	(34,99,621)	(1,32,51,327)
Ind AS adjustment	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2018	**92,04,580**	**11,65,05,036**	**12,04,653**	**18,47,84,621**	**1,91,92,430**	**2,89,90,314**	**5,68,660**	**2,07,24,626**	**1,97,42,686**	**40,09,17,607**
NET BLOCK										
Balance as at 1st April, 2016	**8,53,86,770**	**24,13,88,645**	**4,54,427**	**15,72,05,105**	**1,79,52,776**	**1,50,96,438**	**-**	**81,13,469**	**32,41,746**	**52,88,39,376**
Additions	-	(13,13,831)	-	1,07,81,646	10,018	2,18,09,397	-	7,78,318	14,24,938	3,34,90,486
Disposals/Adjustments	-	-	-	(2,62,897)	-	(13,51,207)	-	-	-	(16,14,104)
Depreciation/Amortization expenses	-	2,47,60,349	16,216	2,97,61,359	46,71,637	68,54,215	-	37,12,805	17,81,795	7,15,58,376
Ind AS adjustment	10,28,167	-	-	-	-	-	-		-	10,28,167
Balance as at 31st March, 2017	**8,43,58,603**	**21,53,14,465**	**4,38,211**	**13,79,62,495**	**1,32,91,157**	**2,87,00,413**	**-**	**51,78,982**	**28,84,889**	**48,81,29,215**
Additions	-	66,891	-	4,59,57,904	1,81,315	1,97,26,504	24,61,206	14,27,433	15,17,727	7,13,38,980
Disposals	-	-	-	(47,97,659)	-	(8,10,918)	-	(22,604)	(99,856)	(57,31,037)
Depreciation/Amortization expenses	10,28,167	2,17,70,316	15,632	2,59,84,122	34,56,648	1,06,32,496	5,68,660	24,36,990	16,73,135	6,75,66,167
Ind AS adjustment	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2018	**8,33,30,436**	**19,36,11,040**	**4,22,579**	**15,31,38,618**	**1,00,15,824**	**3,69,83,503**	**18,92,546**	**41,46,821**	**26,29,624**	**48,61,70,991**

(i) Net Block of Fixed Assets as on 31st March, 2018 includes fixed assets held at Foreign Branches of the company Rs 35,07,426 (31st March, 2017 : Rs.17,77,175 ; 1st April, 2016 : Rs.23,79,448/-)

ii) Rs 66,891/- (31st March,2017: Rs 4,15,293; 1st April ,2016 : Rs 1,07,97,733) has been adjusted to the cost of Fixed Assets (Building) is for Gain/Loss of Foreign Exchange difference on account of FCNR term loan from citi bank and Rs 22,00,000/- is adjusted on account of Building contractual agreement as on 31st March 2017.

iii) The Company has adopted carrying value as recognized in the financial statement as at 31st March, 2016, measured as per Previous GAAP as its deemed cost.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

4 CAPITAL WORK-IN-PROGRESS

(Amount in ₹)

CARRYING AMOUNT	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital work-in-progress	23,29,165	19,79,165	79,57,240

5 INVESTMENT PROPERTY

(Amount in ₹)

Particulars	Investment Property
DEEMED COST/GROSS BLOCK	
Balance as at 1st April, 2016	10,47,204
Additions	-
Disposals/Adjustments	-
Balance as at 31st March, 2017	**10,47,204**
Additions	-
Disposals	-
Balance as at 31st March, 2018	**10,47,204**
ACCUMULATED DEPRECIATION/AMORTIZATION	
Balance as at 1st April, 2016	**6,41,612**
Depreciation/Amortization expenses	16,994
Eliminated on disposals of assets	-
Ind AS adjustment	-
Balance as at 31st March, 2017	**6,58,606**
Depreciation/Amortization expenses	16,282
Eliminated on disposals of assets	-
Ind AS adjustment	-
Balance as at 31st March, 2018	**6,74,888**
NET BLOCK	
Balance as at 1st April, 2016	**4,05,592**
Additions	-
Disposals/Adjustments	-
Depreciation/Amortization expenses	16,994
Ind AS adjustment	-
Balance as at 31st March, 2017	**3,88,598**
Additions	-
Disposals	-
Depreciation/Amortization expenses	16,282
Ind AS adjustment	-
Balance as at 31st March, 2018	**3,72,316**

The fair value of the Investment Property as at 31st March, 2018 is Rs. 24,22,000/-. The fair value is arrived on the basis of the valuation report.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

6 INTANGIBLE ASSETS

(Amount in ₹)

Particulars	Software	Technical Design and Drawings	Trademark	Total
DEEMED COST/GROSS BLOCK				
Balance as at 1st April, 2016	**83,51,535**	**10,70,334**	**10,45,844**	**1,04,67,713**
Additions	-	-	1,04,333	1,04,333
Disposals	-	-	-	-
Balance as at 31st March, 2017	**83,51,535**	**10,70,334**	**11,50,177**	**1,05,72,046**
Additions	31,66,152	-	23,000	31,66,152
Disposals	(1,54,000)	-	-	(1,54,000)
Balance as at 31st March, 2018	**1,13,63,687**	**10,70,334**	**11,73,177**	**1,35,84,198**
ACCUMULATED DEPRECIATION/AMORTIZATION				
Balance as at 1st April, 2016	**79,41,576**	**7,52,961**	**2,01,224**	**88,95,761**
Depreciation/Amortization expense	33,554	67,383	2,86,747	3,87,684
Eliminated on disposals of assets	-	-	-	-
Balance as at 31st March, 2017	**79,75,130**	**8,20,344**	**4,87,971**	**92,83,445**
Depreciation/Amortization expense	14,94,435	67,383	96,302	16,58,119
Eliminated on disposals of assets	(1,52,639)	-	-	(1,52,639)
Balance as at 31st March, 2018	**93,16,926**	**8,87,727**	**5,84,273**	**1,07,88,925**
NET BLOCK				
Balance as at 1st April, 2016	**4,09,959**	**3,17,373**	**8,44,620**	**15,71,952**
Additions	-	-	1,04,333	1,04,333
Disposals	-	-	-	-
Depreciation/Amortization expense	33,554	67,383	2,86,747	3,87,684
Balance as at 31st March, 2017	**3,76,405**	**2,49,990**	**6,62,206**	**12,88,601**
Additions	31,66,152	-	23,000	31,89,152
Disposals	(1,361)	-	-	(1,361)
Depreciation/Amortization expense	14,94,435	67,383	96,302	16,58,119
Balance as at 31st March, 2018	**20,46,761**	**1,82,607**	**5,88,904**	**28,18,273**

i) Trade Mark has been amortized over the period of 10 years.

ii) The Company has adopted carrying value as recognized in the financial statement as at 31st March, 2016, measured as per Previous GAAP as its deemed cost.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

7 INVESTMENT IN SUBSIDARIES AND JOINT VENTURE

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unquoted			
Investments measured at cost (fully paid)			
i) Subsidaries			
2,25,000 shares (31st March, 2017: 2,25,000, 1st April, 2016: 2,25,000) of EURO 1 each in Roto Pumpen GmbH, Germany	1,64,03,501	1,64,03,501	1,64,03,501
5,25,000 shares (31st March, 2017: 5,25,000, 1st April, 2016: 5,25,000) of USD 1 each in Roto Pumps Americas INC, USA	3,40,49,000	3,40,49,000	3,40,49,000
ii) Joint Venture			
4,80,000 shares (31st March, 2017: 4,80,000, 1st April, 2016: 4,80,000) of SGD 1 each in Roto Overseas Pte Ltd,Singapore	2,34,24,000	2,34,24,000	2,34,24,000
TOTAL	**7,38,76,501**	**7,38,76,501**	**7,38,76,501**

8 INVENTORIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
a) Raw Materials and Bought out Components	6,79,95,200	5,18,27,159	5,11,31,248
b) Work in Process	1,28,67,743	92,41,846	85,99,160
c) Finished Goods	10,92,47,760	10,79,10,377	10,70,20,077
d) Finished Goods-In Transit	1,88,71,228	79,73,970	73,79,483
e) Consumables Stores	22,80,441	21,61,407	11,50,349
f) Other Stores & Spares	16,68,746	16,70,219	11,47,871
g) Loose Tools	35,98,302	25,18,520	31,43,247
h) Packing Material	22,73,952	28,61,749	13,05,384
i) Scrap and Wastage	97,600	3,75,600	1,79,520
TOTAL	**21,89,00,972**	**18,65,40,847**	**18,10,56,339**

(i) The mode of valuation has been stated in Significant Accounting Policy.

(ii) Inventories have been pledged as security for borrowings.

9 TRADE RECEIVABLES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured unless stated otherwise (Considered Good)			
Trade Receivables	30,89,88,191	31,42,63,074	22,00,56,206
Less - Allowance for bad and doubtful debts	(59,04,142)	(73,82,120)	(54,93,813)
TOTAL	**30,30,84,049**	**30,68,80,954**	**21,45,62,393**

i) The average credit period for collection is 90 days.

ii) No trade or other receivable are due from directors either severally or jointly with any other person.

iii) Trade receivable includes Rs. 59,304,059 (As at 31st March, 2017: Rs. 72,147,476, As at 1st April, 2016: Rs. 36,017,778), receivable from subsidiaries incorporated out side India.

iv) Information about credit risk and market risk of trade receivables refer Note No 39

v) Movement in expected credit loss allowance

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017
Balance at the beginning of the year	(73,82,120)	-
Add: Provision made during the year	14,77,978	(73,82,120)
Balance at the end of the year	**(59,04,142)**	**(73,82,120)**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

10 CASH AND CASH EQUIVALENTS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
i) Cash and cash equivalents			
a) Balance with banks	1,54,48,260	2,18,88,273	1,79,36,779
b) Cash in Hand	11,60,122	14,72,332	23,27,070
c) Remittance in Transit	1,19,74,852	1,17,50,141	28,50,185
TOTAL	**2,85,83,234**	**3,51,10,746**	**2,31,14,034**

11 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
ii) Earmarked Balances with Bank -Unclaimed dividend a/c	13,53,299	13,25,737	13,84,955
iii) Term Deposit(Restricted)- Margin Money against guarantees	1,97,73,463	45,35,372	57,06,394
TOTAL	**2,11,26,762**	**58,61,109**	**70,91,349**

12 LOANS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured and considered good			
a) Security Deposits	75,02,589	54,28,572	70,56,478
b) Staff Loans	10,81,110	9,41,500	6,94,970
TOTAL	**85,83,699**	**63,70,072**	**77,51,448**

13 OTHER FINANCIAL ASSETS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest accrued on Bank deposits	6,61,782	2,33,765	2,67,329
TOTAL	**6,61,782**	**2,33,765**	**2,67,329**

14 OTHER CURRENT ASSETS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured and considered good)			
a) Capital Advances	1,81,02,264	1,81,42,748	1,78,55,754
b) Deposit with Excise & Other Authorities	5,34,24,860	3,50,62,125	3,71,73,058
c) Advance Income Tax & Tax Deducted at Source	3,44,59,675	2,17,75,408	2,45,37,972
d) Prepaid Expenses	60,16,018	53,92,264	63,82,612
e) Other Receivables	77,15,066	53,09,614	42,13,880
TOTAL	**11,97,17,883**	**8,56,82,159**	**9,01,63,276**

15 EQUITY SHARE CAPITAL

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
AUTHORISED SHARE CAPITAL			
5,00,00,000 (As at 31st March, 2017: 5,00,00,000, As at 1st April, 2016: 5,00,00,000) Equity Shares of Rs 2 each	10,00,00,000	10,00,00,000	10,00,00,000
ISSUED & SUBSCRIBED SHARE CAPITAL			
1,55,00,305 (As at 31st March, 2017: 1,55,00,305, As at 1st April, 2016: 1,55,00,305) Equity Shares of Rs 2 each	3,10,00,610	3,10,00,610	3,10,00,610
PAID UP SHARE CAPITAL			
1,54,53,805 (As at 31st March, 2017: 1,54,53,805, As at 1st April, 2016: 1,54,53,805) Equity Shares of Rs 2 each	3,09,07,610	3,09,07,610	3,09,07,610
TOTAL	**3,09,07,610**	**3,09,07,610**	**3,09,07,610**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

15.1 DETAILS OF SHAREHOLDER HOLDING MORE THAN 5% SHARES

(Amount in ₹)

NAME OF SHAREHOLDER	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	NUMBER OF SHARES HELD IN THE COMPANY	% Held	NUMBER OF SHARES HELD IN THE COMPANY	% Held	NUMBER OF SHARES HELD IN THE COMPANY	% Held
ANURAG GUPTA	10,85,335	7.02	10,85,335	7.02	10,85,335	7.02
NAND KISHORE GUPTA HUF	14,88,660	9.63	14,88,660	9.63	14,88,660	9.63
ARVIND VEER GUPTA	12,10,335	7.83	12,10,335	7.83	12,10,335	7.83
ASHA GUPTA	24,99,665	16.18	24,99,665	16.18	24,99,665	16.18
HARISH CHANDRA GUPTA	19,73,695	12.77	19,73,695	12.77	19,73,695	12.77
HARISH CHANDRA GUPTA HUF	10,71,100	6.93	10,71,100	6.93	10,71,100	6.93
NEERA GUPTA	8,48,575	5.49	8,48,575	5.49	8,48,575	5.49

15.2 During the period from 1st April 2016 to 31st March 2017 & 31st March 2018 there is no Changes in Number of Shares oustanding at the end of the reporting period in comparison to number of Shares Oustanding at the beginning of the reporting period.

15.3 Application Money on 9,300 Equity Shares @ Rs. 10/- per Share alongwith premium @ Rs. 45/- per share aggregating to Rs. 5,11,500/- allotted on 11.11.1994 has not yet been dispatched and realised as the same was paid by an applicant through a forged stock invest which has been dishonoured by the bankers. During the Financial year 2014-2015 the Face Value of Shares is divided into Rs 2/- per Share from Rs 10/- per Share each.

16 OTHER EQUITY

(Amount in ₹)

PARTICULARS	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
SECURITIES PREMIUM						
Opening Balance	4,72,06,555		4,72,06,555		4,72,06,555	
Add: Transferred during the year	-	4,72,06,555	-	4,72,06,555	-	4,72,06,555
GENERAL RESERVE:						
Opening Balance	5,57,89,316		5,57,89,316		5,57,89,316	
Add: Transferred during the year	-	5,57,89,316	-	5,57,89,316	-	5,57,89,316
RETAINED EARNINGS						
Opening Balance	48,59,86,788		42,44,24,366		42,44,24,366	
Add: Profit for the year	8,55,98,431		7,09,51,965		-	
Add :- Other Comprehensive Income						
Remeasurement of Defined Benefit Plan (Net of Taxes)	30,15,957		(56,69,576)		-	
	57,46,01,176		48,97,06,755		42,44,24,366	
Less: Appropriations						
Transferred to General Reserve	-		-		-	
Dividend	61,81,522		30,90,761		-	
Tax on Dividend	12,58,409	56,71,61,245	6,29,206	48,59,86,788	-	42,44,24,366
TOTAL		**67,01,57,116**		**58,89,82,659**		**52,74,20,237**

i) SECURITIES PREMIUM

Securities reserve is used to record the Premium on issue of shares. This reserve is utilized in accordance with the provisions of the Act.

ii) GENERAL RESERVE

The general reserve is used from time to time to transfer profits from retained earnings for appropriations purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

iii) OTHER COMREHENSIVE INCOME

These are actuarial gains/ losses on employee benefit obligations.

iv) DIVIDEND

The Company paid the dividend of Rs. 0.40 per Share in (2017-2018) and 0.20 per Share in (2016-2017) for face value of Rs. 2/- per Share

17 NON CURRENT LIABILITIES - BORROWINGS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
SECURED			
TERM LOAN FROM BANKS	28,696	1,43,72,736	7,33,35,293
TERM LOAN FROM OTHERS	1,47,30,369	1,22,16,905	33,14,305
LONG TERM MATURITIES OF FINANCE LEASE OBLIGATIONS	15,35,942	-	-
TOTAL	**1,62,95,007**	**2,65,89,641**	**7,66,49,598**

17.1 Current Year Term Loan from bank Rs. 1,43,83,885 (USD 2,22,971.40) {As at 31st March, 2017 Rs. 7,18,63,682 (USD 11,14,857.00)}, {As at 1st April, 2016 : Rs. 13,20,03,528 (USD 20,06,742.20)} includes Rs. 66,891 {As at 31st March, 2017 Rs. (4,15,293), (As at 1st April 2016 Rs. 1,07,97,733) on account of Foreign Exchange Difference against FCNR term Loan availed from Citi Bank. Out of the Total Outstanding FCNR term Loan Rs. 1,43,83,885 (USD 2,22,971.40) {As at 31st March 2017: Rs.5,74,90,946 (USD 891885.60)}, {As at 1st April, 2016 : Rs. 5,86,68,235 (USD 891885.60)} is shown in Current Liabilities for Long term Borrowings and Rs. NIL {March 2017: Rs.1,43,72,736 (USD 222971.40)}, {As at 1st April, 2016 : Rs. 7,33,35,293 (USD 1114857.00)} is shown in Long Term Borrowings for Greater Noida Project which is Secured by:-

a) Sole Charge on assets funded under FCNR Term Loan.

b) First exclusive charge on immovable property Land and Building located at Plot no 31, Ecotech -XII,Greater Noida, U.P 17.2

17.2 Terms of Repayment:

a) FCNR Term Loan from Citi bank is repayable in 16 equal quarterly instalments of USD 2,22,971.40 out of which 15 equal quarterly Instalments has been paid till March'18

b) Term Loans from others consists of vehicle loans repayable in 36 monthly equal installments.

