

August 16, 2019

To,
Corporate Relationship Department,
BSE Ltd,
25th floor, P.J.Towers,
Dalal Street, Fort,
Mumbai 400 001.

Ref: RAM RATNA WIRES LIMITED (Scrip Code: 522281)

Sub.: Annual Report for the Financial Year 2018-19, Notice convening the 27th Annual General Meeting ("AGM") and Intimation of record date

Dear Sir/Madam,

Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual report of the Company for the financial year 2018-19 along with the Notice convening the 27th AGM scheduled to be held on Wednesday 11th September, 2019 at 11.30 a.m. at Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai 400 018. The Annual Report is also available on the Company's website at www.rrshramik.com

Further to our letter dated 13th August, 2019 wherein we had intimated book closure dates, please note that the Company has fixed 30th August, 2019 as the record date for the purpose of payment of dividend for the financial year ended 31st March, 2019.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Ram Ratna Wires Limited,**

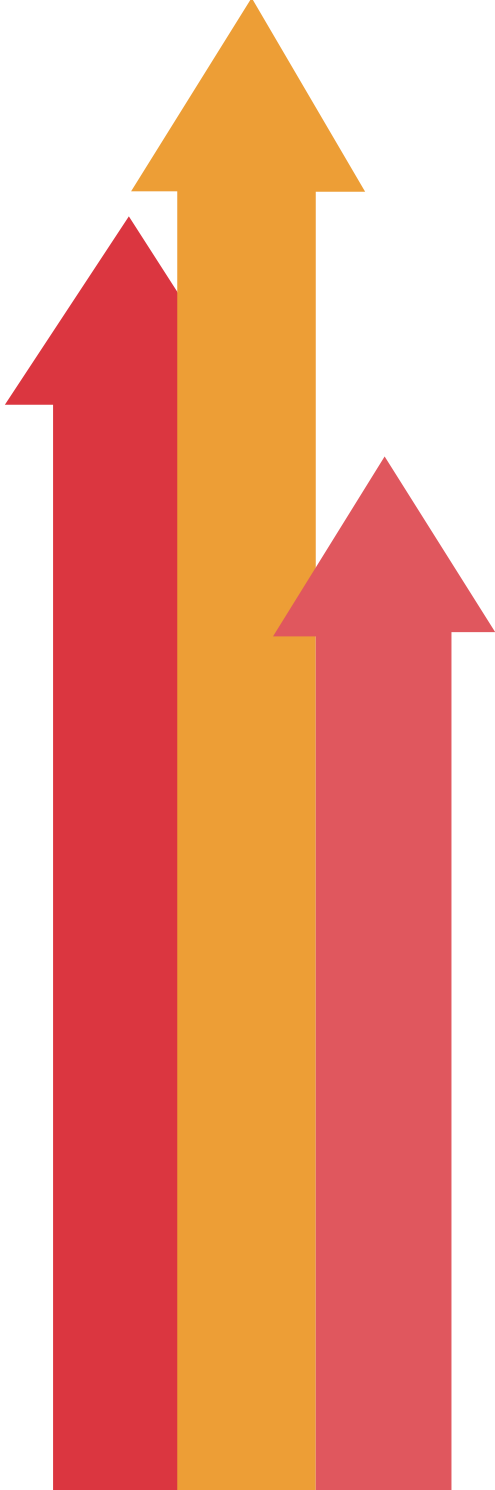

Saurabh Gupta
Company Secretary
ACS 53006





RAM RATNA WIRES LTD.

27th Annual Report 2018-19





27th ANNUAL GENERAL MEETING

Day & Date : Wednesday, 11th September, 2019

Venue : Hotel Sun Ville, 9, Dr. Annie Besant Road,
Worli, Mumbai - 400 018.

Time : 11:30 a.m.

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COMPANY INFORMATION

BOARD OF DIRECTORS AS ON 31st MARCH, 2019

Shri Rameshwarlal Kabra	Chairman (Retired w.e.f. 31 st March, 2019)
Shri Tribhuvanprasad Kabra	Managing Director (Appointed as Chairman w.e.f. 1 st June, 2019)
Shri Mahendrakumar Kabra	Joint Managing Director (Appointed as Managing Director w.e.f. 30 th May, 2019)
Shri Satyanarayan Loya	Director (Retired w.e.f. 31 st March, 2019)
Smt. Kirtidevi Kabra	Director
Shri Sandeep Jhanwar	Independent Director
Shri R. Kannan	Independent Director
Shri Prashant Deshpande	Independent Director
Dr. Ajai Singh	Independent Director
Shri Hemant Kabra	Executive Director and CFO
Shri H. S. Upendra Kamath	Independent Director
Shri Ramesh Chandak	Additional Independent Director (Appointed w.e.f. 12 th November, 2018)

OFFICE & MANUFACTURING UNITS

REGISTERED OFFICE : Ram Ratna House, Oasis Complex, P. B. Marg, Worli, Mumbai - 400 013.

Website (W) : www.rrshramik.com • CIN : L31300MH1992PLC067802

CORPORATE OFFICE : 305/A, Windsor Plaza, R. C. Dutt Road, Alkapuri, Vadodara - 390 007.

WORKS (Unit -1) : Survey No. 142/2, Madhuban Dam Road, Rakholi, Silvassa - 396 240, U.T. of D. & N.H.

WORKS (Unit -2) : Survey No. 212/2, Near Dadra Check Post, Dadra, Silvassa - 396 193, U.T. of D. & N.H.

WORKS (Unit -3) : Survey No. 16/1, Sayli Road, Village Karad, Rakholi, Silvassa - 396 240, U.T. of D. & N.H.

REGISTRAR AND SHARE TRANSFER AGENT

Bigshare Services Private Limited, 1st Floor Bharat Tin Works Building, Makwana Road, Marol , Andheri (E), Mumbai - 400 069.

T : 91-22-62638200/62638212 • F : 91-22-62638299 • W : www.bigshareonline.com

COMPANY SECRETARY

Shri Saurabh Gupta (Appointed w.e.f. 12th November, 2018)

STATUTORY AUDITORS

Bhagwagar Dalal & Doshi Chartered Accountants, Mumbai

COST AUDITORS

Poddar and Company Cost Accountants, Thane

SECRETARIAL AUDITOR

Khanna & Co. Practicing Company Secretaries, Navi Mumbai

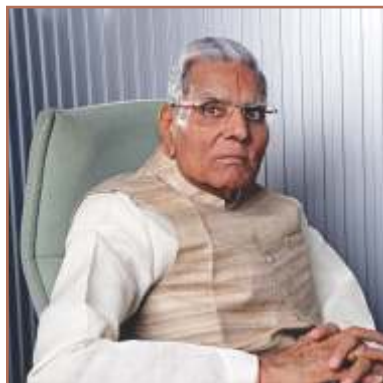
INTERNAL AUDITORS

DMKH & Co. Chartered Accountants, Mumbai

BANKERS

- State Bank of India
- Standard Chartered Bank
- AXIS Bank Limited
- HDFC Bank Limited
- Kotak Mahindra Bank Limited
- Yes Bank Limited
- IDFC Bank Limited

BOARD OF DIRECTORS AS ON 31ST MARCH, 2019



SHRI RAMESHWARLAL KABRA

CHAIRMAN
RETIRED W.E.F. 31ST MARCH, 2019



SHRI TRIBHUVANPRASAD KABRA

MANAGING DIRECTOR



SHRI MAHENDRAKUMAR KABRA

JOINT MANAGING DIRECTOR



SHRI SATYANARAYAN LOYA

DIRECTOR
RETIRED W.E.F. 31ST MARCH, 2019



SMT KIRTIDEVI KABRA

DIRECTOR



SHRI SANDEEP JHANWAR

INDEPENDENT DIRECTOR

BOARD OF DIRECTORS AS ON 31ST MARCH, 2019



SHRI R. KANNAN

INDEPENDENT DIRECTOR



SHRI PRASHANT DESHPANDE

INDEPENDENT DIRECTOR



DR. AJAI SINGH

INDEPENDENT DIRECTOR



SHRI HEMANT KABRA

EXECUTIVE DIRECTOR & CFO



SHRI H. S. UPENDRA KAMATH

INDEPENDENT DIRECTOR



SHRI RAMESH CHANDAK

ADDITIONAL INDEPENDENT DIRECTOR
APPOINTED W.E.F. 12TH NOVEMBER,
2018

FINANCIAL HIGHLIGHTS - STANDALONE

(₹ in Lakhs)

Description	2018-19	2017-18	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12
A. Operating Results:								
Net Revenue from Operations	125,013.64	102,724.95	80,082.95	71,904.81	74,091.18	69,859.49	68,550.34	56,031.24
Other Income	341.45	284.06	164.70	170.24	230.53	112.48	101.09	106.39
Net Profit before Taxation	2,442.61	4,175.61	3,339.40	1,447.32	1,508.38	1,080.40	1,263.79	710.56
Provision for Taxation	845.79	1,524.54	1,150.70	512.59	526.18	387.47	394.42	201.93
Net Profit after Taxation	1,596.82	2,651.07	2,188.70	934.73	982.20	692.93	869.37	508.63
B. Financial Position:								
Fixed Assets (Net)	14,193.30	11,972.89	7,219.21	5,203.73	4,590.28	4,599.22	4,649.64	4,711.49
Non- Current Assets	754.14	1,052.62	964.06	643.57	716.65	655.86	462.23	384.60
Current Assets	32,697.76	25,432.80	21,556.45	14,830.97	15,390.11	15,155.85	16,136.54	12,518.65
Investments	5,721.49	7,552.02	4,097.49	284.29	284.42	251.91	206.19	146.75
TOTAL ASSETS	53,366.69	46,010.33	33,837.21	20,962.56	20,981.46	20,662.84	21,454.60	17,761.49
Share Capital	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00
Reserves and Surplus	17,153.87	15,498.94	11,381.18	6,278.69	5,542.55	4,848.52	4,348.63	3,671.03
SHAREHOLDERS' FUND	18,253.87	16,598.94	12,481.18	7,378.69	6,642.55	5,948.52	5,448.63	4,771.03
Non-Current Liabilities	5,377.70	4,835.73	3,053.34	1,224.04	1,338.40	1,239.27	1,249.70	1,327.70
Current Liabilities	28,119.53	22,629.00	17,125.19	12,057.74	12,658.63	13,079.33	14,351.01	11,235.27
Deferred Tax	1,615.59	1,946.66	1,177.50	302.09	341.88	395.72	405.26	427.49
TOTAL CAPITAL EMPLOYED	53,366.69	46,010.33	33,837.21	20,962.56	20,981.46	20,662.84	21,454.60	17,761.49
C. Equity Share Data:								
Earning per share (Rs.)	7.26	12.05	9.95	4.25	4.46	3.15	3.95	2.31
Book value (Rs.)	82.97	75.45	56.73	33.54	30.19	27.04	24.77	21.69
Final/Interim Dividend (%)	25.00	25.00	25.00	15.00	20.00	15.00	15.00	15.00
Number of Shares (in Lakhs)	220.00	220.00	220.00	220.00	220.00	220.00	220.00	220.00

The financial results summary for financial years 2016-17 and onwards are prepared in accordance with Ind-AS and Schedule III of the Companies Act, 2013 and the financial results for financial years 2015-16 and prior are prepared as per the Accounting Standards and Indian GAAP.

CHAIRMAN'S LETTER



Dear Shareholders,

I am pleased to present the 27th Annual Report 2018-19 of Ram Ratna Wires Ltd.

Despite a relatively quiet Q3 and Q4 in 2018-19, your company has posted a decent performance for the year 2018-19. Net Revenue from Operations stood at ₹ 1,250 Crores in year 2018-19 as against ₹ 1,027 Crores in year 2017-18 therefore showing growth of 21.71%. Your Company is in continuous efforts and working hard to expand its market share and adding new value added products to contribute to its growth.

With the establishment of new manufacturing facility at Silvassa, equipped with latest technology and machineries, the Company has expanded its manufacturing capacity to cater to the increasing demand of the market. This year we have introduced and added ULTRA FINE wires to our manufacturing armory. We are now producing wires from 0.016mm to 0.030 mm used for special and specific applications like RFIDs, Sensors, Micro relays, Watches and Special motors. These wires are an import substitution which have and will immensely benefit Indian industry which has been hitherto reliant only on imports.

Our relentless focus on building international competitiveness will be supported by appropriate investments to help achieve top positions in our businesses. Looking at the emerging opportunities in a relatively fast growing economy like India, our business holds immense promise for future. With the increase in investment in infrastructure, telecommunications, energy etc the demand for winding wires will also rise and would provide us immense opportunities in future.

With the new government taking office after a resounding mandate, we are confident that their endeavours to create rapid growth will augur well for the economy. Significant reforms such as GST have stabilised well and various social schemes committed to "Sabka Saath Sabka Vikas" point to an optimistic future as a new India promises to take shape.

Ram Ratna Wires Ltd is well poised to benefit from the anticipated acceleration in growth and make a meaningful contribution to the Socio-economic development of the nation.

I would like to thank all the team members for their commitment, loyalty and service to the company. I would also like to thank the Board of Directors for their unstinted support. I would like to express my gratitude to our loyal shareholders and customers for their continued support and reposing their trust in the company for all these years. I continue to count on your support as we move towards better days.

With Warm regards,
Jai Hind
Tribhuvanprasad Kabra
Chairman

NOTICE

Notice is hereby given that the 27th Annual General Meeting of the Company will be held at Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai - 400 018 on Wednesday, 11th September, 2019 at 11:30 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of the Auditors thereon.
2. To declare a dividend on Equity Shares for the financial year ended 31st March, 2019.
3. To appoint a Director in place of Shri Tribhuvanprasad Kabra (DIN 00091375), who retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS

4. To appoint Shri Mahendrakumar Kabra as Managing Director of the Company and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee of the Board, Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time the members of the Company hereby accord its approval for the appointment of Shri Mahendrakumar Kabra (holding DIN: 00473310) as Managing Director of the Company for a period of 5 years with effect from 30th May, 2019 to 29th May, 2024 and who shall not be liable to retire by rotation, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Shri Mahendrakumar Kabra.

RESOLVED FURTHER THAT in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to the Managing Director shall be governed by Section II of Part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof and the same shall be treated as the Minimum Remuneration payable to the said Managing Director.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

5. To appoint Shri Ramesh Deokisandas Chandak as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT Shri Ramesh Deokisandas Chandak (DIN: 00026581) who was appointed as an Additional Director of the Company with effect from 12th November, 2018 and who holds office upto the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 ("the Act") but who is eligible for appointment and in respect of whom the Company received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of Director, be and is hereby appointed as the Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Shri Ramesh Deokisandas Chandak who has submitted a declaration that he meets the criteria for Independence, be and is hereby appointed as the Independent Director of the Company with effect from 12th November, 2018, not liable to retire by rotation, for a term of five consecutive years on the Board and shall be eligible for re-appointment for another term of five consecutive years on passing of a special resolution by the Company.

6. To re-appoint Shri Sandeep Jhanwar as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the

Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Shri Sandeep Jhanwar (DIN - 00124901), who was appointed as an Independent Director not liable to retire by rotation and whose term expired on 31st March 2019, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, proposing his candidature for the office of Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term commencing from 1st April 2019 to 31st March 2024."

7. To re-appoint Shri Kannan Ramamirtham as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Shri Kannan Ramamirtham (DIN - 00227980), who was appointed as an Independent Director not liable to retire by rotation and whose term expired on 31st March 2019, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, proposing his candidature for the office of Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term commencing from 1st April 2019 to 31st March 2024."

8. To re-appoint Shri Prashant Deshpande as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Shri Prashant Deshpande (DIN - 00087591), who was appointed as an Independent Director not liable to retire by rotation and whose term expired on 31st March 2019, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member, proposing his candidature for the office of Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term commencing from 1st April 2019 till he attains the age of 75 years on 19th February, 2020."

9. To amend the Articles of Association to incorporate relevant provisions relating to appointment of Chairman Emeritus and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), the Articles of Association of the Company be and is hereby altered, by inserting the following new Article as 77A after the present Article 77 in the Articles of Association of the Company:

- 77 A(1) The Board shall be entitled to appoint any person who has rendered significant or distinguished services to the Company or to the industry to which the Company's business relates or in the public field, as the Chairman Emeritus of the Company.
- (2) The Chairman Emeritus shall hold office until he resigns his office or a special resolution to that effect is passed by the members in a general meeting.
- (3) The Chairman Emeritus may attend any meetings of the Board or Committee thereof but shall not have any right to vote and shall not be deemed to be a party to any decision of the Board or Committee thereof.
- (4) The Chairman Emeritus shall not be deemed to be a director for any purposes of the Act or any other statute or rules made there under or these Articles including for the purpose of determining the maximum number of Directors which the Company can appoint.
- (5) The Board may decide to make any payment in any manner for any services rendered by the Chairman Emeritus to the Company."

RESOLVED FURTHER THAT Shri Tribhuvanprasad Kabra, Chairman and/or Shri Mahendrakumar Kabra, Managing Director and/or Shri Saurabh Gupta, Company Secretary, be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution, including filing relevant intimations, forms, returns and other necessary documents to the concerned authorities and agencies."

10. To amend the Memorandum of Association of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 4, Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read with the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and subject to requisition approvals, if any, from appropriate authorities, the consent of the members of the Company be and is hereby accorded for alteration of the Objects Clause of the Memorandum of Association of the Company by inserting the words and / punctuation words "; and to manufacture and/or deal in all kinds of Electrical Machinery, Electrical Appliances, Types of Motor and Motor Controllers, Electrical goods and their spares, including related products used for any purposes" at the end of the existing sub-clause 1 of Clause III(A) and the revised sub-clause 1 shall read as below:

1. To carry on the business of manufacturers and processors of and buy or otherwise acquire, sale, import, export, distribute or otherwise deal in and to produce super enamelled copper, aluminium winding wires, strips, D.C.C., S.C.C., D.P.C., P.V.C., Fibre Glass, Asbestos, Plastic Insulated, Drycore Core Paper insulated covered and all kinds of Wires, Litz Wires, Cables, Felexes, Telecables, non-ferrous conductors, including A.C.S.R. conductors; and to manufacture and/or deal in all kinds of Electrical Machinery, Electrical Appliances, Types of Motor and Motor Controllers, Electrical goods and their spares, including related products used for any purposes.

RESOLVED FURTHER THAT Shri Tribhuvanprasad Kabra, Chairman and/or Shri Mahendrakumar Kabra, Managing Director and/or Shri Saurabh Gupta, Company Secretary, be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution, including filing relevant intimations, forms, returns and other necessary documents to the concerned authorities and agencies."

11. To consider and ratify the remuneration payable to M/s. Poddar & Co, Cost Accountants for the financial year ending 31st March, 2020 and in this regard, pass with or without modification(s), the following resolution as an ORDINARY Resolution :

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the payment of the remuneration of ₹ 4,00,000 /- (Rupees Four Lakhs only) with applicable tax plus reimbursement of related business expenses, at actuals, to M/s. Poddar & Co., Cost Accountants (Firm Registration No. 101734), who were appointed by the Board of Directors of the Company, as Cost Auditors, to conduct audit of the cost records maintained by the Company, for the Financial Year ending 31st March, 2020, be and is hereby ratified."

By the Order of the Board

Place: Mumbai

Date: 9th August, 2019

REGISTERED OFFICE:

Ram Ratna House, Oasis Complex, P.B.Marg, Worli, Mumbai-400 013

CIN: L31300MH1992PLC067802

E-MAIL: investorrelations@rrglobal.com

Saurabh Gupta

Company Secretary

ACS 53006

NOTES:

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of item nos. 4 to 11 of the Notice set out above is annexed herewith.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll only instead of himself/herself and such a proxy need not be a Member of the Company. Proxies in order to be effective must be received by the company not less than forty-eight hours before the meeting. A person can act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. Member holding more than 10 percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

3. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution/Authority letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company to attend and vote on their behalf at the AGM.
4. The Register of Members and Share Transfer Register will remain closed from 31st August, 2019 to 11th September, 2019 (both days inclusive).
5. The Dividend for the financial year ended 31st March, 2019, as recommended by the Board, if approved at the Annual General Meeting, will be paid on or from 13th September, 2019 to those Members whose name appears in the Register of Members on 30th August 2019 in respect of physical shareholders and whose name appear in the list of Beneficial Owner on 30th August, 2019 furnished by NSDL and CDSL in respect of shareholders holding shares in electronic form.
6. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Company so as to reach the Registered Office of the Company **at least ten days before the date of the Meeting** to enable the Company to make available the relevant information and answer them in the Meeting.
7.
 - i) Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars or any change in their residential address already registered against their respective folios for payment of dividend are requested to immediately intimate any change in their residential address to Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059, Registrars and Transfer Agent of the Company, so that change could be effected in the Register of Members before closure. Members are encouraged to update their details to enable expeditious credit of dividend into their respective bank accounts electronically through Automated Clearing House (ACH) mode or such other permitted mode for credit of dividend.
 - ii) Members who are holding shares in demat mode are requested to notify to their Depository Participants (DP) any change in their residential address, Bank A/c details and/ or e-mail address immediately and are hereby informed that bank particulars registered with their respective DP, with whom they maintain their demat accounts, will be used by the Company for payment of dividend.
 - iii) Securities and Exchange Board of India (SEBI) & Ministry of Corporate Affairs (MCA) is promoting electronic communication as a contribution to greener environment. Accordingly, the Company sends all communication including the Notice along with Annual Report in electronic form to all Members whose e-mail Id's are registered with the Company/ Depository Participant(s) unless a specific request for hard copy has been requested. Members are requested to update their e-mail Id's with the Company for receiving the notices and other documents at their e-mail address.
 - iv) Members may kindly note that as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') it is mandatory for the Company to print the bank account details of the investors in dividend payment instrument. Hence, you are requested to register/ update your correct bank account details with the Company/ RTA/Depository Participant, as the case may be.
8. All dividends remaining unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account, are required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Accordingly, till date the Company has transferred to IEPF the unclaimed and unpaid amount pertaining to dividends declared up to the financial year 2010-11. Members who have not yet encashed their dividend warrants for the financial year 2011-12 onwards are requested to make their claims to the Company immediately.

Also, in terms of Section 124(6) of the Act, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more are required to be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Accordingly, equity shares which were/ are due to be so transferred, have been/ shall be transferred by the Company to the Demat Account of IEPFA. Upon transfer of such shares, all benefits (like bonus, etc.), if any, accruing on such shares shall also be credited to the Demat Account of IEPFA and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholder from IEPFA by following the procedure prescribed under the aforesaid rules. Details of shares transferred to the Demat Account of IEPFA have been uploaded by the Company on its website at www.rrshramik.com. Shareholders may kindly check the same and claim back their shares. Therefore, it is in the interest of shareholders to regularly claim the dividends declared by the Company.

9. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial

Standard-2 on General Meetings, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.

10. Members may also note that the Notice of the 27th Annual General Meeting along with the Annual Report 2018 - 2019 will also be available on the Company's website at www.rrshramik.com. The Notice of AGM shall also be available on the website of NSDL viz. www.evoting.nsdl.com.
11. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made there under, Shareholders are entitled to make nomination in respect of shares held by them.
Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled to Bigshare Services Private Limited. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
12. Members are requested to bring duly filled admission / attendance slip and their copy of Annual Report to the Meeting. Members who hold shares in electronic form are requested to bring their Client ID and DP ID details for identification.
13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the AGM.
14. All the documents referred in the accompanying notice will be available for inspection at the Registered Office of the Company between 11:00 a.m. to 1:00 p.m. on all working days till the date of ensuing 27th Annual General Meeting.
15. The route map showing directions to reach the venue of the 27th AGM is annexed.

PROCEDURE OF VOTING AT AGM

Members who do not vote by e-voting are entitled to vote at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

Voting to the resolutions as contained in the Notice shall be conducted through ballot/poll or other appropriate process. Relevant facility for voting shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting. Members who are entitled to vote can cast their vote through ballot paper in the AGM. The Company will make arrangement in this respect including distribution of ballot papers under the supervision of a scrutinizer appointed for the purpose. Members will need to write on the ballot paper, inter alia, relevant Folio No, DP ID & Client ID No. and number of shares held etc.

Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 hereinafter referred to as 'Listing Regulations' (including any statutory modification(s) and / or re-enactment(s) for the time being in force), the members are provided with the following alternatives by which they may cast their votes:

- (i) by electronic means through the remote e-voting platform provided by NSDL. The process for voting through e-voting is annexed hereto. The remote e-voting period will commence on Sunday, 8th September, 2019 at 9.00 a.m. and will end on Tuesday, 10th September, 2019 at 5.00 p.m. During this period, members of the Company holding shares either in physical or dematerialized form, may cast their vote electronically. The remote e-voting module will be disabled by NSDL for voting thereafter.
- (ii) Members who do not have access to remote e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Shri Anup Vaibhav C. Khanna, Practicing Company Secretary, (Membership No. 6786, COP: 12906), at the Registered Office of the Company not later than by 5 p.m. on Tuesday, 10th September, 2019. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 30th August, 2019, have the option to request for physical copy of the Ballot Form by sending an e-mail to investorrelations@rrglobal.com by mentioning their Folio / DP ID and Client ID No.
- (iii) Members who have cast their votes by remote e-voting or by Ballot Form prior to the AGM may also attend the Meeting but they shall not be entitled to cast their vote again.
- (iv) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital in the Company as on the cut-off date i.e. 30th August, 2019.

The instructions for e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

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

5. Your password details are given below:
 - a) If you are already registered for e-voting then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

Process for members opting for physical Assent/Dissent Form

- In case of those Members, who do not have access to e-voting facility, they can use the assent / dissent form sent herewith can be downloaded from our website www.rrshramik.com and convey their assent / dissent to each one of the items of business to be transacted at the ensuing AGM and send the form to reach Shri. Anup Vaibhav C. Khanna, Scrutinizer appointed by the Company at the registered office of the Company before Tuesday, 10th September, 2019 by 5 p.m.
- Members can choose only one of the two options, namely e-voting or voting through physical assent / dissent form. In case the votes are casted through both the formats, then votes casted through e-voting shall stand cancelled and those votes casted through physical assent / dissent form would be considered, subject to the assent / dissent form being found to be valid.
- The Results of e-voting, physical assent / dissent and poll, if any, shall be aggregated and declared on or after the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rrshramik.com and on the website of NSDL within three (3) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange.

By the Order of the Board

Place: Mumbai

Date: 9th August, 2019

REGISTERED OFFICE:

Ram Ratna House, Oasis Complex, P.B.Marg, Worli, Mumbai-400 013

CIN: L31300MH1992PLC067802

E-MAIL: investorrelations@rrglobal.com

Saurabh Gupta
Company Secretary
ACS 53006

EXPLANATORY STATEMENT

STATEMENT ANNEXED TO THE NOTICE AND SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

ITEM NO. 4

As per the recommendation of the Nomination & Remuneration Committee, pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read with section 198 of the Companies Act, 2013 and the rules made thereunder, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the Board of Directors of the Company at their meeting held on 30th May, 2019, appointed Shri Mahendrakumar Kabra as the Managing Director of the Company changing his designation from Joint Managing Director for a period of 5 (five) years with effect from 30th May, 2019 who shall be entitled to receive any remuneration whether by way of salary, perquisites, commission, bonus or otherwise as below and shall not be liable to retire by rotation.

- a) Salary: ₹ 7,50,000/- per month w.e.f. 30th May, 2019 with an increment not exceeding 20% per annum at the discretion of the Board of Directors of the Company.
- b) Commission based on the net profits of the Company in a particular year which shall be within the overall limits laid down in Section 197 of the Companies Act, 2013 read with Schedule V to the said Act.
- c) Perquisites:
 - (i) Furnished accommodation including gas, electricity and water, medical reimbursement and leave travel concession for self and family, club fees, medical insurance, etc.
 - (ii) Provision for use of company car for official duties and telephone at residence (including payment of local calls and long distance official calls).

The perquisites referred to in para (ii) will not be included in the computation of ceiling on remuneration.

The appointment of Shri Mahendrakumar Kabra would require the consent of the shareholders of the Company by way of special resolution pursuant to Section 196 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act and Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The resolution at item no. 4 of the Notice is therefore, recommended for your approval.

Shri Mahendrakumar Kabra, Shri Tribhuvanprasad Kabra, Smt. Kirtidevi Kabra and Shri Hemant Kabra are concerned or interested in the resolution at item no. 4 of the notice for the appointment of Shri Mahendrakumar Kabra as Managing Director of the Company. No other Director or Key Managerial Personnel or their relatives are concerned or interested in the said Resolution.

ITEM NO. 5

Shri Ramesh Deokisandas Chandak (DIN: 00026581) was appointed as an Additional Director of the Company with effect from 12th November, 2018 pursuant to the provisions of Section 161 of the Companies Act, 2013, and the Articles of Association of the Company. As such Shri Ramesh Deokisandas Chandak holds office up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice under Section 160(1) of the Act proposing his candidature for the office of Director of the Company.

Shri Ramesh Deokisandas Chandak by qualification is a Chartered Accountant and has completed the Advanced Management Program on "Leading Change and Organisational Renewal" from Harvard Business School. Shri Chandak is Founder and CEO of RDC Business Advisory, focusing on Leadership Coaching, Strategy Implementation, Performance transformation and organizational development. His current engagements are spread across various industries in India and He is also an Independent Director on several Boards of Companies. With a successful career spanning over 48 years across various manufacturing and infrastructure industries in India, USA, and Malaysia, he has acquired a solid experience in Succession Planning and Performance Management Strategy.

As per the provisions of the Section 149 of the Act, an Independent Director shall hold office for a term upto five consecutive years on the Board of the Company and is not liable to retire by rotation. Shri Ramesh Deokisandas Chandak has consented to act as Director of the Company and has given declaration to the Board that he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Shri Ramesh Deokisandas Chandak fulfils the conditions specified in the Companies Act, 2013 and Rules made there under for appointment as Independent Director of the Company. The Board based on the recommendation of the Nomination and Remuneration Committee, recommends his appointment as the Independent Director for a period of five years commencing from

12th November, 2018.