18 NON-CURRENT LIABILITIES PROVISIONS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Employee Benefits			
- Superannuation, Gratuity and Un-availed Leave	53,86,819	72,37,197	57,87,184
TOTAL	**53,86,819**	**72,37,197**	**57,87,184**

19 DEFERRED TAX ASSETS/LIABILTIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Defered Tax Liability			
Carrying Value of Property, Plant & Equipment and Others	54,33,699	1,00,38,467	1,55,90,583
TOTAL DTL	**54,33,699**	**1,00,38,467**	**1,55,90,583**
Deferred Tax Assets			
Provision of Gratuity & Leave Encashment	33,54,098	58,51,908	40,00,998
Provision for Warranty	2,23,848	-	-
Provision for CSR Expenses	5,68,422	4,15,296	-
Non Deductible Expenses U/s 145A	-	(6,22,234)	18,44,587
Allowance for Doubtful Trade Receivables	17,19,286	25,54,804	18,16,255
Fair Valuation of Derivatives	5,94,403	(6,60,355)	53,671
TOTAL DTA	**64,60,057**	**75,39,419**	**77,15,511**
NET DEFERRED LIABILITIES/(ASSETS)	**(10,26,358)**	**24,99,048**	**78,75,072**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

i) Income Tax Recognised in Statement of Profit and Loss

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Current Tax Expenses(A)		
Current Year	**4,95,83,228**	**4,41,01,055**
Short/(Excess) provision of earlier years	9,96,672	3,35,175
Deferred Tax expenses (B)		
Origination and reversal of temporary differences	**(28,45,227)**	**(68,33,684)**
Tax expense recognized in the income statement (A+B)	4,77,34,673	3,76,02,546

ii) Income tax recognised in other comprehensive income

Particulars	For the year ended 31st March 2018			For the year ended 31st March 2017		
	Before tax	Tax (expenses) benefit	Net of Tax	Before tax	Tax (expenses) benefit	Net of Tax
Items that will not be reclassified to profit & loss						
Remeasurement of the defined benefit plans	**23,35,778**	**6,80,179**	**30,15,957**	**(42,11,916)**	**(14,57,660)**	**(56,69,576)**
Equity instruments through other comprehensive income	-	-	-	-	-	-
TOTAL	**23,35,778**	**6,80,179**	**30,15,957**	**(42,11,916)**	**(14,57,660)**	**(56,69,576)**

iii) Reconciliation of Effective Tax Rates

Particulars	For the year ended 31st March 2018		For the year ended 31st March 2017	
	%	Amount (Rs.)	%	Amount (Rs.)
Profit before Tax		**13,33,33,104**		**10,85,54,511**
Tax using the company's domestic tax rate	**34.61%**	**4,61,46,587**	**34.61%**	**3,75,70,716**
Tax effect of				
Non-deductible tax expenses	**-0.66%**	**(8,79,587)**	**-1.22%**	**(13,28,754)**
(Profit) Loss on sale/discard/impairment of fixed assets	**0.72%**	**9,65,871**	**-0.08%**	**(91,145)**
Short/(Excess) provision of earlier years	**0.75%**	**9,96,672**	**0.31%**	**3,35,175**
Interest on Income Tax	**0.38%**	**5,05,130**	**1.03%**	**11,16,554**
Effective Income Tax rate	**35.80%**	**4,77,34,673**	**34.64%**	**3,76,02,546**

iv) Movement of Deferred Tax (Assets) & Liabilities

Particulars	Balance as on 1st April 2016	Recognised in P&L during 2016-17	Recognised in OCI during 2016-17	Balance as on 31st March 2017	Recognised in P&L during 2017-18	Recognised in OCI during 2017-18	Balance as on 31st March 2018
Property, plant & equipment (Includes Intangible Assets)	**1,55,90,583**	**(55,52,116)**	**-**	**1,00,38,467**	**(46,04,768)**	**-**	**54,33,699**
Employee benefit-Provision	**(40,00,998)**	**(33,08,570)**	**14,57,660**	**(58,51,908)**	**31,77,989**	**(6,80,179)**	**(33,54,098)**
Provision for Warranty	**-**	**-**	**-**	**-**	**(2,23,848)**	**-**	**(2,23,848)**
Provision for CSR		**(4,15,296)**	**-**	**(4,15,296)**	**(1,53,126)**	**-**	**(5,68,422)**
Non deductible expenses u/s 145A	**(18,44,587)**	**24,66,821**	**-**	**6,22,234**	**(6,22,234)**	**-**	**-**
Allowance for doubtful trade receivables	**(18,16,255)**	**(7,38,549)**	**-**	**(25,54,804)**	**8,35,518**	**-**	**(17,19,286)**
Fair valuation of derivatives	**(53,671)**	**7,14,026**	**-**	**6,60,355**	**(12,54,758)**	**-**	**(5,94,403)**
Total (Assets)/Liabilities (Net)	**78,75,072**	**(68,33,684)**	**14,57,660**	**24,99,048**	**(28,45,227)**	**(6,80,179)**	**(10,26,358)**

v) Unrecognised Deferred Tax (Assets)/Liabilities

There are no temporary differences on which Deferred Tax (Assets)/Liabilities have not been recognised for the year ended 31st March 2018 & 31st March 2017.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

20 CURRENT LIABILITIES - BORROWINGS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
SECURED			
SECURED	24,37,59,085	26,03,09,506	24,83,96,545
TOTAL	**24,37,59,085**	**26,03,09,506**	**24,83,96,545**

20.1 BANK OF INDIA

The working Capital loans are secured against hypothecation of stocks and book debts on Pari Passu basis with Citi Bank & IndusInd Bank and guaranteed by the Chairman and Managing Director, Dy. Mananging Director and Marketing Director as well as collaterly secured by:

a) Equitable Mortgage of Immovable Factory Building, located at Roto House, 14 NSEZ, Noida on Pari Passu basis with IndusInd Bank.

b) Equitable Mortgage of Immovable Factory land and building located at B-14, Phase-II, Extension, Noida on Pari Passu basis with IndusInd Bank.

c) Hypothecation of plant & machinery exclusively charged to Bank of India.

Citi Bank

a) Hypothecation on the stocks and book debts of the company on Pari Passu basis with Bank of India & IndusInd Bank.

b) Equitable mortagage of Immovable property Land and Building located at Plot No :-31, Ecotech-XII, Greater Noida, U.P

IndusInd Bank

a) Equitable Mortagage over the Immovable Factory Building situated at Roto House ,13 NSEZ , Noida as well as Land and Building situated at B-14, Hosiery Complex, Noida on Pari Passu basis with Bank of India.

b) Hypothecation charge on all Stock and book Debts of the company on Pari Passu basis with Bank of India & Citi Bank.

21 TRADE PAYABLES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Payables	12,18,63,832	10,60,58,698	8,78,90,797
TOTAL	**12,18,63,832**	**10,60,58,698**	**8,78,90,797**

The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under this Act have not been given.

22 OTHER FINANCIAL LIABILITIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of long term borrowings	2,63,75,001	6,49,96,109	6,93,75,075
Current Maturities of finance lease obligations	5,20,913	-	-
Interest accrued but not due on borrowings	28,528	1,22,168	22,544
Un-paid/ Unclaimed dividend	13,53,299	13,25,737	13,84,955
Derivative carried at fair value	2,95,466	(17,45,749)	1,62,347
TOTAL	**2,85,73,207**	**6,46,98,265**	**7,09,44,921**

23 OTHER CURRENT LIABILITIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Sales Tax & GST Payable	5,48,285	28,21,316	11,92,525
Excise Duty Payable	-	10,01,987	7,01,577
Other Payables	9,32,77,711	4,74,62,828	4,68,09,150
TOTAL	**9,38,25,996**	**5,12,86,131**	**4,87,03,252**

23.1 Other payable includes Rs.2,65,29,424 for Capital liability (As at 31st March, 2017: Rs.15,58,483, As at 1st April, 2016: Rs.91,39,081), and Rs.85,99,107 on account of advance from (As at 31st March , 2017 : Rs. 68,28,944, As at 1st April , 2016 : Rs.57,20,195) customers and balance on account of other expenses payable.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

24 CURRENT LIABILITIES PROVISIONS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Employee Benefits			
- Superannuation, Gratuity and Un-availed Leave	61,31,375	96,71,922	63,15,047
Provision for Warranty	7,68,710	-	-
TOTAL	**69,00,085**	**96,71,922**	**63,15,047**

25 CURRENT TAX LIABILITIES (NET)

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Income tax	4,95,83,228	4,41,01,055	2,57,66,566
TOTAL	**4,95,83,228**	**4,41,01,055**	**2,57,66,566**

26 REVENUE FROM OPERATIONS

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018		For the Year Ended 31st March, 2017	
Sale of Products				
Pumps	57,29,10,935		46,04,98,920	
Spares	51,23,28,735	1,08,52,39,670	52,28,19,216	98,33,18,136
Sale of Services				
Services- Repairs & Maintenance	18,00,537		30,72,506	
Services- Commissioning & Installation	23,522	18,24,059	19,18,245	49,90,751
Other Operating Revenue		41,31,348		42,98,461
		1,09,11,95,077		99,26,07,348
GROSS REVENUE FROM OPERATIONS		**1,09,11,95,077**		**99,26,07,348**

The amount of sales during the current financial year is inclusive of excise duty amounting to Rs 55,80,368 till 30th June 2018 and Rs 4,32,36,786 during the year 2016-2017 . However, w.e.f 1st July, 2017 on introduction of Goods and Service Tax (GST), Central Excise, Value Added Tax etc. have been subsumed into GST. In accordance with the Accounting Standard-18 Revenue Recognition and Schedule III of the Companies Act 2013, unlike Excise Duties, Levies like GST, VAT etc. are not part of Revenue therefore the sales amount is net of GST.

26.1 PARTICULARS OF REVENUE FROM OPERATIONS

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018		For the Year Ended 31st March, 2017	
Domestic				
Sale of Products				
- Pumps	22,25,66,450		22,23,46,552	
- Spares	14,39,10,243	36,64,76,693	18,83,69,608	41,07,16,160
Sales of Services				
- Services- Repairs & Maintenance	12,25,726		30,72,506	
- Services- Commissioning & Installation	23,522	12,49,248	1,45,000	32,17,506
Other Operating Revenue		41,31,348		42,98,461
		37,18,57,289		41,82,32,127
Export				
Sales of Products				
-Pumps	35,03,44,485		23,81,52,368	
-Spares	36,84,18,492	71,87,62,977	33,44,49,608	57,26,01,976
Sales of Services				
- Services- Repairs & Maintenance	5,74,811		-	
- Services- Commissioning & Installation	-	5,74,811	17,73,245	17,73,245
		71,93,37,788		57,43,75,221
TOTAL		**1,09,11,95,077**		**99,26,07,348**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

27 OTHER INCOME

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018		For the Year Ended 31st March, 2017	
Interest Income				
- On Bank Deposits	7,86,424		5,31,235	
- Others	1,90,950	9,77,374	62,474	5,93,709
Misc. Credit Balances Written Off		7,07,826		8,98,697
Foreign Exchange Diff. - Foreign Operations & Others		1,07,02,189		-
Profit on Sale/Impairment of Fixed Assets		-		2,63,350
Allowance for doubtful trade receivables		14,77,979		-
Gain on Valuation of Derivative		-		19,08,099
Miscellaneous Receipts		3,16,724		4,52,568
TOTAL		**1,41,82,092**		**41,16,423**

28 COST OF MATERIALS CONSUMED

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018		For the Year Ended 31st March, 2017	
i) RAW MATERIALS CONSUMED				
Opening Stock	1,99,97,354		2,07,84,408	
Add: Purchases& Expenses thereon	16,32,24,749		13,96,44,790	
Less: Closing Stock	2,51,36,614	15,80,85,489	1,99,97,354	14,04,31,844
ii) BOUGHT OUT COMPONENTS CONSUMED				
Opening Stock	3,18,29,804		3,03,46,840	
Add: Purchases& Expenses thereon	22,58,99,815		17,00,38,279	
Less: Closing Stock	4,28,58,586	21,48,71,033	3,18,29,804	16,85,55,315
iii) CONSUMABLE STORES AND SPARES				
Opening Stock	21,61,407		11,50,349	
Add: Purchases	97,52,928		60,05,205	
Less: Closing Stock	22,80,441	96,33,894	21,61,407	49,94,147
TOTAL		**38,25,90,416**		**31,39,81,306**

28.1 Particulars of Raw Material and Components Consumed

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
Mild Steel	12,11,789	11,97,302
Steel (SS & Alloy)	6,62,58,753	6,54,32,660
Iron & Metal Castings	4,44,85,155	4,11,09,646
Rubber & Chemicals	2,33,19,754	1,66,00,610
Pipes	1,18,70,837	1,01,19,728
Bought Out Materials & Components	21,48,71,033	16,85,55,315
Freight,Cartage,Clearing & Insurance	1,09,39,201	59,71,898
Other consumables store & spares	96,33,894	49,94,147
TOTAL	**38,25,90,416**	**31,39,81,306**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

29 CHANGE IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018		For the Year Ended 31st March, 2017	
OPENING STOCK:				
Finished Goods	11,58,84,347		11,43,99,559	
Work in Progress	92,41,846		85,99,160	
Scrap & Wastage	3,75,600	12,55,01,793	1,79,520	12,31,78,239
LESS: CLOSING STOCK:				
Finished Goods	12,81,18,988		11,58,84,347	
Work in Progress	1,28,67,743		92,41,846	
Scrap & Wastage	97,600	14,10,84,331	3,75,600	12,55,01,793
Net Change in Inventories		**(15,582,538)**		**(23,23,554)**

30 EMPLOYEE BENEFITS EXPENSE

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
Wages, Salary, Bonus Gratuity & Other Allowances	21,98,65,641	18,75,68,323
Contribution to Provident & Other Funds	1,49,38,720	1,37,87,897
Directors' Remuneration	2,39,12,274	2,39,68,461
Workmen & Staff Welfare	80,41,665	65,76,371
TOTAL	**26,67,58,300**	**23,19,01,052**

i) Contribution to Provident and other funds includes contribution to Provident fund for directors Rs. 17,64,720 (For 31st March, 2017: Rs. 17,64,720; For 1st April, 2016: Rs.18,61,200)

31 FINANCE COST

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
INTEREST :		
On Term Loans	15,93,921	68,07,574
On Others borrowings	2,55,40,632	2,49,00,669
TOTAL	**2,71,34,553**	**3,17,08,243**

32 DEPRECIATION & AMORTISATION EXPENSE

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
Depreciation on Property,plant & Equipment	6,75,82,448	7,26,03,537
Depreciation on Intangible assets	16,58,119	3,87,684
TOTAL	**6,92,40,567**	**7,29,91,221**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

33 OTHER EXPENSES

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
Power & Fuel	1,81,58,959	1,71,64,724
Machining & Electroplating	1,77,76,945	1,17,78,568
Tools	55,53,463	57,28,608
Repairs :		
Building	38,32,256	34,31,441
Plant & Machinery	1,14,40,243	69,22,035
Others	17,44,094	17,42,791
Insurance Charges	18,65,822	20,59,597
Travelling & Conveyance	3,73,59,658	2,87,18,904
Postage & Telephone	49,00,655	54,35,736
Professional & Consultancy	32,17,872	15,33,517
Vehicle Running & Maintenance	61,04,764	67,33,512
Rent	1,08,34,634	1,21,95,341
Excise Duty	55,80,368	4,32,36,786
Rates & Taxes	21,34,925	35,72,746
Directors' Sitting Fees	7,80,000	4,60,000
Payment to Auditors :		
Audit Fee	4,00,000	2,00,000
Tax Audit Fee	1,50,000	75,000
Taxation Matters	-	25,000
Foreign Branch Audit Fee	5,56,751	5,84,319
Out of Pocket Expenses	66,356	20,000
Packing & Forwarding Exp.	5,29,59,139	3,66,90,910
Commission & Discount	40,18,128	84,32,444
Advertisement & Publicity	58,15,210	20,49,096
Loss on sale of fixed assets	27,90,729	-
Foreign Exchange Diff. - Foreign Operations & Others	-	54,82,067
Bad Debts	14,57,236	40,66,668
Allowance for doubtful trade receivables	-	18,88,310
Loss on fair valuation of derivative	20,41,219	-
CSR Expenditure	11,02,000	12,00,000
Miscellaneous Expenses	3,92,36,340	2,84,82,872
TOTAL	**24,19,02,767**	**23,99,10,992**

The Provision of Rs 1,102,000 has been created during the year for the amount to be spent on CSR activities.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

34 Earning per share

(Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ened 31st March 2017
Profit attributable to equity holders of the Company for basic and diluted earnings per share	8,55,98,433	7,09,51,965
Number of Equity Shares	1,54,53,805	1,54,53,805
Face Value per Share	2	2
Weighted average number of shares at the end of the year for basic and diluted earnings per share	1,54,53,805	1,54,53,805
Basic and Diluted Earning per Shares	5.54	4.59

35 Contingent Liabilities & Commitments

35.1 Contingent Liabilities

(Amount in ₹)

Particulars	As at 31st, March 2018	As at 31st, March 2017	As at 1st, April 2016
i) Disputed Sales Tax-Case	**2,01,38,294**	**1,75,24,280**	**3,00,246**
ii) Disputed Income Tax (appeals pending)	**50,54,838**	**50,54,838**	**50,54,838**
iii) Bank Guarantee	**5,30,92,006**	**2,56,93,417**	**2,79,56,515**
iv) Corporate Guarantee	**1,82,100**	**22,950**	**-**
v) Labour Cases	**59,03,778**	**62,13,864**	**66,89,228**
vi) Additional Demand from Greater Noida Industrial Development Authority on Greater Noida Land	**1,10,00,000**	**1,10,00,000**	**1,10,00,000**

35.2 Commitments

a) **Capital Commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. 30,03,205 as at 31st March 2018 (As at 31st March 2017 : Rs Nil , As at 1st April 2016 : Rs Nil)

b) **Financial Guarantee**

Term Deposits with Bank of India, Janpath Branch amounting to Rs 60,32,362/- (As at 31st March 2017 : Rs.16,02,356/- , As at 1st April 2016 Rs.33,07,350) and Term Deposit with Indusind Bank ,Barakhamba Road Branch amounting to Rs 46,56,715/- (As at 31st March 2017: Rs 29,33,016/-, As at 1st April 2016 Rs 23,99,044/-) are pledged with Bank of India & IndusInd Bank as Margin on Bank Guarantees, Letter of Credit and Foreign biils purchased by them.