Consent of the Members is required for appointment of Shri Chandak, in terms of Section 149 of the Act read with Schedule IV of the Act. Further, in terms of the recently notified Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members by way of Special Resolution is required for continuation of a Non-Executive Director beyond the age of seventy-five years. During the proposed term of appointment, Shri Chandak will attain the age of seventy-five years on 7th November, 2021. This Special Resolution, once passed, shall also be deemed as your approval under the aforesaid Regulations, for continuation of Shri Chandak as an Independent Director beyond the age of seventy five years.

The terms and conditions of appointment of Shri Chandak, pursuant to Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Shri Ramesh Deokisandas Chandak, is concerned or interested (financially or otherwise) in this Resolution. The Board recommends Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

ITEM No. 6

Shri Sandeep Jhanwar (DIN: 00124901) was appointed as an Independent Director at the 22nd Annual General Meeting held on 23rd September, 2014 for a term of five years effective from 1st April, 2014 till 31st March, 2019.

The Board of Directors of the Company ('the Board') at the meeting held on 8th February, 2019, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the re-appointment of Shri Jhanwar as an Independent Director of the Company not liable to retire by rotation for a period of five years with effect from 1st April, 2019, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), or any amendment thereto or modification thereof. Requisite Notice under Section 160 of the Act proposing the re-appointment of Shri Jhanwar has been received by the Company.

The Board is of the view that the continued association of Shri Jhanwar would benefit the Company, given the knowledge, experience and performance of Shri Jhanwar, and contribution to Board processes by him. Shri Jhanwar has consented to act as Director of the Company and has given declaration that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations. In the opinion of the Board, Shri Jhanwar fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

In Compliance with the provisions of Section 149 of the Act read with Schedule IV of the Act, the appointment of Shri Sandeep Jhanwar is now placed before the members for their approval by special resolution.

The terms and conditions of appointment of Shri Jhanwar, pursuant to Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Shri Sandeep Jhanwar, is concerned or interested (financially or otherwise) in this Resolution. The Board recommends Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

ITEM No. 7

Shri Kannan Ramamirtham (DIN: 00227980) was appointed as an Independent Director at the 22nd Annual General Meeting held on 23rd September, 2014 for a term of five years effective from 1st April, 2014 till 31st March, 2019.

The Board of Directors of the Company ('the Board') at the meeting held on 8th February, 2019, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the re-appointment of Shri Ramamirtham as an Independent Director of the Company not liable to retire by rotation for a period of five years with effect from 1st April, 2019, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), or any amendment thereto or modification thereof. Requisite Notice under Section 160 of the Act proposing the re-appointment of Shri Ramamirtham has been received by the Company.

The Board is of the view that the continued association of Shri Ramamirtham would benefit the Company, given the knowledge, experience and performance of Shri Ramamirtham, and contribution to Board processes by him. Shri Ramamirtham has consented to act as Director of the Company and has given declaration that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations. In the

opinion of the Board, Shri Ramamirtham fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

In Compliance with the provisions of Section 149 of the Act read with Schedule IV of the Act, the appointment of Shri Kannan Ramamirtham is now placed before the members for their approval by special resolution.

The terms and conditions of appointment of Shri Ramamirtham, pursuant to Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Shri Kannan Ramamirtham, is concerned or interested (financially or otherwise) in this Resolution. The Board recommends Special Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM No. 8

Shri Prashant Deshpande (DIN: 00087591) was appointed as an Independent Director at the 22nd Annual General Meeting held on 23rd September, 2014 for a term of five years effective from 1st April, 2014 till 31st March, 2019.

The Board of Directors of the Company ('the Board') at the meeting held on 30th May, 2019, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the re-appointment of Shri Deshpande as an Independent Director of the Company not liable to retire by rotation for a period from 1st April, 2019 till he attains the age of 75 years on 19th February, 2020, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), or any amendment thereto or modification thereof. Requisite Notice under Section 160 of the Act proposing the re-appointment of Shri Deshpande has been received by the Company.

The Board with reference to letter received from Shri Deshpande stating his desire to continue as Independent Director of the Company till he attains the age of 75 years on 19th February, 2020 is of the view that the continued association of Shri Deshpande till he attains the age of 75 years would benefit the Company, given the knowledge, experience and performance of Shri Deshpande, and contribution to Board processes by him. Shri Deshpande has consented to act as Director of the Company and has given declaration that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations. In the opinion of the Board, Shri Deshpande fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations for re-appointment as an Independent Director and that he is independent of the management of the Company.

In Compliance with the provisions of Section 149 of the Act read with Schedule IV of the Act, the appointment of Shri Prashant Deshpande is now placed before the members for their approval by special resolution.

The terms and conditions of appointment of Shri Deshpande, pursuant to Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Shri Prashant Deshpande, is concerned or interested (financially or otherwise) in this Resolution. The Board recommends Special Resolution set out at Item No. 8 of the Notice for approval of the Members.

ITEM No. 9

Under Section 14 of the Companies Act, 2013 ("the Act"), the Board of Directors of a company cannot, except with the consent of the members in general meeting by a special resolution, amend the Articles of Association of the Company. It is proposed to insert new Article 77A in the Articles of Association after the existing Article 77 so as to include provision relating to appointment of any person who has rendered significant or distinguished services to the Company or to the industry to which the Company's business relates or in the public field, as Chairman Emeritus on the terms mentioned therein. Your Directors recommend to pass this resolution as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent of their shareholding, if any. The Board recommends Special Resolution set out at Item No. 9 of the Notice for approval of the Members.

ITEM No. 10

At their meeting held on 9th August 2019, the Board has considered to amend the main objects clause of the Memorandum of Association of the Company, subject to the approval of the shareholders at the ensuing Annual General Meeting, to include certain additional businesses, such as manufacturing and dealing in electrical machineries, electrical appliances, Types of motor and motor controllers, electrical goods and their spares, including related products used for any purposes. The amendment in the main objects clause would allow the Company to deal in these additional products as and when the Company desires to deal in the future.

Accordingly, the existing Clause III(A)(1) of the Memorandum of Association of the Company is proposed to be slightly amended as per the revised clause proposed at resolution no. 10 of the Notice of the AGM.

In terms of Section 4 and 13 of the Act, the consent of the Members by way of Special Resolution is required for amending the main objects of the Memorandum of Association of the Company. The Board recommends for approval by the members the resolution as set out at Item No. 10 of the Notice as a Special Resolution.

The Memorandum of Association of the Company is available for inspection during specified business hours i.e. between 11:00 a.m. to 2:00 p.m. at the registered office of the Company on all working days.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution proposed at item no. 10 of the Notice, except to the extent of their shareholding, if any, in the Company.

ITEM No. 11

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Poddar & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 11 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution proposed at item no. 11 of the Notice.

Profile of Directors being appointed / re-appointed.

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and secretarial standards 2, following information is furnished in respect of Director proposed to be appointed / re-appointed at the Annual General Meeting.

Name	Shri Tribhuvanprasad Kabra
Date of Birth	11/06/1955
Date of Appointment on the Board	29/09/1993
Qualifications & Nature of Expertise	B.Com., Industrialist
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	1. R R Kabel Limited 2. Ram Ratna Electricals Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	R R Kabel Limited - Member Nomination & Remuneration Committee
Number of Shares held in Ram Ratna Wires Limited	4,35,466 Equity Shares
Relationship Between Directors	Relative of Shri Mahendrakumar Kabra
Name	Shri Mahendrakumar Kabra
Date of Birth	13/05/1957
Date of Appointment on the Board	21/07/1992
Qualifications & Nature of Expertise	Licentiate Mechanical Engineer, Industrialist
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	R R Kabel Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	Nil
Number of Shares held in Ram Ratna Wires Limited	18,67,966 Equity Shares
Relationship Between Directors	Relative of Shri Tribhuvanprasad Kabra and Shri Hemant Kabra.

Name	Shri Ramesh Deokisandas Chandak
Date of Birth	07/11/1946
Date of Appointment on the Board	12/11/2018
Qualifications & Nature of Expertise	M.COM, F.C.A, Leadership Coach, Advanced Management Programme on leading change and organisational renewal from Harvard business school.
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	<ol style="list-style-type: none"> 1. Parag Milk Foods Limited 2. KEC International Limited 3. Summit Securities Limited 4. Prince Pipes and Fittings Limited 5. Anand Rathie Wealth Services Limited 6. Global Procurement Consultants Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	<p>KEC International Limited</p> <ul style="list-style-type: none"> - Member Audit Committee - Member Nomination & Remuneration Committee - Chairman Stakeholders Relationship Committee <p>Prince Pipes and Fittings Limited</p> <ul style="list-style-type: none"> - Member Audit Committee - Chairman Stakeholders Relationship Committee <p>Anand Rathie Wealth Services Limited</p> <ul style="list-style-type: none"> - Member Nomination & Remuneration Committee - Chairman Stakeholders Relationship Committee <p>Parag Milk Foods Limited</p> <ul style="list-style-type: none"> - Chairman Audit Committee - Member Nomination & Remuneration Committee
Number of Shares held in Ram Ratna Wires Limited	Nil
Relationship Between Directors	There exist no pecuniary relationship with any director

Name	Shri Sandeep Jhanwar
Date of Birth	30/06/1976
Date of Appointment on the Board	13/08/2010
Qualifications & Nature of Expertise	B.Com, F.C.A., L.L.B., Practising Chartered Accountant
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	NIL
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	Nil
Number of Shares held in Ram Ratna Wires Limited	NIL
Relationship Between Directors	There exist no pecuniary relationship with any director

Name	Shri Kannan Ramamirtham
Date of Birth	02/06/1949
Date of Appointment on the Board	28/05/2011
Qualifications & Nature of Expertise	PG Mathematics, CAIIB, PG Diploma in Management Studies, Corporate Advisor
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	<ol style="list-style-type: none"> 1. Orient Press Limited 2. Bharat Aluminium Company Limited 3. R R Kabel Limited 4. Ram Ratna Electricals Limited 5. SVL Limited 6. Sterlite Interlinks Limited

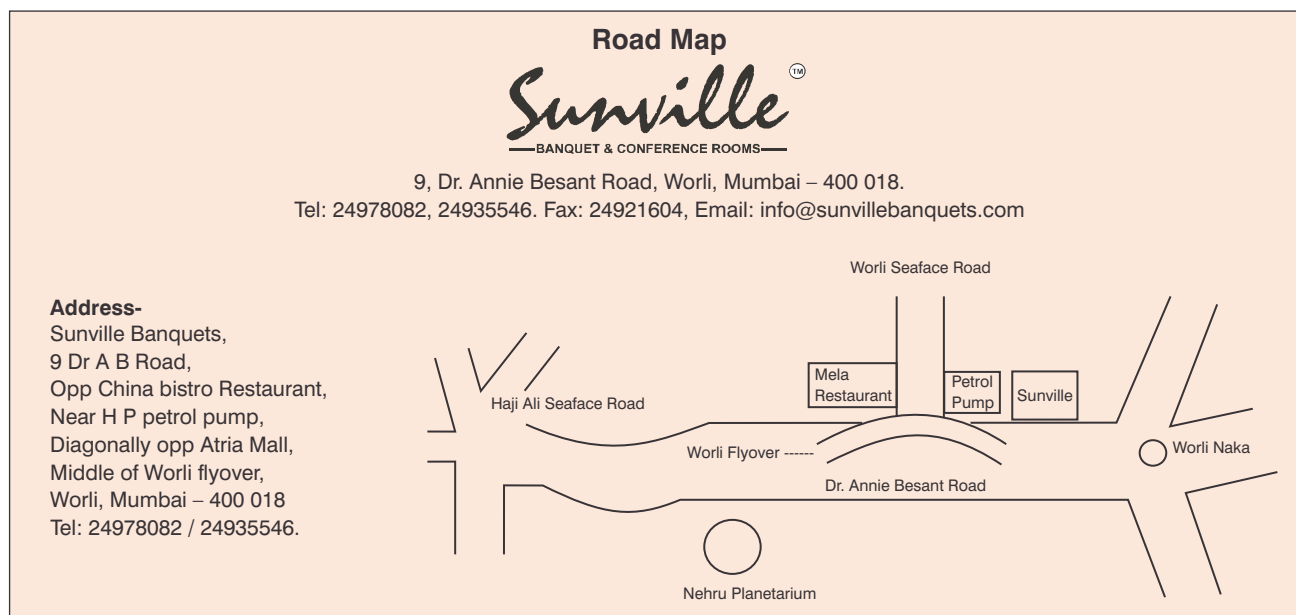
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	Bharat Aluminium Company Limited - Chairman Audit Committee - Chairman Nomination & Remuneration Committee R R Kabel Limited - Member Audit Committee - Chairman Nomination & Remuneration Committee Orient Press Limited - Member Audit Committee
Number of Shares held in Ram Ratna Wires Limited	NIL
Relationship Between Directors	There exist no pecuniary relationship with any director

Name	Shri Prashant Deshpande
Date of Birth	19/02/1945
Date of Appointment on the Board	06/11/2012
Qualifications & Nature of Expertise	B.E.(Elec.), M.B.A., P.G. - Power System
List of outside Directorship held as on 31 st March, 2019 (Excluding Private Limited Companies and Foreign Companies)	Gassafe India Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2019	Nil
Number of Shares held in Ram Ratna Wires Limited	NIL
Relationship Between Directors	There exist no pecuniary relationship with any director

By the Order of the Board

Place: Mumbai
Date: 9th August, 2019

Saurabh Gupta
Company Secretary
ACS 53006



DIRECTORS' REPORT

To,
The Members,

Your Directors have the pleasure in presenting Company's 27th Annual Report and Audited Statement of Accounts (standalone and consolidated) for the financial year ended 31st March, 2019.

FINANCIAL RESULTS

The summarised financial results of the Company for the Financial Year ended 31st March, 2019 are presented below:

(₹ In Lakhs)

Particulars	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Revenue from Operations including Other Income	1,25,355.09	1,05,571.25	1,42,639.98	1,16,715.77
Earning before Interest, taxes, Depreciation and Amortisation	6,411.20	6,566.95	7,094.66	7,178.63
Less: Finance Cost	2,442.25	1,401.09	2,909.77	1,734.33
Less: Depreciation & Amortisation Expense	1,526.34	990.25	1,636.32	1,091.07
Profit for the year before share of Profit in Jointly Controlled Entity	2,442.61	4,175.61	2,548.57	4,353.23
Share of (Loss)/Profit of Jointly Controlled Entity	-	-	(82.31)	(16.03)
Profit before Tax	2,442.61	4,175.61	2,466.26	4,337.20
Tax Expense	845.79	1,524.54	870.30	1,563.25
Profit for the year	1,596.82	2,651.07	1,595.96	2,773.95
Attributable to:				
- Owners of the Company	1,596.82	2,651.07	1,563.45	2,717.30
- Non-Controlling Interest	-	-	32.51	56.65
Total Comprehensive Income	1,986.46	4,448.74	2,023.61	4,549.05
Attributable to:				
- Owners of the Company	1,986.46	4,448.74	1,990.60	4,493.05
- Non-Controlling Interest	-	-	33.01	56.00

During the financial year 2018-19, revenue from operations including other income on standalone basis is ₹ 1,25,355.09 Lakhs as against ₹ 1,05,571.25 Lakhs in the previous year thereby growth of 18.74% over previous year. Earning before interest, taxes, depreciation and amortization for the current year is ₹ 6,411.20 Lakhs as against ₹ 6,566.95 Lakhs in the previous year. The operations and financial results of the Company are elaborated in the Management Discussion and Analysis Report.

DIVIDEND

After considering the Company's profitability, free cash flow and overall financial performance, the Board of Directors of the Company are pleased to recommend for approval of the members a final dividend of ₹ 1.25 (previous year ₹ 1.25) per equity share of face value of ₹ 5/- each (i.e. 25%) for the financial year ended on 31st March, 2019. The dividend recommended, if approved by the members, will be paid to members within the period stipulated under the Companies Act, 2013. The distribution of dividend will result in payout of ₹ 275 lakhs excluding tax on dividend distribution and surcharge/ education cess thereon.

The dividend pay-out is in accordance with the Company's efforts to pay sustainable dividend linked to long-term growth objectives of the Company and enhancing stakeholder value.

TRANSFER TO RESERVES

Your Directors do not propose to transfer any amount to the general reserves for the year under review.

CREDIT RATINGS

During the year, the Company has sustained its long term bank facilities credit rating of BBB+ assigned by India Ratings and Research (Ind-Ra). The Company's short term bank facilities credit rated as A2 by Ind-Ra. The Company enjoys a sound reputation for its prudent financial management and its abilities to meet financial obligations.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report, in compliance with Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), forms an integral part of this report.

CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to the applicable provisions of the Companies Act, 2013 read with the rules issued thereunder, the Consolidated Financial Statements of the Company have been prepared in the same form and manner as mandated by Schedule III to the Companies Act, 2013 and are in accordance with relevant Accounting Standards issued by the Institute of Chartered Accountants of India.

The Consolidated Financial Statements together with the Auditor's report form part of this Annual Report.

SUBSIDIARY AND JOINT VENTURE

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company has attached along with the Financial Statements, a separate statement containing the salient features of the financial statements of its subsidiary and joint venture Company in Form AOC-1 forming part of the consolidated financial statements in the manner prescribed under the Companies Act, 2013 and rules made thereunder. The said form also highlights the financial performance of the subsidiary and joint venture Company included in the consolidated financial statements of the Company pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014.

Further, in accordance with Section 136 of the Companies Act, 2013, the Audited Financial Statements, including the Consolidated Financial Statements and related information of the Company and Audited Accounts of its subsidiary are available on Company's website at www.rrshramik.com. These documents will also be available for inspection by the Members at the Registered Office of the Company during business hours on all working days, except Saturdays, Sundays and National Holidays up to the date of the ensuing Annual General Meeting ("AGM").

The Company has one Subsidiary Company, Global Copper Private Limited, based at Gujarat. The Company also has a Joint Venture company, RR Imperial Electricals Limited, in Bangladesh.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report. There has been no change in the nature of business of the Company.

DIRECTORS, KEY MANAGERIAL PERSONNEL AND CHAIRMAN

Shri Tribhuvanprasad Kabra resigned from the post of Managing director w.e.f. 30th May 2019 and continues as a Non-executive Director. He has also been appointed as the Chairman of the Company with effect from 1st June, 2019. Consequent upon ceasing to be a Managing Director, Shri Tribhuvanprasad Kabra, will now be liable to retire by rotation in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014. Shri Tribhuvanprasad Kabra, being eligible has offered himself for re-appointment at the ensuing AGM in accordance with the provisions of the Companies Act, 2013. The Directors recommend his re-appointment at the AGM.

The Board of Directors on recommendation of the Nomination and Remuneration Committee has appointed Shri Mahendrakumar Kabra as Managing Director of the Company for a period of 5 years with effect from 30th May, 2019 to 29th May, 2024, subject to approval of shareholders at the ensuing Annual General Meeting, changing his designation from Joint Managing Director to Managing Director.

During the year under review, Shri Ramesh Chandak was appointed as an Additional director of the Company with effect from 12th November, 2018. He is being recommended for appointment as an Independent Director of the Company at the ensuing AGM for a period of 5 years with effect from 12th November, 2018. Further on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have re-appointed Shri Sandeep Jhanwar and Shri Kannan Ramamirtham as Independent Directors of the Company for their second term of five years with effect from 1st April, 2019 and re-appointed Shri Prashant Deshpande as Independent Director of the Company for his second term with effect from 1st April, 2019 upto 18th February, 2020, subject to approval of Shareholders at the AGM.

During the financial year 2018-19 Shri Mukund Chitale ceased to be the Director of the Company w.e.f. 12th November, 2018. Further, Shri Rameshwarlal Kabra and Shri Satyanarayan Loya, Directors of the Company, retired with effect from closing of business hours on 31st March, 2019 as per their resignation letters received from them. The Board places record its appreciation for all the guidance and assistance provided by Shri Rameshwarlal Kabra, Shri Satyanarayan Loya and Shri Mukund Chitale during their respective tenures as the Directors of the Company.

During the year under review, the Board of Directors of the Company on recommendation of the Nomination and Remuneration

Committee, appointed Shri Saurabh Gupta as Key Managerial Personnel designated as Company Secretary of the Company w.e.f. 12th November, 2018, in place of Shri Madan Vaishnawa who resigned w.e.f. 31st October, 2018.

The Company has received necessary declarations from all the Independent Directors confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and the Listing Regulations.

MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

Six (6) meetings of the Board of Directors were held during the financial year under review. The details of the meetings of the Board and its Committees held during the year under review are stated in the Corporate Governance Report, which forms part of this report.

AUDIT COMMITTEE

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013. The details relating to the same are given in the Corporate Governance report forming part of this Report. The Board has accepted all recommendations made by the Audit Committee during the year.

FAMILIARISATION PROGRAMME

In compliance with the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a familiarization program for Independent Directors to familiarize them with the working of the Company, nature of the industry in which the Company operates, business model of the Company, their roles, rights and responsibilities vis-a-vis the Company, etc. Details of the Familiarization Programme are explained in the Corporate Governance Report and is also available on the Company's website at 'www.rrshramik.com' under investor tab.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with the Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

The annual performance evaluation of the Board, its Committees and each Director has been carried out for the financial year 2018-19 in accordance with the framework. The details of evaluation process of the Board, its Committees and of individual Directors, including Independent Directors have been provided under the Corporate Governance Report which forms part of this Report.

APPOINTMENT OF DIRECTORS AND REMUNERATION POLICY

The Company has formulated and adopted the Nomination and Remuneration Policy in accordance with the provisions of Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations. The policy defines the criteria for the selection of candidates for appointment as Directors, Key Managerial Personnel and senior management positions. The relevant information has been disclosed in the Corporate Governance report which forms part of this report.

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations as amended from time to time.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;
- b) they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CHAIRMAN EMERITUS AND ALTERATION OF ARTICLES OF ASSOCIATION

The Board of Directors at its board meeting held on 30th May, 2019 has recommended appointment of Shri Rameshwarlal Kabra as Chairman Emeritus of the Company and in view of the said proposal it is also proposed to alter the Articles of Association of the Company to incorporate relevant provisions authorising the Board to appoint Chairman Emeritus. The necessary special resolution in relation to the proposed alteration of the Articles of Association is included in the Notice convening the AGM.

CORPORATE GOVERNANCE

Corporate Governance is the system of rules, practices and processes through which objectives of a corporate entity are set and pursued in the context of the social, regulatory and market environment. It essentially involves balancing the interests of various stakeholders, such as Shareholders, Management, Customers, Suppliers, Bankers, Government and the community. Fundamentals of Corporate Governance includes transparency, accountability and independence.

The Company is committed to follow good corporate governance practices so as to create value and protect interests of various stakeholders. The Annual Report contains a separate section on Company's Corporate Governance practices, together with a certificate from the Independent Secretarial Auditor, a practicing company secretary confirming compliance, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of this Report.

LISTING

The Company's equity shares are listed on BSE Limited (BSE). The Company has paid annual listing fees to the Stock Exchange.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a), the extract of the annual return as on 31st March, 2019 in form MGT-9 is enclosed as Annexure-I to this report. Additionally, your Company has also placed a copy of annual return on its website at www.rrshramik.com/corporate-governance/.

VIGIL MECHANISM / WHISTLE-BLOWER POLICY

Your Company has adopted a Whistle Blower Policy approved and adopted by Board of Directors in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations.

The purpose of the policy is to enable employees, Directors and business associates to raise concerns regarding unacceptable or improper practices and/ or any unethical practices in the organization without the knowledge of the management. All employees, Directors and business associates shall be protected from any adverse action for reporting any unacceptable or improper practice and/or any unethical practice, fraud, or violation of any law, rule, or regulation. Furthermore, they are also free to communicate their complaints directly to the Chairman of the Audit Committee, as stated in the Policy. The policy is also available on the Company's website at www.rrshramik.com/corporate-governance/.

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the requirements of the provisions of Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee. The Company has also formulated a CSR Policy which is available on the Company's website at www.rrshramik.com/corporate-governance/. The Annual Report on Company's CSR activities as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as Annexure-II and forms part of this report.

RISK MANAGEMENT

Your Company recognises that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses the risks in the internal and external environment and incorporates risk mitigation plans in its strategy and business/operational plans.

Your Company has a well-defined risk management framework in place. The risk management framework works at various levels across the enterprise. These levels form the strategic defence cover of the Company's risk management. The Company has a robust structure for managing and reporting on risks.

Your Company's Audit Committee monitors and reviews the risk mitigation plan. In the opinion of the Board there has been no identification of elements of risk that may threaten the existence of the Company.

AUDIT AND AUDITORS REPORT

(1) Statutory Auditors

Pursuant to the provisions of the Act and the Rules made thereunder, M/s. Bhagwagar Dalal & Doshi, Chartered Accountants (Firm Registration Number - 128093W), were appointed as Statutory Auditors of the Company from the conclusion of the 25th AGM held on 16th September, 2017 till the conclusion of the 30th AGM to be held in the year 2022. M/s. Bhagwagar Dalal & Doshi, Chartered Accountants have submitted a certificate confirming that their appointment is in accordance with Section 139 read with Section 141 and other applicable provisions of the Companies Act, 2013 and Rules issued thereunder as amended from time to time.

The Audit Report of M/s. Bhagwagar Dalal & Doshi, Chartered Accountants on the Standalone & Consolidated Financial Statements of the Company for the Financial Year 2018-19 is a part of the Annual Report. The Reports do not contain any qualification, reservation, adverse remark or disclaimer.

(2) Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. Khanna & Co., a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2019. The Secretarial Audit Report for the financial year ended 31st March, 2019 is annexed as Annexure-III and contains qualification, reservation, adverse remark or disclaimer with respect to submission of half yearly certificate given under regulation 40(9) of the listing regulations and transfer of shares corresponding to the unpaid dividends in respect of financial years 2008-09, 2009-10 and 2010-11. The remarks along with Board's responses are stated below:

- Delays in issuance of share certificates subsequent to effecting transfer of shares, name deletion, transmission and issuance of duplicate certificate during the year ended 31st March, 2019.

As mentioned in the Secretarial Audit Report, the delays were due to delays in actioning and processing the requests by the Registrar and Transfer Agent because of spurt in volumes of transfers and demat requests due to changes in certain SEBI regulations, such as discontinuing of physical share transfers effective 31st March, 2019, which resulted in huge volume of requests during the second half of the financial year 2018-19. The Company has issued necessary instructions to the Registrar and Transfer to ensure that there are no delays in actioning and processing the requests from shareholders to effect transfer of shares, name deletion, transmission and issuance of duplicate certificate, etc.

- Delays in transferring shares in respect of which dividends have not been paid or claimed for seven consecutive years or more to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Sections 124 & 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. These delays were made in relation to the requirement of transferring shares corresponding to the unpaid dividends in respect of financial years 2008-09, 2009-10 and 2010-11.

The Company has now completed the required transfer of shares to IEPF and filing of the prescribed Form IEPF-4 with the authority in relation to the financial year 2008-09. Further, the Company has commenced the prescribed procedure for transfer of shares in respect of financial years 2009-10 and 2010-11 and has assured to complete these pending transfers and the related filings by June, 2019.

M/s. Khanna & Co., Company Secretaries have been re-appointed to conduct the secretarial audit and annual secretarial compliance audit for the financial year 2019-20. They have confirmed that they are eligible for the said appointment.

(3) Cost Auditors

M/s. Poddar & Co., Cost Accountants (Firm Registration No.101734) have been appointed to conduct Cost Audit of the Company for the year ending 31st March, 2020. Pursuant to the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, members are requested to consider the ratification of the remuneration payable to M/s. Poddar & Co.

The remuneration of Cost Auditors has been approved by the Board of Directors on the recommendation of Audit Committee. The requisite resolution for ratification of remuneration of Cost Auditors by members of the Company has been set out in the Notice of ensuing Annual General Meeting. The Cost Auditors have confirmed that their appointment is within the limits prescribed u/s 141(3)(g) of the Companies Act, 2013 and that they are not disqualified from being appointed within the meaning of the said Act.

(4) Internal Auditors

Pursuant to the provisions of Section 138 of the Act and the Companies (Accounts) Rules, 2014, the Board of Directors of the Company have appointed M/s. DMKH and Co. to conduct internal audit of the Company.

Details in respect of frauds reported by Auditors other than those which are reportable to the Central Government

The Statutory Auditors, Cost Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

Applicability & Maintenance of Cost Records

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and other applicable provisions of the Companies Act, 2013 as amended from time to time, the maintenance of cost records is applicable to the Company and the Company prepares and maintains proper and adequate accounts and cost records as required under the Act.

Internal Financial Controls

The Company has in place adequate internal financial controls. The testing of key controls was also carried out independently by the Statutory Auditors of the Company as mandated under the provisions of the Companies Act, 2013. In the opinion of the Board, the existing internal financial controls framework is adequate and commensurate to the size and nature of the business of the Company.

Contracts or arrangements with related parties under Section 188(1) of the Companies Act, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract or arrangement with related parties which could be considered "material" according to the policy of the Company on materiality of Related Party Transactions. Accordingly, the disclosure required u/s 134(3)(h) of the Act in Form AOC-2 is not applicable to your Company. The details of Related Party transactions as per Indian Accounting Standards (IND AS) 24 may be referred at Note no. 34 of the Standalone Financial Statements forming a part of this Annual Report.

Particulars of Remuneration of Directors/KMP/Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure-IV to this report.

Deposits

During the year under review, the Company has not accepted any deposit under Chapter V of the Companies Act, 2013.

Particulars of Loans, Guarantees and Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Note no. 43 of the Standalone Financial Statements, forming a part of this Annual Report.

Compliance of Secretarial Standards of ICSI

In terms of Section 118(10) of the Companies Act, 2013, the Company is complying with the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by Central Government with respect to Meetings of the Board of Directors and General Meetings.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, is attached as Annexure-V to this report.

Obligation of Company under the Sexual Harassment of Women at Workplace (prevention, prohibition and redressal) Act, 2013

The Company has zero tolerance for sexual harassment of women at workplace and has adopted a Policy on prevention, prohibition and redressal of sexual harassment of women at workplace and has also constituted an Internal Complaints Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013) and the Rules made thereunder for prevention and redressal of complaints of sexual harassment at workplace. All women associates (permanent, temporary, contractual and trainees) as well as any women visiting the Company's premises or women service providers are covered under the said Policy. The meetings of Sexual Harassment Committee are being conducted regularly to review any complaints of women employees.

During the year under review, there was no complaint received by the Committee constituted under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company is committed to provide a safe and healthy working environment to all its employees.

Disclosures in relation to the Companies (share capital and debenture) Rules, 2014

- (a) the Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) has been furnished;

- (b) the Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) has been furnished; and
- (c) the Company does not have any ESOP scheme for its employees/Directors and hence no information as per provisions of Rule 12(9) has been furnished.

Significant and material orders passed by the regulators or courts

There were no significant and/or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status or the Company's operations.

Industrial Relations

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to remain at the leadership position in the industry. It has taken various steps to improve productivity across organization.

Green Initiative

The Company supports and pursues the "Green Initiative" of the Ministry of Corporate Affairs, Government of India. The Company has effected electronic delivery of Notice of Annual General Meeting and Annual Report to those Members whose e-mail IDs are registered with the Company / Depository Participants. The Companies Act, 2013 and the underlying rules as well as Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, permit the dissemination of financial statements and annual report in electronic mode to the Members. For members who have not registered their email addresses, physical copies are sent in the permitted mode. Your Directors are thankful to the Members for actively participating in the Green Initiative and seek your continued support for implementation of the green initiative.

Acknowledgement

Your Directors wish to convey their gratitude and appreciation to all of the Company's employees at all its locations for their tremendous personal efforts as well as their collective dedication and contribution to the Company's performance.

Your Directors would also like to thank the Shareholders, Customers, Dealers, Suppliers, Bankers, Government and all other business associates, consultants and all the stakeholders for their continued support extended to the Company and the Management.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

"Annexure I" to the Directors' Report
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2019

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L31300MH1992PLC067802
ii	Registration Date	21 st July, 1992
iii	Name of the Company	Ram Ratna Wires Limited
iv	Category/Sub-category of the Company	Public Company/Limited by shares
v	Address of the Registered office & contact details	Ram Ratna House, Oasis Complex, P. B. Marg, Worli, Mumbai - 400 013. Tel : 91-22-24924144/24949009
vi	Whether listed company	Yes at BSE Limited
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited, 1 st Floor Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059. Tel: 91-22-62638200/62638212, Fax: 91-22-62638299 website: www.bigshareonline.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufacture of other electronic and electric wires and cables (insulated wire and cable made of copper & aluminium)	27320	100%

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Global Copper Private Limited Survey No. 65-66, Village Garadiya, Jarod- Samalaya Road, Taluka- Savli, Dist. Vadodara, Gujarat-391520	U27201GJ2010PTC061756	Subsidiary	60%	2(87)
2	RR-Imperial Electricals Limited Plot No.50, Block no.C, Fisons Rd., Cheragali, Tongi, Gazipur, Bangladesh- 1710	Foreign Company	Joint Venture	10%	2(6)

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year (1 st April 2018)				No. of Shares held at the end of the year (31 st March 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	85,71,800	-	85,71,800	38.96	85,71,800	-	85,71,800	38.96	-
b) Central Govt.or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	60,87,554	-	60,87,554	27.67	60,87,554	-	60,87,554	27.67	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL: (A)(1)	1,46,59,354	-	1,46,59,354	66.63	1,46,59,354	-	1,46,59,354	66.63	-

Category of Shareholders	No. of Shares held at the beginning of the year (1 st April 2018)				No. of Shares held at the end of the year (31 st March 2019)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRI- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	14,00,000	-	14,00,000	6.36	14,00,000	-	14,00,000	6.36	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	14,00,000	-	14,00,000	6.36	14,00,000	-	14,00,000	6.36	-
Total Shareholding of Promoter (A)= (A)(1) + (A)(2)	1,60,59,354	-	1,60,59,354	73.00	1,60,59,354	-	1,60,59,354	73.00	-
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Central/State Government(s)	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Mutual Funds/UTI	-	-	-	-	-	-	-	-	-
d) Venture Capital Funds	-	-	-	-	-	-	-	-	-
e) Insurance Companies	-	-	-	-	-	-	-	-	-
f) FI's	-	-	-	-	-	-	-	-	-
g) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
j) Foreign Portfolio investor	55,249	-	55,249	0.25	-	-	-	-	(0.25)
k) Alternate Investment Fund	-	-	-	-	-	-	-	-	-
SUB TOTAL: (B)(1)	55,249	-	55,249	0.25	-	-	-	-	(0.25)
(2) Non Institutions									
a) Bodies corporates									
i) Indian	2,13,202	38,202	2,51,404	1.14	2,51,864	38,202	2,90,066	1.32	0.18
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakhs	22,90,477	7,97,550	30,88,027	14.04	24,96,922	6,89,100	31,86,022	14.48	0.45
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakhs	24,15,293	40,000	24,55,293	11.16	23,60,141	40,000	24,00,141	10.91	(0.25)
c) Others (specify)									
i) Clearing Member	37,540	-	37,540	0.17	15,900	-	15,900	0.07	(0.10)
ii) Non Resident Indian	53,133	-	53,133	0.24	48,517	-	48,517	0.22	(0.02)
SUB TOTAL: (B)(2)	50,09,645	8,75,752	58,85,397	26.75	51,73,344	7,67,302	59,40,646	27.00	0.25
Total Public Shareholding (B)= (B)(1) + (B)(2)	50,64,894	8,75,752	59,40,646	27.00	51,73,344	7,67,302	59,40,646	27.00	-
C. Shares held by Custodian for GDRs & ADRs									
	-	-	-	-	-	-	-	-	-
Grand Total (A + B + C)	2,11,24,248	8,75,752	2,20,00,000	100.00	2,12,32,698	7,67,302	2,20,00,000	100.00	-

(ii) SHARE HOLDING OF PROMOTERS (Including Promoter Group)

Sl No.	Shareholders Name	Shareholding at the beginning of the year (1 st April 2018)			Shareholding at the end of the year (31 st March 2019)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Mahendrakumar Kabra	18,67,966	8.49	-	18,67,966	8.49	-	-
2	Rameshwarlal Kabra HUF	12,41,000	5.64	-	12,41,000	5.64	-	-
3	Umadevi Tribhuvanprasad Kabra	10,95,000	4.98	-	10,95,000	4.98	-	-
4	Kirti Shreegopal Kabra	9,82,200	4.46	-	9,82,200	4.46	-	-
5	Shreegopal Rameshwarlal Kabra	7,03,268	3.20	-	7,03,268	3.20	-	-
6	Mahhesh Kabra	6,02,800	2.74	-	6,02,800	2.74	-	-
7	Rajesh Kabra	5,31,000	2.41	-	5,31,000	2.41	-	-
8	Tribhuvanprasad Rameshwarlal Kabra	4,35,466	1.98	-	4,35,466	1.98	-	-
9	Vvidhi Kabra	3,05,000	1.39	-	3,05,000	1.39	-	-
10	Sumeet Kabra	3,70,700	1.69	-	3,70,700	1.69	-	-
11	Rameshwarlal Kabra	1,05,200	0.48	-	1,05,200	0.48	-	-
12	Asha Muchhal	96,800	0.44	-	96,800	0.44	-	-
13	Ratnidevi Kabra	65,800	0.30	-	65,800	0.30	-	-
14	Priti Saboo	40,000	0.18	-	40,000	0.18	-	-
15	Hemant Kabra	1,29,600	0.59	-	1,29,600	0.59	-	-
16	Ram Ratna Research & Holdings Pvt Ltd.	34,00,000	15.46	-	34,00,000	15.46	-	-
17	Jag-Bid Finvest Pvt. Ltd.	7,37,686	3.35	-	7,37,686	3.35	-	-
18	Ram Ratna Electricals Ltd.	5,00,000	2.27	-	5,00,000	2.27	-	-
19	MEW Electricals Ltd.	4,00,000	1.82	-	4,00,000	1.82	-	-
20	R R Kabel Ltd.	9,10,768	4.14	-	9,10,768	4.14	-	-
21	Ram Ratna Infrastructure Pvt. Ltd.	99,100	0.45	-	99,100	0.45	-	-
22	Kabel Buildcon Solutions Pvt. Ltd.	40,000	0.18	-	40,000	0.18	-	-
23	TMG Global FZCO	14,00,000	6.36	-	14,00,000	6.36	-	-
	Total	1,60,59,354	73.00	-	1,60,59,354	73.00	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE):

There is no change in shareholding of Promoters of the Company.

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

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No. of Shares at the beginning (01.04.2018)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2019)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	Lata Shyam Parwane	6,38,635	2.90	6,38,635	2.90	-	No change	-	6,38,635	2.90
2	Amit Saboo	1,36,000	0.62	1,36,000	0.62	-	No change	-	1,36,000	0.62

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No. of Shares at the beginning (01.04.2018)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2019)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
3	Kishori Dinesh Modani	1,19,998	0.55	1,19,998	0.55	-	No change	-	1,19,998	0.55
4	Edelweiss Broking Limited	1,06,374	0.48	66,280	0.30	6-Apr-2018	235	Buy	1,06,609	0.48
						13-Apr-2018	8773	Buy	1,15,382	0.52
						20-Apr-2018	2360	Buy	1,17,742	0.54
						27-Apr-2018	(10436)	Sell	1,07,306	0.49
						4-May-2018	13155	Buy	1,20,461	0.55
						11-May-2018	12877	Buy	1,33,338	0.61
						18-May-2018	3709	Buy	1,37,047	0.62
						25-May-2018	(19077)	Sell	1,17,970	0.54
						1-Jun-2018	610	Buy	1,18,580	0.54
						8-Jun-2018	(1385)	Sell	1,17,195	0.53
						15-Jun-2018	100	Buy	1,17,295	0.53
						22-Jun-2018	51	Buy	1,17,346	0.53
						29-Jun-2018	(151)	Sell	1,17,195	0.53
						6-Jul-2018	(675)	Sell	1,16,520	0.53
						13-Jul-2018	(25)	Sell	1,16,495	0.53
						20-Jul-2018	73	Buy	1,16,568	0.53
						27-Jul-2018	227	Buy	1,16,795	0.53
						10-Aug-2018	20	Buy	1,16,815	0.53
						17-Aug-2018	(1019)	Sell	1,15,796	0.53
						24-Aug-2018	(1828)	Sell	1,13,968	0.52
						31-Aug-2018	190	Buy	1,14,158	0.52
						7-Sep-2018	(193)	Sell	1,13,965	0.52
						14-Sep-2018	3400	Buy	1,17,365	0.53
						21-Sep-2018	(3285)	Sell	1,14,080	0.52
						28-Sep-2018	(3585)	Sell	1,10,495	0.50
						26-Oct-2018	10	Buy	1,10,505	0.50
						2-Nov-2018	90	Buy	1,10,595	0.50
						16-Nov-2018	1450	Buy	1,12,045	0.51
						23-Nov-2018	(44186)	Sell	67,859	0.31
						30-Nov-2018	(250)	Sell	67,609	0.31
						21-Dec-2018	150	Buy	67,759	0.31
						28-Dec-2018	(90)	Sell	67,669	0.31
						25-Jan-2019	950	Buy	68,619	0.31
						1-Feb-2019	(1000)	Sell	67,619	0.31
						8-Feb-2019	(1160)	Sell	66,459	0.30
						15-Feb-2019	(40)	Sell	66,419	0.30

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No. of Shares at the beginning (01.04.2018)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2019)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
						22-Feb-2019	(200)	Sell	66,219	0.30
						1-Mar-2019	200	Buy	66,419	0.30
						8-Mar-2019	(100)	Sell	66,319	0.30
						15-Mar-2019	(90)	Sell	66,229	0.30
						29-Mar-2019	51	Buy	66,280	0.30
5	Madhu Gupta	1,00,000	0.45	1,00,000	0.45	-	No change	-	1,00,000	0.45
6	Neeraj Rajendra Gupta HUF	1,00,000	0.45	1,00,000	0.45	-	No change	-	1,00,000	0.45
7	Kiran Bajaj	84,370	0.38	84,370	0.38	-	No change	-	84,370	0.38
8	Yogesh S Garodia	82,888	0.38	82,888	0.38	-	No change	-	82,888	0.38
9	Nareshkumar Jaigopal Modani	76,200	0.35	76,200	0.38	-	No change	-	76,200	0.35
10	Mahendra Chandulal Dharu HUF	65,666	0.30	66,992	0.30	4-May-2018	10	Buy	65,676	0.30
						11-May-2018	(10)	Sell	65,666	0.30
						9-Nov-2018	1	Buy	65,667	0.30
						16-Nov-2018	(1)	Sell	65,666	0.30
						28-Dec-2018	25	Buy	65,691	0.30
						29-Mar-2019	1,301	Buy	66,992	0.30

* Date of transfer has been considered as the date on which the beneficiary position was provided by the depositories to the Company.

(v) Shareholding of Directors & KMP

Sr. No.	Name	Shareholding				Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.18 to 31.03.2019)	
		No. of Shares at the beginning (01.04.2018)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2019)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	Tribhuvanprasad Kabra	4,35,466	1.98	4,35,466	1.98	-	No change	-	4,35,466	1.98
2	Rameshwarlal Kabra*	1,05,200	0.48	1,05,200	0.48	-	No change	-	1,05,200	0.48
3	Mahendrakumar Kabra	18,67,966	8.49	18,67,966	8.49	-	No change	-	18,67,966	8.49
4	Satyanarayan Loya*	21,400	0.10	21,400	0.10	-	No change	-	21,400	0.10
5	Kirtidevi Kabra	9,82,200	4.46	9,82,200	4.46	-	No change	-	9,82,200	4.46
6	Hemant Kabra	1,29,600	0.59	1,29,600	0.59	-	No change	-	1,29,600	0.59

* Shri Rameshwarlal Kabra and Shri Satyanarayan Loya retired on 31st March, 2019

V INDEBTEDNESS

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

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	16,773.22	5,071.31	-	21,844.53
ii) Interest due but not paid	63.30	18.68	-	81.98
iii) Interest accrued but not due	2.78	0.73	-	3.51
Total (i+ii+iii)	16,839.30	5,090.72	-	21,930.02
Change in Indebtedness during the financial year				
Additions	3,816.97	1,192.76	-	5,009.73
Reduction	-	-	-	-
Net Change	3,816.97	1,192.76	-	5,009.73
Indebtedness at the end of the financial year				
i) Principal Amount	20,561.40	6,239.24	-	26,800.64
ii) Interest due but not paid	91.15	44.06	-	135.21
iii) Interest accrued but not due	3.72	0.18	-	3.90
Total (i+ii+iii)	20,656.27	6,283.48	-	26,939.75

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole Time Director and/or Manager:

(₹ in Lakhs)

Sl. No	Particulars of Remuneration	Name of the Joint Managing Director Shri Mahendrakumar Kabra
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	68.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-
2	Stock option	-
3	Sweat Equity	-
4	Commission	63.27
	as % of profit	2.59
	others (specify)	-
5	Others, please specify	-
	Total (A)	131.27
	Ceiling as per the Act	131.27

B. Remuneration to other Directors:

(₹ in Lakhs)

	Name Of Director	Fee for attending Board Committee Meetings	Commission	Other	Total Amount
1	Independent Directors				
i)	Shri Mukund Chitale	0.55	-	-	0.55
ii)	Dr. Ajai Singh	1.50	-	-	1.50
iii)	Shri Sandeep Jhanwar	3.50	-	-	3.50
iv)	Shri R. Kannan	2.80	-	-	2.80
v)	Shri Prashant Deshpande	1.70	-	-	1.70
vi)	Shri HS Upendra Kamath	1.70	-	-	1.70
vii)	Shri Ramesh Chandak	1.10	-	-	1.10
	Total (1)	12.85	-	-	12.85
2	Other Non Executive Directors				
i)	Shri Rameshwarlal Kabra	1.30	-	-	1.30
ii)	Shri Satyanarayan Loya	3.25	-	-	3.25
iii)	Smt. Kirtidevi Kabra	1.10	-	-	1.10
	Total (2)	5.65	-	-	5.65
	Total (B) = (1 + 2)	18.50	-	-	18.50
	Total Managerial Remuneration				149.77
	Overall Ceiling as per the Act				288.80

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Shri Hemant Kabra ED & CFO	Company Secretary*	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	42.00	24.52	66.52
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	0.10	0.10
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	42.00	24.62	66.62

* Includes Remuneration of Shri Madan Vaishnawa who resigned as Company Secretary w.e.f. 31st October, 2018 to the tune of ₹ 21.52 Lacs and ₹ 3.10 Lacs of Shri Saurabh Gupta appointed as new Company Secretary w.e.f. 12th November, 2018.

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES (during the year ended 31st March 2019)

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

For and on behalf of the Board of Directors

For **RAM RATNA WIRES LIMITED**

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

“Annexure II” to the Directors’ Report
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. Brief Outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and project or program:

Company's CSR initiatives and its vision aims towards improvement of quality of life for all communities through integrated and sustainable development in every possible way. Company's projects or programs focus on promoting education, women empowerment, promoting sports, eradicating hunger, poverty and malnutrition etc. We strive to undertake suitable activity as specified in Schedule VII to the Companies Act, 2013 and Rules made there under that will benefit the local areas around the Company where it operates.

The details of CSR initiatives and the CSR Policy are available on the website of the Company at www.rrshramik.com/corporate-governance/.

2. Composition of the CSR Committee:

1. Shri Sandeep Jhanwar, Chairman
2. Shri Satyanarayan Loya, Member*
3. Shri Mahendrakumar Kabra, Member

*Shri Satyanarayan Loya ceased to be a member of the Committee w.e.f. 31st March, 2019 and Shri Hemant Kabra has been appointed as a member of the Committee w.e.f. 1st April, 2019.

Shri Saurabh Gupta acts as the Secretary to the Committee.

3. Average Net profit of the Company for the last three financial years: ₹ 2,973.44 lakhs

4. Prescribed CSR Expenditure (2% of the amount as in Sr. No. 3 above): ₹ 59.47 lakhs

5. Details of CSR spent during the financial year:

- (a) Total amount spent for the financial year: ₹ 59.00 lakhs
- (b) Amount unspent, if any: ₹ 0.47 Lakhs
- (c) Manner in which the amount spent during the financial year is detailed below:

(₹ in Lakhs)

CSR projects/ activities	Sector in which the Project is covered	Location where project is undertaken State (Local Area/ District)	Amount outlay (budget) Project / Program wise	Amount Spent on the Projects or Programs		Cumulative Expenditure upto the reporting period	Amount spent: Direct or through implementing agency
				1. Direct Expenditure	2. Overheads		
Friends of Tribal Society	Non-formal Primary education through One Teacher School and education towards hygiene and health care	At various places in India	51.00	51.00	NA	51.00	Through Implementing agency.
Welfare of Children	Eradicating Hunger, Poverty, Malnutrition and promoting education	Lucknow	5.00	5.00	NA	5.00	Through Implementing agency.
9th Common- wealth Karate Championship	Training to promote rural sports, nationally recognised sports, and olympic sports	Training for Karate Championship to be held at Durban, South Africa	3.00	3.00	NA	3.00	Direct

6. **In case the Company fails to spend the 2% of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount shall be stated in the Board Report.**

The Company has spent ₹ 59.00 lakhs towards CSR and a small amount of ₹ 0.47 lakhs remain unspent. As the unspent amount is very small for a project to be undertaken, the Company will be spending this amount during the current financial year 2019-20 along with total amount required to be spent for the financial year 2019-20.

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.**

Mahendrakumar Kabra
Managing Director
DIN: 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

Sandeep Jhanwar
Chairman
CSR Committee
DIN: 00124901

Place: Mumbai
Date: 30th May, 2019

“Annexure III” to the Directors’ Report
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

To,
The Members,
Ram Ratna Wires Limited
Mumbai

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAM RATNA WIRES LIMITED** (hereinafter referred to as the "**Company**"), a public company listed on BSE Limited. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 (the "Audit Year") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; and
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (the "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, 2015;
 - (c) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (d) SEBI (Depositories and Participants) Regulations, 2018.

The following regulations and guidelines prescribed under the SEBI Act were not applicable to the Company during the Audit Year as there were no events during the Audit Year attracting the applicability of these regulations and guidelines:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) 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;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

We have also examined compliance by the Company with the applicable clauses of the Listing Agreement entered into by the Company with the Stock Exchange, including compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

During the Audit Year, the Company has complied with the provisions of the Act, Rules, Regulations, etc. mentioned above. However, we have the following observations in relation to certain compliances relating to issuance of share certificates during the financial year ended 31st March, 2019 and also in relation to transfer of equity shares to Investor Education and Protection Fund:

- a) We note that there were delays in issuance of share certificates subsequent to effecting transfer of shares, name deletion, transmission and issuance of duplicate certificate during the year ended 31st March, 2019. We have been informed that the delays were due to delays in actioning and processing the requests from shareholders by the Registrar and Transfer Agent because of spurt in volumes of transfers and demat requests due to changes in certain SEBI regulations, such as discontinuing physical share transfers effective 31st March, 2019, which resulted in huge volume of requests during the second half of the financial year 2018-19.
- b) The Company has delayed in transferring shares in respect of which dividends have not been paid or claimed for seven consecutive years or more to the Investor Education and Protection Fund (IEPF) fund pursuant to the provisions of Sections 124 & 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. These delays were made in relation to the requirement of transferring shares corresponding to the unpaid dividends in respect of financial years 2008-09, 2009-10 and 2010-11. We note that the Company has now completed the required transfer of shares to IEPF and filing of the prescribed Form IEPF-4 with the authority in relation to the financial year 2008-09. Further, the Company has commenced the prescribed procedure for transfer of shares in respect of financial years 2009-10 and 2010-11 and has assured to complete these pending transfers and the related filings by June 2019.

The Company has complied with the requirements as laid down in Secretarial Standards - 1 and Secretarial Standards - 2 issued by the Institute of Company Secretaries of India in relation to the board and general meetings and resolutions.

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

- (i) Factories Act, 1948; and
- (ii) Environment Protection Act, 1986 and other environmental laws.

We further report that, based on the information provided by the Company, respective department heads and other officers, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws, such as labour laws, legal metrology related rules, dangerous goods and petroleum storage related laws and Motor Vehicles Act.

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.
- As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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

We further report that during the Audit Year, the shareholders of the Company approved special resolution pursuant to Section 186 of the Companies Act, 2013 at the 26th AGM held on 15th September 2018 for authorizing the Board of Directors to give any loan to or give any guarantee or provide security in connection with a loan to any body corporate(s)/person(s) and acquire by way of subscription, purchase or otherwise, securities of any body corporate from time to time for an amount not exceeding ₹ 200 crores (Rupees Two Hundred crores only) outstanding at any time. Apart from the aforesaid, there were no specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs.

For **KHANNA & CO.**
Practicing Company Secretary

Place: Mumbai
Dated: 30th May 2019

Anup Vaibhav C Khanna
Partner
FCS No.: 6786
COP No.: 12906

Annexure to Secretarial Audit Report

To,
The Members
Ram Ratna Wires Limited

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and 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. Wherever 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.
7. We further report that, based on the information provided by the Company, its officers, and authorised representatives during the conduct of the audit and also on the review of quarterly compliance report issued by the respective departmental heads/Company Secretary/Managing Director & CFO, and taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like Labour Laws & Environment Laws.

For **KHANNA & CO.**
Practicing Company Secretary

Place: Mumbai
Dated: 30th May 2019

Anup Vaibhav C Khanna
Partner
FCS No.: 6786
COP No.: 12906

“Annexure IV” to the Director’s Report

Information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- A. Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the financial year 2018-19 is as follows:**

(₹ in Lakhs)

Name of Director(s)	Remuneration Per Annum	Ratio of remuneration of Director to the Median Remuneration
Shri Rameshwarlal Kabra	1.30	0.58
Shri Tribhuvanprasad Kabra	-	-
Shri Mahendrakumar Kabra	131.27	58.67
Shri Satyanarayan Loya	3.25	1.45
Smt. Kirtidevi Kabra	1.10	0.49
Shri Mukund Chitale	0.55	0.25
Dr. Ajai Singh	1.50	0.67
Shri Sandeep Jhanwar	3.50	1.56
Shri R. Kannan	2.80	1.25
Shri Prashant Deshpande	1.70	0.76
Shri Hemant Kabra	42.00	18.77
Shri Upendra Kamath	1.70	0.76
Shri Ramesh Chandak	1.10	0.49

Notes:

- The aforesaid details are calculated on the basis of remuneration for the financial year 2018-19.
- Median remuneration of the Company for all its employees is ₹ 2.24 Lakhs for the financial year 2018-19.
- The remuneration of Directors includes sitting fees paid to them for the financial year 2018-19.

- B. Details of percentage increase in the remuneration of each Director, CFO & Company Secretary in the financial year 2018-19 are as follows:**

(₹ in Lakhs)

Name	Designation	Remuneration		Increase (%)
		2018-19	2017-18	
Shri Rameshwarlal Kabra	Chairman	1.30	0.80	*
Shri Tribhuvanprasad Kabra\$	Managing Director	-	-	-
Shri Mahendrakumar Kabra\$	Joint Managing Director	131.27	212.36	(38)
Shri Satyanarayan Loya	Director	3.25	2.20	*
Smt. Kirtidevi Kabra	Director	1.10	0.60	*
Shri Mukund Chitale#	Director	0.55	1.80	*
Dr. Ajai Singh	Director	1.50	0.60	*
Shri Sandeep Jhanwar	Director	3.50	2.40	*
Shri R. Kannan	Director	2.80	1.80	*
Shri Prashant Deshpande	Director	1.70	1.00	*
Shri Hemant Kabra	Executive Director & CFO	42.00	36.24	16
Shri Upendra Kamath	Director	1.70	0.40	*
Shri Ramesh Chandak#	Director	1.10	-	*
Shri Madan Vaishnawa	Company Secretary	21.52	23.19	**
Shri Saurabh Gupta	Company Secretary	3.10	-	**

- * Percentage increase in Remuneration not given as only sitting fees is paid to them as per their attendance in Board and Committee meetings.
- ** Percentage increase not reported as Shri Madan Vaishnawa resigned as Company Secretary and Shri Saurabh Gupta appointed as new Company Secretary during the financial year 2018-19.
- \$ Shri Tribhuvanprasad Kabra was appointed as Chairman w.e.f. 1st June, 2019 and Shri Mahendrakumar Kabra was appointed as Managing Director w.e.f. 30th May, 2019.
- # Shri Mukund Chitale resigned as Independent Director of the Company w.e.f. 12th November, 2018 due to his pre-occupation and Shri Ramesh Chandak was appointed as Additional Independent Director w.e.f. 12th November, 2018.

C. Percentage increase in the median remuneration of all employees in the financial year 2018-19:

(₹ in Lakhs)

Particulars	2018-19	2017-18	Increase (%)
Median Remuneration of all employees per annum	2.24	2.06	0.18

D. Number of permanent employees on the rolls of the Company as on 31st March, 2019 : 940 Employees

E. Comparison of average percentage increase in salary of employees other than the key managerial personnel and the percentage increase in the key managerial remuneration:

(₹ in Lakhs)

Particulars	2018-19	2017-18	Increase (%)
Average Salary of all employees (other than key managerial personnel)	2.96	2.89	2
Key Managerial Personnel			
- Salary of Joint Managing Director	131.27	212.36	(38)
- Salary of CFO	42.00	36.24	16
- Salary of CS	24.62	23.19	As per clause B above

F. Key Parameters for the variable component of remuneration paid to Director's:

The key parameters for the variable component of remuneration to the Directors are decided by the Nomination and Remuneration Committee in accordance with the principles laid down in the Nomination and Remuneration Policy.

G. There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company.

H. Affirmation:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Nomination and Remuneration Policy of your Company.

I. The Statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered office of the Company and has been uploaded on the website of the Company at www.rshramik.com. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

“Annexure V” to the Directors’ Report

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

A) ENERGY CONSERVATIONS MEASURES TAKEN

Climate change due to global warming is the biggest disaster the human race and, in fact, all living things on earth have to face. Excessive emission of carbon dioxide (Green House Gas) in the atmosphere, especially, during thermal generation of electricity is one of the major causes for climate change.

Thousands of school students around the world walked out of class on Friday, 24th May, 2019 to demand action on climate change, with a view to bring public awareness to take all measures, including conserving energy (as reported by Washington correspondent in Indian Express, Kannur edition dated 25th May, 2019, under caption "Climate change marches may change perception").

By conserving all forms of energy including electrical energy, we can restrict the emission of carbon dioxide, to prevent further damage. This is a collective international effort.

Your Company has already been in the forefront in this regard, for over a decade. Some of the measures taken for conservation include, technological upgradation of processing methods, monitoring energy consumption daily, machine wise, consumption analysis, energy accounting and auditing, corrective and preventive action, in case of deviation from target level to achieve higher level of energy efficiency. Tapping the wind energy for ventilation by installing M S roof ventilator fans, harnessing sun light by suitable rooftop acrylic sheets and LED bulbs for lighting, energy efficient motors and equipments for process, extraction of heat energy from waste heat for processing, recycling of R O water for gardening purpose, etc are some of the measures undertaken by your company to conserve energy.