Term Deposits with Citi Bank, Barakhamba branch amounting to Rs 90,84,386/-is pledged as Security with Goods & Service Tax Department.

36 The Company being engaged in the business of Engineering manufacturing, the provision of Section 186 of the Companies Act, 2013 are not applicable and accordingly, disclosure of details with respect to Loan given, guarantee given,security and investment made during the financial year 2017-2018 & 2016-2017 in terms of Section 186(4) of the Act is not applicable.

37 Capital Management

The Company's policy is to maintain a strong capital base so as to ensure that the Company is able to continue as going concern to sustain future development of the business. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market conditions. The policy is also adjusted based on underlying macro-economic factors affecting business environment, financial and market conditions. Its guiding Principles are as below:-

i) Maintenance of financial strength to ensure the highest ratings;

ii) Ensure financial flexibility and diversify sources at financing;

iii) Manage Company exposure in forex to mitigate risks to earnings;

iv) Leverage optimally in order to maximum shareholders returns while maintaining strength and flexibility of the balance sheet.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

The Gearing Ratio at the end of the reporting period are as under : (Amount in ₹)

Particulars	As at 31st, March 2018	As at 31st, March 2017	As at 1st, April 2016
Borrowings	28,69,50,006	35,18,95,256	39,44,21,218
Less :- Cash & Bank balances	2,85,83,234	3,51,10,746	2,31,14,034
Net debts	25,83,66,772	31,67,84,510	37,13,07,184
Total Equity	70,10,64,726	61,98,90,269	55,83,27,847
Net Debts to Equity ratio	37%	51%	67%

38 Financial Instruments

a) Fair value measurement hierarchy:

(Amount in ₹)

Particulars	As at 31st March, 2018			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
At Amortized cost				
Trade receivables	30,30,84,049	-	-	-
Cash and cash equivalents	2,85,83,234	-	-	-
Bank balances other than above	2,11,26,762	-	-	-
Other financial assets	92,45,481	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	2,95,466	-	2,95,466	-
At Amortized cost				
Borrowings	26,00,54,092	-	-	-
Trade payables	12,18,63,832	-	-	-
Other Financial liabilities	2,82,77,741	-	-	-

Particulars	As at 31st March, 2017			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
At Amortized cost				
Trade receivables	30,68,80,954	-	-	-
Cash and cash equivalents	3,51,10,746	-	-	-
Bank balances other than above	58,61,109	-	-	-
Other financial assets	66,03,837	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	(17,45,749)		(17,45,749)	
At Amortized cost				
Borrowings	28,68,99,147	-	-	-
Trade payables	10,60,58,698	-	-	-
Other Financial liabilities	6,64,44,014	-	-	-

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Particulars	As at 1st April 2016			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
At Amortized cost				
Trade receivables	21,45,62,393	-	-	-
Cash and cash equivalents	2,31,14,034	-	-	-
Bank balances other than above	70,91,349	-	-	-
Other financial assets	80,18,777	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	1,62,347	-	1,62,347	-
At Amortized cost				
Borrowings	32,50,46,143	-	-	-
Trade payables	8,78,90,797	-	-	-
Other Financial liabilities	7,07,82,574	-	-	-

The fair values of the financial assets and liabilities are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31st March, 2017.

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. In the case of Derivative contracts, the Company has valued the same using the forward exchange rate as at the reporting date.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

b) Calculation of fair values:

i) Financial assets and liabilities measured at fair value as at Balance Sheet date:

The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs. The models incorporate various inputs including the credit quality of counter-parties and foreign exchange forward rates.

ii) Other financial assets and liabilities:-

-Cash and cash equivalents, trade receivables, other financial assets (except derivative financial instruments), trade payables, and other financial liabilities (except derivative financial instruments) have fair values that approximate to their carrying amounts due to their short-term nature.

-Loans have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

39 Financial Risk Management

Risk Management framework and policies

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

the Company's risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the Audit Committee of the Company.

The Company has exposure to the following risks arising from financial instruments:

A) Credit Risk

B) Liquidity Risk

C) Market Risk

D) Interest Rate Risk

The table below explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact in the financial statements:-

Risk	Exposure arising from	Measurement	Management
Credit Risk	Trade receivables, cash and cash equivalents and derivative financial instruments	Credit ratings Ageing Analysis	No of overdue days
Liquidity Risk	Other liabilities	Maturity Analysis	Maintaining sufficient cash/ cash equivalents and marketable securities.
Market Risk - Foreign Exchange	Highly probable forecast transactions and financial assets and liabilities not denominated in INR	Sensitivity Analysis	Forward foreign exchange contracts

A) Credit Risk

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit Risk arises from credit exposures from customers, cash and cash equivalent with banks, security deposits and loans.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.The Company uses an allowance matrix to measure the expected credit losses of trade receivables.The loss rates are computed using a 'roll rate' method based on the probability of receivable progressing through successive stages of delinquency to write off.

The following table provides information about the exposure to credit risk and ECLs for trade receivables:

Ageing of Trade Receivables

(Amount in ₹)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Not due	15,26,26,614	20,83,58,930	13,32,65,869
0-3 months	8,74,98,212	7,21,44,644	6,13,17,796
3-6 months	3,54,63,981	1,43,10,531	92,84,802
6-12 months	2,37,80,261	94,47,951	66,02,574
beyond 12 months	96,19,124	1,00,01,020	95,85,138
TOTAL	**30,89,88,191**	**31,42,63,076**	**22,00,56,179**
Expected Credit Loss	(59,04,142)	(73,82,120)	(54,93,813)

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired.

The derivative contracts are entered into with scheduled banks which have good credit ratings.

B) Liquidity Risk

Liquidity Risk is the risk that a company could encounter if it faces difficulty in meeting the obligations associated with financial liabilities by delivering cash and other financial asset or the risk that the Company will face difficulty in raising financial resources required to full fill its commitments.The Company's exposure to liquidity risk is very minimal as it has a prudent liquidity risk management process in place which ensures maintaining adequate cash and marketable securities to pay its liabilities when they are due.To ensure continuity of funding, the Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities , by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Exposure to Liquidity Risk

(Amount in ₹)

Particulars	As at 31st March 2018			
	Carrying amount			
	Within one Year	One to five years	More than five years	Total
Non-derivative financial liabilities				
Borrowings	24,37,59,085	1,62,95,007	-	26,00,54,092
Trade Payables	12,18,63,832	-	-	12,18,63,832
Other financial liabilities	2,82,77,741	-	-	2,82,77,741
Derivative financial liabilities				
Foreign exchange forward contract	2,95,466	-	-	2,95,466
TOTAL	**39,41,96,124**	**1,62,95,007**	**-**	**41,04,91,131**

Particulars	As at 31st March ,2017			
	Carrying amount			
	Within one Year	One to five years	More than five years	Total
Non-derivative financial liabilities				
Borrowings	26,03,09,506	2,65,89,641	-	28,68,99,147
Trade Payables	10,60,58,698	-	-	10,60,58,698
Other financial liabilities	6,64,44,014	-	-	6,64,44,014
Derivative financial liabilities				
Foreign exchange forward contract	(17,45,749)	-	-	(17,45,749)
TOTAL	**43,10,66,469**	**2,65,89,641**	**-**	**45,76,56,110**

Particulars	As at 1st April ,2016			
	Carrying amount			
	Within one Year	One to five years	More than five years	Total
Non-derivative financial liabilities				
Borrowings	24,83,96,545	7,66,49,598	-	32,50,46,143
Trade Payables	8,78,90,797	-	-	8,78,90,797
Other financial liabilities	7,07,82,574	-	-	7,07,82,574
Derivative financial liabilities				
Foreign exchange forward contract	1,62,347	-	-	1,62,347
TOTAL	**40,72,32,263**	**7,66,49,598**	**-**	**48,38,81,861**

C) Market Risk

The Company operates internationally and a major portion of the business is transacted in several currencies. Consequently the company is exposed to foreign exchange risk through its sales and services in the US and elsewhere, and purchases from the overseas suppliers in various foreign currencies. The Company holds derivative financial instruments such as foreign exchange forward contract to mitigate the risk of changes in exchange rates on foreign currency exposure. The exchange rate between rupee and foreign currency has changed substantially in recent years and may fluctuate substantially in future. Consequently ,the results of the Company's operation are adversely affected as the rupee appreciates/ depreciates against these currencies.

The Company exposure to foreign currency risk in respect of major currencies is given below:

(Amount in ₹)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Payables			
USD	11,23,377	5,14,945	7,91,662
EURO	2,78,604	-	-
Trade Receivables			
USD	8,99,93,751	10,24,30,715	5,67,88,735
EURO	99,20,305	-	-

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Other Assets (Net)			
GBP	13,56,16,245	10,68,94,257	11,72,79,360
AUD	10,18,91,330	9,75,48,040	7,72,34,617
Net Exposure			
USD	8,88,70,374	10,19,15,770	5,59,97,073
EURO	96,41,701	-	-
GBP	13,65,16,245	10,68,94,257	11,72,79,360
AUD	10,18,91,330	9,95,48,040	7,72,34,617

Foreign Currency sensitivity

The sensitivity of profit or loss to changes in the exchange rate arises mainly from foreign currency denominated financial instruments. The sensitivity to variations in respect of major currencies is given below.This analysis assumes that all other variables remain constant.

Particulars	As at 31st March 2018	As at 31st March 2017
USD - Increase by 5%	44,43,519	42,97,996
USD - Decrease by 5%	(44,43,519)	(42,97,996)
EURO - Increase by 5%	4,82,043	-
EURO - Decrease by 5%	(4,82,043)	-
GBP - Increase by 5%	67,80,812	53,44,713
GBP - Decrease by 5%	(67,80,812)	(53,44,713)
AUD - Increase by 5%	50,94,567	48,77,402
AUD - Decrease by 5%	(50,94,567)	(48,77,402)

The Company, in accordance with its risk management policies and procedures, enters into foreign currency forward contracts to manage its exposure in foreign exchange rate variations. The counter party is generally a bank. These contracts are for a period between one day and one year. The above sensitivity does not include the impact of foreign currency forward contracts which largely mitigate the risk.

Forward Foreign Exchange Contracts

The Company has entered into short term Forward Exchange Contracts, being derivative instruments for hedge purposes and not intended for trading or speculation purposes, to establish the amount of currency in Indian Rupees required or available at the settlement date of certain receivables. For the fair value (Marked to Market) of foreign currency derivative contracts outstanding refer Note no. 22

D) Interest Rate Risk

Interest Rate risk can be the cash flow interest rate risk.Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing instruments will fluctuate because of fluctuations in market interest rates.

40 Related Party Disclosure

40.1 Remuneration paid to Key Managerial Personnel (Amount in ₹)

Name	Designation	Nature of Transaction-Gross Salary	
		For the year ended 31st March 2018	For the year ended 31st March 2017
Mr. Harish Chandra Gupta	Chairman & Managing Director	1,05,90,758	1,07,04,967
Mr. Anurag Gupta	Dy. Managing Director	67,17,758	66,87,285
Mr.Arvind Veer Gupta	Whole Time Director	66,03,758	65,76,209
Mr Pardeep Jain	Chief Financial Officer	22,71,280	21,57,090
Mr.Ashwani Kumar Verma	Company Secretary	16,47,078	15,59,060

As the post-employment benefits such as Gratuity & Leave encashment are provided on an actuarial basis for the company as a whole, the amount pertaining to Key Managerial Personnel is not ascertainable and therefore not included above.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

40.2 Remuneration to Chairman & Managing Director, Dy. Managing Director and Whole Time Director.

(Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Salary	1,47,06,000	1,47,06,000
Other Perquisites	92,06,274	92,62,461
Total	**2,39,12,274**	**2,39,68,461**

40.3 Sitting Fees Paid to Non-executive Directors

(Amount in ₹)

Name	Designation	For the year ended 31st March 2018	For the year ended 31st March 2017
Mr. B.S. Ramaswamy	Independent Director	1,50,000	90,000
Dr. Ramesh Chandra Vaish	Independent Director	1,50,000	1,00,000
Mr. Anand Bordia	Independent Director	90,000	1,10,000
Mr. Vijoy Kumar	Independent Director	-	60,000
Mrs. Asha Gupta	Non-executive Director	1,30,000	40,000
Mrs. Annapurna Dixit	Independent Director	1,20,000	60,000
Mr. Basant Seth	Independent Director	1,40,000	-

Mr. Vijoy Kumar had resigned w.e.f 9th February, 2017 and Mr. Basant Seth was appointed in casual vacancy w.e.f 12th May, 2017.

40.4 Relatives of Key Managerial Personnel

Mr. H. C. Gupta HUF

Mr. H. C. Gupta, Chairman & Managing Director of the Company is the Karta of H. C. Gupta HUF and the Company had taken on lease for Camp Office from H. C. Gupta HUF Upto Sept 16 and paid Rs. 27,56,000/- towards rent for the year 2016-2017.

40.5 Transactions with other related party

(Amount in ₹)

Particulars	Relationship	Nature of Transactions	For the year ended 31st March 2018	For the year ended 31st March 2017
1. Revenue from Operation				
Roto Pumpen GmbH	Wholly Owned Subsidiary	Sales	-	19,11,961
Roto Pumps North America Inc	Wholly Owned Subsidiary	Sales	8,24,31,866	6,08,77,511
Roto Pumps Africa (Pty) Ltd	Subsidiary	Sales	1,17,21,448	74,00,841
2. Purchase of Materials				
Roto Pumps North America Inc	Wholly Owned Subsidiary	Purchase Materials	5,35,697	-
3. Other Expenses				
Roto Pumps North America Inc	Wholly Owned Subsidiary	Commission on Sales	-	6,43,661

The Joint Venture Company in Singapore- Roto Overseas Pte Ltd has acquired majority Stake in a South African Company known as Roto Pumps Africa (Pty) Ltd during the financial year 2016-2017.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

40.6 Balances Outstanding's with related party

(Amount in ₹)

Nature of outstanding balances	As at 31st March 2018	As at 31st March 2017	As at 1st, April 2016
Investment Subsidiary	7,38,76,501	738,76,501	7,38,76,501
Trade Receivables Subsidiary	5,93,04,059	7,21,47,476	3,60,17,778
Trade Payables Subsidiary	30,513	-	2,03,589

41 Employees Benefit

a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised are charged off for the year are as under:

Particulars	For the year ended 31st March 2018	For the year ened 31st March 2017
Employer's Contribution to Provident fund	55,69,336	49,52,629
Employer's Contribution to Superannuation/NIC at foreign branches	64,07,826	60,34,342

b) Defined Benefit Plan

The present value of the defined benefit obligations and related current service cost were measured using the Projected unit credit method, with actuarial valuation being carried out at each Balance Sheet date.

Investment Risk	The Present Value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit.
Interest Risk	A decrease in the bond interest rate will increase the plan liability.However, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity Risk	This risk effects Past Retirement Benefit plans, especially Pension and medical benefits.This Plan pays the benefit on Retirement, if not paid earlier, on account of resignation or death and hence the Longevity risk will not materially effect this Plan.
Salary Risk	The Gratuity benefit, being based on last drawn salary, will be critically effected in case of increase in future salaries being more than assumed.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

In respect of Employees in India (Amount in ₹)

Particulars	Gratuity Funded			Leave Encashment		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)
The principle assumptions used in actuarial valuation						
-Discount rate	7.75%	7.39%	8.04%	7.75%	7.39%	8.04%
-Expected rate on return of assets (per annum)	7.75%	7.39%	8.04%	7.75%	N.A	N.A
-Expected rate of future salary increase	5.75%	5.75%	5.75%	5.75%	5.75%	5.75%
Change in Present value of Obligation						
-Present value of obligation as at the beginning of the year	1,96,62,452	1,73,52,250	1,72,58,680	67,30,819	60,56,616	54,39,985
-Interest Costs	15,23,840	13,95,121	13,78,969	5,21,638	4,86,952	4,34,655
-Current Service Cost	17,10,468	14,30,065	13,99,982	11,93,296	5,69,480	5,91,392
-Past Service Cost(vested benefit)	29,73,601					
-Benefits Paid	(13,07,684)	(13,88,135)	(15,10,553)	(15,08,994)	(17,31,590)	(13,62,067)
-Actuarial (Gain) / Loss on obligations	(21,23,250)	8,73,151	(11,74,828)	4,77,860	13,49,361	9,52,651
-Unpaid Liability	2,68,356	-	-			
-Present value of obligation as at end of the year	2,27,07,783	1,96,62,452	1,73,52,250	74,14,619	67,30,819	60,56,616
Change in fair value of Plan Assets						
Fair Value of Plan Assets at the beginning of the period	1,37,05,885	1,41,00,185	1,45,76,649	-	-	-
Expected Return on Plan Assets	10,62,206	11,33,655	11,64,674	-	-	-
Contributions	56,00,000		-	54,00,000	-	-
Benefit Paid	(10,39,328)	(13,88,135)	(15,10,553)	-	-	-
Actuarial Gain/(Loss) on Plan Assets	(2,62,480)	(1,39,820)	(1,30,585)	2,852	-	-
Fair Value of Plan Assets at the end of the period	1,90,66,283	1,37,05,885	1,41,00,185	54,02,852	-	-
Actual Return on Plan Assets						
Expected Return on Plan Assets	10,62,206	11,33,655	11,64,674	-	-	-
Actuarial Gains/(Losses) on Plan Assets	(2,62,480)	(1,39,820)	(13,05,85)	2,852	-	-
Actual Return on Plan Assets	7,99,726	9,93,835	1,03,40,89	2,852	-	-
Liability Recognised in balance Sheet						
-Present value of obligation as at end of the year	(2,27,07,783)	(1,96,62,452)	(1,73,52,250)	(74,14,619)	(67,30,819)	(60,56,616)
-Fair value of plan assets as at the end of the year	1,90,66,283	1,37,05,885	1,41,00,185	54,02,852	-	-
-Unfunded status	-	(59,56,567)	(32,52,065)	-	(67,30,819)	(60,56,616)
-Unrecognised Actuarial (Gain)/Loss	-	-	-	-	-	-
Net Assets/ (Liability) recognised in Balance Sheet	(36,41,500)	(59,56,567)	(32,52,065)	(20,11,767)	(67,30,819)	(60,56,616)
Expenses recognised in Profit and Loss Account						
-Current Service Cost	17,10,468	14,30,065	13,99,982	11,93,296	5,69,480	5,91,392
-Interest Costs	15,23,840	2,61,466	2,14,295	5,21,638	4,86,952	4,34,655
-Expected Return on Plan assets	(10,62,206)	-	-	-	-	-
-Past Service Cost(vested benefit) Recognised	29,73,601	-	-	-	-	-
-Net Actuarial (Gain)/ Loss recognised during the year	(18,60,770)	10,12,971	(10,44,243)	4,75,008	13,49,361	9,52,651
Total Expenses recognised in Profit and Loss a/c	32,84,933	27,04,502	5,70,034	21,89,942	24,05,793	19,78,698

42 CSR Expenditure

a) Gross amount required to be spent by the Company during the FY 2017-2018 is Rs 11,02,000/- (Previous Year Rs 12,00,000/-)

b) Amount spent during the period

(Amount in ₹)

Particulars	For the year ended 31st March 2018			For the year ended 31st March 2017		
Expenditure on Coporate Social Responsibility before the year end	Paid before the year end	Yet to be paid	Total	Paid before the year end	Yet to be paid	Total
	-	11,02,000	11,02,000	-	12,00,000	12,00,000

During the year, the Company has paid Rupees 3,50,000/- out of the provision need for the financial year 2016-17

43 Earnings in Foreign Currency

(Amount in ₹)

Particulars	For the year ended 31st March 2018		For the year ended 31st March 2017	
	Bill Value	FOB Value	Bill Value	FOB Value
Export of Goods				
Pumps	35,03,44,485	34,83,72,263	23,81,52,368	23,71,93,984
Spares	36,84,18,492	36,49,78,694	33,44,49,608	33,23,08,485
Others				
Service Charges	5,74,811	5,74,811	17,73,244	17,73,244
Interest Income	-	-	-	-
TOTAL	**71,93,37,788**	**71,39,25,768**	**57,43,75,220**	**57,12,75,713**

Note: Export of goods includes sales at Foreign Branches Rs.44,91,55,053/- (Prev. Year Rs. 39,49,72,749/-)

Service Charges includes charges at Foreign Branches Rs.5,74,811/- (Prev. Year Rs.2,20,937/-)

44 Expenditure in Foreign Currency

(Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Travelling Expenses	1,18,35,110	70,83,031
Expenses at Foreign Branch	11,54,09,063	11,83,35,824
Professional & Consultancy	2,58,319	42,974
Other Expenses	60,39,774	86,65,672
TOTAL	**13,35,42,266**	**13,41,27,501**

Note: Expenses of Foreign Branch includes Capital goods (net of sales) installed and used at Foreign Branch Rs.17,23,029/- (Prev. Year Rs.13,62,917/-) and Consumption of Consumable Stores of Rs 7,26,974/- (Prev.Year Rs 3,45,095/-)

45 Remittance in foreign currency towards Dividend for 2016-2017 to Ms. Debra Pauly, U.K. of Rs.1,52,800/- on 382000 Equity Shares (Previous Year Rs.76,400/-)

46 Value of Imports (Calculated on CIF basis)

(Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Materials	1,91,73,493	1,35,47,910
Capital Goods	2,15,14,861	78,336
TOTAL	**4,06,88,354**	**1,36,26,246**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

47 Consumption of Indigenous/Imported Materials

(Amount in ₹)

Particulars	For the year ended 31st March 2018		For the year ended 31st March 2017	
	Amount (Rs.)	%	Amount (Rs.)	%
a) Raw Materials and components				
Indigenous	26,87,69,504	72.06%	22,33,32,830	72.28%
Imported	10,41,87,018	27.94%	8,56,54,329	27.72%
TOTAL	**37,29,56,522**	**100%**	**30,89,87,159**	**100%**
Note: Imported Raw Material and Components includes Rs. 8,33,03,622/- (Previous Year Rs. 6,97,80,220/-) consumption at foreign branches.				
b) Consumable Stores				
Indigenous	89,06,920	92.45%	46,49,052	93.09%
Imported	7,26,974	7.55%	3,45,095	6.91%
TOTAL	**96,33,894**	**100%**	**49,94,147**	**100%**

Note: Imported Consumables includes Rs.7,26,974/- (Previous Year Rs.3,45,095/-) consumption at foreign branches.

48 The Company's operations predominantly comprises of only one segment- Pumps & Spares, therefore operationaly segment reporting does not apply.

49 The Board of Directors of the company at its meeting held on May 30, 2018, inter alia, has recommended a dividend of Rs 0.40 per equity shares on 15453805 equity Shares of Par value Rs. 2/- each.

50 Previous Year's figures have been re-grouped/re-arranged wherever necessary to render them comparable with the current year's figures.

51 Figures have been rounded off to the nearest rupee.

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 0001211N/N500019)

(Manoj Gupta)
PARTNER
Membership No. 096776

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
Dy. Managing Director
(DIN :00334160)

(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

INDEPENDENT AUDITORS' REPORT

To the Members of ROTO PUMPS LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of ROTO PUMPS LIMITED("the Holding Company") its subsidiaries and associates (collectively referred to as "the Company" or "the Group"), which comprise the consolidated balance sheet as at 31 March 2018, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of cash flows and the 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 Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS 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 changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. 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 consolidated Ind AS 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 Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the consolidated financial position of the Group, as at 31 March 2018 and its consolidated financial performance including other comprehensive income, its consolidated cash flows and the consolidated changes in equity for the year then ended.

Other Matter

We did not audit the financial statements / financial information of two subsidiaries and one jointly controlled entity, whose financial statements / financial information reflect total assets of Rs.1466.00 Lacs as at 31st March, 2018, total revenues of Rs.1548.80 Lacs. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associates, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on work done and the reports of the other auditors and the financial statements / financial information certified by the Management

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 Ind AS financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS 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, the consolidated statement of cash flows 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 Ind AS financial statements.

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules issued thereunder.

(e) On the basis of the written representations received from the directors of the Holding Company as on

31 March 2018 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated outside India, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2018 from being appointed as a Director of that company 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 Group and the operating effectiveness of such controls, refer to our separate report in “Annexure A”; and

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

i. the consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivatives contracts.

iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated outside India; and

For R.N. Marwah & Co. LLP
Chartered Accountants
Firm’s registration number: 001211N/N500019

Manoj Gupta
Partner
Membership number: 096776

Delhi
30 May, 2018

ANNEXURE - A TO THE AUDITORS’ REPORT

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31 March 2018, we have audited the internal financial controls over financial reporting of ROTO PUMPS LIMITED (“the Holding Company”) its subsidiaries and associates companies which are companies incorporated outside India, as of that date.

Management’s Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated outside India, are 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”) issued by ICAI 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 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 judgment, including the assessment of the risks of material misstatement of the Ind AS 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.

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated outside India, have, 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 31 March 2018, 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 ICAI.

For R.N. Marwah & Co. LLP
Chartered Accountants
Firm’s registration number: 001211N/N500019

Manoj Gupta
Partner
Membership number: 096776

Delhi
30 May, 2018

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	Note No	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
ASSETS				
NON-CURRENT ASSETS				
(a) Property, Plant and Equipment	3	48,73,74,921	48,97,91,138	52,95,81,958
(b) Capital work-in-progress	4	23,29,165	19,79,165	79,57,240
(c) Investment property	5	3,72,316	3,88,598	4,05,592
(d) Intangible assets	6	28,18,591	13,00,123	16,06,790
(e) Deferred Tax Assets (Net)	19	10,26,358	-	-
TOTAL NON-CURRENT ASSETS		**49,39,21,351**	**49,34,59,024**	**53,95,51,580**
CURRENT ASSETS				
(a) Inventories	7	23,71,39,084	19,77,68,367	19,30,16,732
(b) Financial Assets				
(i) Trade receivables	8	29,90,57,026	28,27,78,849	19,47,36,379
(ii) Cash and cash equivalents	9	3,59,85,242	5,02,37,500	2,92,30,513
(iii) Bank balances other than (ii) above	10	2,11,26,762	58,61,109	70,91,349
(iv) Loans	11	92,43,314	70,29,175	77,51,448
(v) Other financial assets	12	6,61,782	2,33,765	2,67,329
(c) Other current assets	13	12,02,93,693	10,07,31,935	12,26,01,642
TOTAL CURRENT ASSETS		**72,35,06,903**	**64,46,40,700**	**55,46,95,392**
TOTAL ASSETS		**1,21,74,28,254**	**1,13,80,99,724**	**1,09,42,46,972**
EQUITY AND LIABILITIES				
EQUITY				
a) Equity Share Capital	14	3,09,07,610	3,09,07,610	3,09,07,610
b) Other Equity	15	60,44,58,558	51,52,68,298	47,06,25,858
TOTAL EQUITY		**63,53,66,168**	**54,61,75,908**	**50,15,33,468**
NON CONTROLLING INTEREST		**79,69,759**	**1,38,59,223**	**1,26,97,299**
NON-CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	16	1,62,95,007	2,65,89,641	7,66,49,598
(b) Provisions	17	53,86,819	72,37,197	57,87,184
(c) Deferred Tax Liabilities (Net)	18	-	24,99,048	78,75,072
TOTAL NON-CURRENT LIABILITIES		**2,16,81,826**	**3,63,25,886**	**9,03,11,854**
CURRENT LIABILITIES				
(a) Financial Liabilities				
(i) Borrowings	19	24,37,59,085	26,03,09,506	24,83,96,545
(ii) Trade payables	20	12,67,14,976	10,94,42,252	8,82,78,116

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in ₹)

(iii) Other financial liabilities (other than those specified in item (b))	21	28,5,73,207	6,46,98,265	7,09,44,921
(b) Other current liabilities	22	9,58,84,957	5,29,18,578	5,00,03,156
(c) Provisions	23	78,95,047	1,02,69,051	63,15,047
(d) Current Tax Liabilities (Net)	24	4,95,83,229	4,41,01,055	2,57,66,566
TOTAL CURRENT LIABILITIES		**55,24,10,501**	**54,17,38,707**	**48,97,04,351**
TOTAL EQUITY AND LIABILITIES		**1,21,74,28,254**	**1,13,80,99,724**	**1,09,42,46,972**
The Significant Accounting Policies and accompaning notes mentioned are an intergral part of consolidated financial statements	1 to 46			

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 001211N/N500019)

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
Dy. Managing Director
(DIN :00334160)

(Manoj Gupta)
PARTNER
Membership No. 096776

(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	Note	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
INCOME			
Revenue from Operations	25	1,14,47,50,925	1,05,20,03,077
Other Income	26	1,50,90,516	66,65,114
TOTAL INCOME		**1,15,98,41,441**	**1,05,86,68,191**
EXPENSES			
Cost of Materials consumed	27	41,25,90,000	35,15,34,619
Change in Inventories of Finished goods and Work in Progress	28	(2,37,60,793)	(4,23,019)
Employee Benefits Expense	29	28,67,18,226	25,50,70,693
Finance Costs	30	2,71,34,553	3,17,08,243
Depreciation & Amortisation Expense	31	7,02,88,261	7,39,48,647
Other Expenses	32	25,52,89,642	25,65,46,352
TOTAL EXPENSES		**1,02,82,59,889**	**96,83,85,535**
Profit before Tax		13,15,81,552	9,02,82,656
Tax expenses			
Current tax	24	4,95,83,229	4,41,01,055
Deferred Tax		(28,45,227)	(68,33,684)
Short/(Excess) Provisions- earlier years		9,96,672	3,35,175
Profit for the year before Non Controlling Interest		**8,38,46,878**	**5,26,80,110**
Share of Profit/Loss transferred to Non Controlling Interest		18,89,241	8,09,623
Profit for the year		8,57,36,119	5,34,89,733
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
- Remeasurement of Defined benefit plans		23,35,778	(42,11,916)
- Changes in Foreign Currency Monetary Item translation difference account(FCMITDA)		78,78,115	5,42,250
(ii) Income tax relating to items that will not be reclassified to profit or loss			
- Remeasurement of Defined benefit plans		6,80,179	(14,57,660)
Total comprehensive income for the year		**9,66,30,191**	**4,83,62,407**
Profit/Loss for the year attributable to			
Owners of the Parent		8,38,46,880	5,26,80,110
Non Controlling Interest		18,89,241	8,09,623
		8,57,36,119	**5,34,89,733**
Other Comprehensive Income attributable to			
Owners of the Parent		1,08,94,072	(51,27,326)
Non Controlling Interest		-	-
		1,08,94,072	**(51,27,326)**

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Total Comprehensive Income attributable to			
Owners of the Parent		9,47,40,950	4,75,52,783
Non Controlling Interest		18,89,241	8,09,623
		9,66,30,191	**4,83,62,406**
Earnings per equity share:	33	5.55	3.46
Basic and Diluted (Face value Rs.2 per equity share)			
The Significant Accounting Policies and accompaning notes mentioned are an intergral part of consolidated financial statements	1 to 46		

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 001211N/N500019)

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
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(Manoj Gupta)
PARTNER
Membership No. 096776