This is a collective effort by every individual of the company. In order to percolate the awareness on all forms of energy conservation among every level of employees, seminars & training programs have been conducted regularly & periodically. Further, company's Energy Policy and tips for energy saving have been displayed in flex boards at important location throughout the factory and it's premises, for educating the employees in this regard.

In recognition of the high levels of Standards achieved in all aspects of Energy Management Systems (EnMS), your Company has been awarded ISO 50001:2011 certification.

B) TECHNOLOGY ABSORPTION

Your Company continues to import wire enameling machines and equipments which improve quality of products and reduces its wastage, while enhancing better customer satisfaction. Company has not imported any Technology and Process in this regard. Nevertheless, in line with company's philosophy, your company continues to develop technology and advanced processing techniques in-house, keeping pace with the developments abroad.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Lakhs)

Particulars	Year ended 31 st March, 2019	Year ended 31 st March, 2018
Earnings in foreign currency	6,021.20	5,164.89
Expenditure in foreign currency	37,969.93	29,877.72

For and on behalf of the Board

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance ensures fairness, transparency, integrity of the Management, accountability and commitment to values. It essentially involves balancing the interests of various Stakeholders, such as Shareholders, Management, Customers, Suppliers, Bankers, Government and the Community. Ram Ratna is always committed to the highest standards of Corporate Governance and has adopted the best practices complying with all the legal requirements and ensuring the ethical corporate behavior along with transparency in transactions and fairness to all the Stakeholders. We believe that good corporate governance is integral to the business and helps in maintaining long term value creation with its Stakeholders.

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is given below:

1) Board of Directors:

1.1 Composition of the Board:

As on 31st March, 2019, the Board comprised of 12 (Twelve) members, 6 (six) of which are Non-Executive Independent-Directors constituting 50% of the Board strength, 3 (three) are Non-Executive/ Promoter Directors including one Woman Director and 3 (three) Executive/ Promoter Directors. The Chairman of the Board is a Non-Executive Promoter Director.

The composition of the Board is in conformity with Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the Rules issued thereunder.

Based on the intimations/disclosures received from the Directors, none of the Directors of the Company hold memberships / Chairmanships more than the prescribed limits. Necessary disclosures regarding Committee positions in other Public Companies as on 31st March, 2019 have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Companies Act, 2013. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Companies Act, 2013.

The composition and other details of Board of Directors of the Company as on 31st March, 2019 is as under:

Name of the Directors	Relationship of Directors with each other	Nature of Directorship	Shareholding in the Company (No. of Shares)
Shri Rameshwarlal Kabra*	Father of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra	Non-Executive Chairman/ Promoter	1,05,200
Shri Tribhuvanprasad Kabra	Son of Shri Rameshwarlal Kabra and brother of Shri Mahendrakumar Kabra	Managing Director	4,35,466
Shri Mahendrakumar Kabra	Son of Shri Rameshwarlal Kabra and brother of Shri Tribhuvanprasad Kabra	Joint Managing Director	18,67,966
Shri Satyanarayan Loya*	Father-in-Law of Shri Tribhuvanprasad Kabra	Non-Executive Director	21,400
Smt. Kirtidevi Kabra	Daughter-in-law of Shri Rameshwarlal Kabra	Non-Executive Director	9,82,200
Shri Hemant Kabra	Son of Shri Mahendrakumar Kabra and grandson of Shri Rameshwarlal Kabra	Executive Director and CFO	1,29,600
Shri Sandeep Jhanwar	-	Non-Executive/ Independent Director	Nil
Shri R. Kannan	-	Non-Executive/ Independent Director	Nil
Shri Prashant Deshpande	-	Non-Executive/ Independent Director	Nil
Dr. Ajai Singh	-	Non-Executive/ Independent Director	Nil

Name of the Directors	Relationship of Directors with each other	Nature of Directorship	Shareholding in the Company (No. of Shares)
Shri H. S. Upendra Kamath	-	Non-Executive/ Independent Director	Nil
Shri Ramesh Chandak**	-	Non-Executive/ Independent Director	Nil

* Shri Rameshwarlal Kabra and Shri Satyanarayan Loya resigned w.e.f. closing of business hours on 31st March, 2019 due to retirement as per the resignation letters received by the Company.

** Shri Ramesh Chandak was appointed as an Independent Additional Director w.e.f. 12th November, 2018 and Shri Mukund Chitale resigned w.e.f. 12th November, 2018 due to pre-occupation as stated in the resignation letter received by the Company.

1.2 Board's functioning and Procedure:

The dates for meetings of the Board of Directors and its Committees are scheduled in advance and published as a part of the Annual Report. Additional meetings are convened wherever necessary and in case of urgent matters resolutions are passed by circulation. The Agenda and the explanatory notes are circulated well in advance to the Directors in accordance with the Secretarial Standards. All material information is circulated to the Directors before the meeting, including minimum information required to be made available under Part A of Schedule II of the Listing Regulations. The Jt. Managing Director or Chief Financial Officer make presentations to the Board on matters including but not limited to the Company's performance, operations, plans, etc. The Board has complete access to any information within your Company which includes the information as specified in Regulation 17 and Schedule II of the Listing Regulations.

The Board meets at least once in a quarter to, inter alia, review quarterly standalone and consolidated financial statements, compliance report(s) in relation to various laws applicable to the Company, major legal issues or regulatory development, minutes of the Board Meetings of subsidiary company, significant transactions and arrangements entered into by the unlisted subsidiary company, presentations on Environment Health & Safety (EHS) initiatives, risk management, foreign currency exposure, details of joint ventures or collaborations, short term borrowings, any other proposal from the management regarding mergers, acquisitions and strategic restructuring of investments, etc.

The Company Secretary attends all the meetings of the Board and its Committees and is, inter alia, responsible for recording the minutes of such meetings. The draft minutes of the Board and its Committees are sent to the Directors/Committee members for their comments in accordance with the Secretarial Standards and then, the minutes are entered in the minutes book within 30 (thirty) days of the conclusion of the respective meetings, subsequent to incorporation of the comments, if any, received from the Directors.

The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees and the General Meetings of the Shareholders of the Company.

1.3 Familiarisation Programme

Pursuant to Regulations 25(7) and 46 of the Listing Regulations, the Company conducts Familiarisation Programme for the Independent Directors to enable them to be familiarised with the Company, its management and its operations to gain a clear understanding of their roles, rights and responsibilities for enabling their contribution to the Company. They are provided a platform to interact with multiple levels of management and are provided with all the documents required and/or sought by them to have a good understanding of Company's profile, its operations, business model and the industry of which it is a part.

The details of such familiarisation programmes for Independent Director(s) are put up on the website of the Company and can be accessed through the following link: <http://www.rrshramik.com/corporate-governance>.

1.4 Separate Meeting of Independent Directors

As stipulated by Section 149(8) read with Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, a separate meeting of the Independent Directors of the Company was held during the year, without the attendance of non-independent directors and members of the management, to review the performance of the (i) Chairman, Non-independent Directors and the Board as a whole, (ii) Chairman of the Company taking into account views of Executive/Non-Executive Directors. The Independent Directors also assessed the quality, quantity and timeliness of the flow of information between the Company, the Management to the Board and its Committees which is necessary to perform reasonably and discharge their duties.

1.5 Succession Planning

The Company has a mechanism in place for ensuring orderly succession for appointments to the Board and Senior Management. The Nomination and Remuneration Committee and the Board periodically review the composition of the Board to ensure proper succession planning as per the objectives of the Company.

1.6 Evaluation of Board Effectiveness

In terms of applicable provisions of the Companies Act, 2013 read with Rules framed thereunder and Regulation 17(10) of the Listing Regulations and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has put in place a process to formally evaluate the effectiveness of the Board, its Committees along with performance evaluation of each Director including Independent Directors to be carried out on an annual basis. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements. Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2018-19 by way of oral evaluation through personal interaction and by way of surveys.

The evaluation of the performance of the Directors were based on various aspects which, inter alia, included assessment of the level of participation, understanding of the role and responsibilities, understanding of the business and competitive environment, effectiveness of the contributions made during the Board meetings, understanding of the strategic issues and challenges for your Company etc.

Similarly the performance of the Independent Directors was also evaluated by the entire Board excluding the Director being evaluated, taking into account the time devoted, strategic guidance to the Company, external expertise and independent judgment in the Board's decisions. On the basis of performance evaluation done by the Board, it determines whether to extend or continue their term of appointment, whenever their respective term expires.

In assessing the overall performance of the Board, the parameters included the assessment of time devoted by the Board on the Company's long term goals and strategies, Board effectiveness, quality of discussions at the meetings of the Board, time spent and quality of discussions on key subjects like risk assessment and minimization, succession planning, discharging fiduciary and governance duties and performance of specific duties. The performance of the Committees of the Board included aspects like understanding of the terms of reference by the Committee members, adequacy of the composition of the Committees, effectiveness of the discussions at the Committee meetings, information provided to the Committee to discharge its duties, performance of the Committee vis-à-vis its responsibilities, etc. The Independent Directors also evaluated the performance of Chairman of the Board and Non Independent Directors at the meeting of Independent Directors held on 9th March, 2019.

The Chairman of the Nomination and Remuneration Committee plays a vital role in undertaking the evaluation of performance for the Board, its Committees and the Directors. The Directors expressed their satisfaction with the evaluation process and necessary steps will be taken going forward.

1.7 Number of Board Meetings held and the dates on which held

During the financial year ended 31st March, 2019, Six (6) meetings of the Board of Directors were held on 29th May, 2018, 6th July, 2018, 14th August, 2018, 15th September, 2018, 12th November, 2018 and 8th February, 2019.

Attendance of Directors at Board meetings held during the financial year 2018-19, last Annual General Meeting and number of other Directorships and Chairmanships / Memberships of Committees held by each Director in various Companies are as under:

Names of the Directors	No. of Board Meetings during the year- Six	Attended AGM held on 15 th Sept, 2018	Number of other		
	Attended		Director-ships*	Committee Memberships**	Committee Chairmanships**
Shri Rameshwarlal Kabra***	5	Yes	-	-	-
Shri Tribhuvanprasad Kabra	5	Yes	2	-	-
Shri Mahendrakumar Kabra	5	Yes	1	-	-
Shri Satyanarayan Loya***	6	Yes	1	-	-
Smt. Kirtidevi Kabra	4	Yes	1	-	-
Shri Hemant Kabra	5	No	2	-	-
Dr. Ajai Singh	4	Yes	-	-	-
Shri Sandeep Jhanwar	6	Yes	-	-	-

Names of the Directors	No. of Board Meetings during the year- Six	Attended AGM held on 15 th Sept, 2018	Number of other		
	Attended		Director-ships*	Committee Memberships**	Committee Chairmanships**
Shri R. Kannan	6	Yes	5	2	1
Shri Prashant Deshpande	5	Yes	1	-	-
Shri H.S. Upendra Kamath	5	Yes	3	1	2
Shri Mukund Chitale ****	2	Yes	8	3	4
Shri Ramesh Chandak****	1	NA	6	2	4

Notes:

* Excludes directorship in Ram Ratna Wires Limited. Also excludes directorship in Private Companies, Foreign Companies, Companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorships.

** For the purpose of considering the limit of Committee Memberships and Chairmanships of a Director, Audit Committee and Stakeholders Relationship Committee of Public Companies have been considered. Also excludes the Memberships & Chairmanships in Ram Ratna Wires Limited.

*** Shri Rameshwarlal Kabra and Shri Satyanarayan Loya resigned w.e.f. closing of business hours on 31st March, 2019 due to retirement as per the resignation letters received by the Company.

**** Shri Mukund Chitale resigned as director w.e.f. 12th November, 2018 due to pre-occupation as stated in the resignation letter received by the Company. Shri Ramesh Chandak was appointed as an Independent Additional Director w.e.f. 12th November, 2018.

Note on Directors appointment/re-appointment:

Brief resume(s) of the Directors proposed to be appointed/re-appointed are given in the explanatory statement annexed to the Notice convening the Annual General Meeting.

Details of Directorships in Listed Entities and Category of Directorship

The details of Directorships in Listed Entities other than Directorship in Ram Ratna Wires Limited and Category of Directorship is as below:

1. Shri R. Kannan

S.No.	Name of Listed Company	Category of Directorship
1.	Orient Press Limited	Independent Director

2. Shri H.S. Upendra Kamath

S.No.	Name of Listed Company	Category of Directorship
1.	Kisan Mouldings Limited	Independent Director
2.	Lakshmi Vilas Bank Limited	Independent Director

3. Shri Ramesh Chandak

S.No.	Name of Listed Company	Category of Directorship
1.	Parag Milk Foods Limited	Independent Director
2.	KEC International Limited	Independent Director
3.	Summit Securities Limited	Chairman - Non-Executive Non-Independent Director

1.8 Key Board qualifications, expertise and attributes

The Company's Board comprises of qualified members possessing requisite skills, competence and expertise that is required for the effective functioning of the Company through their effective contributions to the Board and its various Committees.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of the Company's business for it to function effectively and those available with the Board as a whole.

- Financial: Management of the finance functions of the Company including efficient capital allocation, understanding and contributing towards financial statements, financial controls, effective risk assessment and management or similar functions.

- ii) Sales & Marketing: Experience in Sales and marketing including developing strategies for to grow sales and enhancing market share, understanding of the requirements of customer and enhancing customer satisfaction.
- iii) Technical: Having sound technical knowledge, developing innovative methods, anticipating technological trends etc.
- iv) Legal and Professional: Expertise knowledge in areas of legal and regulatory aspects.
- v) Leadership/Governance: Planning Succession, driving change for long term growth, strategic thinking and process development and protection of interest of all stakeholders.

1.9 Non-executive Directors' compensation and disclosures

All non-executive Directors, including Independent Directors, are paid only sitting fees for attending the Board and Committee meetings. The sitting fees paid to non-executive Directors is fixed by the Board of Directors and is within the limits prescribed under the Companies Act, 2013 and Rules made there under.

1.10 Compliance

The Company Secretary is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 2013 read with the Rules issued there under, Listing Agreement and other applicable laws, if any.

2. Committees of the Board:

The Board has constituted various Committees with an optimum representation of its members and with specific terms of reference in accordance with the Companies Act, 2013 and the Listing Regulations. The Company currently has 4 (four) Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee.

I. Audit Committee:

a) Primary objectives of the Audit Committee:

The Audit Committee is, inter alia, entrusted with the responsibility to monitor the financial reporting, audit process, determine the adequacy of internal controls, evaluate and approve transactions with related parties, disclosure of financial information and recommendation of the appointment of Statutory Auditors. The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management. The Committee invites the Managing Director, CFO, Company Secretary, Statutory Auditor and Internal Auditor to attend the meetings of the Committee.

The Audit Committee meets the Statutory Auditors and the Internal Auditor independently without the presence of the management at least once in a year.

b) Broad terms of reference of the Audit Committee:

The Audit Committee is empowered, pursuant to its terms of reference and its role, inter alia, includes the following:

- i. oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- ii. recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity.
- iii. approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- iv. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;
 - (e) compliance with listing and other legal requirements relating to financial statements;
 - (f) disclosure of any related party transactions;
 - (g) modified opinion(s) in the draft audit report;

- v. reviewing with the management, the quarterly financial statements before submission to the Board for approval.
- vi. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- vii. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- viii. approval or any subsequent modification of transactions of the Company with related parties.
- ix. Scrutiny of inter-corporate loans and investments.
- x. valuation of undertakings or assets of the listed entity, wherever it is necessary;
- xi. evaluation of internal financial controls and risk management systems;
- xii. reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
- xiii. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on.
- xv. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xvii. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xviii. to review the functioning of the Whistle Blower mechanism.
- xix. approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate.
- xx. management discussion and analysis of financial condition and results of operations.
- xxi. statement of significant related party transactions (as defined by the audit committee), submitted by the management.
- xxii. Review of management letters/letters of internal control weaknesses issued by the Statutory Auditors.
- xxiii. internal Audit Reports relating to internal control weaknesses.
- xxiv. appointment, removal and terms of remuneration of the Chief Internal Auditor.
- xxv. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.
- xxvi. carrying out any other function as is mentioned in the terms of reference of the audit committee.

c) Composition, Meetings and attendance during the year:

The composition of the Audit Committee comprises of members as stated below. The composition of the Committee is in conformity with the listing regulations.

During the financial year ended 31st March, 2019, four (4) Audit Committee Meetings were held on 29th May, 2018, 14th August, 2018, 12th November, 2018 and 8th February, 2019 and the gap between two meetings did not exceed one hundred and twenty days. The table hereunder gives the attendance record of the Audit Committee members. Shri Sandeep Jhanwar, Chairman of the Audit Committee was present at the last Annual General Meeting held on 15th September, 2018.

Name of the Members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	4
Shri Mukund Chitale, Member*	Non-Executive, Independent Director	-
Shri Satyanarayan Loya, Member**	Non-Executive Director	4
Shri R. Kannan, Member	Non-Executive, Independent Director	4
Shri Ramesh Chandak, Member***	Non-Executive, Independent Director	1

- * Resigned as Director of the Company w.e.f. 12th November, 2018. Accordingly, he also ceased as a Member of the Audit Committee with effect from the said date.
- ** Retired as Non-Executive Director of the Company w.e.f. closing of business hours on 31st March, 2019. Accordingly he also ceased as a Member of the Audit Committee with effect from the said date. Shri Mahendrakumar Kabra, Managing Director has been appointed as Member of the Committee w.e.f. 1st April, 2019.
- *** Appointed as Member of the Audit Committee w.e.f. 12th November, 2018.
Shri Saurabh Gupta, Company Secretary, acts as the Secretary to the Committee.

II. Nomination & Remuneration Committee:

a) Brief description and terms of reference:

The role of the Nomination and Remuneration Committee is governed by its Charter and it comprises of Members as stated below and its composition is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. All the members of the Committee are Non-Executive Directors and fifty percent of them being Independent Directors. Chairman of the Committee is an Independent Director.

During the financial year ended 31st March, 2019, Nomination & Remuneration Committee Meetings were held on 14th August, 2018, 12th November, 2018 and 8th February, 2019. Shri Sandeep Jhanwar, Chairman of the Nomination & Remuneration Committee had attended the last Annual General Meeting held on 15th September, 2018. The table hereunder gives the attendance record of the Nomination & Remuneration Committee members:

Name of the Nomination & Remuneration Committee Members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	3
Shri Mukund Chitale, Member*	Non-Executive, Independent Director	-
Shri Satyanarayan Loya, Member**	Non-Executive Director	3
Shri Ramesh Chandak, Member***	Non-Executive, Independent Director	1

*Resigned as an Independent Director of the Company w.e.f. 12th November, 2018. Accordingly he also ceased as a Member of the Nomination & Remuneration Committee with effect from the said date.

** Retired as Non Executive Director of the Company w.e.f. closing of business hours on 31st March, 2019. Accordingly he also ceased as a Member of the Nomination & Remuneration Committee with effect from the said date. Shri R. Kannan, Independent Director has been appointed as Member of the Committee w.e.f. 1st April, 2019.

***Appointed as Member of the Nomination & Remuneration Committee w.e.f. 12th November, 2018.

Shri Saurabh Gupta, Company Secretary, acts as the Secretary to the Committee.

The scope of this Committee is to determine and recommend to the Board the compensation of the Executive Directors and senior management personnel. The Committee may also approve, allocate and administer the Employee Stock Option Schemes and other related matters. Presently, the Company does not have any stock option plan or performance linked incentives for its Directors.

The performance evaluation process of the Board including Independent Directors for the financial year 2018-19 has been completed.

The Nomination and Remuneration Committee is empowered, pursuant to its terms of reference, inter alia, to:

1. Identify persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal,
2. Carry on the evaluation of every Directors' performance,
3. Formulate criteria for determining qualifications, positive attributes and independence of a Director,
4. Recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees,
5. Formulate criteria for evaluation of Independent Directors and the Board,
6. Devise a policy on Board Diversity,

7. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors,
8. Reviewing and recommending to the Board, the remuneration payable to Directors and all remuneration, in whatever form payable to senior management and
9. Undertake any other matters as the Board may decide from time to time.

b) Remuneration Policy:

Your Company has formulated a Remuneration Policy which is applicable to all the Directors and senior managerial personnel of the Company. The remuneration policy of the Company is directed towards rewarding performance based on review of achievements and the remuneration should strike a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the Company's working and goals.

Non-Executive Directors are paid sitting fees for each meeting of the Board and certain committees of the Board attended by them. The appointment and remuneration of the Managing Director and other Executive Directors is recommended by the Nomination & Remuneration Committee and are governed by resolutions passed by the Board of Directors and Shareholders of the Company, which covers terms of such appointment, read with the service rules of the Company. Remuneration paid to the Managing Director is recommended by the Nomination & Remuneration Committee, approved by the Board and is within the limits set by the Shareholders at the General Meeting.

c) Details of Remuneration paid to the Directors for the Financial Year ended 31st March, 2019 are as under:

Executive Directors

(₹ in Lakhs)

Name & Position	Pay & Allowance	Perquisites	Total	Retirement Benefits
Shri Mahendrakumar Kabra, Managing Director	131.27	Nil	131.27	Nil
Shri Hemant Kabra, Executive Director and CFO	42.00	Nil	42.00	Nil

Non-Executive Directors

(₹ in Lakhs)

Name of the Directors	Sitting Fees paid for attending Meetings of			
	Board	Audit Committee	Independent Directors Meeting	Nomination & Remuneration Committee
Shri Rameshwarlal Kabra	1.30	Nil	Nil	Nil
Shri Satyanarayan Loya	1.65	0.90	Nil	0.70
Smt. Kirtidevi Kabra	1.10	Nil	Nil	Nil
Shri Mukund Chitale	0.55	Nil	Nil	Nil
Dr. Ajai Singh	1.25	Nil	0.25	Nil
Shri Sandeep Jhanwar	1.65	0.90	0.25	0.70
Shri R. Kannan	1.65	0.90	0.25	Nil
Shri Prashant Deshpande	1.45	Nil	0.25	Nil
Shri H.S.Upendra Kamath	1.45	Nil	0.25	Nil
Shri Ramesh Chandak	0.35	0.25	0.25	0.25

* During the year under review Director sitting fees for Board meeting has been increased from ₹ 20,000/- per meeting to ₹ 35,000/- per meeting and for Committee meetings increased from ₹ 20,000/- per meeting to ₹ 25,000/- per meeting w.e.f. 15th September, 2018.

III. Stakeholders Relationship Committee:

The Stakeholders Relationship Committee comprises of members as stated below. The composition of the Stakeholder Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

During the financial year ended 31st March, 2019, fifteen (15) Stakeholders Relationship Committee Meetings were held i.e. on 7th April, 2018, 20th April, 2018, 22nd June, 2018, 3rd August, 2018, 14th August, 2018, 1st September, 2018, 20th September, 2018, 27th October, 2018, 24th November, 2018, 10th December, 2018, 9th January, 2019, 24th January, 2019, 15th February, 2019, 9th March, 2019 and 28th March, 2019. The table hereunder gives the attendance record of the Stakeholders Relationship Committee members.

Name of the Stakeholders Relationship Committee members	Category	No. of meetings attended
Shri Satyanarayan Loya, Chairman*	Non-Executive Director	15
Shri Rameshwarlal Kabra, Member*	Non-Executive Director	15
Shri Sandeep Jhanwar, Member*	Non-Executive, Independent Director	2

- * Retired as Non-Executive Directors of the Company w.e.f. closing of business hours on 31st March, 2019. Accordingly they also ceased as Chairman and Member of the Stakeholders Relationship Committee with effect from the said date. Shri Mahendrakumar Kabra, Managing Director and Shri Hemant Kabra, Executive Director & CFO have been appointed as Members of the Committee w.e.f. 1st April, 2019 and Shri Sandeep Jhanwar, Independent Director, was inducted as Committee Member effective 8th February, 2019 and has been appointed as the Chairman of the Committee w.e.f. 1st April, 2019.

Shri Saurabh Gupta, Company Secretary, acts as the Compliance Officer and Secretary to the Committee.

The broad terms of reference of the stakeholders' relationship committee are as under:

- Consider and resolve the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, non-receipt of annual report and non-receipt of declared dividends.
- Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), general meetings, etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

The Committee expresses satisfaction with the Company's performance in dealing with investors' grievances and its shares transfer system. As per Listing Regulations to expedite the process of share transfers, the Board has delegated the powers of share transfers and related matters to Shri Satyanarayan Loya, Director and Shri Saurabh Gupta, Company Secretary who meet once in a fortnight or as and when required to approve all the matters related to shares i.e. share transfers, transmissions, dematerialization and re-materialization of shares, etc.

The details pertaining to the number of investor complaints received and redressed during the financial year 2018-19 are given below as on 31st March, 2019 and the status thereof:

Nature of Complaint	Number of Complaints Received	Number of Complaints Redressed	Number of Pending Complaints
Non Receipt of Dividend Warrant	4	4	NIL
Non Receipt of Share Certificate after Transfer	2	1	1

IV. Corporate Social Responsibility (CSR) Committee:

The CSR Committee comprises of members as stated below. The composition of the CSR Committee is in alignment with the provisions of Section 135 of the Companies Act, 2013.

During the financial year ended 31st March, 2019, three (3) CSR Committee Meetings were held i.e. on 29th May, 2018, 12th November, 2018 and 8th February, 2019. The table hereunder gives the attendance record of the CSR Committee members.

Name of the CSR Committee members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	3
Shri Satyanarayan Loya, Member*	Non-Executive Director	3
Shri Mahendrakumar Kabra, Member	Managing Director	2

* Retired as Non-Executive Director of the Company w.e.f. closing of business hours on 31st March, 2019. Accordingly he also ceased as Member of the CSR Committee with effect from the said date. Shri Hemant Kabra, Executive Director & CFO has been appointed as Member of the Committee w.e.f. 1st April, 2019.

Shri Saurabh Gupta, Company Secretary, acts as the Secretary to the Committee.

The Company has in place a CSR policy formulated by the Committee and approved by the Board of Directors and can be accessed at the website of the Company (<https://www.rrshramik.com/corporate-governance/>). The details of CSR activities undertaken by the Company during the year have been provided in the Annual Report.

The CSR Committee is empowered pursuant to its terms of reference, inter alia, to:

1. Formulate and recommend to the board, a CSR policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013
2. Recommend the amount of expenditure to be incurred on the CSR activities,
3. Monitor implementation and adherence to the CSR Policy of the Company from time to time,
4. Prepare a transparent monitoring mechanism for ensuring implementation of the projects/programmes / activities proposed to be undertaken by the Company and
5. Such other activities as the Board of Directors may determine from time to time.

3) General Body Meetings:

Details of General Body Meetings held in last three years are given hereunder:

Annual General Meeting

Year	Date	Venue	Time	Special resolution(s) passed
2015-16	24-09-2016	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai - 400 018	11:30 a.m.	Nil
2016-17	16-09-2017	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai - 400 018	11:30 a.m.	Nil
2017-18	15-09-2018	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai - 400 018	11:30 a.m.	One

Postal Ballot

During the FY 2018-2019, no resolution is passed by way of Postal ballot. Currently, no resolution is proposed to be passed through postal ballot. However, if required the same shall be passed in compliance of provisions of the Companies Act, 2013, Listing Regulations or any other applicable laws.

4) Subsidiary Company:

As on 31st March, 2019 the Company does not have any material unlisted Indian Subsidiary and hence is not required to nominate an Independent Director of the Company on the Board of Subsidiary Company. The Company's Board monitors performance of Subsidiary Company by following means:

- i) Minutes of unlisted Subsidiary Company are regularly placed before the Board of the Company.
- ii) Financial summary including investments of unlisted Subsidiary Company is reviewed quarterly by the Board of the Company.
- iii) A Statement wherever applicable, of all significant transactions and arrangements entered into by the Company's Subsidiary is presented to the Board of the Company at its meetings.

5) Secretarial Compliance Report:

- a. SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR - 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

The Company has appointed M/s. Khanna & Co., Practicing Company Secretaries for providing this certification and the same has been submitted to Stock exchange within above mentioned timeline.

- b. A Secretarial Audit on the compliance of corporate laws and SEBI Regulations was conducted as per the provisions of Section 204 of Companies Act, 2013 by M/s. Khanna & Co., Practicing Company Secretaries during the financial year ended 31st March, 2019.

c. Reconciliation of Share Capital Audit Report

Quarterly Secretarial reconciliation of the total admitted capital with CDSL & NSDL and the total issued and listed capital were furnished to the Stock Exchange on the following dates:

For the quarter ended	Furnished on
30 th June, 2018	24 th July, 2018
30 th September, 2018	29 th October, 2018
31 st December, 2018	24 th January, 2019
31 st March, 2019	29 th April, 2019

6) Quarterly Compliance Report on Corporate Governance:

The Company has submitted for each of the four quarters during the FY 2018-19, the Compliance Report on Corporate Governance to the BSE Limited in the prescribed format within 15 days from the close of the respective quarters.

7) Disclosures:

(i) Related Party Transactions:

All transactions entered into with related parties during the financial year were in the ordinary course of business and at arm's length basis and were approved by the Audit Committee. The Board has approved a policy for related party transactions which has been uploaded on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

There were no materially significant related party transactions that may have potential conflict with the interest of the Company at large. The details of Related Party transactions are disclosed in the notes to Financial Statements forming part of this Annual Report.

(ii) Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(iii) Compliances by the Company:

The Company has complied with all the requirements of regulatory authorities. There has been no instance of non-compliance by the Company on any matter related to capital market during the last 3 (Three) financial years and hence, no penalties/ strictures were imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital market during the last 3 (Three) financial years.