(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

PARTICULARS	For the Year Ended 31st March, 2018	For the Year Ended 31st March, 2017
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit / (Loss) before tax	13,15,81,552	9,02,82,656
Adjustment for :		
Depreciation and amortisation expencse	7,02,88,261	7,39,48,647
Finance Cost	2,71,34,553	3,17,08,243
Interest Income	(9,77,374)	(5,93,709)
Net gains on disposal of property, plant and equipment	27,90,729	(2,63,350)
Remeasurement of defined benefit liabilities	23,35,778	(42,11,916)
Net (gains)/loss on fair valuation of derivative contracts	20,41,219	(19,08,099)
Net (Gains)/loss on foreign currency translation	78,78,115	5,42,250
Non Controlling Interest	18,89,241	8,09,623
Operating Profit / (Loss) before Working Capital Changes	**24,49,62,074**	**19,03,14,345**
Movement in working capital		
Adjustments for (increase)/decrease in operating assets:		
Inventories	(3,93,70,717)	(47,51,635)
Trade receivables	(1,62,78,177)	(8,80,42,470)
Loans	(22,14,139)	7,22,273
Other current financial assets	(4,28,017)	33,564
Other current assets	(69,17,976)	1,93,94,139
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	1,72,72,725	2,11,64,136
Other current financial liabilities	19,75,137	(18,67,690)
Other current liabilities	1,79,95,438	1,04,96,020
Provisions	(42,24,382)	54,04,017
Non Controlling Interest	(58,89,464)	11,61,924
Cash generated from operations (A)	**20,68,82,502**	**15,40,28,623**
Direct Tax Paid (Net)	(5,77,81,993)	(2,33,39,177)
Net cash generated from operating activities	**14,91,00,509**	**13,08,89,446**
(B) CASH FLOW FROM INVESTING ACTIVITIES:		
Payment of Property , Plant and Equipment	(5,00,95,205)	(4,33,15,863)
Payment of Capital Work In Progress	(3,50,000)	59,78,075
Proceeds from disposal of Property, Plant and Equipment	29,41,669	18,77,454
Investment in Subsidiary	-	-
Interest Received	9,77,374	5,93,709
Net (Gain)/Loss on fair valuation of derivative contract	(20,41,219)	19,08,099
Net Cash used in Investing Activities (B)	**(4,85,67,381)**	**(3,29,58,526)**

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

(C) CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Non Current borrowings	(4,83,94,828)	(5,44,38,924)
Proceeds from Current borrowings	(1,65,50,421)	1,19,12,961
Interest Paid	(2,71,34,553)	(3,17,08,243)
Dividend & Dividend tax Paid	(74,39,931)	(37,19,967)
Net Cash used in Financing Activities	**(9,95,19,733)**	**(7,79,54,173)**
Net increase in Cash and Cash Equivalents (A+B+C)	**10,13,395**	**1,97,76,747**
Cash and Cash Equivalents as at the begining of the year (Note No - 9 & 10)	5,60,98,609	3,63,21,862
Cash and Cash Equivalents as at the end of the year (Note No - 9 & 10)	**5,71,12,004**	**5,60,98,609**

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 001211N/N500019)

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
Dy. Managing Director
(DIN :00334160)

(Manoj Gupta)
PARTNER
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(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2018

A EQUITY SHARE CAPITAL

Particulars	Amount (Rs)
Balance as at 1st April, 2016	**3,09,07,610**
Changes in equity share capital during the year 2016-17	-
Balance as at 31st March, 2017	**3,09,07,610**
Changes in equity share capital during the year 2017-18	-
Balance as at 31st March, 2018	**3,09,07,610**

B OTHER EQUITY

(Amount in ₹)

Particulars	Reserves and Surplus			Total Equity
	Securities Premium	General Reserve	Retained Earnings	
As at 1st April, 2016	**4,72,06,555**	**5,57,89,316**	**36,76,29,987**	**47,06,25,858**
Profit for the year 2016-17	-	-	5,34,89,733	5,34,89,733
Other comprehensive income for the year 2016-17 (net of tax)				
Remeasurement of Net defined benefit liability/(asset) (net of tax)			(51,27,326)	(51,27,326)
Total comprehensive income for the year	**-**	**-**	**4,83,62,407**	**4,83,62,407**
Less: Appropriations				
Payment of dividend	-	-	30,90,761	30,90,761
Payment of Dividend distribution tax on dividend	-	-	6,29,206	6,29,206
Transfer to General Reserves (from Retained Earnings)	-	-	-	-
As at 31st March, 2017	**4,72,06,555**	**5,57,89,316**	**41,22,72,427**	**51,52,68,298**
Profit for the year 2017-18				
Other comprehensive income for the year 2017-18 (net of tax)			8,57,36,119	8,57,36,119
Remeasurement of Net defined benefit liability/(asset) (net of tax)			1,08,94,072	1,08,94,072
Total comprehensive income for the year	**-**	**-**	**9,66,30,191**	**9,66,30,191**
Less: Appropriations				
Payment of dividend	-	-	61,81,522	61,81,522
Payment of Dividend distribution tax on dividend	-	-	12,58,409	12,58,409
Transfer to General Reserves (from Retained Earnings)	-	-	-	-
As at 31st March, 2018	**4,72,06,555**	**5,57,89,316**	**50,14,62,687**	**60,44,58,558**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Company Overview

Roto Pumps Limited referred to as "RPL" or "the Company" was incorporated on 31st July 1975. RPL is an enterprise listed on the BSE Ltd. The company is engaged in manufacturing of screw pumps and parts of pumps. The Company's products include progressive cavity pumps (PCP), twin screw pumps (TSP) and retrofit parts. The Company's products serve across section of industries including infrastructure, oli and gas, power, mining, paper and pulp which from critical part of economy

1. Significant Accounting Policies

1.1 Basis of Preparation and Presentation

The Consolidated Financial Statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

i. Certain financial assets and liabilities (including derivative instruments),

ii. Defined Benefit Plan's - Plan Assets and

iii. Equity settled Share Based Payments

The Consolidated Financial Statements of the Group have been prepared to comply with the Indian Accounting Standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

The Consolidated Financial Statements comprises of Roto Pumps Limited and all its subsidiaries, being the entities that it controls. Controls are assessed in accordance with the requirement of Ind AS 110 - Consolidated Financial Statements.

1.2 Principles of Consolidation

(a) The financial statements of the Holding Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

(b) Profits or losses resulting from intra-group transactions that are recognized in assets, such as Inventory and Property, Plant and Equipment, are eliminated in full.

(c) In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognized in the Foreign Currency Monetary translation difference account.

(d) Goodwill represents the difference between the Company's share in the net worth of subsidiaries and the cost of acquisition at each point of time of making the investment in the subsidiaries.

(e) The audited / unaudited financial statements of foreign subsidiaries / joint ventures / associates have been prepared in accordance with the Generally Accepted Accounting Principle of its Country of Incorporation or Ind AS.

(f) The differences in accounting policies of the Holding Company and its subsidiaries / associates are not material.

(g) The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

(h) The carrying amount of the parent's investment in each subsidiary is offset(eliminated) against the parent's portion of equity in each subsidiary.

(i) The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as on the date of disposal is recognized in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

(j) Investment in Associates and Joint Ventures has been accounted under the Equity Method as per Ind AS 28 – Investments in Associates and Joint Ventures. Investments in joint operations are accounted using the Proportionate Consolidation Method as per Ind AS 111 – Joint Arrangements.

(k) The Group accounts for its share of post-acquisition changes in net assets of associates and joint ventures, after eliminating unrealized profits and losses resulting from transactions between the Group and its associates and joint ventures.

(l) Non-Controlling Interest's share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to shareholders of the Company.

(m) Non-Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

1.3 Other significant accounting policies

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.

2 FIRST-TIME ADOPTION OF Ind AS:

These are the Company's first financial statements prepared in accordance with Ind AS.The Company has adopted Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs with effect from 1st April, 2017, with a transition date of 1st April, 2016. Ind AS 101 - First time adoption of Indian Accounting Standards requires that all Ind AS's and interpretations that are issued an effective for the first Ind AS financial statements which is for the year ended 31st March, 2018 for the Company, be applied retrospectively and consistently for all financial years presented. Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

Optional Exemptions availed:

(a) Deemed Cost

The Company has elected to continue with the carrying value for all of its property, plant and equipment and Intangible assets as recognized in the financial statement as at 31.03.2016, measured as per the previous GAAP and use that as its deemed cost as at the transition date.

(b) Investments in subsidiaries and joint ventures

The Company has elected to continue with the carrying amount of investment as recognized in the financial statement as at 31.03.2016, measured as per the previous GAAP and used that as its deemed cost as at the transition date.

(c) Foreign Currency Monetary items

In terms of Para D13AA of Ind AS 101, the Company may continue to account for foreign exchange differences relating to long term foreign currency monetary items as per previous IGAAP. The Company has elected to apply the same.

(d) Designation of previously recognized financial instruments

The Company has elected to designate investments in equity instruments (other than equity instrument in subsidiaries and joint ventures) at fair value through other comprehensive income on the basis of the facts and circumstances at the date of transition to Ind AS.

Applicable Mandatory Exceptions

(a) Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies).

Ind AS estimates as at 1 April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Company made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP:

(i) Impairment of financial assets based on expected credit loss model.

(b) Derecognition of financial assets and financial liabilities

Ind AS 101 requires a first time adopter to apply the derecognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows the first time adopter to apply the de-recognition requirement in Ind AS 109 retrospectively from the date to the entities choosing, provided that the information needed to apply Ind AS 109 to financial assets and financial liabilities to de-recognized as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provision of Ind AS 109 prospectively from the date of transition to Ind AS.

(c) Classification and measurement of financial assets

As required under Ind AS 101 the Company has assessed the classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS. Where practicable, measurement of financial assets accounted at amortized cost has been done retrospectively.

(d) Impairment of Financial Assets

Ind AS 101 requires an entity to apply the Ind AS requirements retrospectively if it is practicable without undue cost and effort to determine the credit risk that debt financial instruments where initially recognized. The company has measured impairment losses on financial assets as on the date of transition i.e. 1st April, 2016 in view of cost and effort.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101:

(i) Reconciliation of Consolidated Balance sheet as at 1st April, 2016 (Transition Date);

(ii) Reconciliation of Consolidated Balance sheet as at 31st March, 2017;

(iii) Reconciliation of Consolidated Total Comprehensive Income for the year ended 31st March, 2017;

(iv) Reconciliation of Consolidated Total Equity as at 1st April, 2016 and as at 31st March, 2017;

(v) Adjustments to Consolidated Cash Flow Statements as at 31st March, 2017

The presentation requirements under previous GAAP differs from Ind AS, and hence, previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The re-grouped previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with previous GAAP.

i) & ii) Reconciliation of Consolidated Balance sheet as at 1st April, 2016 (Transition Date) and 31st March, 2017:

(Amount in ₹)

Particulars	Notes	As at 31st March, 2017 (End of the last period presented under previous GAAP)			As at 1st April, 2016 (Date of transition)		
		Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS balance sheet	Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS balance sheet
ASSETS							
Non-current Assets							
(a) Property, Plant and Equipment	3	49,79,67,551	(81,76,413)	48,97,91,138	53,67,30,204	(71,48,246)	52,95,81,958
(b) Capital work-in-progress		19,79,165	-	19,79,165	79,57,240	-	79,57,240
(c) Investment property	5	3,88,598	-	3,88,598	4,05,592	-	4,05,592
(d) Intangible assets		13,00,123	-	13,00,123	16,06,790	-	16,06,790
(e) Investment in Subsidiaries and Joint Venture		-	-	-	-	-	-
Total non-current assets		**50,16,35,437**	**(81,76,413)**	**49,34,59,024**	**54,66,99,826**	**(71,48,246)**	**53,95,51,580**
Current assets							
(a) Inventories		19,77,68,367	-	19,77,68,367	19,30,16,732	-	19,30,16,732
(b) Financial Assets							
(i) Trade receivables	8	29,01,60,969	(73,82,120)	28,27,78,849	20,02,30,192	(54,93,813)	19,47,36,379
(ii) Cash and cash equivalents	9	5,02,37,500	-	5,02,37,500	2,92,30,513	-	2,92,30,513
(iii) Bank balances other than (iii) above	10	58,61,109	-	58,61,109	70,91,349	-	70,91,349
(iv) Loans	11	70,29,175	-	70,29,175	77,51,448	-	77,51,448
(v) Other financial assets		2,33,765	-	2,33,765	2,67,329	-	2,67,329
(c) Other current assets	13	10,07,31,935	-	10,07,31,935	12,26,01,642	-	12,26,01,642
Total current assets		**65,20,22,820**	**(73,82,120)**	**64,46,40,700**	**56,01,89,205**	**(54,93,813)**	**55,46,95,392**
Total Assets		**1,15,36,58,257**	**(1,55,58,533)**	**1,13,80,99,724**	**1,10,68,89,031**	**(1,26,42,059)**	**1,09,42,46,972**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

EQUITY AND LIABILITIES							
Equity							
(a) Equity Share capital		3,09,07,610	-	3,09,07,610	3,09,07,610	-	3,09,07,610
(b) Other Equity	15	52,70,52,135	(1,17,83,838)	51,52,68,298	47,81,21,144	(74,95,286)	47,06,25,858
Total equity		**55,79,59,745**	**(1,17,83,838)**	**54,61,75,908**	**50,90,28,754**	**(74,95,286)**	**50,15,33,468**
Non Controlling Interest		1,38,59,223	-	1,38,59,223	1,26,97,299	-	1,26,97,299
Non Current liabilities							
(a) Financial Liabilities							
(i) Borrowings		2,65,89,641	-	2,65,89,641	7,66,49,598	-	7,66,49,598
(b) Provisions		72,37,197	-	72,37,197	57,87,184	-	57,87,184
(c) Deferred tax liabilities (Net)	18	45,27,994	(20,28,946)	24,99,048	94,64,225	(15,89,153)	78,75,072
Total non current liabilities		**3,83,54,832**	**(20,28,946)**	**3,63,25,886**	**9,19,01,007**	**(15,89,153)**	**9,03,11,854**
Current liabilities							
(a) Financial Liabilities							
(i) Borrowings		26,03,09,506	-	26,03,09,506	24,83,96,545	-	24,83,96,545
(ii) Trade payables		10,94,42,252	-	10,94,42,252	8,82,78,116	-	8,82,78,116
(iii) Other financial liabilities (other than those specified in item (b))	21	6,64,44,014	(17,45,749)	6,46,98,265	7,07,82,574	1,62,347	7,09,44,921
(b) Other current liabilities		5,29,18,578	-	5,29,18,578	5,00,03,156	-	5,00,03,156
(c) Provisions	23	1,02,69,051	-	1,02,69,051	1,00,35,014	(37,19,967)	63,15,047
(d) Current tax liabilities (net)		4,41,01,055	-	4,41,01,055	2,57,66,566	-	2,57,66,566
Total current liabilities		**54,34,84,456**	**(17,45,749)**	**54,17,38,707**	**49,32,61,971**	**(35,57,620)**	**48,97,04,351**
Total Equity and Liabilities		**1,15,36,58,257**	**(1,55,58,533)**	**1,13,80,99,724**	**1,10,68,89,031**	**(1,26,42,059)**	**1,09,42,46,972**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

iii) Reconcilation of Consolidated Total Comprehensive Income for the year ended 31st March, 2017

(Amount in ₹)

Particulars	Notes	Previous GAAP	Effects of transition to Ind AS	Amount as per Ind AS SOP&L
INCOME				
Revenue From Operations	25	1,00,87,66,291	4,32,36,786	1,05,20,03,077
Other Income	26	47,57,015	19,08,099	66,65,114
Total Income		**1,01,35,23,306**	**4,51,44,885**	**1,05,86,68,191**
EXPENSES				
Cost of materials consumed		35,15,34,619	-	35,15,34,619
Changes in Inventories of Finished goods and Work-in-progress		(4,23,019)	-	(4,23,019)
Employee benefits expense	29	25,92,82,609	(42,11,916)	25,50,70,693
Finance costs		3,17,08,243	-	3,17,08,243
Depreciation and amortization expense	31	7,28,82,571	10,66,076	7,39,48,647
Other expenses	32	21,06,83,630	4,58,62,722	25,65,46,352
Total expenses		**92,56,68,653**	**4,27,16,882**	**96,83,85,535**
Profit before tax				
Tax expense:				
(1) Current tax		4,41,01,055	-	4,41,01,055
(2) Deferred tax		(49,36,231)	(18,97,453)	(68,33,684)
(3) Short / Excess Provision of Earlier Years		3,35,175	-	3,35,175
Profit for the year before Non Controlling Interest		**4,83,54,654**	**43,25,455**	**5,26,80,109**
Share of Profit/Loss transferred to Non Controlling Interest		8,09,623	-	8,09,623
Profit for the year		**4,91,64,277**	**43,25,455**	**5,34,89,732**
Other Comprehensive Income				
(i) Items that will not be reclassified to profit or loss				
-Remeasurement of Defined benefit plans		-	(42,11,916)	(42,11,916)
-Changes in Foreign Currency Monetary Item translation difference account(FCMITDA)		-	5,42,250	5,42,250
(ii) Income tax relating to items that will not be reclassified to profit or loss				
-Remeasurement of Defined benefit plans		-	(14,57,660)	(14,57,660)
Total comprehensive income for the year		**4,91,64,277**	**(13,44,120)**	**4,83,62,407**
Earnings per equity share:		3.18		3.46
Basic and Diluted (Face value Rs.2 per equity share)				

Reconcilation of Consolidated Total Comprehensive Income

(Amount in ₹)

Particulars	Notes	For the year ended 31st March, 2017
Net Profit as per Previous GAAP		**4,91,64,277**
(i) Fair valuation of derivative contracts	26	19,08,099
(ii) Actuarial (gain)/loss on employee defined benefit plans recognized in Other Comprehensive Income		42,11,916
(iii) Loss allowance of trade receivables as per expected credit loss model	32	(18,88,310)
(iv) Prior period items		(10,66,076)
(v) Deferred tax impact		18,97,453
vi) Foreign Exchange Fluctutation recognized in Other Comprehensive Income		(7,37,628)
Net profit after tax as per Ind AS		**5,34,89,731**
Other Comprehensive Income (net of taxes)		**(51,27,325)**
Total Comprehensive income as per Ind AS		**4,83,62,407**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

iv) Reconcilation of Consolidated Total Equity As at 1st April 2016 and As at 31st March 2017

Particulars	Notes	As at 31st March, 2017	As at 1st April, 2016
Equity as per Previous GAAP		**55,79,59,745**	**50,90,28,754**
(i) Fair valuation of derivative contracts	22	17,45,751	(1,62,347)
(ii) Loss allowance of trade receivables as per expected credit loss model	9	(73,82,121)	(54,93,813)
(iii) Amortization of land	4	(81,76,413)	(71,48,246)
(iv) Deferred tax impact	19	20,28,945	15,89,153
(v) Reversal of proposed dividend (Including Dividend distribution tax)		-	37,19,967
Total Impact		**(1,17,83,838)**	**(74,95,286)**
Total Equity as per Ind AS		**54,61,75,908**	**50,15,33,468**

v) Adjustment to the Consolidated Cash Flow Statement as at 31st March 2017

The Ind AS adjustments are non cash adjustments. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March, 2017 as compared with the previous GAAP.