- (iv) The Company has complied with the requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

(v) Whistle Blower Policy and Vigil Mechanism

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has adopted a Whistle Blower Policy and has established the necessary Vigil Mechanism

for employees and Directors to report concerns about unethical behavior. The Whistle Blower Policy complies with the requirements of Vigil Mechanism as stipulated under Section 177(9) of the Companies Act, 2013. The policy comprehensively provides an opportunity for an employee and Director to report the instances of unethical behavior, actual or suspected fraud or any violation of the Code of Conduct and/or laws applicable to the Company and seek redressal. The Policy provides for a mechanism to report such concerns to the Audit Committee through specified channels. The Policy is being communicated to the employees and also posted on Company's website. The details of establishment of Whistle Blower Policy/Vigil Mechanism have been disclosed on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

(vi) Policy on Determining "Material" Subsidiaries

This Policy is framed in accordance with the requirements of Regulation 23 of Listing Regulations (including statutory enactments/amendments thereof) and is intended to identify Material Subsidiaries and to establish a governance framework for such subsidiaries.

The details of policy on determining "Material" subsidiaries have been disclosed on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

(vii) Commodity price risk and Commodity hedging

The Company is exposed to the risk of price fluctuation of raw materials as well as finished goods. The exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year is as follows:

- Total exposure of the listed entity to commodities - ₹ 7,905 Lakhs
- Exposure of the listed entity to commodity is as under:

Commodity Name	Exposure (₹ in Lakhs)	Exposure in Quantity (in MT)	% of such exposure hedged through commodity derivatives			
			Domestic Market		International Market	
			OTC	Exchange	OTC	Exchange
Copper	7,905	1,629	NIL			

The above exposure is based on the minimum level of average inventory of commodity maintained by the Company. The Company proactively manages its risk through forward booking Inventory management.

(viii) Affirmation:

In accordance with the provisions of Regulation 26(6) of Listing Regulations, the Employee(s), Key Managerial Personnel(s), Director(s) and Promoter(s) of the Company have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

(ix) Code of Conduct:

The Company has adopted a Code of Conduct ("the Code") for Directors and Senior Management of the Company. The Code has been circulated to all the members of the Board and Senior Management and the same is available on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

The Board members and Senior Management personnel have affirmed their compliance with the code applicable to them during the year ended 31st March, 2019. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report.

(x) Certificate from Practicing Company Secretary:

The Company has received Certificate as required under Part C of Schedule V of Listing Regulations, from M/s. Khanna & Co., Practicing Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

(xi) Recommendations of Committees of the Board:

There were no instances during the financial year 2018-19, wherein the Board has not accepted recommendations made by any committee of the Board.

(xii) Total fees paid to Statutory Auditors of the Company:

Total fees of ₹ 32.40 Lakhs for the financial year 2018-19, for all the services, was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

(xiii) Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has in place an effective mechanism for dealing with complaints relating to Sexual harassment at workplace. The details of number of complaints received and disposed during the financial year 2018-19 are as under:

- a) Number of Complaints filed during the financial year: NIL
- b) Number of Complaints disposed of during the financial year: NIL
- c) Number of Complaints pending as on the end of the financial year: NIL

(xiv) Compliance with the Mandatory requirements and Non-mandatory requirements:

The Company has complied with the applicable mandatory requirements of Listing Regulations. The Company has adopted following non-mandatory requirements of Listing Regulations.

(i) The Board

The Chairman of the Company is entitled to a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties.

(ii) Audit qualifications

During the year under review, there were no audit qualification on the Company's financial statements. The Company continues to follow the regime of unqualified/unmodified financial statements.

(iii) Separate posts of Chairman and CEO

The Company has appointed separate persons to the post of Chairman and Managing Director.

(iv) Reporting of Internal Auditor

The Internal auditor may report directly to the Audit Committee.

8) Means of Communication:

1. Publication of Results:

Quarterly, half-yearly and annual financial results of the Company are published in leading English and vernacular language newspapers in India, viz., Economic Times, Times of India, Surat Edition and Maharashtra Times.

2. Website and News Releases:

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investors' on the Company's website (www.rrshramik.com) gives information on various announcements made by the Company, Annual Report, Quarterly/Half yearly/Nine-months and Annual financial results, shareholding patterns, the policies framed by the Company under various laws and regulations, contact information of the nodal officer and designated officials responsible for assisting and handling investor grievances and for the purpose of IEPF and such other material information relevant to shareholders including policies of the Company.

3. Stock Exchange:

Your Company makes timely disclosures of necessary information to BSE Limited in terms of the Listing Regulations and other rules and regulations issued by the SEBI.

4. BSE Corporate Compliance & the Listing Centre:

BSE Listing is a web-based application designed by BSE for corporates. All periodical compliance filings, inter alia, shareholding pattern, Corporate Governance Report, corporate announcements, amongst others are in accordance with the Listing Regulations filed electronically.

9) Compliance Certificate on Corporate Governance:

As required under Listing Regulations, a compliance certificate issued by M/s. Khanna & Co., Practicing Company Secretaries, regarding compliance with Corporate Governance norms is given as an annexure to the Board's Report.

10) CEO/MD and CFO Certification:

The Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17 read with Part B of Schedule II of Listing Regulations. The said Certificate is annexed and forms part of the Annual Report. The Managing Director and the Chief Financial Officer also give quarterly certification on financial results, while placing the financial results before the Board in terms of Regulation 33 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

11) General Shareholders Information: Annual General Meeting

(i) Date and Time		:	11 th September, 2019, 11.30 a.m. IST
Venue		:	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai 400018
(ii) Financial Year / Calendar (tentative and subject to change)	For the Financial year 1 st April 2019 to 31 st March 2020, reporting for Un-audited Financial Results for the quarter ending		
	30 th June, 2019	:	On or around 14 th August, 2019
	30 th September, 2019	:	On or around 14 th November, 2019
	31 st December, 2019	:	On or around 14 th February, 2020
	31 st March, 2020	:	On or around 30 th May, 2020
Annual General Meeting		:	On or around 30 th September, 2020 for year ending 31 st March, 2020
(iii) Dates of book closure		:	31 st August, 2019 to 11 th September, 2019 (both days inclusive).
(iv) Dividend Payment Date		:	The dividend, if declared, shall be paid/credited from 13 th September, 2019.
(v) Registered Office		:	Ram Ratna House, Oasis Complex, P. B. Marg, Worli, Mumbai -400013. Tel. No.: 91-22-2492 4144/2494 9009 Email: investorrelations@rrglobal.com
(vi) Listing of Equity Shares			
(a) Stock Exchange		:	The Equity Shares of the Company are listed on BSE Limited Annual Listing Fees as prescribed has been paid for the year 2019 - 2020.
(b) Depository		:	Central Depository Services (India) Ltd. (CDSL) and National Securities Depository Ltd. (NSDL)
(vii) Stock Exchange Code		:	Bombay Stock Exchange Limited - 522281

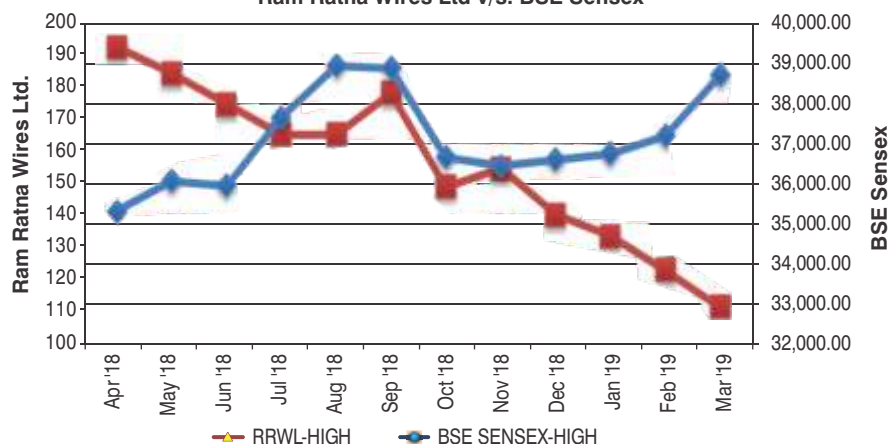
(viii) Stock Market price data relating to the shares:

Monthly high and low at the BSE Limited for financial year ended 31st March, 2019:

Month	Volume of Shares	BSE Limited	
		High (₹)	Low (₹)
April, 2018	1,86,317	193.45	168.00
May, 2018	1,44,134	185.00	155.00
June, 2018	2,14,390	174.90	132.65
July, 2018	1,70,299	165.00	128.00
August, 2018	1,61,017	165.00	136.00
September, 2018	2,72,237	178.50	137.00
October, 2018	66,647	148.00	128.00
November, 2018	65,843	153.95	131.55
December, 2018	47,154	138.90	125.70
January, 2019	44,099	131.95	115.10
February, 2019	81,368	121.00	84.00
March, 2019	87,520	109.00	95.00

STOCK PRICES PERFORMANCE

Ram Ratna Wires Ltd v/s. BSE Sensex



(ix) Registrar and Share Transfer Agent:

The Company has appointed M/s. Bigshare Services Private Limited as its Registrar and Transfer Agents (RTA) of the Company for both physical and demat shares. The details of RTA are given below:

1st Floor Bharat Tin Works Building, Makwana Road, Marol, Andheri (E), Mumbai-400069

Phone No.: 022-62638200/62638212, Fax No.: 022-62638299, Website: www.bigshareonline.com

(x) In case the securities of the Company are suspended from trading, the reasons thereof

The securities of the Company are not suspended from trading on the Stock Exchange.

(xi) Share Transfer System:

All share transfers and other communications regarding share certificates, change of address, dividends etc should be addressed to RTA.

The Stakeholders' Relationship Committee meets as often as required. As per the Listing Regulations to expedite the process of share transfers, the Committee has delegated the powers of share transfers and related matters to the officers of the Company who attend to share transfer formalities at least once in a fortnight. A Summary of all transfers/transmissions etc so approved is placed at every Committee meeting.

The Company obtained from Company Secretary in practice, half yearly certificate of Compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations, and the same is filed with the Bombay Stock Exchange as required.

(xii) Transfer to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends, if not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, shares in respect of such dividends which have not been claimed for a period of 7 consecutive years are also liable to be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

The Company will be sending reminder letters to the Shareholders to claim their dividends in order to avoid transfer of dividends/shares to IEPF Authority. Notice in this regard will also be published in the newspapers and the details of unclaimed dividends and Shareholders whose shares are liable to be transferred to the IEPF Authority were uploaded on the Company's website www.rrshramik.com under the 'Investor' tab.

During the year under review, the Company has credited ₹ 3.38 Lakhs lying in the unclaimed dividend account and 1,29,244 shares, to the Investor Education and Protection Fund (IEPF). During the financial year 2019-20 the Company would be transferring unclaimed dividend amount for the financial year ended 31st March, 2012 as per the due date for transfer.

The members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

(xiii) Dividend History

(₹ in Lakhs)

Financial Year	Date of declaration	Dividend %	Total Dividend	Unclaimed
2011-12	23 rd August, 2012	15.00	165.00	2.82
2012-13	26 th August, 2013	15.00	165.00	2.84
2013-14	23 rd September, 2014	15.00	165.00	3.41
2014-15	21 st September, 2015	20.00	220.00	3.84
2015-16 (Interim)	15 th March, 2016	15.00	165.00	3.72
2016-17	16 th September, 2017	25.00	275.00	5.32
2017-18	15 th September, 2018	25.00	275.00	5.94

(xiv) Distribution of Shareholding as on 31st March, 2019:

No. of Equity Shares held	Shareholders		Shares	
	Numbers	% to total Shareholders	Numbers	% to total Capital
1 - 500	5,392	82.71	8,74,033	3.97
501 - 1000	486	7.46	3,96,219	1.80
1001 - 2000	264	4.05	4,26,682	1.94
2001 - 3000	87	1.33	2,23,233	1.01
3001 - 4000	46	0.71	1,66,447	0.76

No. of Equity Shares held	Shareholders		Shares	
	Numbers	% to total Shareholders	Numbers	% to total Capital
4001 - 5000	77	1.18	3,74,996	1.71
5001 - 10000	77	1.18	5,84,374	2.66
10001 & above	90	1.38	1,89,54,016	86.15
Total	6,519	100.00	2,20,00,000	100.00

(xv) Categories of Shareholding as on 31st March, 2019:

Category	Shares	
	Number	% to total Capital
PROMOTERS' HOLDING		
Indian Promoters	1,46,59,354	66.64
Foreign Promoter	14,00,000	6.36
Total of Promoter Holding	1,60,59,354	73.00
NON- PROMOTERS' HOLDING		
Institutional Investors	NIL	
Others		
Indian Public	55,86,163	25.39
Bodies Corporate, NRIs, Clearing members	3,54,483	1.61
Total of Non-Promoter Holding	59,40,646	27.00
Grand Total	2,20,00,000	100.00

Details of Ownership Pattern given above are based on the Shareholding Pattern filed with the Stock Exchange as at 31st March, 2019.

(xvi) Dematerialization of shares and liquidity:

The Company has established connectivity with Central Depository Services (India) Limited and National Securities Depository Limited for dematerialization of shares and the same are available in electronic segment under ISIN No. INE207E01023.

As on 31st March 2019

Form	No. of shares	%
Demat	2,12,32,698	96.51
Physical	7,67,302	3.49
Total	2,20,00,000	100.00

(xvii) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

There are no GDRs / ADRs / Warrants or any Convertible Instruments pending conversion or any other instrument likely to impact the equity share capital of the Company.

(xviii) Plant Locations:

- 1) Survey No. 212/2, Near Dadra Check Post, Village: Dadra, Silvassa - 396 193, (U.T. of D & NH)
- 2) Survey No. 142/2, Madhuban Dam Road, Village: Rakholi, Silvassa - 396 240, (U.T. of D & NH)
- 3) Survey No. 16/1, Madhuban Colony, Sayli road, Village: Karad, Rakholi Silvassa- 396 240, (U.T. of D & NH)

(xix) Address for correspondence:

Registrar and Share Transfer Agent (Share transfer and Communication regarding share certificates, dividends and change of address)	Bigshare Services Private Limited, 1 st Floor, Bharat Tin Works Building,, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059 Tel. No.: 91-22-62638200/62638212 Fax No.: 91-22-62638299 Website: www.bigshareonline.com
Compliance Officer	Shri Saurabh Gupta Ram Ratna House, Oasis Complex, P.B. Marg, Worli, Mumbai - 400 013 Tel. No.: 91-22-24924144/24949009 Fax No.: 91-22-24912586 E-mail: investorrelations@rrglobal.com

21) Credit Ratings and any revisions thereto for debt instruments or any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad:

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad as on 31st March, 2019. The ratings issued by India Ratings and Research (Ind-Ra) for long term borrowings and short term borrowings of the Company are BBB+ and A2 respectively.

22) Request to Investors:

- Investors are requested to communicate change of address, if any, directly to the Registrar and Share Transfer Agent of the Company at the above address.
- As required by SEBI, investors shall furnish details of their bank account number and name and address of the bank for incorporating the same in the warrants. This would avoid wrong credits being obtained by unauthorized persons.
- The Shareholders are requested to dematerialize their physical share certificates, through a depository participant. Shareholders requiring any further clarification / assistance on the subject may contact the Company's share transfer agent.
- Investors who have not availed nomination facility are requested to avail the same by submitting the nomination form. The form can be downloaded from the Company's website.
- Investors holding shares in electronic form are requested to deal only with their depository participant in respect of change of address, nomination facility and furnishing bank account number, etc.
- Members who have not encashed their dividend warrants in respect of dividends declared for the year ended 31st March, 2012 and for any financial year thereafter may contact the Registrar and Share Transfer Agent of the Company. Members are requested to note that the dividend not claimed for a period of seven years from the date they first became due for payment shall be transferred to Investor Education and Protection Fund (IEPF) in terms of Section 124 of Companies Act, 2013.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

MANAGEMENT DISCUSSION AND ANALYSIS

1. Industry Scenario

(A) Industry Structure

As you are well aware, your company, M/s. Ram Ratna Wires Ltd (herein after referred as "The Company"/"RRWL") manufactures winding wires and strips covering its full product range and almost all types in both copper and aluminum. In other words, the company provides total winding solutions to industry, especially to OEM (Original equipment manufacturers) for both rotating and static electrical equipments.

B) Development, Modernization & Expansion

In line with the tradition and philosophy of the company, innovation, development, modernization and expansion is a continuous process at the Company. The main product of your company are Enameled copper winding wires which constitutes around seventy five percent of the total production, in tonnage.

With continuous technology advancement and R&D, The company has been diversifying its insulated products viz: Enameled aluminum winding wires, Paper covered wires, Submersible winding wires in different combinations of insulation, Litz wires, Bunched or braided wires, Enameled copper strips, Enameled aluminum strips, Paper covered copper strips, Fiber glass covered copper and aluminum strips, Enameled and fiber glass covered copper strips, etc. which together accounts almost 25% of company's total production. Amongst these, few of the products are more like good value added products which will give boost to the bottom line of the company in the times to come.

Production of submersible winding wires and insulated strips has been increasing steeply during the FY 2018-2019. Likewise, demand for fine and super fine enameled wires has a quantum jump during last few years.

With the commissioning of ultra modern factory of RRWL unit III, at Sayli road, Karad Village, Silvassa, during the FY 2018 -2019, ample facilities have been given for the growth of insulated products like, Submersible winding wires, Insulated copper & aluminum strips and fine & super fine wires. Your company manufactures ultrafine wires of size 18 micron, much thinner than the size of human hair.

The company has also developed products like corona resistant wires (Triple coated wires) especially for inverter driven motors (IDM). Production for this special product is also on the rise.

Your company continues to import sophisticated Machinery and plant for production of Winding wires, strips and related products in both Copper and Aluminum, for the purpose of modernization and expansion

C) Outlook

C.1 Demand for winding wires & strips

Winding wires & strips are input to both electrical industry and a variety of electronic products. The year 2018 witnessed impressive growth of this sector and the trend will continue with greater momentum in the coming years, especially because of the continuity of the various programs undertaken by the same Government for the second term.

Demand for winding wire and strips is linked to the growth of power sector. Government of India has added around 1,07,000 MW of generation capacity since April, 2014 to October, 2018. India has set ambitious future plans for power generation. By 2022, renewal generation capacity itself is expected to reach around 1,75,000 MW. (Source of data- IEEMA Journal)

Government's focus on "Power to All", coupled with purchasing power of growing middle class population, will increase the demand for domestic and house hold equipments like fans, mixer grinder, air conditioners & refrigerators, entertaining equipments, etc which in turn will boost the demand for winding wires.

Massive infrastructural spending, housing for all, growing number of middle class families, "Make in India" initiatives etc. attribute directly or indirectly for the demand of your company's products.

Electric vehicles are replacing the petroleum fuel run automobiles, especially in India, as most of Indian cities are highly polluted. Though the momentum is slow presently, the Company is sure that the present government policies will bring a rapid and strong growth for Electric Vehicles. This conversion is also a compulsion to nations all over the world as climate change due to global warming caused by the release of green house gases like carbon dioxide to atmosphere, threaten the very existence of life on this planet, mother earth.

C.2 RR Shramik Wire, a trusted brand

Your company is credited with a number of International certifications such as, ISO 9001:2015, ISO 14001:2015, BS OHSAS 18001:2007 which speaks of its quality and reliability as a trusted brand.

Many large private sector Indian & multinational companies like, M/s. Schneider, M/s. Siemens, M/s. Crompton etc and public sector undertakings like, Railways, BHEL, etc. include among esteemed customers of your company.

All these, domestic and international factors contribute to the huge demand for winding wires and strips including other products which we have recently included in our product basket; And therefore, the outlook for this industry is very bright.

D) Opportunities, threats and risks and concerns

As IEEMA journal October, 2018 edition reported, "last year Indian Electrical Industry saw a record growth of 12.8% which is the highest in the last 7 years." This trend will likely to continue, because of various growth oriented programs undertaken by both Government and Industry.

Being Capital intensive industry, there is minimal chance of new entrants. Metal being an integral part of product pricing, profitability of your company may have its effect on either side due to fluctuation in metal prices. Knowing this fact, your company has built-in systems that can manage the huge variations to some extent, as the phenomenon is very short term. Since your company has a portion of sales as export, foreign exchange variation will have its effect. However, to ensure minimum impact of exchange fluctuation, your company ensures to hedge the export at all the times.

Apart from above, your company does understand that the growth of company will take its shape basis the overall economic and industrial growth of the country.

E) Performance Review

During the financial year 2018-19, revenue from operations including other income on standalone basis is ₹ 1,25,355 Lakhs as against ₹ 1,05,571 Lakhs in the previous year therefore growth of 18.74% over previous year. Profit After tax for the current year is ₹ 1,596 Lakhs as against ₹ 2,651 Lakhs in the previous year.

Net worth of the Company has increased from ₹ 16,598 Lakhs to ₹ 18,253 Lakhs in the year 2018-19 on account of increase in Reserves and surplus keeping the Equity Share Capital unchanged as the Company has not raised any Equity capital during the year.

Key Financial Ratios

Ratios	Standalone	
	FY 2018-19	FY 2017-18
Debtors Turnover Ratio	6.24	6.12
Inventory Turnover Ratio	19.06	25.32
Interest Coverage Ratio	2.00	3.98
Current Ratio	1.16	1.12
Debt Equity Ratio	0.28	0.28
Operating Profit Margin%	3.91%	5.30%
Net Profit Margin%	1.28%	2.58%
Return on Net Worth (RONW)	8.75%	15.97%

There has been significant change in certain ratios (i.e. change of 25% or more as compared to immediately previous year) such as Interest coverage Ratio, Net Profit Margin%, Operating Profit Margin% and return on net worth. Increase in interest cost is majorly due to increased term loan and increase in working capital due to incremental business volume, thereby having impact on profitability and RONW. Additional burden was imposed on profitability is due to increased depreciation as a result of major CAPEX done by your company. There has been significant change in Inventory Turnover ratio due to purchase and sales in transit.

F) Internal Control Systems and their Adequacy

The Company has in place adequate and well established internal control systems and mechanisms which facilitates efficiency, reliability, ensures compliance with all laws and regulations and safeguard the Company's assets and interest of its Stakeholders.

The Company regularly checks its internal controls through audits conducted by its Internal auditors M/s DMKH & Co., Chartered Accountants covering areas such as Operational and financial checks. The suggestions, recommendations and implementation of the same are placed before the Management and the Audit Committee of the Board of Directors periodically. The adequacy of the internal control systems is also reviewed by the Audit Committee, on a periodic basis.

G) Human Resources Development**Training**

The company views human resource as its biggest asset. Towards that end, it always strives to groom and develop its employees at all levels. Regular training and competence building is done in a structured manner. The congenial work environment promotes a culture based on meritocracy. The infrastructure provides for safe working conditions for all the employees.

Industrial Relations

The Company is committed to maintain good industrial relations through active participation of workers, regular meetings and discussions on all legitimate and legally tenable issues. The Company employed 940 number of permanent employees on its Roll as on 31st March, 2019

H) Disclaimer Clause

Statements in this Report describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic economic conditions affecting demand/supply, price conditions, changes in the Government regulations, tax laws and other statutes and incidental factors.

For and on behalf of the Board

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

Hemant Kabra
Executive Director & CFO
DIN 01812586

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors including the code for Independent Directors. These Codes are available on the Company's website.

I hereby declare that all the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct as adopted by the Company.

This certificate is being given pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Mumbai
Date: 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN 00473310

COMPLIANCE CERTIFICATE FROM PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
Ram Ratna Wires Limited

We have examined the compliance of conditions of Corporate Governance by Ram Ratna Wires Limited (the 'Company') for the year ended 31st March, 2019 as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examinations were limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the management, we certify that the Company has generally complied with the conditions of Corporate Governance as stipulated in the Listing Regulations for the year ended on 31st March, 2019.

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 **Khanna & Co.**
Practicing Company Secretaries

Place : Mumbai
Date : 30th May, 2019

Anup Khanna
Partner
Mem. No: F6786
C.P. No.: 12906

MANAGING DIRECTOR'S AND CFO CERTIFICATION

We hereby certify that for the financial year ended 31st March, 2019, on the basis of the review of the financial statements and the cash flow statement and to the best of our knowledge and belief that:

- A. We have reviewed financial statements and the cash flow statement for the financial year ended 31st March, 2019 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 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 we are aware and the steps we 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 we 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.

Hemant Kabra
Executive Director & CFO
DIN: 01812586

Place : Mumbai
Date : 30th May, 2019

Mahendrakumar Kabra
Managing Director
DIN: 00473310

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Ram Ratna Wires Limited

Report on the Audit of the Standalone Financial Statements

1. Opinion

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its profit, total comprehensive income, its cash flows and the changes in equity for the year then ended.

2. Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone financial statements in paragraph 6 below of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

The Key audit matter	How our audit addressed the key audit matter
Revenue Recognition (Refer note 1 (c) (xii) and 40 of the Standalone financial statements) Timing of recognition of Revenue is the key audit matter due to inherent risk of incorrect recognition of revenue and related rate difference, discounts in reporting period. Cut-off on the reporting dates is the key assertion and in-appropriate method can result in misstatement of results for the year.	Our audit incorporated the following procedures with regard to Revenue Recognition :- <ul style="list-style-type: none"> • assessing the company's revenue recognition policy with applicable accounting standards; • assessing the process, internal controls and testing the effectiveness of key controls; • testing the accuracy of cut-off with substantive analytical procedures supplemented with the delivery terms, estimation for delivery time based on historical records; • judgments and estimations made for discounts, rebates, appropriate authorisation, historical trends, credit and debit notes issued after the balance sheet dates, inventory reconciliation and receivable balance confirmations.

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 of 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

6. Auditor's responsibilities for the audit of the Standalone Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

7. Report on Other Legal and Regulatory Requirements

- (i) 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.
 - (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, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2019 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 control over financial reporting.
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Company has disclosed the impact, if any, of pending litigations as at 31st March, 2019 on its financial position in its standalone financial statements - Refer Note 29 to the standalone financial statements;
 - The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year 31st March, 2019;
- (ii) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "B"**, a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm Registration No.128093W)

Place : Mumbai
Date : 30th May, 2019

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph (i) (f) under the "Report on Other Legal and Regulatory Requirements" in the Independent Auditors' Report of even date to the members of Ram Ratna Wires Limited

1. Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

2. Management's Responsibility for Internal Financial Controls

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

3. Auditors' Responsibility

Our responsibility is to express an opinion on the Company's 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") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act 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.

4. Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial controls 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 controls 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.

5. Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

6. 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 over financial reporting were operating effectively as at 31st March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm Registration No.128093W)

Place : Mumbai
Date : 30th May, 2019

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph (ii) under "Report on Other Legal and Regulatory Requirements" in the Independent Auditor's Report of even date to the members of Ram Ratna Wires Limited

- (1)
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) Some of the fixed assets were physically verified during the year by the Management in accordance with a program of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. 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 and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties are held in the name of the Company as at the Balance Sheet date.
- (2)
 - (a) As explained to us, the Company has conducted physical verification of inventories during the year at reasonable intervals.
 - (b) The procedures of physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) The Company is maintaining proper records of inventories. No material discrepancies were noticed on physical verification.
- (3) 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, sub clauses (a), (b) & (c) of clause 3(iii) of the Order are not applicable to the Company.
- (4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act in respect of investments, guarantees and securities provided by it. Further the Company has not granted any loans to the parties who are covered by the provisions of section 185 & 186 of the Act.
- (5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the Public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (6) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records & Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate and/or complete.
- (7) 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, Custom Duty, Excise Duty, Goods and Service Tax, Cess and any other material statutory dues applicable to it with appropriate authorities.

- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Goods and Service Tax, Cess and other material statutory dues in arrears, as at 31st March, 2019 for a period of more than six months from the date they became payable.
- (c) There are no dues with respect to Income Tax, Sales Tax, Service Tax, Value Added Tax, Customs Duty, Excise Duty, Goods and Service Tax and any other material statutory dues applicable to it, which have not been deposited on account of any dispute other than the following:-

Name of the Statute	Forum where matter is pending	Period to which the amount relates	Nature of Dues	Amount (₹ in Lakhs)
Central Excise Act, 1944	High Court	April, 2001 to May 2013	Excise Duty	616.78
	Tribunal	Various periods from 2006-07 to 2016-17	Excise Duty & Service Tax	101.08
	Commissioner & Commissioner (Appeals)	Various periods from 2006-07 to 2016-17	Excise Duty & Service Tax	56.17

- (8) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year in repayment of loans or borrowings to the financial institution and banks. The Company does not have any loan from Government. Further, the Company has not issued any debentures.
- (9) In our opinion and according to the information and explanations given to us, the term loans obtained during the year have been applied by the Company for the purpose for which they were obtained. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments).
- (10) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (11) In our opinion and according to the information and explanations given to us, the managerial remuneration paid or provided is in accordance with requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act.
- (12) According to information and explanations given to us, the Company is not a Nidhi Company and hence report under clause 3(xii) of the Order is not applicable to the Company.
- (13) In our opinion and according to the information and explanations given to us and on the basis of examination of the books and records of the Company carried out by us, all the transactions with the related parties are in compliance with the provisions of section 177 and 188 of the Act, where applicable. The details thereof have been disclosed in the financial statements as required under Indian Accounting Standards.
- (14) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- (15) In our opinion and according to the information and explanations given to us and on the basis of examination of the books and records of the Company carried out by us the Company has not entered into any non-cash transactions with directors or persons connected with such directors and hence provisions of section 192 of the Act are not applicable.
- (16) According to information and explanations given to us, the Company is not required to be registered under section 45IA of the RBI Act, 1934.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm Registration No.128093W)

Place : Mumbai
Date : 30th May, 2019

Jatin V. Dalal
Partner
Membership No. 124528

BALANCE SHEET as at 31st March, 2019

(₹ in Lakhs)

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
ASSETS			
NON-CURRENT ASSETS			
Property, Plant & Equipment	2A	14,030.52	11,356.87
Capital Work-in-Progress	2B	87.28	547.92
Intangible Assets	2C	75.50	68.10
Financial Assets			
Investments	3	5,721.49	7,552.02
Loans	4A	21.74	20.15
Other Financial Assets	5A	2.84	112.40
Income Tax Assets (Net)	6	46.73	34.09
Other Assets	7A	682.83	885.98
		20,668.93	20,577.53
CURRENT ASSETS			
Inventories	8	8,506.84	3,168.60
Financial Assets			
Trade Receivables	9	20,402.18	19,588.45
Cash and Cash Equivalents	10B	715.29	295.34
Other Balances with Banks	10B	85.58	127.70
Loans	4B	23.60	30.47
Other Financial Assets	5B	4.32	6.37
Other Assets	7B	2,959.95	2,215.87
		32,697.76	25,432.80
TOTAL ASSETS		53,366.69	46,010.33
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	11	1,100.00	1,100.00
Other Equity	12	17,153.87	15,498.94
		18,253.87	16,598.94
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13A	5,186.03	4,671.41
Provisions	14A	81.56	57.60
Deferred Tax Liability (Net)	15	1,615.59	1,946.66
Deferred Income	16	110.11	106.72
		6,993.29	6,782.39
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13B	20,159.83	16,230.15
Trade Payables			
- Micro, Small & Medium Enterprises	17	81.74	71.92
- Others	17	4,440.26	3,494.99
Other Financial Liabilities	18	2,960.97	2,586.20
Other Liabilities	19	454.21	141.27
Provisions	14B	22.52	15.00
Income Tax Liabilities (Net)	20	-	89.47
		28,119.53	22,629.00
TOTAL EQUITY AND LIABILITIES		53,366.69	46,010.33
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-45		

As per our Report of even date
For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors
Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

STATEMENT OF PROFIT & LOSS for the year ended on 31st March, 2019

(₹ in Lakhs)

Particulars	Note No.	2018-19	2017-18
Revenue from Operations			
Sale of Products	21	123,011.31	102,523.27
Other Operating Revenues	21	2,002.33	2,763.92
Other Income	22	341.45	284.06
Total Revenue		125,355.09	105,571.25
Cost of Materials Consumed	23	114,898.35	90,630.67
Excise Duty		-	2,562.24
Changes in Inventories	24	(3,603.33)	(114.19)
Employee Benefits Expense	25	2,776.93	2,354.09
Finance Costs	26	2,442.25	1,401.09
Depreciation & Amortisation Expense	27	1,526.34	990.25
Other Expenses	28	4,871.94	3,571.49
Total Expenses		122,912.48	101,395.64
Profit Before Tax		2,442.61	4,175.61
Tax Expenses:	15		
Current Tax		723.18	1,330.46
Short/(Excess) Tax Provision of earlier years		13.92	(10.98)
Deferred tax		108.69	205.06
		845.79	1,524.54
Profit After Tax		1,596.82	2,651.07
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement benefit of defined benefit plans		2.50	0.97
b) Fair value gain on investment in equity instrument through OCI		(52.62)	2,360.80
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		439.76	(564.10)
B (i) Items that will be reclassified to Profit or Loss		-	-
(ii) Income tax relating to items that will be reclassified to Profit or Loss		-	-
Total Other Comprehensive Income (OCI) (A+B)		389.64	1,797.67
Total Comprehensive Income for the year		1,986.46	4,448.74
Earnings per Equity Share of ₹ 5/- each (Note 37)			
Basic		7.26	12.05
Diluted		7.26	12.05
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-45		

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

STATEMENT OF CHANGES IN EQUITY for the period ended on 31st March 2019

(₹ in Lakhs)

EQUITY SHARE CAPITAL	As at 31.03.2019	As at 31.03.2018
Balance at the beginning of the year	1,100.00	1,100.00
Changes in equity share capital during the year	-	-
Balance at the end of the year	1,100.00	1,100.00

(₹ in Lakhs)

OTHER EQUITY	Reserves & Surplus			Equity Instruments through OCI	Total
	Security Premium	General Reserve	Retained Earnings		
Balance as at 1st April, 2017 (A)	763.20	513.00	7,149.42	2,955.56	11,381.18
Additions during the year	-	-	2,651.07	-	2,651.07
Profit for the year	-	-	2,651.07	-	2,651.07
Add/(Less): Items of OCI for the year, net of tax :	-	-	0.75	-	0.75
Remeasurement benefit of defined benefit plans	-	-	0.75	-	0.75
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	1,796.92
Total Comprehensive Income For the year 2017-18 (B)	-	-	2,651.82	1,796.92	4,448.74
Reductions during the year	-	-	(275.00)	-	(275.00)
Dividend	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(55.98)	-	(55.98)
Transfer to General Reserve	-	-	-	-	-
Total (C)	-	-	(330.98)	-	(330.98)
Balance as at 31st March, 2018 (D) = (A+B+C)	763.20	513.00	9,470.26	4,752.48	15,498.94
Additions during the year	-	-	1,596.82	-	1,596.82
Profit for the year	-	-	1,596.82	-	1,596.82
Add/(Less) : Items of OCI for the year, net of tax :	-	-	1.63	-	1.63
Remeasurement benefit of defined benefit plans	-	-	1.63	-	1.63
Net fair value gain on investment in equity instruments through OCI	-	-	-	388.01	388.01
Reclassification of gain on disposal of investment in equity instrument through OCI	-	-	1,869.26	(1,869.26)	-
Total Comprehensive Income For the year 2018-19 (E)	-	-	3,467.71	(1,481.25)	1,986.46
Reductions during the year	-	-	(275.00)	-	(275.00)
Dividends	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(56.53)	-	(56.53)
Transfer to General Reserve	-	-	-	-	-
Total (F)	-	-	(331.53)	-	(331.53)
Balance as at 31st March, 2019 (D+E+F)	763.20	513.00	12,606.44	3,271.23	17,153.87

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

CASH FLOW STATEMENT for the period ended 31st March, 2019

(₹ in Lakhs)

Particulars	2018-19	2017-18
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	2,442.61	4,175.61
Adjustments for:		
Depreciation & amortisation	1,526.34	990.25
Grant related to property, plant & equipment	(88.92)	(87.26)
Finance costs	2,442.25	1,401.09
Interest income	(3.98)	(5.10)
Dividend income	(41.60)	(41.60)
Allowance for doubtful debts and bad debts written off	152.45	50.65
Unrealised foreign exchange loss/ (gain) (net)	(49.00)	20.12
Loss on sale of property, plant & equipment (net)	(10.43)	2.51
Operating Profit before working capital changes	6,369.72	6,506.27
Adjustments for (increase)/decrease:		
Trade receivables	(982.06)	(4,871.39)
Financial assets	6.29	1.56
Other assets	(679.58)	(931.47)
Inventories	(5,338.24)	813.26
Trade payables	1,041.48	(427.16)
Financial liabilities	(261.76)	349.40
Other liabilities & provisions	346.92	13.19
Cash generated from Operating activities	502.77	1,453.66
Income Tax paid (net of refund)	(839.20)	(1,292.98)
Net cash flow from Operating activities (A)	(336.43)	160.68
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of property, plant & equipment	(3,486.34)	(5,266.50)
Sale of property, plant & equipment	33.80	9.75
Sale of Investment of equity instruments	1,887.14	-
Purchase of non-current investment- Subsidiary	-	(929.54)
Purchase of non-current investment and share application money- Joint Venture	-	(225.80)
Proceed from fixed deposits (net)	46.40	(27.78)
Dividend received	41.60	41.60
Interest received	4.57	7.34
Net cash flow (used in) Investing activities (B)	(1,472.83)	(6,390.93)

(₹ in Lakhs)

Particulars	2018-19	2017-18
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from non current borrowing (net)	1,026.43	2,668.42
Proceeds from current borrowing (net)	3,941.78	4,360.89
Finance costs paid	(2,407.47)	(1,455.81)
Dividend paid (Inclusive of income tax on dividend)	(331.53)	(330.98)
Net cash flow from Financing activities (C)	2,229.21	5,242.52
(D) Net (decrease) / increase in cash and equivalents (A+B+C)	419.95	(987.73)
Add: Cash and cash equivalents as at 1st April	295.34	1,283.07
Cash and cash equivalents as at 31 st March	715.29	295.34

Notes:

a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IndAS-7)- Statement of Cash Flow.

b) Cash and Cash Equivalent comprises of

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Cash on hand	1.69	2.02
Balance with banks	713.60	293.32
Cash and cash equivalents in Cash Flow Statement	715.29	295.34

c) Reconciliation of liabilities arising from financing activities

(₹ in Lakhs)

Particulars	As at 31.03.2018	Cash flows	Non cash changes		As at 31.03.2019
			fair value changes	Current/Non-Current Classification	
Borrowings- Non Current	4,671.41	1,969.40	-	(1,454.78)	5,186.03
Borrowing Non Current (current maturities)	942.97	(942.97)	-	1,454.78	1,454.78
Borrowings- Current	16,230.15	3,929.68	12.10	-	20,159.83

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

NOTES to Financial Statements for the year ended 31st March, 2019

CORPORATE INFORMATION

Ram Ratna Wires Limited ('the Company') is a public company limited by shares incorporated and domiciled in India with its registered office in Mumbai, Maharashtra. The Company is listed on the Bombay Stock Exchange (BSE).

The Company is a leading manufacturer of winding wires, mainly enamelled copper wires. The Company offers unique product range of all gauges of winding wires including super fine wires. The product portfolio of the Company includes enamelled copper strips, enamelled aluminium wires, submersible winding wires and paper cover round wires. The Company has manufacturing facilities at Silvassa and Dadra and Nagar Haveli (Union Territory).

The financial statements as at 31st March, 2019 present the financial position of the Company. The financial statements were approved by the Board of Directors and authorised for issue on 30th May, 2019.

The functional and presentation currency of the Company is Indian Rupees (₹) which is the currency of the primary economic environment in which the Company operates.

1. SIGNIFICANT ACCOUNTING POLICIES & KEY ACCOUNTING ESTIMATES & JUDGEMENTS

(a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

(i) Basis of preparation :

These financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ('the Act') read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of Measurement :

These financial statements have been prepared and presented under the historical cost convention except for certain financial assets and financial liabilities that are required to be measured at fair values at the end of each reporting period by Ind AS.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

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 the measurement date.

(iii) Recent accounting pronouncements :

New Standards/ amendments adopted by the Company:

The Company has applied following Ind AS pronouncements pursuant to issuance of the Companies (Indian Accounting standards) Amendment Rules, 2018 for the first time for the accounting year beginning from 1st April, 2018.

- Ind AS 115 - 'Revenue from Contracts with Customers' (Note :40)
- Appendix B - Foreign Currency Transactions and advance consideration to Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'
- Amendments to Ind AS 12 - 'Income Taxes'
- Ind AS 28 - 'Investments in Associates and Joint Ventures'
- Ind AS 40 - 'Investment Property'

New Standards issued but not effective:

In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying new standards and amendments to certain issued standards. These amendments are applicable to the Company from 1st April, 2019.

- Ind AS 116 'Leases' this will supersede existing Ind AS 17- 'Leases'

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

- Appendix C, Uncertainty Over Tax Treatment to Ind AS 12, Income Taxes
- Amendment to Ind AS 12- Income Tax

The Company is in the process of evaluating the impact of these pronouncements on the financial statements of the Group.

(iv) Current/ Non- Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of product and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

(b) KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and the accompanying disclosures and disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in the outcomes requiring adjustment to the carrying amounts of assets or liabilities in future periods. The estimates and the associated assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements. The estimates and the associated assumptions are reviewed at reasonable intervals. Changes in accounting estimates are recognised prospectively.

Significant judgements and estimates have been made by the Company relating to

- Useful lives of property, plant and equipment and intangible assets
- Impairment of property, plant and equipment and intangible assets
- Impairment of Investments
- Provision for employee benefits and other provisions
- Provision for Income Tax including payment of advance Tax
- Recoverability of deferred tax assets
- Fair Value Measurements
- Commitments and contingencies

(c) SIGNIFICANT ACCOUNTING POLICIES

i) Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to the costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount or rebate is deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the statement of profit and loss as and when incurred.

Capital work-in-progress includes cost of property, plant and equipment not ready for the intended use as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as 'capital advances' under other non-current assets.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the property, plant and equipment and the resultant gains or losses are recognised in the statement of profit and loss. Property, plant and equipment to be disposed of are reported at the lower of the carrying value or the fair value less cost of disposal.

The Company had elected to continue with the carrying value of all of its property, plant and equipment appearing in the financial statements prepared as per accounting standards notified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (Generally Accepted Accounting Standards "Previous GAAP") as the deemed cost of the property, plant and equipment in the opening balance sheet under Ind As effective 1st April, 2016.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Company has elected to recognise such exchange differences as a part of cost of assets is allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

ii) Intangible Assets

Intangible assets acquired are initially measured at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with defined useful lives are carried at cost less accumulated amortization and accumulated impairment loss, if any. Internally generated intangibles are not capitalized and the related expenditure is reflected in statement of profit and loss in the period in which the expenditure is incurred.

Computer Software an intangible asset is measured on initial recognition at cost. Costs comprise of license fees and cost of system integration services and development.

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. On de-recognition the intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the statement of profit and loss.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

iii) Depreciation on Property, Plant and Equipment and Amortisation of intangible Assets

Depreciation on property, plant and equipment is provided using the straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 in consideration with useful life of the assets as estimated by the management.

Intangible Assets with finite lives are amortized on a straight line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss. The estimated useful lives and residual values are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate and adjusted prospectively, if any.

The estimated useful life of items of property, plant and equipment and intangible Assets are:

Particulars	Years	Particulars	Years
Factory Buildings (including Roads)	10 to 30	Office and Other Equipments	5 to 10
Workers Quarters	60	Computers/ Laptops/ Computers Hardware	3
Plant and Machineries	15 to 40	Computer Servers	6
Laboratory Equipments	10	Computer Software	5
Electrical Installations	10	Vehicles	8 to 10
Furniture and Fixtures	10		

iv) Impairment of Assets

At each balance sheet date, the Company reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).

An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that carrying amount of the assets does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

v) Leases

The Company as Lessee

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

In respect of assets taken on operating lease, lease rentals are recognized as an expense in the statement of profit and loss on straight line basis over the lease term unless

- another systematic basis is more representative of the time pattern in which the benefit is derived from the leased asset; or
- the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

The Company as Lessor

Lease rentals from the workers quarters are recognised in the statement of profit and loss on straight line basis.

vi) Investment in Subsidiary and Joint Venture

Investment in subsidiary and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investments is assessed and written down

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

immediately to its recoverable amount. On disposal of investments in subsidiary and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

vii) Inventories:

- Raw Materials, Work-in-progress and Finished goods are valued at the lower of cost or net realizable value. The cost is determined using FIFO method.
- The cost of purchase comprises of the purchase price including duties and taxes (other than those subsequently recoverable by the Company from the taxing authorities), freight inward and other expenditure directly attributable to the acquisition but net of trade discount, rebates, duties for import under advance licenses and other similar items.
- Packing Materials, Consumable Stores and Spares and Fuel are valued at lower of cost or net realizable value. The cost is determined using FIFO method.
- Scrap is valued at net realizable value.
- The cost of Inventories of work-in-progress and finished goods comprises the cost of purchases and the cost of conversion and in case of finished goods it also includes the cost of packing materials.
- The cost of conversion comprises of depreciation and repairs and maintenance of factory buildings and plant and machineries, power and fuel, factory management and administration expenses and consumable stores and spares.

viii) Financial Instruments

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

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition and adjusted for transaction costs that are attributable to the acquisition or issues of financial assets and financial liabilities in case of financial assets or financial liabilities not at fair value through profit or loss account.

Where the fair value of financial assets and financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and transaction price is recognised in the statement of profit and loss.

However, trade receivables that do not contain a significant financing component are initially measured at transaction price.

a) Financial Assets

Cash and bank balances

Cash and bank balances consist of:

- Cash and cash equivalents - which include cash on hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances - which include balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets measured at amortised cost

A financial asset is subsequently measured at amortised cost if both of the following conditions are met:

- If it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to trade receivables, loans and other financial assets of the Company measured

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

using the Effective Interest Rate (EIR) method less impairment, if any, and the amortisation of EIR and loss arising from impairment, if any is recognised in the statement of profit and loss.

Financial assets measured at fair value

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met :

- If it is held within a business model whose objective is to hold these assets in order to collect contractual cash flows and to sell these financial assets, and
- The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income.

The Company in respect of equity instruments (other than equity instruments of subsidiary and joint venture) which are not held for trading has made an irrevocable election to present the subsequent changes in fair value of such equity instruments in other comprehensive income. Such an election is made by the Company on an instrument by instrument basis at the time of initial recognition of such equity investments. On de-recognition, cumulative gain or loss previously recognised in other comprehensive income is reclassified from the equity to retained earnings in the statement of changes in equity.

A financial asset not classified as either amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

Impairment of Financial Assets

The Company applies loss allowance using the expected credit loss (ECL) model for the financial assets which are measured at amortised cost or fair value through other comprehensive income. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to 12-month ECL, unless there has been a significant increase in credit risk for initial recognition in which case those are measured at lifetime ECL.

De-recognition of Financial Assets

A financial asset is de-recognised only when

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

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

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

b) Financial Liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liability

Trade and other payables are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

Interest bearing loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost using effective interest rate method. Any difference between proceeds (net of transaction cost) and the settlement amount of borrowing is recognised over the terms of the borrowings in the statement of profit and loss

De-recognition

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or has expired.

c) Financial Guarantee Contracts

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

d) Derivative financial instruments

The Company enters into derivative financial contracts in the nature of forward currency contracts with banks to reduce business risks which arise from its exposures to foreign exchange. The instruments are employed as hedges of transactions included in the financial statements or for highly probable forecast transactions/firm contractual commitments.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any change therein is generally recognised in the statement of profit and loss. Derivatives are carried as financial assets when fair value is positive and as financial liabilities when fair value is negative.

e) Offsetting Financial Instruments

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

ix) Fair Value Measurement

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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 the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:-

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

x) **Non-Current Assets held for sale**

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell and are presented separately from other assets in the balance sheet. The liabilities related to the assets held for sale are presented separately from other liabilities in the balance sheet. Non-current assets held for sale are not depreciated or amortized.

xi) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each year end and reflect the best current estimate. Provisions are not recognised for future operating losses.

Where there are number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or present obligation arising from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company and where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are neither recognised nor disclosed in the financial statements.

xii) **Revenue**

Revenue from contracts with customer is recognized when the Company satisfies a performance obligation by transferring the promised goods or services to a customer at a transaction price. The transaction price is the amount of consideration to which the company expects to be entitled in exchange for transferring promised goods or services to a customer as per contract, excluding amount of taxes collected on behalf of the government. The transaction price is adjusted of trade discount, cash discount, volume rebate and other variable considerations as per the terms of contract.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

Sale of Goods

Revenue from sale of products is recognised at a point in time when the control on the goods have been transferred to a customer i.e when material is delivered to the customer or as per shipping terms , as may be specified in the contract.

Job Work

Revenue from Job work is recognised when intended job work is carried out and goods are ready for transfer to the owner of the goods.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable interest rates.

Rental Income

Rental income is recognised in the statement of profit and loss on straight line basis.

Dividend Income

Dividend Income from investments is recognised when shareholder's rights to receive payment have been established.

Commission Income

Guarantee commission income (notional) for the financial guarantee issued by the Company to the bank in respect of credit facility granted by the bank to the dealers of the Company is recognised over the period of guarantee.

Export Incentives

Eligible export incentives are recognised in the year in which the conditions precedents are met and there is no significant uncertainty about the collectability.

xiii) Government Grant

Government grants are recognised when there is reasonable assurance that the grant will be received and the company will comply with all the attached conditions. When the grant relates to revenue expense, it is recognised as an income on a systematic basis over the period necessary to match it with the expenses that it is intended to compensate. Government grant related to expenditure on property, plant and equipment is included as cost of property, plant and equipment and is credited to the statement of profit and loss over the useful lives of qualifying assets or credited to the statement of profit and loss over the period in which the corresponding export obligation is fulfilled. Total grants availed less the amounts credited to the statement of profit and loss at the balance sheet date are included in the balance sheet as deferred income.

xiv) Foreign Currency Transactions

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The functional and presentation currency of the Company is Indian Rupees (₹).

Transactions denominated in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary items is restated at the closing exchange rates. Non-monetary items are recorded at exchange rate prevailing on the date of transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the statement of profit and loss.

The forward exchange contracts are marked to market and gain/loss on such contracts are recognised in the statement of profit and loss at the end of each reporting period.

The Company as per previous GAAP elected to recognise as part of cost of assets, exchange differences arising

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

on translation of long term foreign currency monetary items and this method of recognition of such exchange difference is followed by the Company as allowed under Ind AS 101. Such differences are added/deducted to/from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

xv) Employee Benefits

a) Short Term Obligations

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

b) Post-Employment Benefits

i) Defined benefit plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Project Unit Credit Method made at the end of each financial year. The scheme is maintained and administered by Life Insurance Corporation of India to which the Company makes periodical contributions through its trustees.

ii) Defined contribution plan

A Defined Contribution Plan is plan under which the Company makes contribution to Employee's Provident Fund administrated by the Central Government. The Company's contribution is charged to the statement of profit and loss.

c) Other Long Term Employee Benefits - Leave Salary

The liability towards leave salary which is not expected to be settled wholly within 12 months after the end of the period in which the employees render the related services is recognized based on actuarial valuation carried out using the Projected Unit Credit Method.

xvi) Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized. All other borrowing costs are expensed in the period in which they occur.

xvii) Income Taxes

Tax expenses for the year comprises current tax and deferred tax.

Current Tax

Current tax is the amount of income tax payable in respect of taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because taxable profit is adjusted for items of income or expenses which are taxable or deductible in other years and also for items which are not taxable or deductible under the Income Tax Act, 1961 ("the I T Act").

The Company's liability for current tax is calculated using tax rates and tax laws in force.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit under the I T Act.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affects neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying value of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent it is no longer probable that sufficient taxable profit will be available to allow entire or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws in force. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

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

Current and deferred tax is recognised in statement of profit and loss, except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity, in which case, the tax is recognised in other comprehensive income or directly in equity, respectively.

MAT

Minimum Alternate Tax ("MAT") under the provisions of the IT Act is recognised as deferred tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid will be recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set off against the normal tax liability. Such asset is reviewed at each Balance Sheet date.

xviii) Segment Reporting

Operating segment is a component of an entity whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) to make decision about resource to be allocated to the segment and assess its performance. The Company has no separate reportable segment.

xix) Statement of Cash Flow

The Cash Flow Statement is prepared under 'Indirect Method'.

xx) Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions which existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

xxi) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity share outstanding during the period.

For the purpose calculating Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

Note 2

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation			Net Carrying Amount (₹ in Lakhs)
	As at 01.04.2018	Additions	Deductions/ Adjustments	As at 31.03.2019	As at 01.04.2018	For the Year	Deductions / Adjustments	As at 31.03.2019
A) PROPERTY, PLANT & EQUIPMENT								
Land - Free Hold	2,204.00	-	-	2,204.00	-	-	-	2,204.00
Factory Buildings	2,513.56	1,293.20	-	3,806.76	88.61	117.28	-	3,600.87
Residential Buildings	158.29	-	-	158.29	6.18	3.09	-	149.02
Plant & Machineries	7,696.17	2,484.38	25.10	10,155.45	1,560.81	1,272.01	11.15	7,333.78
Laboratory Equipments	110.32	120.89	-	231.21	29.04	21.86	-	180.31
Electrical Installations	67.80	45.85	-	113.65	5.16	9.16	-	99.33
Furniture & Fixtures	22.79	102.98	-	125.77	8.23	6.86	-	110.68
Office & Other Equipment	112.33	133.48	2.33	243.48	37.92	36.56	1.77	170.77
Vehicles	274.21	23.11	23.94	273.38	66.65	40.05	15.08	181.76
Total	13,159.47	4,203.89	51.37	17,311.99	1,802.60	1,506.87	28.00	14,030.52
B) Capital Work - in - Progress	547.92	1,042.60	1,503.24	87.28	-	-	-	87.28
Total	13,707.39	5,246.49	1,554.61	17,399.27	1,802.60	1,506.87	28.00	14,117.80

Description	Gross Carrying Amount				Depreciation			Net Carrying Amount (₹ in Lakhs)
	As at 01.04.2017	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018
A) PROPERTY, PLANT & EQUIPMENT								
Land - Free Hold	2,203.62	0.38	-	2,204.00	-	-	-	2,204.00
Factory Buildings	869.07	1,644.49	-	2,513.56	39.67	48.94	-	2,424.95
Residential Buildings	158.29	-	-	158.29	3.09	3.09	-	152.11
Plant & Machineries	4,360.39	3,351.98	16.20	7,696.17	719.38	845.84	4.41	6,135.36
Laboratory Equipments	97.38	12.95	-	110.33	14.42	14.63	-	81.28
Electrical Installations	20.11	47.69	-	67.80	2.31	2.85	-	62.64
Furniture & Fixtures	22.20	0.59	-	22.79	4.19	4.04	-	14.56
Office & Other Equipment	70.79	42.63	1.10	112.32	16.80	21.74	0.63	74.41
Vehicles	194.33	79.88	-	274.21	30.00	36.65	-	207.56
Total	7,996.18	5,180.59	17.30	13,159.47	829.86	977.78	5.04	11,356.87
B) Capital Work - in - Progress	50.17	547.92	50.17	547.92	-	-	-	547.92
Total	8,046.35	5,728.51	67.47	13,707.39	829.86	977.78	5.04	11,904.79

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

INTANGIBLE ASSETS

Description	Gross Carrying Amount			Amortisation			Net Carrying Amount
	As at 01.04.2018	Additions	Deductions/ Adjustments	As at 31.03.2019	For the Year	Deductions / Adjustments	As at 31.03.2019
C) INTANGIBLE ASSETS							
Computer Software	82.29	26.87	-	109.16	19.47	-	75.50
Total	82.29	26.87	-	109.16	19.47	-	75.50

Description	Gross Carrying Amount			Amortisation			Net Carrying Amount
	As at 01.04.2017	Additions	Deductions/ Adjustments	As at 31.03.2018	For the Year	Deductions / Adjustments	As at 31.03.2018
C) INTANGIBLE ASSETS							
Computer Software	4.44	77.85	-	82.29	12.47	-	68.10
Total	4.44	77.85	-	82.29	12.47	-	68.10

2.1 Details of additions on account of Foreign Exchange Differences and Borrowing costs:

Particulars	Foreign Exchange Difference		Interest	
	2018-19	2017-18	2018-19	2017-18
Factory Buildings	-	-	18.84	42.63
Plant & Machineries	-	-	-	31.31

2.2 The details of property, plant & equipment hypothecated against borrowings are presented in Note 13.3 to 13.8.

2.3 The amount of contractual commitments for the acquisition of property, plant & equipment is disclosed in Note 29 B (i).

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 3: INVESTMENTS	Nos.	Face Value	Non-Current	
			As at 31.03.2019	As at 31.03.2018
Investments in Equity Instruments				
Unquoted Equity Shares (Fully Paid up)				
i) Subsidiary (measured at cost, Note 1 (c) (vi))				
- Global Copper Private Limited (60%)	646,134	₹ 10	979.54	979.54
ii) Joint Venture (measured at cost, Note 1 (c) (vi))				
- R R Imperial Electricals Limited- Bangladesh (10%)	6,340,244	Taka 10	467.72	358.48
iii) Other Entity				
- R R Kabel Limited (measured at fair value and designated as FVOCI) (Note 3.1)	341,120	₹ 10	4,274.23	6,214.00
			5,721.49	7,552.02
Aggregate amount of unquoted investments at cost			1,447.26	1,338.02
Aggregate amount of unquoted investments at fair value			4,274.23	6,214.00
Aggregate value of impairment in value of investments			-	-

3.1 During the year, the company has tendered 1,78,880/- fully paid up equity shares of ₹ 10 each for ₹ 1080.33/- per equity share under the scheme of buy back and the same was accepted. The realised gain thereof has been reclassified from other comprehensive income to retained earnings under Other Equity (Note 12).