Additional Notes to the Reconcilation :

A) Investment Property

Under previous GAAP, there was no requirement to present investment property separately and the same was included under non - current investments and measured at cost less provision for diminution other than temporary. Under Ind AS, investment property is required to be presented separately in the balance sheet.

B) Derivative Contract

Under previous GAAP, in respect of derivative contracts such as forward exchange contracts, premium/discount arising at the inception of the forward exchange contract to hedge foreign currency risks, were amortized as expense or income over the life of the contract. Exchange differences on such forward exchange contracts were recognized in the Statement of Profit and Loss. Under Ind AS, all derivative contracts are measured at fair value through profit and loss.

C) Reasurement of Defined Benefit Liabilities

Under previous GAAP, actuarial gains and losses were recognized in profit or loss. Under Ind AS, the actuarial gains and losses form part of remeasurement of the net defined benefit liability/asset which is recognized in other comprehensive income. Consequently, the tax effect of the same has also been recognized in other comprehensive income under Ind AS instead of profit or loss.

D) Trade Receivables

Under previous GAAP, the Company had recognized provision on trade receivables based on the expectation of the Company. Under Ind AS the Company provides loss allowance on receivables based on the Expected Credit Loss (ECL) model which is measured following the ""simplified approach"" at an amount equal to the lifetime ECL at each reporting date.

E) Deferred Tax

Under previous GAAP, deferred tax accounting was done using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Under Ind AS, accounting of deferred taxes is done using the Balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base.

F) Proposed Dividend

Under previous GAAP, dividends on equity shares recommended by the board of directors after the end of the reporting period but before the financial statements were approved for issue were recognized in the financial statements as a liability. Under Ind AS, such dividends are recognized when declared by the members in a general meeting.

G) Government Grants

The Company had received Government grant against a capital asset in the year 1995. Under previous GAAP the same was accounted for in Capital Reserve. Under Ind AS, the grant needs to be recognized as deferred income over the useful life of the capital asset. As the useful life of the capital asset has expired on the date of transition, the same has been written off to Retained Earnings.

H) Other Comprehensive Income

Under previous GAAP, there was no concept of other comprehensive income. Under Ind AS specified items of income, expense, gains or losses are required to be presented in other comprehensive income.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in ₹)

Particulars	Leasehold land	Buildings	Other Buildings	Plant and Machinery	Furniture and Fixtures	Vehicles	Vechiles (Finance Lease)	Office Equipment	Computers	Total
DEEMED COST/GROSS BLOCK										
Balance as at 1st April, 2016	**9,25,35,016**	**31,13,63,016**	**16,27,232**	**29,03,29,482**	**2,95,41,775**	**4,08,29,865**	**-**	**2,26,94,564**	**2,34,26,848**	**81,23,47,798**
Additions	-	(13,13,831)	-	1,10,83,239	1,51,898	2,29,61,165	-	7,78,318	16,83,149	3,53,43,938
Disposals/Adjustments	-	-	-	(2,65,000)	-	(97,27,428)	-	-	-	(99,92,428)
Balance as at 31st March, 2017	**9,25,35,016**	**31,00,49,185**	**16,27,232**	**30,11,47,721**	**2,96,93,673**	**5,40,63,602**	**-**	**2,34,72,882**	**2,51,09,997**	**83,76,99,308**
Additions	-	66,891	-	4,59,57,904	2,40,835	1,97,26,504	24,61,206	14,27,433	20,36,704	7,19,17,478
Disposals	-	-	-	(86,89,498)	-	(66,64,521)	-	(28,868)	(35,99,477)	(1,89,82,364)
Balance as at 31st March, 2018	**9,25,35,016**	**31,01,16,076**	**16,27,232**	**33,84,16,127**	**2,99,34,508**	**6,71,25,585**	**24,61,206**	**2,48,71,447**	**2,35,47,224**	**89,06,34,421**
ACCUMULATED DEPRECIATION/ AMORTIZATION										
Balance as at 1st April, 2016	**71,48,246**	**6,99,74,371**	**11,72,805**	**13,29,96,847**	**1,12,39,097**	**2,57,33,427**	**-**	**1,45,81,095**	**1,99,19,953**	**28,27,65,841**
Depreciation/Amortization expenses	-	2,47,60,349	16,216	3,00,05,868	49,13,992	70,49,947	-	37,12,805	20,33,309	7,24,92,486
Eliminated on disposals of assets	-	-	-	(2,103)	-	(83,76,221)	-	-	-	(83,78,324)
Ind AS adjustment	10,28,167	-	-	-	-	-	-	-	-	10,28,167
Balance as at 31st March, 2017	**81,76,413**	**9,47,34,720**	**11,89,021**	**16,30,00,612**	**1,61,53,089**	**24,407,153**	**-**	**1,82,93,900**	**2,19,53,262**	**34,79,08,170**
Depreciation/Amortization expenses	10,28,167	2,17,70,316	15,632	2,61,43,553	36,17,885	1,08,36,451	5,68,660	24,36,990	21,85,003	6,86,02,657
Eliminated on disposals of assets	-	-	-	(38,91,839)	-	(58,53,603)	-	(6,264)	(34,99,621)	(1,32,51,327)
Ind AS adjustment	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2018	**92,04,580**	**11,65,05,036**	**12,04,653**	**18,52,52,326**	**1,97,70,974**	**2,93,90,001**	**5,68,660**	**2,07,24,626**	**2,06,38,644**	**40,32,59,500**
NET BLOCK										
Balance as at 1st April, 2016	**8,53,86,770**	**24,13,88,645**	**4,54,427**	**15,73,32,635**	**1,83,02,678**	**1,50,96,438**	**-**	**81,13,469**	**35,06,895**	**52,95,81,957**
Additions	-	(13,13,831)	-	1,10,83,239	1,51,898	2,29,61,165	-	7,78,318	16,83,149	3,53,43,938
Disposals/Adjustments	-	-	-	(2,62,897)	-	(13,51,207)	-	-	-	(16,14,104)
Depreciation/Amortization expenses	-	2,47,60,349	16,216	3,00,05,868	49,13,992	70,49,947	-	37,12,805	20,33,309	7,24,92,486
Ind AS adjustment	10,28,167	-	-	-	-	-	-		-	10,28,167
Balance as at 31st March, 2017	**8,43,58,603**	**21,53,14,465**	**4,38,211**	**13,81,47,109**	**1,35,40,584**	**2,96,56,449**	**-**	**51,78,982**	**31,56,735**	**48,97,91,138**
Additions	-	66,891	-	4,59,57,904	2,40,835	1,97,26,504	24,61,206	14,27,433	20,36,704	7,19,17,477
Disposals	-	-	-	(47,97,659)	-	(8,10,918)	-	(22,604)	(99,856)	(57,31,037)
Depreciation/Amortization expenses	10,28,167	2,17,70,316	15,632	2,61,43,553	36,17,885	1,08,36,451	5,68,660	24,36,990	21,85,003	6,86,02,657
Ind AS adjustment	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2018	**8,33,30,436**	**19,36,11,040**	**4,22,579**	**15,31,63,801**	**1,01,63,534**	**3,77,35,584**	**18,92,546**	**41,46,821**	**29,08,580**	**48,73,74,921**

(i) Net Block of Fixed Assets as on 31st March, 2018 includes fixed assets held at Foreign Branches of the company Rs 35,07,426 (31st March, 2017 : Rs.17,77,175 ; 1st April, 2016 : Rs. 23,79,448/-)

ii) Rs 66891/- (31st March,2017: Rs 4,15,293; 1st April ,2016 : Rs 1,07,97,733) has been adjusted to the cost of Fixed Assets (Building) is for Gain/Loss of Foreign Exchange difference on account of FCNR term loan from citi bank and Rs 22,00,000/- is adjusted on account of Building contractual agreement as on 31st March 2017.

iii) The Company has adopted carrying value as recognized in the financial statement as at 31st March, 2016, measured as per Previous GAAP as its deemed cost.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

4 CAPITAL WORK-IN-PROGRESS

(Amount in ₹)

CARRYING AMOUNT	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital work-in-progress	23,29,165	19,79,165	79,57,240

5 INVESTMENT PROPERTY

(Amount in ₹)

Particulars	Investment Property
DEEMED COST/GROSS BLOCK	
Balance as at 1st April, 2016	**10,47,204**
Additions	-
Disposals/Adjustments	-
Balance as at 31st March, 2017	**10,47,204**
Additions	-
Disposals	-
Balance as at 31st March, 2018	**10,47,204**
ACCUMULATED DEPRECIATION/AMORTIZATION	
Balance as at 1st April, 2016	**6,41,612**
Depreciation/Amortization expenses	16,994
Eliminated on disposals of assets	-
Ind AS adjustment	-
Balance as at 31st March, 2017	**6,58,606**
Depreciation/Amortization expenses	16,282
Eliminated on disposals of assets	-
Ind AS adjustment	-
Balance as at 31st March, 2018	**6,74,888**
NET BLOCK	
Balance as at 1st April, 2016	**4,05,592**
Additions	-
Disposals/Adjustments	-
Depreciation/Amortization expenses	16,994
Ind AS adjustment	-
Balance as at 31st March, 2017	**3,88,598**
Additions	-
Disposals	-
Depreciation/Amortization expenses	16,282
Ind AS adjustment	-
Balance as at 31st March, 2018	**3,72,316**

i) The fair value of the Investment Property as at 31st March 2018 is Rs 24,22,000/-. The fair value was arrived on the basis of the valuation report.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

6 INTANGIBLE ASSETS

(Amount in ₹)

Particulars	Software	Technical Design and Drawings	Trademark	Total
DEEMED COST/GROSS BLOCK				
Balance as at 1st April, 2016	**84,03,792**	**10,70,334**	**10,45,844**	**1,05,19,970**
Additions	-	-	1,04,333	1,04,333
Disposals	-	-	-	-
Balance as at 31st March, 2017	**84,03,792**	**10,70,334**	**11,50,177**	**1,06,24,303**
Additions	31,66,152	-	23,000	31,66,152
Disposals	(1,54,000)	-	-	(1,54,000)
Balance as at 31st March, 2018	**1,14,15,944**	**10,70,334**	**11,73,177**	**1,36,36,455**
ACCUMULATED DEPRECIATION/AMORTIZATION				
Balance as at 1st April, 2016	**79,58,995**	**7,52,961**	**2,01,224**	**89,13,180**
Depreciation/Amortization expense	56,870	67,383	2,86,747	4,11,000
Eliminated on disposals of assets	-	-	-	-
Balance as at 31st March, 2017	**80,15,865**	**8,20,344**	**4,87,971**	**93,24,180**
Depreciation/Amortization expense	15,05,639	67,383	96,302	16,69,324
Eliminated on disposals of assets	(1,52,639)	-	-	(1,52,639)
Balance as at 31st March, 2018	**93,68,865**	**8,87,727**	**5,84,273**	**1,08,40,865**
NET BLOCK				
Balance as at 1st April, 2016	**4,44,797**	**3,17,373**	**8,44,620**	**16,06,790**
Additions	-	-	1,04,333	1,04,333
Disposals	-	-	-	-
Depreciation/Amortization expense	56,870	67,383	2,86,747	4,11,000
Balance as at 31st March, 2017	**3,87,927**	**2,49,990**	**6,62,206**	**13,00,123**
Additions	31,66,152	-	23,000	31,89,152
Disposals	(1,361)	-	-	(1,361)
Depreciation/Amortization expense	15,05,639	67,383	96,302	16,69,323
Balance as at 31st March, 2018	**20,47,080**	**1,82,607**	**5,88,904**	**28,18,591**

i) Trade Mark has been amortized over the period of 10 years.

ii) The Company has adopted carrying value as recognized in the financial statement as at 31st March, 2016, measured as per Previous GAAP as its deemed cost.

7 INVENTORIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
a) Raw Materials and Bought out Component	6,79,95,200	5,18,27,159	5,11,31,248
b) Work in Process	1,28,67,743	92,41,846	85,99,160
c) Finished Goods	12,17,93,564	11,91,37,897	11,89,80,470
d) Finished Goods-In Transit	2,45,63,537	79,73,970	73,79,483
e) Consumables Stores	22,80,441	21,61,407	11,50,349
f) Other Stores & Spares	16,68,746	16,70,219	11,47,871
g) Loose Tools	35,98,302	25,18,520	31,43,247
h) Packing Material	22,73,951	28,61,749	13,05,384
i) Scrap and Wastage	97,600	3,75,600	1,79,520
TOTAL	**23,71,39,084**	**19,77,68,367**	**19,30,16,732**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

8 TRADE RECEIVABLES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured unless stated otherwise (Considered Good)			
Trade Receivables	30,49,61,168	29,01,60,969	20,02,30,192
Less - Allowance for bad and doubtful debts	(59,04,142)	(73,82,120)	(54,93,813)
TOTAL	**29,90,57,026**	**28,27,78,849**	**19,47,36,379**

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017
Balance at the beginning of the year	(73,82,120)	-
Add: Provision made during the year	14,77,978	(73,82,120)
Balance at the end of the year	**(59,04,142)**	**(73,82,120)**

9 CASH AND CASH EQUIVALENTS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
i) Cash and cash equivalents			
a) Balance with banks	2,16,05,390	3,58,57,944	2,40,41,115
b) Cash in Hand	24,05,000	26,29,415	23,39,213
c) Remittance in Transit	1,19,74,852	1,17,50,141	28,50,185
TOTAL	**3,59,85,242**	**5,02,37,500**	**2,92,30,513**

10 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
i) Earmarked Balances with Bank -Unclaimed dividend a/c	13,53,299	13,25,737	13,84,955
ii) Term Deposit(Restricted)- Margin Money against guarantees	1,97,73,463	45,35,372	57,06,394
TOTAL	**2,11,26,762**	**58,61,109**	**70,91,349**

11 LOANS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured and considered good			
a) Security Deposits	81,62,204	60,87,675	70,56,478
b) Staff Loans	10,81,110	9,41,500	6,94,970
TOTAL	**92,43,314**	**70,29,175**	**77,51,448**

12 OTHER FINANCIAL ASSETS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest accrued on Bank deposits	6,61,782	2,33,765	2,67,329
TOTAL	**6,61,782**	**2,33,765**	**2,67,329**

13 OTHER CURRENT ASSETS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured and considered good)			
a) Capital Advances	1,81,02,263	1,81,42,748	1,78,55,754
b) Deposit with Excise & Other Authorities	5,34,24,860	3,50,62,125	3,71,73,058
c) Advance Income Tax & Tax Deducted at Source	3,44,59,675	2,17,75,408	2,45,37,972
d) Prepaid Expenses	60,16,018	53,92,264	65,12,734
e) Other Receivables	82,90,877	2,03,59,390	3,65,22,124
TOTAL	**12,02,93,693**	**10,07,31,935**	**12,26,01,642**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

14 EQUITY SHARE CAPITAL

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
AUTHORISED SHARE CAPITAL			
5,00,00,000 (As at 31st March, 2017: 5,00,00,000, As at 1st April, 2016: 5,00,00,000) Equity Shares of Rs 2 each	10,00,00,000	10,00,00,000	10,00,00,000
ISSUED & SUBSCRIBED SHARE CAPITAL			
1,55,00,305 (As at 31st March, 2017: 1,55,00,305, As at 1st April, 2016: 1,55,00,305) Equity Shares of Rs 2 each	3,10,00,610	3,10,00,610	3,10,00,610
PAID UP SHARE CAPITAL			
1,54,53,805 (As at 31st March, 2017: 1,54,53,805, As at 1st April, 2016: 1,54,53,805) Equity Shares of Rs 2 each	3,09,07,610	3,09,07,610	3,09,07,610
TOTAL	**3,09,07,610**	**3,09,07,610**	**3,09,07,610**

14.1 DETAILS OF SHAREHOLDER HOLDING MORE THAN 5% SHARES

(Amount in ₹)

NAME OF SHAREHOLDER	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	NUMBER OF SHARES HELD IN THE COMPANY	% Held	NUMBER OF SHARES HELD IN THE COMPANY	% Held	NUMBER OF SHARES HELD IN THE COMPANY	% Held
ANURAG GUPTA	1085335	7.02	10,85,335	7.02	10,85,335	7.02
NAND KISHORE GUPTA HUF	1488660	9.63	14,88,660	9.63	14,88,660	9.63
ARVIND VEER GUPTA	1210335	7.83	12,10,335	7.83	12,10,335	7.83
ASHA GUPTA	2499665	16.18	24,99,665	16.18	24,99,665	16.18
HARISH CHANDRA GUPTA	1973695	12.77	19,73,695	12.77	19,73,695	12.77
HARISH CHANDRA GUPTA HUF	1071100	6.93	10,71,100	6.93	10,71,100	6.93
NEERA GUPTA	848575	5.49	8,48,575	5.49	8,48,575	5.49

14.2 During the period from 1st April 2016 to 31st March 2017 & 31st March 2018 there is no Changes in Number of Shares oustanding at the end of the reporting period in comparison to number of Shares Oustanding at the beginning of the reporting period.