(₹ in Lakhs)

Note 4A: LOANS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Electricity & Other Deposits	6.41	6.36
Security Deposits*	13.32	12.05
Loan to Employees	2.01	1.74
	21.74	20.15

(₹ in Lakhs)

Note 4B: LOANS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Security Deposits*	10.67	10.29
Loan to Employees	12.93	20.18
	23.60	30.47

(₹ in Lakhs)

* Includes	As at 31.03.2019	As at 31.03.2018
Security deposit with Director	6.00	5.43
Security deposit with a Private Limited Company in which two of the Directors of the company are Directors or members	3.17	3.50

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 5A: OTHER FINANCIAL ASSETS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Share Application Money -Joint Venture	2.37	111.61
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.47	0.79
	2.84	112.40

(₹ in Lakhs)

Note 5B: OTHER FINANCIAL ASSETS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Interest accrued on term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	3.25	3.84
Forward Exchange Contracts (Net)	-	0.45
Others	1.07	2.08
	4.32	6.37

(₹ in Lakhs)

Note 6: INCOME TAX ASSETS (NET)	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Advance Income Tax	46.73	34.09
	46.73	34.09

(₹ in Lakhs)

Note 7A: OTHER ASSETS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Capital Advances	80.31	218.96
Other Advances :		
Balances with government authorities		
Cenvat Credit Receivable	47.31	35.25
Vat Receivable	538.29	569.55
Advance receivable in cash or in kind	16.92	62.22
	682.83	885.98

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 7B: OTHER ASSETS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Other Advances :		
Balances with government authorities		
Cenvat Credit Receivable	0.59	0.31
GST Receivable	594.16	630.77
Export Incentives Receivable	121.03	317.90
Excise Duty Refundable	13.50	13.42
Advance receivable in cash or in kind	213.53	130.14
Advances to Suppliers	2,016.90	1,120.53
Advance to Employees (net)	0.24	2.80
	2,959.95	2,215.87

(₹ in Lakhs)

Note 8: Inventories	Current	
	As at 31.03.2019	As at 31.03.2018
Raw Materials	2,116.28	1,394.63
Raw Material-in-Transit	1,224.08	266.59
Work-in-Progress	913.52	744.11
Finished Goods	1,247.92	310.97
Finished Goods-in-Transit	2,765.76	121.12
Others:		
Packing Materials (Including in Transit ₹ 4.72 Lakhs ; P.Y. NIL)	97.12	67.61
Scrap (Including in Transit ₹ 18.55 Lakhs ; P.Y. NIL)	82.76	230.43
Consumable Stores & Spares	39.39	21.77
Fuel	20.01	11.37
	8,506.84	3,168.60

8.1 The cost of inventories recognised as an expense during the year is disclosed in Note 23 and 24

8.2 The cost of inventories written down during the year ₹ NIL (P.Y. ₹ NIL)

8.3 The inventories are hypothecated as the security as disclosed in Note 13

(₹ in Lakhs)

Note 9: TRADE RECEIVABLES	Current	
	As at 31.03.2019	As at 31.03.2018
Trade Receivable-Secured	1,568.88	75.67
Trade Receivable-Unsecured	19,081.21	19,610.59
	20,650.09	19,686.26
Less: Allowance for Impairment (doubtful debts)	247.91	97.81
	20,402.18	19,588.45

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

9.1 Due from Related Parties	As at 31.03.2019	As at 31.03.2018
Due from a Private Company in which two of the Directors of the company are Directors	-	0.02
Due from a Firm in which a Director of the company is a Partner	447.16	195.89

- 9.2 The Company has arranged channel financing facility for its customers from bank against which a sum of ₹ 6,709.97 Lakhs (P.Y. ₹ 4,618.17 Lakhs) has been utilised as on the date of balance sheet and correspondingly the trade receivable stand reduced by the said amount. Also refer Note 29.2.

(₹ in Lakhs)

Note 10A: CASH AND BANK BALANCES	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Other Balance with Banks		
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.47	0.79
Less: Amount included under the head Other Financial Assets	0.47	0.79
	-	-

(₹ in Lakhs)

Note 10B: CASH AND BANK BALANCES	Current	
	As at 31.03.2019	As at 31.03.2018
(A) Cash & Cash Equivalents		
(a) Balance with Banks		
Current Accounts	713.60	293.32
Cheques, draft on hand	-	-
(b) Cash on hand	1.69	2.02
	715.29	295.34
(B) Other Balance with Banks		
(a) Unclaimed Dividend Accounts*	27.89	23.93
(b) Term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	57.69	103.77
	85.58	127.70

* The Company can utilise these balances only towards settlement of unclaimed dividend.

(₹ in Lakhs)

Note 11: EQUITY SHARE CAPITAL	As at 31.03.2019	As at 31.03.2018
Authorised Capital		
30,000,000 Equity Shares of ₹ 5/- each	1,500.00	1,500.00
Issued, Subscribed and Paid Up Capital		
22,000,000 Equity Shares of ₹ 5/- each fully paid-up	1,100.00	1,100.00
	1,100.00	1,100.00

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

11.1 Reconciliation of Equity Shares outstanding at the beginning & at the end of the year

Fully Paid up Equity Shares	As at 31.03.2019		As at 31.03.2018	
	Number	₹ in Lakhs	Number	₹ in Lakhs
As at the beginning of the year	22,000,000	1,100.00	22,000,000	1,100.00
Add/(Less) : Change during the year	-	-	-	-
As at the end of the year	22,000,000	1,100.00	22,000,000	1,100.00

11.2 Details of Shareholders holding more than 5% Equity Shares

Name of Shareholder	As at 31.03.2019		As at 31.03.2018	
	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding
Ram Ratna Research & Holdings Private Limited	3,400,000	15.45	3,400,000	15.45
Mahendrakumar Kabra	1,867,966	8.49	1,867,966	8.49
TMG Global FZCO	1,400,000	6.36	1,400,000	6.36
Rameshwarlal Kabra - As Karta of Rameshwarlal Kabra (HUF)	1,241,000	5.64	1,241,000	5.64

As per the records of the company, including its register of members

11.3 Terms/ rights attached to Equity Shares

The Company has only one class of shares referred to as equity shares having face value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

As per the Companies Act, 2013 the holders of equity shares will be entitled to receive remaining assets of the Company, after the distribution of all preferential amounts in the event of the liquidation of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

11.4 The Board of Directors of the Company have proposed a dividend of ₹ 1.25/- per equity share of face value of ₹ 5/- each for the year ending 31st March, 2019 (P.Y. ₹ 1.25/- per equity share) subject to approval of members at the forthcoming Annual General Meeting.

(₹ in Lakhs)

Note 12: OTHER EQUITY	Reserves and Surplus			Equity Instruments through OCI	Total
	Security Premium	General Reserve	Retained Earnings		
Balance as at 1st April, 2017 (A)	763.20	513.00	7,149.42	2,955.56	11,381.18
Additions during the year					
Profit for the year	-	-	2,651.07	-	2,651.07
Add/(Less) : Items of OCI for the year, net of tax :	-	-	-	-	-
Remeasurement benefit of defined benefits plans	-	-	0.75	-	0.75
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	1,796.92
Total Comprehensive Income For the year 2017-18 (B)	-	-	2,651.82	1,796.92	4,448.74
Reductions during the year					
Dividends	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(55.98)	-	(55.98)
Transfer to General Reserve	-	-	-	-	-
Total (C)	-	-	(330.98)	-	(330.98)

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 12: OTHER EQUITY	Reserves and Surplus			Equity Instruments through OCI	Total
	Security Premium	General Reserve	Retained Earnings		
Balance as at 31st March, 2018 (D)= (A+B+C)	763.20	513.00	9,470.26	4,752.48	15,498.94
Additions during the year					
Profit for the year	-	-	1,596.82	-	1,596.82
Add/(Less) : Items of OCI for the year, net of tax :					
Remeasurement benefit of defined benefits plans	-	-	1.63	-	1.63
Net fair value gain on investment in equity instruments through OCI	-	-	-	388.01	388.01
Reclassification of gain on disposal of investment in equity instruments through OCI	-	-	1,869.26	(1,869.26)	-
Total Comprehensive Income For the year 2018-19 (E)	-	-	3,467.71	(1,481.25)	1,986.46
Reductions during the year					
Dividend	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(56.53)	-	(56.53)
Transfer to General Reserve	-	-	-	-	-
Total (F)	-	-	(331.53)	-	(331.53)
Balance as at 31st March, 2019 (D+E+F)	763.20	513.00	12,606.44	3,271.23	17,153.87

12.1 Security Premium

Security premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

12.2 General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Under the Companies Act, 2013 there is no mandatory requirement for transfer of a specific percentage of net profit to general reserve which was required under the erstwhile Companies Act, 1956.

12.3 Equity Instruments through Other Comprehensive Income (OCI)

This represents the cumulative gains/(losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, it will be reclassified to retained earnings when such assets are disposed off.

(₹ in Lakhs)

Note 13A: BORROWINGS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Secured		
Term Loans from Bank		
Rupee Loans	4,068.83	4,025.00
Vehicle Loans	10.39	1.68
Unsecured		
Loan from Directors	370.62	166.62
Loan from Promoters & Relatives	702.19	418.11
Inter Corporate Loan	34.00	60.00
	5,186.03	4,671.41

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 13B: BORROWINGS	Current	
	As at 31.03.2019	As at 31.03.2018
Secured		
Working Capital Loans		
From Banks		
Foreign Currency Loans	-	629.09
Rupee Loans		
Short Term	12,226.83	5,437.97
Repayable on demand	2,800.57	5,736.51
Unsecured		
Working Capital Loans		
From Banks		
Rupee Loans - Short Term	4,388.26	3,549.38
From Financial Institution		
Rupee Loans	744.17	702.20
Inter Corporate Loan	-	175.00
	20,159.83	16,230.15

(₹ in Lakhs)

Note 13.1: Term Loans	Rate of Interest	As at 31.03.2019	As at 31.03.2018
Term Loan I - 12 Quarterly Installments	MCLR+ 0.95%	2,248.54	3,000.00
Term Loan II - 16 Quarterly Installments	MCLR+ 0.95%	1,299.37	1,300.00
Term Loan III - 10 Quarterly Installments	MCLR+ 0.95%	475.00	665.00
Term Loan IV - 16 Quarterly Installments	MCLR+ 0.80%	1,496.28	-
		5,519.19	4,965.00
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		1,450.36	940.00
		4,068.83	4,025.00

(₹ in Lakhs)

Note 13.2: Vehicle Loans	Rate of Interest	As at 31.03.2019	As at 31.03.2018
Vehicle Loan - I	9.26% p.a.	-	2.07
Vehicle Loan - II - 20 Monthly Installment	10.50% p.a.	1.68	2.58
Vehicle Loan - III - 41 Monthly Installment	8.85% p.a.	13.13	-
		14.81	4.65
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		4.42	2.97
		10.39	1.68

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

13.3 The Term loans are secured by:

- First pari passu charge on immovable assets of the Company located at Survey No. 212/2 and Survey No 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara.
- First pari passu charge on both present and future movable assets (except vehicles) of the Company.
- Second pari passu charge on entire current assets of the Company both present and future.
- Personal guarantees of Managing Director and Joint Managing Director of the Company and their relative.

13.4 The working capital loans are secured by:

- First pari passu charge on entire current assets of the Company both present and future.
- Second pari passu charge on immovable assets of the Company located at Survey No. 212/2 and Survey No 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara and both present and future movable assets (except vehicles) of the Company.
- Personal guarantees of Managing Director and Joint Managing Director of the Company and their relative.

13.5 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Company for unsecured working capital loans from banks and financial institution.

13.6 Vehicle loans are secured by way of hypothecation of specific vehicle.

13.7 Other Unsecured Loans carry interest rates from 10% to 11% with different tenures.

13.8 Default in terms of repayment of Principal and Interest - NIL

(₹ in Lakhs)

Note 14A: PROVISIONS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
- Leave Encashment (Note 36)	81.56	57.60
	81.56	57.60

(₹ in Lakhs)

Note 14B: PROVISIONS	Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
- Leave Encashment (Note 36)	22.52	15.00
	22.52	15.00

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 15: INCOME TAXES	As at 31.03.2019	As at 31.03.2018
A. The major components of income tax expenses for the year are as under :		
(i) Income Tax Expenses recognised in the Statement of Profit & Loss		
(a) Current Tax :		
In respect of current year	723.18	1,330.46
Short/(Excess) provision of earlier years	13.92	(10.98)
(b) Deferred Tax :		
In respect of current year	108.69	205.06
	845.79	1,524.54
(ii) Income tax expenses recognised in the OCI		
Deferred Tax :		
Deferred Tax expenses on fair value of equity instruments through OCI	(440.63)	563.88
Deferred Tax benefit on remeasurements of defined benefit plans	0.87	0.22
	(439.76)	564.10
B. Reconciliation of estimated income tax expenses and the accounting profit for the year is as under:		
Profit before tax :	2,442.61	4,175.61
Expected Income tax expense at statutory income tax rate	853.54	1,445.09
Tax effect on non deductible expenses	149.16	86.12
Effect of income that is exempted from tax	(14.54)	(14.40)
Others	(264.98)	(186.35)
Current Tax expense as per Statement of Profit and Loss for the year	723.18	1,330.46

(₹ in Lakhs)

C: The major components of deferred tax liabilities/ (assets) are as follows:	Balance Sheet 01.04.2018	Profit and Loss 2018-19	OCI 2018-19	Balance Sheet 31.03.2019
Deferred Tax Liabilities				
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act, 1961	573.50	237.03	-	810.53
Others	20.15	6.65	-	26.80
Difference in carrying value and tax base of investments in equity measured at FVTOCI	1,421.52	-	(440.63)	980.89
Deferred Tax Assets				
Provision for expenses allowed for tax purpose on payment basis (net)	(26.81)	(69.70)	-	(96.51)
Allowance for doubtful debts	(34.19)	(52.45)	-	(86.64)
Others	(0.17)	(12.84)	-	(13.01)
Remeasurement benefit of defined benefit plans	(7.34)	-	0.87	(6.47)
Deferred Tax Expenses/ (benefit)		108.69	(439.76)	
Net Deferred Tax Liabilities	1,946.66			1,615.59

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 16: DEFERRED INCOME	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Grants Related to property, plant & equipment	110.11	106.72
	110.11	106.72

- 16.1 Grants relating to property, plant and equipment relate to duty saved on import of capital goods and spares under the EPCG scheme. Under such scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Such grants are recognised in the statement of profit and loss based on fulfillment of related export obligations.

(₹ in Lakhs)

Note 17: TRADE PAYABLES	Current	
	As at 31.03.2019	As at 31.03.2018
Trade Payables		
Micro, Small & Medium Enterprises (Note 31)	81.74	71.92
Others	4,440.26	3,494.99
	4,522.00	3,566.91

(₹ in Lakhs)

Note 18: OTHER FINANCIAL LIABILITIES	Current	
	As at 31.03.2019	As at 31.03.2018
Current maturities of long term borrowings		
Rupee Loans (Note 13.1)	1,450.36	940.00
Vehicle Loans (Note 13.2)	4.42	2.97
Investor Education & Protection Fund		
Unclaimed dividends*	27.89	23.93
Other Payables :		
Retention Money relating to capital expenditure	5.00	5.00
Interest accrued and due	135.21	81.98
Interest accrued but not due	3.90	3.51
Accrued Salary & Benefits **	175.09	281.65
Creditors for Expenses	862.94	1,003.58
Forward Exchange Contracts (Net)	32.66	-
Creditors for Capital Expenditure	256.08	221.60
Other Payable	7.42	21.98
	2,960.97	2,586.20

* There is no amount due and outstanding to be transferred to the Investor Education & Protection Fund (IEPF) as at 31st March, 2019. Unclaimed Dividends, shall be transferred to IEPF as and when they become due.

** Includes amount of ₹ 63.27 Lakhs (P.Y. ₹ 164.36 Lakhs) payable to the Joint Managing Director on account of Commission on profit.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 19: OTHER LIABILITIES	Current	
	As at 31.03.2019	As at 31.03.2018
Revenue Received in advance		
Contract Liabilities (Note 40)	399.65	105.09
Others		
Statutory Taxes/ dues Payable		
Towards Provident Fund and Professional Tax	17.76	16.78
Towards TDS/TCS Payable	36.80	19.40
	454.21	141.27

(₹ in Lakhs)

Note 20: CURRENT TAX LIABILITIES (NET)	Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Income Tax (net of Advance Tax)	-	89.47
	-	89.47

(₹ in Lakhs)

Note 21: REVENUE FROM OPERATIONS	2018-19	2017-18
Sale of Products (Note No. 21.1)	123,011.31	102,523.27
Other Operating Revenues :		
Sale of Scrap (Note No. 21.1)	1,595.73	2,228.29
Processing Charges	200.15	344.90
Export Incentive	110.53	101.47
Grant related to property, plant & equipment (EPCG)	88.92	87.26
Bad Debts Recovered	7.00	2.00
	2,002.33	2,763.92
	125,013.64	105,287.19

21.1 Goods and Service Tax (GST) has been introduced with effect from 1st July, 2017 and Central Excise, Value Added Tax (VAT) etc. have been subsumed into GST. In accordance with IND AS-115 Revenue from Contrats with Customers (Previously IND AS -18 Revenue) and Schedule III of the Companies Act, 2013, Excise duties are part of Revenue whereas levies like GST, VAT, etc. are not part of Revenue. Revenue from Operations for the period upto 30th June, 2017 include excise duty. The following table gives the information regarding Revenue from Operations excluding excise duty.

(₹ in Lakhs)

Description	2018-19	2017-18
Revenue from Operation (A)	125,013.64	105,287.19
Excise duty on Sale (B)	-	2,562.24
Revenue from Operations excluding excise duty on sale (A-B)	125,013.64	102,724.95

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 22: OTHER INCOME	2018-19	2017-18
Interest Income on Financial assets carried at amortised cost		
Bank Deposits	3.98	5.10
Others	77.13	15.60
Dividend Income		
Dividend from unquoted equity investments measured at fair value through OCI	41.60	41.60
Sundry Balances Written Back	5.68	1.39
Workers' Quarters Rent	26.85	25.29
Guarantee Commission	77.09	48.02
Net Foreign Exchange Gain	107.00	136.88
Other Income	2.12	10.18
	341.45	284.06

(₹ in Lakhs)

Note 23: COST OF MATERIALS CONSUMED	2018-19	2017-18
Raw Materials Consumption		
Copper	107,440.38	84,733.32
Others	6,221.11	4,847.66
Packing Materials	1,236.86	1,049.69
	114,898.35	90,630.67

23.1 For determination of cost (Note 1(c)(vii))

(₹ in Lakhs)

Note 24: CHANGE IN INVENTORIES	2018-19	2017-18
Inventories at the end of the year		
Finished Goods	1,247.92	310.97
Finished Goods in Transit	2,765.76	121.12
Work-in-Progress	913.52	744.11
Scrap (including in Transit ₹18.55 Lakhs ; P.Y. NIL)	82.76	230.43
(A)	5,009.96	1,406.63
Less: Inventories at the beginning of the year		
Finished Goods	310.97	318.15
Finished Goods in Transit	121.12	-
Work-in-Progress	744.11	799.98
Scrap (including in Transit NIL ; P.Y. NIL)	230.43	174.31
(B)	1,406.63	1,292.44
(B-A)	(3,603.33)	(114.19)

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 25: EMPLOYEE BENEFITS EXPENSE	2018-19	2017-18
Salaries, Wages and Incentives	2,369.22	1,935.78
Directors' Remuneration*	173.27	212.36
Contributions to -		
Provident Fund (Note 36- B)	114.00	96.97
Gratuity Fund (Note 36- A)	34.63	38.29
Staff Welfare Expenses	85.81	70.69
	2,776.93	2,354.09

* Including Joint Managing Director's Commission ₹ 63.27 Lakhs (P.Y. ₹ 164.36 Lakhs).

(₹ in Lakhs)

Note 26: FINANCE COSTS	2018-19	2017-18
Interest on financial liabilities carried at amortised cost		
Interest on Borrowings	2,315.04	1,286.86
Other Borrowing costs	125.35	55.83
Net loss on foreign currency borrowing transactions and translation	1.86	37.17
Interest on Income Tax	-	21.23
	2,442.25	1,401.09

(₹ in Lakhs)

Note 27: DEPRECIATION AND AMORTISATION EXPENSE	2018-19	2017-18
Depreciation of Property, Plant & Equipment (Note 2A)	1,506.87	977.78
Amortisation of Intangible Assets (Note 2C)	19.47	12.47
	1,526.34	990.25

(₹ in Lakhs)

Note 28: OTHER EXPENSES	2018-19	2017-18
Auditors' Remuneration (Note 30)	32.40	28.45
Bank Charges	23.96	21.46
Consumption of Consumable Stores and Spares	332.68	236.56
Power and Fuel	2,082.26	1,355.49
Freight & Handling Charges	1,144.93	879.17
Corporate Social Responsibility Expenses (Note 33)	59.00	65.00
Donations (Note 34.4)	40.00	55.50
Insurance	47.41	39.47
(Gain) / Loss on Sale of Property Plant & Equipment	(10.43)	2.51
Legal & Professional Fees	77.28	70.76
Allowance for doubtful debts		
Allowance provided during the year	150.10	50.65
Amount written off	2.35	-
Less: Allowance reversed during the year	-	-
Rent	25.02	26.45

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 28: OTHER EXPENSES	2018-19	2017-18
Repairs and Maintenance of :		
Buildings	21.40	41.12
Plant and Machinery	290.19	209.64
Others	36.27	53.75
Rates and Taxes	52.50	20.20
Commission on Sales	93.73	108.26
Business Promotion	50.16	46.50
Travelling	78.56	60.95
Miscellaneous Expenses	242.17	199.60
	4,871.94	3,571.49

(₹ in Lakhs)

Note 29 : CONTINGENT LIABILITIES AND COMMITMENTS	As at 31.03.2019	As at 31.03.2018
A. Contingent Liabilities		
Claims against the Company not acknowledged as debts		
Excise & Service Tax Demands (Note 29.1)	774.03	722.98
B. Commitments		
(i) Estimated amount of contracts remaining to be executed and not provided for		
- On Capital Account (Net of advance)	282.97	526.41
(ii) Estimated amount of Investment		
- in Joint Venture (Jointly Controlled Entity)	70.13	65.95
iii) Letter of credit and bank guarantees issued by the banks	546.15	537.39
iv) For Lease commitment (Note 44)		
v) For derivative contract (Note 35)		

- 29.1 The Company is contesting the demands and the management, including its tax advisors, believe that its position will likely to be upheld in the appellate process and accordingly no provision has been made in the financial statements for the tax demands raised. The management believes that the ultimate outcome of these proceedings will not have material adverse effect on the Company's financial position and results of operations.
- 29.2 The Company has arranged Channel Finance facility for its customers from bank against which sum of ₹ 6,709.97 Lakhs (P.Y. ₹ 4,618.17 Lakhs) has been utilised as on the date of balance sheet and correspondingly, the trade receivables stand reduced by the said amount as there is no recourse on the Company.
- 29.3 The management is of the view that there will not be material adverse effect on the Company's financial positions or results of operations due to recent Hon'ble Supreme Court Judgement on Employer's liability towards contribution to Provident Fund on various Salary Components.

(₹ in Lakhs)

Note 30: AUDITORS' REMUNERATION (EXCLUDING GST)	2018-19	2017-18
Statutory Audit Fees	29.00	24.00
Others	3.40	4.45
	32.40	28.45

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 31: Disclosure required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006	2018-19	2017-18
Principal amount remaining unpaid to suppliers as at the end of the accounting year	106.41	71.92
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	0.11	-
The amount of interest paid along with the amounts of the payment made to the suppliers beyond the appointed due day during the year	-	-
The amount of interest due and payable for the year	0.43	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	0.43	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

(₹ in Lakhs)

Summary of Principal amount remaining unpaid to suppliers as at the end of the accounting year	2018-19	2017-18
Trade Payables	81.74	71.92
Creditors for Capital Expenditure	22.13	-
Creditors for Expenses	2.54	-
	106.41	71.92

(₹ in Lakhs)

Note 32: DIVIDEND	2018-19	2017-18
Dividend on equity shares paid during the year at ₹ 1.25/- (P.Y. ₹ 1.25/-) per equity share of ₹ 5/- each	275.00	275.00
Dividend distribution tax on dividend	56.53	55.98

Proposed Dividend :

The Board of Directors at its meeting held on 30th May, 2019 have recommended a payment of dividend of ₹ 1.25/- per equity share of face value of ₹ 5/- each for the financial year ended 31st March, 2019. The same amounts to ₹ 331.53 Lakhs including dividend distribution tax of ₹ 56.53 Lakhs. The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

Note 33: Expenditure on Corporate Social Responsibility initiatives

- Gross amount required to be spent by the Company during the year is ₹ 59.47 Lakhs
- Amount spent during the year on :

(₹ in Lakhs)

Particulars	In cash	Yet to be paid	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	59.00	-	59.00

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

Note 34: Disclosure in respect of Related Parties pursuant to Ind AS- 24 " Related Party Disclosures"

List of Related Parties with whom transactions have taken place - (as certified by Management)

a) Key Management Personnel

Shri Tribhuvanprasad Kabra	- Managing Director
Shri Mahendrakumar Kabra	- Joint Managing Director
Shri Hemant Kabra	- CFO & Executive Director

Non Executive Directors

Shri Rameshwarlal Kabra (retired w.e.f. 31.03.2019)	Shri Sandeep Jhanwar
Shri Satyanarayan Loya (retired w.e.f. 31.03.2019)	Shri R. Kannan
Shri Mukund Chitale (resigned w.e.f. 12.11.2018)	Shri Prashant Deshpande
Dr. Ajai Singh	Shri Upendra Kamath
Shri Ramesh Chandak (appointed on 12.11.2018)	Smt. Kirtidevi Kabra

b) Close Family Members of Key Management Personnel

Smt. Ratnadevi Kabra	- Mother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Shri Shreegopal Kabra	- Brother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Smt. Umadevi Kabra	- Wife of Shri Tribhuvanprasad Kabra
Shri Mahhesh Kabra	- Son of Shri Tribhuvanprasad Kabra
Shri Sumeet Kabra	- Son of Shri Mahendrakumar Kabra

c) Entities over which Key Management Personnel and their close family members are able to exercise significant influence

MEW Electricals Ltd.	RR Kabel Ltd.
Ram Ratna International	Ram Ratna Research & Holdings Pvt. Ltd.
Kabel Buildcon Solutions Pvt. Ltd.	Shreegopal Kabra (HUF)
Ram Ratna Electricals Ltd.	Rameshwarlal Kabra (HUF)
Ram Ratna Infrastructure Pvt. Ltd.	Jag-Bid Finvest Pvt. Ltd.
Pratik Wire & Cable Machines Pvt. Ltd.	Gallery Retail LLP
TMG Global Fzco.	

d) Subsidiary & Joint Arrangement

Global Copper Pvt. Ltd.	- Subsidiary
RR-Imperial Electricals Ltd. (Bangladesh)	- Jointly Controlled Entity

e) Other Related Party

Ram Ratna Wires Limited Emp Group	
Gratuity Scheme	- Post Employment Benefit Plan Entity

Transactions with the related parties in the ordinary course of business (Excluding Reimbursement)

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c), (d) & (e) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Purchases: Goods and Services						
R R Kabel Ltd.	-	-	-	-	16.91	12.68
MEW Electricals Ltd.	-	-	-	-	98.01	75.39
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	14.91
Ram Ratna International	-	-	-	-	30.58	70.89
Ram Ratna Electricals Ltd.	-	-	-	-	0.40	0.61
Pratik Wire & Cable Machines Pvt. Ltd.	-	-	-	-	40.95	-
Gallery Retail LLP	-	-	-	-	1.15	-

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c), (d) & (e) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Sales: Goods and Services						
R R Kabel Ltd.	-	-	-	-	6.46	-
Ram Ratna International	-	-	-	-	3,314.26	4,432.90
MEW Electricals Ltd.	-	-	-	-	15.48	51.74
Global Copper Pvt.Ltd.	-	-	-	-	72.31	106.93
Capital Goods						
R R Kabel Ltd. (Purchases)	-	-	-	-	64.45	41.34
Global Copper Pvt.Ltd. (Sales)	-	-	-	-	-	3.67
Ram Ratna Electricals Ltd. (Purchases)	-	-	-	-	15.68	0.93
Income						
Interest	-	-	-	-	-	0.25
Rent and Other Services	-	-	-	-	-	0.84
Interest on security deposits (Rent)	0.57	0.51	0.69	0.63	1.01	0.98
Expenses						
Rent and Other Services	2.99	2.99	5.13	5.11	18.04	17.23
Interest	39.72	16.66	43.17	71.26	7.69	6.60
Directors						
Sitting Fees	18.50	11.60	-	-	-	-
Remuneration – Shri Mahendrakumar Kabra	131.27	212.36	-	-	-	-
Remuneration– Shri Hemant Kabra (Note 34.1)	42.00	36.24	-	-	-	-
Dividend						
Dividend Paid	44.01	44.01	35.47	35.47	109.11	109.11
Dividend Received	-	-	-	-	41.60	41.60
Contribution Made						
Ram Ratna Wires Limited Emp Group Gratuity Scheme	-	-	-	-	60.09	63.63
Finance & Investment						
RR-Imperial Electricals Ltd.- (Bangladesh) (Note :34.5)						
Equity Share	-	-	-	-	-	114.18
Share Application Money Given	-	-	-	-	-	111.61
Global Copper Pvt.Ltd.						
Equity Share	-	-	-	-	-	979.54
R R Kabel Ltd.						
Sale of Investment	-	-	-	-	1,932.49	-
Deposits / Loans Accepted						
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	14.00	-
Shri Rameshwarlal Kabra	41.00	-	-	-	-	-
Shri Tribhuvanprasad Kabra	68.00	-	-	-	-	-
Shri Mahendrakumar Kabra	122.00	-	-	-	-	-

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c), (d) & (e) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Smt. Kirtidevi Kabra	123.00	-	-	-	-	-
Smt. Ratnadevi Kabra	-	-	190.00	-	-	-
Smt. Umadevi Kabra	-	-	135.00	-	-	-
Shri Shreegopal Kabra	-	-	15.00	-	-	-
Deposits / Loans Repaid						
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	40.00	-
Shri Tribhuvanprasad Kabra	150.00	-	-	-	-	-
Smt. Umadevi Kabra	-	-	55.92	500.00	-	-

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c), (d) & (e) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Outstanding as at						
Rental Deposits						
Smt. Umadevi Kabra	-	-	7.32	6.63	-	-
Shri Hemant Kabra	6.00	5.43	-	-	-	-
Shreegopal Kabra (HUF)	-	-	-	-	7.50	6.79
Kabel Buildcon Solutions Pvt. Ltd.	-	-	-	-	3.17	3.50
Trade and Others - Net (Payable) / Receivable						
Ram Ratna International	-	-	-	-	438.97	187.24
MEW Electricals Ltd.	-	-	-	-	-	0.02
Global Copper Pvt. Ltd.	-	-	-	-	-	0.02
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	(3.16)
Interest accrued & due on Deposits/Loans	(11.41)	-	(10.28)	-	(1.76)	-
Loans Outstanding						
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	34.00	60.00
Shri Rameshwarlal Kabra	63.03	22.03	-	-	-	-
Smt. Umadevi Kabra	-	-	135.50	56.42	-	-
Shri Tribhuvanprasad Kabra	15.17	97.17	-	-	-	-
Shri Mahendrakumar Kabra	146.00	24.00	-	-	-	-
Smt. Kirtidevi Kabra	146.42	23.42	-	-	-	-
Smt. Ratnadevi Kabra	-	-	280.49	90.49	-	-
Shri Shreegopal Kabra	-	-	205.54	190.54	-	-
Others	-	-	23.12	23.12	-	-

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

- 34.1 Includes provision of ₹ Nil (P.Y. 0.92 Lakhs) post employment Benefits and ₹ Nil (P.Y. 1.82 Lakhs) for leave encashment.
- 34.2 Personal guarantees have been given by the Managing Director and the Joint Managing Director of the Company and their relative for the secured borrowings by the Company to the tune of ₹ 25,660 Lakhs (P.Y. ₹ 18,920 Lakhs).
- 34.3 Personal guarantees have been given by the Managing Director and the Joint Managing Director of the Company for the unsecured borrowings by the Company to the tune of ₹ 6,250 Lakhs (P.Y. ₹ 5,750 Lakhs).
- 34.4 The Company has donated ₹ 20 lakhs (P.Y. ₹ 51 lakhs) to the trusts in which some of the directors are trustee.
- 34.5 During the year 14,00,000 fully paid up equity shares of Taka 10/- each equivalent to ₹ 109.24 Lakhs were issued by RR-Imperial Electricals Ltd. out of the pending share application money.