14.3 Application Money on 9,300 Equity Shares @ Rs. 10/- per Share alongwith premium @ Rs. 45/- per share aggregating to Rs. 5,11,500/- allotted on 11.11.1994 has not yet been dispatched and realised as the same was paid by an applicant through a forged stock invest which has been dishonoured by the bankers. During the Financial year 2014-2015 the Face Value of Shares is divided into Rs 2/- per Share from Rs 10/- per Share each.

15 OTHER EQUITY

(Amount in ₹)

PARTICULARS	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
SECURITIES PREMIUM						
Opening Balance	4,72,06,555		4,72,06,555		4,72,06,555	
Add: Transferred during the year	-	4,72,06,555	-	4,72,06,555	-	4,72,06,555
GENERAL RESERVE:						
Opening Balance	5,57,89,316		5,57,89,316		5,57,89,316	
Add: Transferred during the year	-	5,57,89,316	-	5,57,89,316	-	5,57,89,316
RETAINED EARNINGS						
Opening Balance	41,22,72,427		36,76,29,987		36,76,22,594	
Add: Profit for the year	8,57,36,119		5,34,89,733		-	
Add :- Other Comprehensive Income					-	
Remeasurement of Defined Benefit Plans	30,15,957		(56,69,576)		-	
Foreign Currency monetary item translation difference account (FCMITDA)	78,78,115		5,42,250		7,393	
	50,89,02,618		41,59,92,394		36,76,29,987	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Less: Appropriations						
Transferred to General Reserve	-		-		-	
Dividend	61,81,522		30,90,761		-	
Tax on Dividend	12,58,409	50,14,62,687	6,29,206	41,22,72,427	-	36,76,29,987
TOTAL		**60,44,58,558**		**51,52,68,298**		**47,06,25,858**

i) SECURITIES PREMIUM

Securities reserve is used to record the Premium on issue of shares. This reserve is utilized in accordance with the provisions of the Act.

ii) GENERAL RESERVE

The general reserve is used from time to time to transfer profits from retained earnings for appropriations purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

iii) OTHER COMREHENSIVE INCOME

These are actuarial gains/ losses on employee benefit obligations.

iv) DIVIDEND

The Company paid the dividend of Rs. 0.40 per Share in (2017-2018) and 0.20 per Share in (2016-2017) for face value of Rs. 2/- per Share

16 NON CURRENT LIABILITIES - BORROWINGS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<u>SECURED</u>			
TERM LOAN FROM BANKS	28,696	1,43,72,736	7,33,35,293
TERM LOAN FROM OTHERS	1,47,30,369	1,22,16,905	33,14,305
LONG TERM MATURITIES OF FINANCE LEASE OBLIGATIONS	15,35,942	-	-
TOTAL	**1,62,95,007**	**2,65,89,641**	**7,66,49,598**

16.1 Current Year Term Loan from bank Rs. 1,43,83,885 (USD 2,22,971.40) {As at 31st March, 2017 Rs. 7,18,63,682 (USD 11,14,857.00)},{As at 1st April, 2016: Rs. 13,20,03,528 (USD 20,06,742.20)} includes Rs. 66,891 {As at 31st March, 2017 Rs. (4,15,293), (As at 1st April 2016 Rs. 1,07,97,733) on account of Foreign Exchange Difference against FCNR term Loan availed from Citi Bank. Out of the Total Outstanding FCNR term Loan Rs. 1,43,83,885 (USD 2,22,971.40) {As at 31st March 2017: Rs.5,74,90,946 (USD 891885.60)}, { As at 1st April, 2016: Rs. 5,86,68,235 (USD 891885.60)} is shown in Current Liabilities for Long term Borrowings and Rs. NIL {March 2017: Rs.1,43,72,736 (USD 222971.40)}, {As at 1st April, 2016 : Rs. 7,33,35,293 (USD 1114857.00)} is shown in Long Term Borrowings for Greater Noida Project which is Secured by:-

a) Sole Charge on assets funded under FCNR Term Loan.

b) First exclusive charge on immovable property Land and Building located at Plot no 31, Ecotech -XII,Greater Noida, U.P"

16.2 Terms of Repayment:

a) FCNR Term Loan from Citi bank is repayable in 16 equal quarterly instalments of USD 2,22,971.40 out of which 15 equal quarterly Instalments has been paid till March'18

b) Term Loans from others consists of vehicle loans repayable in 36 monthly equal installments.

17 NON-CURRENT LIABILITIES PROVISIONS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Employee Benefits			
- Superannuation, Gratuity and Un-availed Leave	53,86,819	72,37,197	57,87,184
TOTAL	**53,86,819**	**72,37,197**	**57,87,184**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

18 DEFERRED TAX ASSETS/LIABILTIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred Tax Liability			
Carrying Value of Property, Plant & Equipment and Others	54,33,699	1,00,38,467	1,55,90,583
TOTAL DTL	**54,33,699**	**1,00,38,467**	**1,55,90,583**
Deferred Tax Assets			
Provision of Gratuity & Leave Encashment	33,54,098	58,51,908	40,00,998
Provision for Warranty	2,23,848	-	-
Provision for CSR Expenses	5,68,422	4,15,296	-
Non Deductible Expenses U/s 145A	-	(6,22,234)	18,44,587
Allowance for Doubtful Trade Receivables	17,19,286	25,54,804	18,16,255
Fair Valuation of Derivatives	5,94,403	(6,60,355)	53,672
TOTAL DTA	**64,60,057**	**75,39,419**	**77,15,511**
NET DEFERRED LIABILITIES/(ASSETS)	**(10,26,358)**	**24,99,048**	**78,75,072**

19 CURRENT LIABILITIES - BORROWINGS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
SECURED			
From Banks	24,37,59,085	26,03,09,506	24,83,96,545
TOTAL	**24,37,59,085**	**26,03,09,506**	**24,83,96,545**

19.5 BANK OF INDIA

The working Capital loans are secured against hypothecation of stocks and book debts on Pari Passu basis with Citi Bank & IndusInd Bank and guaranteed by the Chairman and Managing Director , Dy. Mananging Director and Marketing Director as well as collaterly secured by:

a) Equitable Mortgage of Immovable Factory Building, located at Roto House, 14 NSEZ, Noida on Pari Passu basis with IndusInd Bank.

b) Equitable Mortgage of Immovable Factory land and building located at B-14, Phase-II, Extension, Noida on Pari Passu basis with IndusInd Bank.

c) Hypothecation of plant & machinery exclusively charged to Bank of India.

Citi Bank

a) Hypothecation on the stocks and book debts of the company on Pari Passu basis with Bank of India & IndusInd Bank.

b) Equitable mortagage of Immovable property Land and Building located at Plot No :-31, Ecotech-XII, Greater Noida, U.P

IndusInd Bank

a) Equitable Mortagage over the Immovable Factory Building situated at Roto House ,13 NSEZ , Noida as well as Land and Building situated at B-14, Hosiery Complex, Noida on Pari Passu basis with Bank of India.

b) Hypothecation charge on all Stock and book Debts of the company on Pari Passu basis with Bank of India & Citi Bank.

20 TRADE PAYABLES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Payables	12,67,14,976	10,94,42,252	8,82,78,118
TOTAL	**12,67,14,976**	**10,94,42,252**	**8,82,78,118**

The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under this Act have not been given.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

21 OTHER FINANCIAL LIABILITIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of long term borrowings	2,63,75,001	6,49,96,109	6,93,75,075
Current Maturities of finance lease obligations	5,20,913	-	-
Interest accrued but not due on borrowings	28,528	1,22,168	22,544
Un-paid/ Unclaimed dividend	13,53,299	13,25,737	13,84,955
Derivative carried at fair value	2,95,466	(17,45,749)	1,62,347
TOTAL	**2,85,73,207**	**6,46,98,265**	**7,09,44,921**

22 OTHER CURRENT LIABILITIES

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Sales Tax & GST Payable	7,85,547	28,21,316	11,92,525
Excise Duty Payable	-	10,01,987	7,01,577
Other Payables	9,50,99,410	4,90,95,275	4,81,09,054
TOTAL	**9,58,84,957**	**5,29,18,578**	**5,00,03,156**

22.1 Other payable includes Rs.2,65,29,424 for Capital liability (As at 31st March, 2017: Rs.15,58,483, As at 1st April, 2016: Rs.91,39,081), and Rs.85,99,107 on account of advance from (As at 31st March, 2017 : Rs. 68,28,944, As at 1st April, 2016 : Rs.57,20,195) customers and balance on account of other expenses payable.

23 CURRENT LIABILITIES PROVISIONS

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Employee Benefits			
- Superannuation, Gratuity and Un-availed Leave	71,26,337	1,02,69,051	63,15,047
Provision for Warranty	7,68,710	-	-
TOTAL	**78,95,047**	**1,02,69,051**	**63,15,047**

24 CURRENT TAX LIABILITIES (NET)

(Amount in ₹)

PARTICULARS	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Income tax	4,95,83,229	4,41,01,055	2,57,66,566
TOTAL	**4,95,83,229**	**4,41,01,055**	**2,57,66,566**

25 REVENUE FROM OPERATIONS

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018		For the year ended 31st March, 2017	
Sale of Products				
Pumps	58,07,48,520		47,70,02,087	
Spares	55,78,83,169	1,13,86,31,689	56,57,11,778	1,04,27,13,865
Sale of Services				
Services - Repair & Maintenance	19,64,366		30,72,506	
Services - Commissioning & Installation	23,522	19,87,888	19,18,245	49,90,751
Other Operating Revenue		41,31,348		42,98,461
		1,14,47,50,925		1,05,20,03,077
GROSS REVENUE FROM OPERATIONS		**1,14,47,50,925**		**1,05,20,03,077**

The amount of sales during the current financial year is inclusive of excise duty amounting to Rs 55,80,368 till 30th June 2018 and Rs 4,32,36,786 during the year 2016-2017 . However, w.e.f 1st July, 2017 on introduction of Goods and Service Tax (GST), Central Excise , Value Added Tax , etc have been subsumed into GST.In accordance with the Accounting Standard-18 Revenue Recognition and Schedule III of the Companies Act 2013, unlike Excise Duties, Levies like GST, VAT, etc are not part of Revenue therefore the sales amount is net of GST.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

25.1 PARTICULARS OF REVENUE FROM OPERATIONS

(Amount in ₹)

Particulars	For the year ended 31ST MARCH 2018		For the year ended 31ST MARCH,2017	
DOMESTIC				
Sale of Products				
-Pumps	22,25,66,450		22,23,46,552	
-Spares	14,39,10,243	36,64,76,693	18,83,69,608	41,07,16,160
Sales Of Services				
- Services- Repairs & Maintenance	12,25,726		30,72,506	
- Services- Commissioning & Installation	23,522	12,49,248	1,45,000	32,17,506
Other Operating Revenue		41,31,348		42,98,461
		37,18,57,289		**41,82,32,127**
EXPORT				
Sale of Products				
-Pumps	35,81,82,070		25,46,55,535	
-Spares	41,39,72,926	77,21,54,996	37,73,42,170	63,19,97,705
Sales of Services				
- Services- repairs & maintenance	7,38,640		-	
- Services- commissioning & installation	-	7,38,640	17,73,245	17,73,245
		77,28,93,636		63,37,70,950
TOTAL		**1,14,47,50,925**		**1,05,20,03,077**

26 OTHER INCOME

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018		For the year ended 31st March, 2017	
Interest Income				
- On Bank Deposits	7,86,424		5,31,235	
- Others	1,90,950	9,77,374	62,474	5,93,709
Misc. Credit Balances Written Off		7,07,826		8,98,697
Foreign Exchange Diff. - Foreign Operations & Others		1,15,06,889		-
Profit on Sale/Impairment of Fixed Assets		-		2,63,350
Allowance for doubtful trade receivables		14,77,979		-
Gain on Valuation of Derivative		-		19,08,099
Miscellaneous Receipts		4,20,448		30,01,259
TOTAL		**1,50,90,516**		**66,65,114**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

27 COST OF MATERIALS CONSUMED

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018		For the year ended 31st March, 2017	
i) RAW MATERIALS CONSUMED				
Opening Stock	1,99,97,354		2,07,84,408	
Add: Purchases& Expenses thereon	16,32,24,749		13,96,44,790	
Less: Closing Stock	2,51,36,614	15,80,85,489	1,99,97,354	14,04,31,844
ii) BOUGHT OUT COMPONENTS CONSUMED				
Opening Stock	3,18,29,804		3,03,46,840	
Add: Purchases& Expenses thereon	25,58,99,399		20,75,91,592	
Less: Closing Stock	4,28,58,586	24,48,70,617	3,18,29,804	20,61,08,628
iii) CONSUMABLE STORES AND SPARES				
Opening Stock	21,61,407		11,50,349	
Add: Purchases	97,52,928		60,05,205	
Less: Closing Stock	22,80,441	96,33,894	21,61,407	49,94,147
TOTAL		**41,25,90,000**		**35,15,34,619**

27.1 Particulars of Raw Material and Components Consumed

(Amount in ₹)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Mild steel	12,11,789	11,97,302
Steel (ss & alloy)	6,62,58,753	6,54,32,660
Iron & metal castings	4,44,85,155	4,11,09,646
Rubber & chemicals	2,33,19,754	1,66,00,610
Pipes	1,18,70,837	1,01,19,728
Bought out materials & components	24,48,70,617	20,61,08,628
Freight,cartage,clearing & insurance	1,09,39,201	59,71,898
Other consumbale store and spares	96,33,894	49,94,147
TOTAL	**41,25,90,000**	**35,15,34,619**

28 CHANGE IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018		For the year ended 31st March, 2017	
OPENING STOCK:				
Finished Goods	12,59,44,205		12,63,59,952	
Work in Progress	92,41,846		85,99,160	
Scrap & Wastage	3,75,600	13,55,61,651	1,79,520	13,51,38,632
LESS: CLOSING STOCK:				
Finished Goods	14,63,57,101		12,59,44,205	
Work in Progress	1,28,67,743		92,41,846	
Scrap & Wastage	97,600	15,93,22,444	3,75,600	13,55,61,651
Net Change in Inventories		**(2,37,60,793)**		**(4,23,019)**

29 EMPLOYEE BENEFITS EXPENSE

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Wages, Salary, Bonus Gratuity & Other Allowances	23,56,81,683	20,72,06,867
Contribution to Provident & Other Funds	1,63,27,722	1,53,31,786
Directors' Remuneration	2,39,12,274	2,39,68,461
Workmen & Staff Welfare	1,07,96,547	85,63,579
TOTAL	**28,67,18,226**	**25,50,70,693**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

i) Contribution to Provident and other funds includes contribution to Provident fund for directors Rs. 17,64,720 (For 31st March, 2017: Rs. 17,64,720; For 1st April, 2016: Rs.18,61,200)

30 FINANCE COST

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018	For the year ended 31st March, 2017
INTEREST :		
On Term Loans	15,93,921	68,07,574
On Others borrowings	2,55,40,632	2,49,00,669
TOTAL	**2,71,34,553**	**3,17,08,243**

31 DEPRECIATION & AMORTISATION EXPENSE

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Depreciation on Property,plant & Equipment	6,86,30,142	7,35,37,647
Depreciation on Intangible assets	16,58,119	4,11,000
TOTAL	**7,02,88,261**	**7,39,48,647**

32 OTHER EXPENSES

(Amount in ₹)

PARTICULARS	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Power & Fuel	1,83,67,414	1,71,64,724
Machining & Electroplating	1,78,33,222	1,17,78,568
Tools	55,53,463	57,28,608
Repairs :		
Building	39,44,295	35,40,507
Plant & Machinery	1,15,99,970	70,76,642
Others	17,44,094	17,42,791
Insurance Charges	31,05,294	32,43,883
Travelling & Conveyance	3,92,86,596	3,06,73,593
Postage & Telephone	57,39,698	62,11,184
Professional & Consultancy	54,48,392	51,15,498
Vehicle Running & Maintenance	66,00,774	73,45,885
Rent	1,33,60,890	1,45,74,247
Excise Duty	55,80,368	4,32,36,786
Rates & Taxes	22,02,792	36,71,751
Directors' Sitting Fees	7,80,000	4,60,000
Payment to Auditors :		
Audit Fee	11,10,482	3,20,950
Tax Audit Fee	1,50,000	75,000
Taxation Matters	-	25,000
Foreign Branch Audit Fee	5,56,751	5,84,319
Out of Pocket Expenses	66,356	20,000
Packing & Forwarding Exp.	5,38,88,295	3,67,03,010
Commission & Discount	41,04,620	78,35,054
Advertisement & Publicity	60,38,585	26,78,060
Loss on sale of fixed assets	27,90,729	-
Foreign Exchange Diff. - Foreign Operations & Others	-	51,94,317
Bad Debts	17,86,777	40,66,668
Allowance for doubtful trade receivables	-	18,88,310
Loss on fair valuation of derivative	20,41,219	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

CSR Expenditure	11,02,000	12,00,000
Miscellaneous Expenses	4,04,81,566	3,43,90,997
TOTAL	**25,52,89,642**	**25,65,46,352**

The Provision of Rs 1102000 has been created during the year for the amount to be spent on CSR activities.

33 Earning per share (Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ened 31st March 2017
Profit attributable to equity holders of the Company for basic and diluted earnings per share	8,57,36,121	5,34,89,733
Number of Equity Shares	1,54,53,805	1,54,53,805
Face Value per Share	2	2
Weighted average number of shares at the end of the year for basic and diluted earnings per share	1,54,53,805	1,54,53,805
Basic and Diluted Earning per Shares	5.55	3.46

34 Contingent Liabilities & Commitments

34.1 Contingent Liabilities (Amount in ₹)

Particulars	As at 31st, March 2018	As at 31st, March 2017	As at 1st, April 2016
i) Disputed Sales Tax-Case	2,01,38,294	1,75,24,280	3,00,246
ii) Disputed Income Tax (appeals pending)	50,54,838	50,54,838	50,54,838
iii) Bank Guarantee	5,30,92,006	2,56,93,417	2,79,56,515
iv) Corporate Guarantee	1,82,100	22,950	-
v) Labour Cases	59,03,778	62,13,864	66,89,228
vi) Additional Demand from Greater Noida Industrial Development Authority on Greater Noida Land	1,10,00,000	1,10,00,000	1,10,00,000

34.2 Commitments

a) Capital Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. 30,03,205 as at 31st March 2018 (As at 31st March 2017 : Rs Nil , As at 1st April 2016 : Rs Nil)

b) Financial Guarantee

Term Deposits with Bank of India, Janpath Branch amounting to Rs 60,32,362/- (As at 31st March 2017 : Rs.16,02,356/-, As at 1st April 2016 Rs.33,07,350) and Term Deposit with Indusind Bank ,Barakhamba Road Branch amounting to Rs 46,56,715/- (As at 31st March 2017: Rs 29,33,016/-, As at 1st April 2016 Rs 23,99,044/-) are pledged with Bank of India & IndusInd Bank as Margin on Bank Guarantees, Letter of Credit and Foreign biils purchased by them.

Term Deposits with Citi Bank, Barakhamba branch amounting to Rs 90,84,386/-is pledged as Security with Goods & Service Tax Department.

35 The Company being engaged in the business of Engineering manufacturing, the provision of Section 186 of the Companies Act, 2013 are not applicable and accordingly, disclosure of details with respect to Loan given, guarantee given,security and investment made during the financial year 2017-2018 & 2016-2017 in terms of Section 186(4) of the Act is not applicable.

36 Capital Management

The Company's policy is to maintain a strong capital base so as to ensure that the Company is able to continue as going concern to sustain future development of the business. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market conditions. The policy is also adjusted based on underlying macro-economic factors affecting business environment, financial and market conditions.

Its guiding Principles are as below:-

i) Maintenance of financial strength to ensure the highest ratings;

ii) Ensure financial flexibility and diversify sources at financing;

iii) Manage Company exposure in forex to mitigate risks to earnings;

iv) Leverage optimally in order to maximum shareholders returns while maintaining strength and flexibility of the balance sheet.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

The Gearing Ratio at the end of the reporting period are as under : (Amount in ₹)

Particulars	As at 31st, March 2018	As at 31st, March 2017	As at 1st, April 2016
Borrowings	28,69,50,006	35,18,95,256	39,44,21,218
Less :- Cash & Bank balances	3,59,85,242	5,02,37,500	2,92,30,513
Net debts	25,09,64,764	30,16,57,756	36,51,90,705
Total Equity	63,53,66,168	54,61,75,908	50,15,33,468
Net Debts to Equity ratio	39%	55%	73%

37 Financial Instruments

a) Fair value measurement hierarchy: (Amount in ₹)

Particulars	As at 31st March, 2018			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
	-	-	-	-
At Amortized cost				
Trade receivables	29,90,57,026	-	-	-
Cash and cash equivalents	3,59,85,242	-	-	-
Bank balances other than above	2,11,26,762	-	-	-
Other financial assets	99,05,096	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	2,95,466	-	2,95,466	-
At Amortized cost				
Borrowings	26,00,54,092	-	-	-
Trade payables	12,67,14,976	-	-	-
Other Financial liabilities	2,82,77,741	-	-	-

Particulars	As at 31st March, 2017			
	Carrying amount	Level of input used in		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
At Amortized cost				
Trade receivables	28,27,78,849	-	-	-
Cash and cash equivalents	5,02,37,500	-	-	-
Bank balances other than above	58,61,109	-	-	-
Other financial assets	72,62,940	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	(17,45,749)		(17,45,749)	
At Amortized cost				

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Borrowings	28,68,99,147	-	-	-
Trade payables	10,94,42,252	-	-	-
Other Financial liabilities	6,64,44,014	-	-	-

Particulars	**As at 1st April 2016**			
	Carrying amount	**Level of input used in**		
		Level 1	Level 2	Level 3
Financial assets				
At FVTPL				
Derivative contracts	-	-	-	-
At FVTOCI				
	-	-	-	-
At Amortized cost				
Trade receivables	19,47,36,379	-	-	-
Cash and cash equivalents	2,92,30,513	-	-	-
Bank balances other than above	70,91,349	-	-	-
Other financial assets	80,18,777	-	-	-
Financial liabilities				
At FVTPL				
Derivative contracts	1,62,347	-	1,62,347	-
At Amortized cost				
Borrowings	32,50,46,143	-	-	-
Trade payables	8,82,78,116	-	-	-
Other Financial liabilities	7,07,82,574	-	-	-

The fair values of the financial assets and liabilities are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31st March, 2017.

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. In the case of Derivative contracts, the Company has valued the same using the forward exchange rate as at the reporting date.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3

b) Calculation of fair values:

i) Financial assets and liabilities measured at fair value as at Balance Sheet date:

The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs. The models incorporate various inputs including the credit quality of counter-parties and foreign exchange forward rates.

ii) Other financial assets and liabilities:-

-Cash and cash equivalents , trade receivables, other financial assets (except derivative financial instruments), trade payables, and other financial liabilities (except derivative financial instruments) have fair values that approximate to their carrying amounts due to their short-term nature.

-Loans have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

38 Financial Risk Management

Risk Management framework and policies

The Company does not have material financial risk in respect to business activities of Subsidiary Companies which effects the consolidated financial statements, thus financial risk of holding company are disclosed in standalone financial statements. (Refer to Note No 39).

39 Related Party Disclosure

39.1 Remuneration paid to Key Managerial Personnel

(Amount in ₹)

Name	Designation	Nature of Transaction-Gross Salary	
		For the year ended 31st March 2018	For the year ended 31st March 2017
Mr. Harish Chandra Gupta	Chairman & Managing Director	1,05,90,758	1,07,04,967
Mr. Anurag Gupta	Dy. Managing Director	67,17,758	66,87,285
Mr.Arvind Veer Gupta	Whole Time Director	66,03,758	65,76,209
Mr Pardeep Jain	Chief Financial Officer	22,71,280	21,57,090
Mr.Ashwani Kumar Verma	Company Secretary	16,47,078	15,59,060

As the post-employment benefits such as Gratuity & Leave encashment are provided on an actuarial basis for the company as a whole, the amount pertaining to Key Managerial Personnel is not ascertainable and therefore not included above.

39.2 Remuneration to Chairman & Managing Director, Dy. Managing Director and Whole Time Director.

(Amount in ₹)

Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
Salary	1,47,06,000	1,47,06,000
Other Perquisites	92,06,274	92,62,461
	2,39,12,274	2,39,68,461

39.3 Sitting Fees Paid to Non-executive Directors

(Amount in ₹)

Name	Designation	For the year ended 31st March 2018	For the year ended 31st March 2017
Mr. B.S. Ramaswamy	Independent Director	1,50,000	90,000
Dr. Ramesh Chandra Vaish	Independent Director	1,50,000	1,00,000
Mr. Anand Bordia	Independent Director	90,000	1,10,000
Mr Vijoy Kumar	Independent Director	-	60,000
Mrs. Asha Gupta	Non-executive Director	1,30,000	40,000
Mrs. Annapurna Dixit	Independent Director	1,20,000	60,000
Mr. Basant Seth	Independent Director	1,40,000	-

Mr. Vijoy Kumar had resigned w.e.f 9th February, 2017 and Mr. Basant Seth was appointed in casual vacancy w.e.f 12th May, 2017.

39.4 Relatives of Key Managerial Personnel

Mr. H. C. Gupta HUF

Mr. H. C. Gupta, Chairman & Managing Director of the Company is the Karta of H. C. Gupta HUF and the Company had taken on lease for Camp Office from H. C. Gupta HUF Upto Sept 16 and paid Rs.27,56,000/- towards rent for the year 2016-2017.

40 Employees Benefit

a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised are charged off for the year are as under:

Particulars	For the year ended 31st March 2018	For the year ened 31st March 2017
Employer's Contribution to Provident fund	55,69,336	49,52,629
Employer's Contribution to Superannuation/NIC at foreign branches	64,07,826	60,34,342

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

b) Defined Benefit Plan

The present value of the defined benefit obligations and related current service cost were measured using the Projected unit credit method, with actuarial valuation being carried out at each Balance Sheet date.

Investment Risk	The Present Value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit.
Interest Risk	A decrease in the bond interest rate will increase the plan liability.However, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity Risk	This risk effects Past Retirement Benefit plans, especially Pension and medical benefits.This Plan pays the benefit on Retirement, if not paid earlier, on account of resignation or death and hence the Longevity risk will not materially effect this Plan.
Salary Risk	The Gratuity benefit, being based on last drawn salary, will be critically effected in case of increase in future salaries being more than assumed.

In respect of Employees in India (Amount in ₹)

Particulars	Gratuity Funded			Leave Encashment		
	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)	Amount (Rs)
The principle assumptions used in actuarial valuation						
-Discount rate	7.75%	7.39%	8.04%	7.75%	7.39%	8.04%
-Expected rate on return of assets (per annum)	7.75%	7.39%	8.04%	7.75%	N.A	N.A
-Expected rate of future salary increase	5.75%	5.75%	5.75%	5.75%	5.75%	5.75%
Change in Present value of Obligation						
-Present value of obligation as at the beginning of the year	1,96,62,452	1,73,52,250	1,72,58,680	67,30,819	60,56,616	54,39,985
-Interest Costs	15,23,840	13,95,121	13,78,969	5,21,638	4,86,952	4,34,655
-Current Service Cost	17,10,468	14,30,065	13,99,982	11,93,296	5,69,480	5,91,392
-Past Service Cost(vested benefit)	29,73,601					
-Benefits Paid	(13,07,684)	(13,88,135)	(15,10,553)	(15,08,994)	(17,31,590)	(13,62,067)
-Actuarial (Gain) / Loss on obligations	(21,23,250)	8,73,151	(11,74,828)	4,77,860	13,49,361	9,52,651
-Unpaid Liability	2,68,356	-	-	-	-	-
-Present value of obligation as at end of the year	**2,27,07,783**	**1,96,62,452**	**1,73,52,250**	**74,14,619**	**67,30,819**	**60,56,616**
Change in fair value of Plan Assets						
Fair Value of Plan Assets at the beginning of the period	1,37,05,885	1,41,00,185	1,45,76,649	-	-	-
Expected Return on Plan Assets	10,62,206	11,33,655	11,64,674	-	-	-
Contributions	56,00,000		-	54,00,000	-	-
Benefit Paid	(10,39,328)	(13,88,135)	(15,10,553)	-	-	-
Actuarial Gain/(Loss) on Plan Assets	(2,62,480)	(1,39,820)	(1,30,585)	2,852	-	-
Fair Value of Plan Assets at the end of the period	**1,90,66,283**	**1,37,05,885**	**1,41,00,185**	**54,02,852**	**-**	**-**
Actual Return on Plan Assets						
Expected Return on Plan Assets	10,62,206	11,33,655	11,64,674	-	-	-
Actuarial Gains/(Losses) on Plan Assets	(2,62,480)	(1,39,820)	(1,30,585)	2,852	-	-
Actual Return on Plan Assets	7,99,726	9,93,835	10,34,089	2,852	-	-
Liability Recognised in balance Sheet						
-Present value of obligation as at end of the year	(2,27,07,783)	(1,96,62,452)	(1,73,52,250)	(74,14,619)	(67,30,819)	(60,56,616)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

-Fair value of plan assets as at the end of the year	1,90,66,283	1,37,05,885	1,41,00,185	54,02,852	-	-
-Unfunded status	-	(59,56,567)	(32,52,065)	-	(67,30,819)	(60,56,616)
-Unrecognised Actuarial (Gain)/Loss	-	-	-	-	-	-
Net Assets/ (Liability) recognised in Balance Sheet	**(36,41,500)**	**(59,56,567)**	**(32,52,065)**	**(20,11,767)**	**(67,30,819)**	**(60,56,616)**
Expenses recognised in Profit and Loss Account						
-Current Service Cost	17,10,468	14,30,065	13,99,982	11,93,296	5,69,480	5,91,392
-Interest Costs	15,23,840	261,466	2,14,295	5,21,638	4,86,952	4,34,655
-Expected Return on Plan assets	(10,62,206)	-	-	-	-	-
-Past Service Cost(vested benefit) Recognised	29,73,601	-	-	-	-	-
-Net Actuarial (Gain)/ Loss recognised during the year	(18,60,770)	10,12,971	(10,44,243)	4,75,008	13,49,361	9,52,651
Total Expenses recognised in Profit and Loss a/c	**32,84,933**	**27,04,502**	**5,70,034**	**21,89,942**	**24,05,793**	**19,78,698**

41 CSR Expenditure

a) Gross amount required to be spent by the Company during the FY 2017-2018 is Rs 11,02,000/- (Previous Year Rs 12,00,000/-)

b) Amount spent during the period

Particulars	For the year ended 31st March 2018			For the year ended 31st March 2017		
	Paid before the year end	Yet to be paid	Total	Paid before the year end	Yet to be paid	Total
Expenditure on Coporate Social Responsibility before the year end	-	11,02,000	11,02,000	-	12,00,000	12,00,000

During the year the company has paid Rs 350000/- out of the provision made for the year 2016-2017.

42 Additional Information as required under Schedule III to the Companies Act 2013, of enterprises consolidated as Subsidiary/Joint Ventures.

Name of entity in the group	As at 31st March 2018		For the year ended 31st March 2018	
	Net Assets i.e Total Assets minus Total Liabilities		Share in Profit for the year	
	As % of consolidated net assets	Amount (Rs)	As % of consolidated profit for the year	Amount (Rs)
Parent				
Roto Pumps Limited	**108.97%**	**70,10,64,726**	**99.84%**	**8,55,98,431**
Foreign Subsidiaries				
Roto Pumpen Gmbh	0.04%	2,66,894	-0.58%	(4,95,738)
Roto Pumps Americas Inc.	-0.58%	(37,02,793)	4.04%	34,67,289
Foreign Joint Venture				
Roto Overseas Pte.Ltd	3.04%	1,95,83,598	-5.51%	(47,23,104)
Minority Interest	-1.24%	(79,69,759)	2.20%	18,89,241
Total Eliminations	-10.24%	(6,59,06,738)	-	-
Total	100.00%	64,33,35,928	100.00%	8,57,36,119

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

43 The Company's operations predominantly comprises of only one segment- Pumps & Spares, therefore operationaly segment reporting does not apply.

44 The Board of Directors of the company at its meeting held on May 30,2018, inter alia, has recommended a dividend of Rs 0.40 per equity shares on 15453805 equity Shares of Par value Rs. 2/- each.

45 Previous Year's figures have been re-grouped/re-arranged wherever necessary to render them comparable with the current year's figures.

46 Figures have been rounded off to the nearest rupee.

As per our report of even date.

For and on behalf of the Board

For R.N Marwah & Co LLP
Chartered Accountants
(Registration No. 001211N/N500019)

(HARISH CHANDRA GUPTA)
Chairman & Managing Director
(DIN :00334405)

(ANURAG GUPTA)
Dy. Managing Director
(DIN :00334160)

(Manoj Gupta)
PARTNER
Membership No. 096776

(PRADEEP JAIN)
Chief Financial Officer
(PAN: AAEPJ6827A)

(ASHWANI K VERMA)
Company Secretary
(M.No: F9296)

PLACE : NOIDA
DATE : 30th May, 2018

ROTO PUMPS LTD.
(CIN: L28991UP1975PLC004152)

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