Note :35 Exposure in Foreign Currency

The Company uses forward contracts to mitigate the risks associated with foreign currency fluctuations. The Company does not enter into any forward contracts which are intended for trading or speculative purposes.

- a) The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Particulars	As at 31.03.2019		As at 31.03.2018	
	USD	INR	USD	INR
Booked against Import Creditors	46.69	3,285.51	-	-
Booked against firm commitments or highly probable forecasted transactions	3.10	224.83	5.38	354.00

- b) The details of foreign currency monetary exposures that are not hedged by derivatives instruments:

Payables	As at 31.03.2019			As at 31.03.2018		
	USD	Euro	INR	USD	Euro	INR
Buyers' Credit	-	-	-	9.67	-	629.09
Import Creditors	6.96	-	481.34	40.70	0.15	2,661.22

Receivables	As at 31.03.2019		As at 31.03.2018	
	USD	INR	USD	INR
Export Debtors	4.81	332.42	8.36	543.47

Note 36: Employee Benefits

A) Defined Benefit Plan- Gratuity (Funded)

The employees' Gratuity Fund Scheme, is a defined benefit plan. The scheme is maintained and administered by Life Insurance Corporation of India (LIC) to which the Company makes periodical contributions. Under the said scheme, every employee who has completed at least five years of service usually gets gratuity on departure @ 15 days of last drawn salary for each completed year of service. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method.

The following table summarises the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet :

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Gratuity	
	2018-19	2017-18
i) Change in Defined Benefit Obligation		
Obligation at the beginning of the year	299.10	245.17
Current Service Cost	38.77	33.92
Interest Cost	22.40	17.49
Past Service Cost	-	4.85
Benefits Paid	(10.91)	(1.62)
Remeasurement (gains)/losses	(7.00)	(0.71)
Defined Benefit Obligation at the end of the year	342.36	299.10
ii) Change in Plan Assets		
Fair value of plan assets at the beginning of the year	331.87	251.63
Expected Return on plan assets	26.54	17.97
Employer Contributions	60.09	63.63
Benefits Paid	(10.91)	(1.62)
Remeasurement (losses)/gains	(3.12)	0.26
Fair Value of Plan Assets at the end of the year	404.47	331.87
iii) Amount recognized in the Balance Sheet		
Present value of funded defined benefit obligation	342.36	299.10
Fair value of plan assets at the end of the year	404.47	331.87
Amount not recognized due to asset limit	1.37	-
Amount Recognized in the Balance Sheet	(60.74)	(32.77)
iv) Expenses recognized in the Statement of Profit and Loss		
Employee Benefits Expense		
Current Service Cost	38.77	33.92
Past Service Cost	-	4.85
Interest Cost	22.40	17.49
Expected Return on plan assets	(26.54)	(17.97)
(A)	34.63	38.29
Other Comprehensive Income		
(Gain)/ Loss on plan assets	3.12	(0.26)
Actuarial (gain)/loss arising from changes in financial assumption	3.27	(11.87)
Actuarial (gain)/loss arising from changes in demographic assumption	(0.05)	0.28
Actuarial (gain)/loss arising on account of experience changes	(10.21)	10.88
Actuarial (gain)/loss arising on account of adjustment to recognize the effect of asset ceiling	1.37	-
(B)	(2.50)	(0.97)
Expenses recognised in the statement of profit and loss (A) + (B)	32.13	37.32

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

	Gratuity	
	As at 31.03.2019	As at 31.03.2018
v) Investment details		
LIC- Administrator of the plan fund	404.47	331.87
vi) Principal assumption used in determining defined benefit obligation		
Discount rate (per annum)	7.75%	7.85%
Salary escalation rate (per annum)	7.00%	7.00%
vii) Sensitivity Analysis		
Increase in 50bps on DBO		
Change in discounting rate	(15.83)	(13.81)
Change in Salary Escalation	17.19	14.93
Decrease in 50bps on DBO		
Change in discounting rate	17.15	14.96
Change in Salary Escalation	(16.01)	(13.98)
viii) Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	29.67	27.53
Between 2 and 5 years	85.66	98.39
Between 5 and 10 years	149.81	136.12

- The average duration of the defined benefit plan obligation at the end of the reporting period is 9.62 years (P.Y. 9.60 years)
- The Company expects to contribute ₹ 40 Lakhs (P.Y. ₹ 40 Lakhs) to the plan during the next financial year.
- The estimates of rate of escalation in salaries considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.
- The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method.

B) Defined Contribution Plan - Provident fund

The Company makes its contribution alongwith the share of employees' contribution deducted from salary on monthly basis to Employees' Provident Fund administered by the Central Government. The Company's Contribution is charged to Statement of Profit & Loss. The Company has no obligation for any further contribution in case of any shortfall. The details of contribution are as under :-

(₹ in Lakhs)

Particulars	2018-19	2017-18
Contribution to Provident Fund	114.00	96.97

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

C) Other Employee benefits - Leave Encashment

The employees are entitled for the compensation in respect of unavailed leave as per the policy of the Company. The liability towards compensated absences is recognised based on actuarial valuation carried out using Projected Unit Credit method.

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Amount recognized in the Balance Sheet		
Current Liability	22.52	15.00
Non- Current Liability	81.56	57.60

(₹ in Lakhs)

Note 37: Calculations of Earnings Per Share	2018-19	2017-18
Profit after Tax (₹ in Lakhs)	1,596.82	2,651.07
Weighted average number of equity shares outstanding during the year (Nos.)	22,000,000	22,000,000
Face value of equity share (in ₹)	5.00	5.00
Earnings Per Share		
Basic Earnings Per Share (in ₹)	7.26	12.05
Diluted Earnings Per Share (in ₹)	7.26	12.05

Note 38: A) Category-wise classification of financial instruments

(₹ in Lakhs)

Particulars	Refer Note	Non-Current		Current	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
Financial assets measured at fair value through profit or loss (FVTPL)					
Forward exchange contract (net)	5B	-	-	-	0.45
Financial assets measured at fair value through other comprehensive income (FVTOCI)					
Investments in unquoted equity shares#	3	4,274.23	6,214.00	-	-
Financial assets measured at amortised cost					
Electricity & other deposits	4A	6.41	6.36	-	-
Security deposits	4A & 4B	13.32	12.05	10.67	10.29
Loan to employees	4A & 4B	2.01	1.74	12.93	20.18
Share application money	5A	2.37	111.61	-	-
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	5A	0.47	0.79	-	-
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	5B	-	-	3.25	3.84
Others	5B	-	-	1.07	2.08
Trade receivables	9	-	-	20,402.18	19,588.45
Cash and cash equivalents	10B	-	-	715.29	295.34
Other balances with banks	10B	-	-	85.58	127.70

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Refer Note	Non-Current		Current	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
Financial Liabilities measured at fair value through profit or loss (FVTPL)					
Forward exchange contract (net)	18	-	-	32.66	-
Financial Liabilities measured at amortised cost					
Borrowings	13A & 13B	5,186.04	4,671.41	20,159.83	16,230.15
Trade payables	17	-	-	4,522.00	3,566.91
Current maturities of long term borrowings	18	-	-	1,454.78	942.97
Unclaimed dividend	18	-	-	27.89	23.93
Retention money relating to capital expenditure	18	-	-	5.00	5.00
Interest accrued and due	18	-	-	135.21	81.98
Interest accrued but not due	18	-	-	3.90	3.51
Accrued salary & benefits	18	-	-	175.09	281.65
Creditors for expenses	18	-	-	862.94	1,003.58
Creditors for capital expenditure	18	-	-	256.08	221.60
Other payables	18	-	-	7.42	21.98

Investment is not held for trading. Upon the application of Ind AS 109 - Financial Instruments, the Company has chosen to measure said investment in equity instrument at FVTOCI irrevocably as the management believes that presenting fair value gains and losses relating to the said investment in the statement of profit and loss may not be indicative of the performance of the Company.

B) Fair Value Measurements

- (i) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:
- Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 — inputs that are unobservable for the asset or liability.
- (ii) The following tables provide the fair value measurement hierarchy of the Company's financial assets and liabilities:

As at 31st March, 2019

(₹ in Lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2019	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	4,274.23	-	4,274.23	-
Financial Liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	32.66	32.66	-	-

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

As at 31st March, 2018

(₹ in Lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2018	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	6,214.00	-	6,214.00	-
Financial assets measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 5B)	0.45	0.45	-	-

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

(₹ in Lakhs)

Particulars	As at 31.03.2019		As at 31.03.2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets				
Electricity & other deposits	6.41	6.41	6.36	6.36
Security deposits	27.00	23.99	27.00	22.34
Loan to employees	15.64	14.94	22.42	21.92
Share application money	2.37	2.37	111.61	111.61
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	0.47	0.47	0.79	0.79
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	3.25	3.25	3.84	3.84
Others	1.07	1.07	2.08	2.08
Trade receivables	20,402.18	20,402.18	19,588.45	19,588.45
Cash and cash equivalents	715.29	715.29	295.34	295.34
Other balances with banks	85.58	85.58	127.70	127.70
Total Financial Assets	21,259.26	21,255.55	20,185.59	20,180.43
Financial Liabilities				
Borrowings	25,349.54	25,345.87	20,901.56	20,901.56
Trade payables	4,522.00	4,522.00	3,566.91	3,566.91
Current maturities of long term borrowings	1,456.92	1,454.78	942.97	942.97
Unclaimed dividend	27.89	27.89	23.93	23.93
Retention money relating to capital expenditure	5.00	5.00	5.00	5.00
Interest accrued and due	135.21	135.21	81.98	81.98
Interest accrued but not due	3.90	3.90	3.51	3.51
Accrued salary & benefits	175.09	175.09	281.65	281.65
Creditors for expenses	862.94	862.94	1,003.58	1,003.58
Creditors for capital expenditure	256.08	256.08	221.60	221.60
Other payables	7.42	7.42	21.98	21.98
Total Financial Liabilities	32,801.99	32,796.18	27,054.67	27,054.67

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

The carrying amounts of financial assets (other than security deposits and loan to employees) and financial liabilities (Other than long term borrowing) measured at amortised cost in the financial statements are reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the value that would eventually be received or settled.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2019 and 31st March, 2018.

C) Financial Risk Management- Objectives and Policies

The Company is exposed to: (a) Market Risks comprising of Interest Rate Risk, Currency Rate Risk, Commodity Price Risk and Equity Price Risk (b) Credit Risk comprising of trade receivable risk and financial instrument risk and (c) Liquidity Risk. The Company has well placed Risk Management Policy (RMP). The policy provide broad guidelines to identify the risk arising from these factors and provide guidelines to the team for its mitigation or at-least minimize its effect on income / expense on the Company is optimized. Team involved in RMP meets frequently to discuss the level of risk they foresee based on the conditions persisting.

The Company's exposure to Market Risk, Credit Risk and Liquidity Risk have been summarized below:

Market Risk

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on short-term and long-term floating rate interest bearing liabilities. The Company's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by prevailing interest rates. These exposures are reviewed by the management on a periodic basis.

The exposure of the Company's financial liabilities to interest rate risk based on liabilities as at reporting date is as follows:

Particulars	(₹ in Lakhs)	
	Impact on profit before tax	
	2018-19	2017-18
Increase in interest rate by 100 basis points	(267.86)	(216.65)
Decrease in interest rate by 100 basis points	267.86	216.65

(Calculated based on risk exposure outstanding as of date and assuming that all other variables, in particular foreign currency rates, remain constant).

Foreign Currency Risk

The Company is exposed to fluctuations in foreign currency exchange rates where transaction references more than one currency and/or where assets/liabilities are denominated in a currency other than the functional currency of the Company.

Exposures on foreign currency are managed through a hedging policy, which is reviewed periodically by the management. The Company usually enters into forward exchange contracts progressively based on their maturity to hedge the effects of movements in foreign currency exchange rates individually on assets and liabilities. The sources of foreign exchange risk for the Company are trade receivables, trade payables for imported materials & capital goods as well as foreign currency denominated borrowings. The policy of the Company is to determine on a regular basis what portion of the foreign exchange risk are to be hedged through forward exchange contracts.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

The exposure of the Company's foreign currency risk based on unhedged exposure as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Impact on profit before tax	
	2018-19	2017-18
Increase in exchange rates by 5%	(7.45)	(145.61)
Decrease in exchange rates by 5%	7.45	145.61

Commodity Price Risk

The Company is exposed to the movement of copper and aluminium prices on the London Metal Exchange (LME). Any increase or decline in the prices of these commodities will have an impact on the profitability of the Company. As a general policy, the Company aims to purchase these commodities at prevailing market prices and also sell the products at price adjusted for prevailing market prices. The Company substantially ensures sale of products with simultaneous purchase of these commodities on back-to back basis ensuring no or minimum price risk for the Company.

Equity Price Risk

Equity price risk relates to change in fair value of investments in the equity instruments measured at fair value through OCI. As at 31st March, 2019 the carrying value of such equity instruments recognised at fair value through OCI amounts to ₹ 4,274.23 Lakhs (P.Y. ₹ 6,214.00 Lakhs).

A sensitivity analysis demonstrating the impact of change in the carrying value of investment in equity instrument as at reporting date is given below:

(₹ in Lakhs)

Particulars	Impact on OCI before tax	
	2018-19	2017-18
Increase by 5%	213.70	310.70
Decrease by 5%	(213.70)	(310.70)

Liquidity Risk

Liquidity risk refers to the risk that the Company encounter difficulty in raising fund to meet its financial commitments. The objective of liquidity risk management is to maintain the liquidity and to ensure that funds are available for short operational needs and to fund Company's expansion projects. The Company has availed credit facility from the banks & financial institutions to meet its financial commitment in timely and cost effective manner.

The Company remains committed to maintaining a healthy liquidity and gearing ratio and strengthening the balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below.

(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2019				
Borrowings (Note 13A and 13B)	20,159.83	5,186.04	25,345.87	25,345.87
Trade Payables (Note 17)	4,522.00	-	4,522.00	4,522.00
Derivative Financial Liability (Note 18)	32.66	-	32.66	32.66
Other Financial Liabilities (Note 18)	2,928.31	-	2,928.31	2,928.31

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2018				
Borrowings (Note 13A and 13B)	16,230.15	4,671.41	20,901.56	20,901.56
Trade Payables (Note 17)	3,566.91	-	3,566.91	3,566.91
Derivative Financial Liability (Note 18)	-	-	-	-
Other Financial Liabilities (Note 18)	2,586.20	-	2,586.20	2,586.20

Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk for trade receivables and financial guarantees for dealers, derivative financial instruments and other financial assets.

The Company assess the counter party before entering into transactions and wherever necessary supplies are made against advance payment. The Company on continuous basis monitor the credit limit of the counter parties to mitigate or minimise the credit risk. The credit risk for the financial guarantees issued by the Company to bank for credit facilities availed by Company's dealers from bank is minimum as those parties have long vintage with the Company and they are also subject to credit risk assessment by bank on periodical basis. The credit risk on export receivables are limited as almost all export sales are made to parties having a long vintage with the Company and new parties are subject to necessary due diligence.

For trade receivables, as a practical expedient, the Company computes credit loss allowance based on expected credit loss method. The movement in expected credit loss allowance on trade receivable is as under:

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Balance at the beginning of the year	97.81	47.16
Add/(Less): Allowance(reversal) for impairment for the year	150.10	50.65
Balance at the end of the year	247.91	97.81

Note 39: Details of Subsidiary and Joint Venture

(₹ in Lakhs)

Name of Company	Subsidiary/ Joint Arrangement	Country of Incorporation	% of Holding as on 31.03.2019	% of Holding as on 31.03.2018	Method used to account for the Investment
RR-Imperial Electricals Limited	Jointly Controlled Entity	Bangladesh	10%	10%	At Cost
Global Copper Private Limited	Subsidiary	India	60%	60%	At Cost

Note 40: Revenue from Contracts with Customers

The Company has applied Ind As 115 for the first time by using the modified retrospective method with the date of initial application as at 1st April, 2018. Under this method, comparative period has not to been adjusted but cumulative effect of initially applying this Ind As will be done to opening retained earnings only for the contracts which are not completed contracts as per previous Ind As 18 "Revenue". There were no contracts which were not completed as per previous Ind As 18 on the initial application of Ind AS 115.

NOTES to Financial Statements for the year ended 31st March, 2019 (contd.)

Disaggregation of Revenue from Contract with Customers

The revenue is recognised at a point in time considering the contract terms and business practice. The following summary provides the disaggregation of revenue from contracts with customers :

(₹ in Lakhs)

As at 31 st March, 2019	Wires & Strips
Sale of Products	
India	1,12,672.64
Outside India	10,338.67
Processing Fees	200.15
Sale of Scrap	1,595.73
Revenue from Contract with Customers	1,24,807.19

(₹ in Lakhs)

Summary of Contract Balance	As at 31.03.2019	As at 31.03.2018
Trade Receivable (Note 9)	20,402.18	19,588.45
Contract Assets	-	-
Contract Liabilities (Note 19)	399.65	105.09

Trade receivables are non- interest bearing with credit terms of 30 days to 90 days. Contract liabilities are towards advance received from customers for goods to be delivered.

The Company has recognised revenue amounting to ₹ 86.17 lakhs in the current period that was included in the Contract Liability (previously reported as Advance from Customers terminology changed in line with Ind AS 115) balance as at 31st March, 2019.

Performance obligation is satisfied at a point in time which normally occurs on delivery of the goods as per the terms of contract in case of domestic sales and in case of export on the basis of shipping terms and with payment terms 30 days – 90 days or against advance payment. There is negligible obligation towards sales return.

Reconciliation of revenue recognised in Statement of Profit and Loss with contract price

(₹ in Lakhs)

Contract Price	125,183.52
Less :	
Cash Discount	159.53
Quantity Discount	43.78
Incentives & Benefits	173.02
Total Revenue from Sale of Product	124,807.19

Note 41: Disclosure relating to provisions pursuant to Ind As 37 - " Provisions,Contigent Liabilities,Contingent Assets"

(₹ in Lakhs)

Particulars	31.03.2019	31.03.2018
Opening Provision	-	-
Addition	12.86	-
Utilisation	-	-
Reversal	-	-
Closing Balance	12.86	-

Provision for Sales tax is towards pending C Forms. No Provision is made for pending dispute under excise & service Tax (Note 29.1)

Note 42: Segment Information

- a) In accordance with Ind AS 108 the Company operates only in one segment and there is no separate reportable segment.
- b) Revenue from contract with external Customers:

(₹ in Lakhs)

Particulars	2018-19	2017-18
- India	114,468.52	94,546.43
- Outside India	10,338.67	10,550.03
Total Revenue	124,807.19	105,096.46

- c) All non current assets of the Company are located in India.
- d) There is no transaction with single external customer which amounts to 10% or more of the Company's revenue.

Note 43: Details of Investments made & Guarantee given covered U/s 186(4) of the Companies Act, 2013

- a) Details of Investments made are given in Note 3.
- b) Financial guarantee has been given by the Company in respect of credit facility availed by the Company's dealers under channel financing arrangements (Note 29.2).

Note 44: Operating Lease:-

- a) Company has taken premises on an Operating Lease Basis for the period of 3-5 years. The lease rentals are payable on monthly basis.
- b) Future minimum lease rents payable under non- cancellable lease arrangement are as under:

(₹ in Lakhs)

Particulars	2018-19	2017-18
Not later than 1 year	2.99	2.99
Later than 1 year but not later than 5 years	3.74	6.72

- c) Lease payment recognised in the Statement of Profit & Loss in respect of operating lease is ₹ 25.02 lakhs (P.Y. ₹ 26.45 lakhs.)

Note 45: Previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

As per our Report of even date
For Bhagwagar Dalal & Doshi

Chartered Accountants
(Firm Registration No. 128093W)

Jatin V. Dalal

Partner
M.No. 124528
Place : Mumbai
Dated : 30th May, 2019

For and on behalf of the Board of Directors
Mahendrakumar Kabra

Managing Director
DIN - 00473310

Hemant Kabra

Executive Director & CFO
DIN - 01812586

Saurabh Gupta

Company Secretary
ACS -53006

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Ram Ratna Wires Limited

Report on the Audit of the Consolidated Financial Statements

1. Opinion

We have audited the accompanying consolidated financial statements of Ram Ratna Wires Limited (hereinafter referred to as "the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group") which includes the Group's share of Loss in Joint Venture ("Jointly Controlled Entity"), which comprise the Consolidated Balance Sheet as at 31st March, 2019, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flows Statement and the Consolidated Statement of Changes in Equity for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the subsidiary and the Jointly Controlled Entity referred below in paragraph 7 Other Matter, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rule, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its Jointly Controlled Entity as at 31st March, 2019, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements in paragraph 6 below of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred below in paragraph 7 Other matter, is sufficient and appropriate to provide a basis for our opinion.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

The Key audit matter	How our audit addressed the key audit matter
Revenue Recognition (Refer note 1 (d) (xi) and 37 of the consolidated financial statements) Timing of recognition of Revenue is the key audit matter due to inherent risk of incorrect recognition of revenue and related rate difference, discounts in reporting period. Cut-off on the reporting dates is the key assertion and in-appropriate method can result in misstatement of results for the year.	Our audit incorporated the following procedures with regard to Revenue Recognition :- <ul style="list-style-type: none"> • assessing the revenue recognition policy with applicable accounting standards; • assessing the process, internal controls and testing the effectiveness of key controls; • testing the accuracy of cut-off with substantive analytical procedures supplemented with the delivery terms, estimation for delivery time based on historical records;

Investment in Joint Venture

The spurt in the cash losses in the current year of jointly controlled entity in which the group has investment of ₹ 467.72 lakhs and reported in the financial statements at cost less adjusted for accrued share of profit / loss

The downward performance of the jointly controlled entity in our view is area of key matter for assessment of impairment of investment.

ERP System implementation

The new ERP system was implemented in phase manner. In the previous year it was implemented in accounts and logistics department and during the year it was implemented in production and operation departments.

In the manufacturing industry, the production and operation records have key role to play for ascertaining consumption, inventories as well as valuation thereof.

Risk emanating from new ERP system regarding possibility of inaccurate reporting of inventories and therefore in our view area of key audit matter.

Impairment of goodwill in Consolidated Financial Statements

The Consolidated Financial reflects goodwill of ₹ 137.20 lakhs on acquisition of the subsidiary. Goodwill is required to be tested annually for impairment. The parent has estimated the recoverable amount of the subsidiary to which goodwill is allocable based on value in use or fair value. Determination of value in use involves significant estimations, assumptions and judgments as regards to determination of value in use and susceptible to misstatements and therefore, area of key audit matter.

- judgments and estimations made for discounts, rebates, appropriate authorisation, historical trends, credit and debit notes issued after the balance sheet dates, inventory reconciliation and receivable balance confirmations.

Our audit incorporated the following procedures with regard to assessment of impairment of investment :-

- reviewing the approach adopted for testing impairment including method used for determination of value in use;
- valuation report based on income approach obtained from independent qualified Valuer to test the impairment;
- performing substantive testing in respect of financial projections for their accuracy;
- reviewing the assumptions and inputs used for valuation and observing those assumptions and inputs;
- discussions with key person of the parent looking after the affairs for jointly controlled entity for downward performance and ascertaining that the factors contributing towards such performance are temporary in nature;
- discussions on group's management perception regarding business, market condition, future expected growth in the country of operation, future planning, financial strength, support and intention of other co-venturers.

We performed following procedures with respect to implementation of new ERP system in production & operation departments:

- understanding the process and movements of inventories in the new ERP system and accuracy of the data;
- interaction with ERP implementation professional and in-house technical team of the parent;
- assessing the internal controls and monitoring process;
- checking of records pertaining to physical verification of inventories at regular intervals and reconciliation with system records by the management.

Our audit incorporated the following procedures with regard to assessment of impairment of goodwill on acquisition of the Subsidiary :-

- reviewing the approach adopted for testing impairment including method used for determination of value in use;
- valuation report based on income approach obtained from independent qualified Valuer to test the impairment;
- Checking the fair valuation considered by the Parent and considering the bases of assessment of fair valuation;
- performing substantive testing in respect of financial projections for their accuracy and reviewing same with the historical performance;
- reviewing the assumptions used for valuation and observing those assumptions;

4. Information Other than the Financial Statements and Auditor's Report thereon

The Parent's Board of Directors is responsible for other information. Other information comprises the information included in the Annual Report, but does not include the consolidated financial statements, standalone financial statement and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover other information and we do not express any form of assurance, conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us, referred below paragraph 7 - Other Matter, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

5. Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flow and consolidated changes in equity of the Group including the jointly controlled entity in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the Parent, the subsidiary and the jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and the Jointly Controlled Entity 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the directors of the Parent, as aforesaid.

In preparing the consolidated financial statements the respective Board of Directors of the Parent, the subsidiary and the Jointly Controlled Entity are responsible for assessing the ability of the Group and the Jointly Controlled Entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Parent, the Subsidiary and the Jointly Controlled Entity are also responsible for overseeing the financial reporting process of the Group and of the Jointly Controlled Entity.

6. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Jointly Controlled Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Jointly Controlled Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and of the Jointly Controlled Entity to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

7. Other Matters

We did not audit the financial statements/financial information of the subsidiary, whose financial statements reflects total gross assets of ₹ 8,420.56 lakhs as at 31st March, 2019, total revenue ₹ 17,346.17 lakhs and net cash outflows amounting to ₹ 127.21 lakhs for the year then ended, as considered in the consolidated financial statements. The consolidated financial statements also include the Parent's share of net (loss) of ₹ 82.31 lakhs for the year ended 31st March, 2019, as considered in the consolidated financial statements, in respect of the Jointly Controlled Entity. These financial statements/ financial information of the Subsidiary have been audited by other auditors whose reports have been furnished to us by the Management. The financial statements of the Jointly Controlled Entity in Bangladesh have been restated by the management of the Parent in accordance with the Indian Accounting Standards 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 based on audited financial statements and report thereon of other auditor which were prepared following Accounting Standards and Generally Accepted Accounting Practices prevalent in Bangladesh. our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of the Subsidiary and the Jointly Controlled Entity and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the subsidiary and the Jointly Controlled Entity is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above, and our report on Other Legal and Regulatory Requirements in paragraph 8 below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

8. Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of other auditors on the separate financial statement and other information of the subsidiary and the Jointly Controlled Entity to the extent applicable 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 consolidated financial statements.

- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Parent as on 31st March, 2019 taken on record by the Board of Directors and the report of the statutory auditors of the Subsidiary, none of the directors are disqualified as on 31st March, 2019 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 and the operating effectiveness of such controls; refer to our separate Report in Annexure which is based on the auditors' report of the Parent and the Subsidiary. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of the Parent and the Subsidiary.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
- In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The consolidated financial statements disclosed the impact, if any, of pending litigations as at 31st March, 2019 on its consolidated financial position of the Group and the Jointly Controlled Entity - Refer Note 29 to the consolidated financial statements;
 - The Group and the Jointly Controlled Entity did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent during the year 31st March, 2019;

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm Registration No.128093W)

Place : Mumbai
Date : 30th May, 2019

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph (f) under the "Report on Other Legal and Regulatory Requirements" in the Independent Auditors' Report of even date to the members of Ram Ratna Wires Limited

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the consolidated financial statements of the Company as and for the year ended 31st March, 2019 we have audited the internal financial controls over financial reporting of Ram Ratna Wires Limited ("the Parent") and its subsidiary company, as of the date.

1. Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its Subsidiary company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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 respective 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 Act.

2. Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act 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 and the audit evidence obtained by the auditors of the subsidiary in terms of their report referred to in Other Matters paragraph 6 below, is sufficient and appropriate to provide a basis for our audit opinion on internal financial controls system over financial reporting of the Parent and its Subsidiary.

3. Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial controls 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 controls 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.

4. Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

5. Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the report of the auditor of the subsidiary referred to in Other Matters paragraph 6 below, the Parent and its Subsidiary have, in all material respects, an adequate internal financial controls over financial reporting were operating effectively as at 31st March, 2019, based on the internal control over financial reporting criteria established by the respective companies 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.

6. Other Matters

Our aforesaid report under section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial control over financial reporting in so far as it relates to the subsidiary company, is based on the corresponding report of the auditor of the subsidiary company. Our opinion is not modified in respect of the above matter.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm Registration No.128093W)

Place : Mumbai
Date : 30th May, 2019

Jatin V. Dalal
Partner
Membership No. 124528

CONSOLIDATED BALANCE SHEET as at 31st March, 2019

(₹ in Lakhs)

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
ASSETS			
NON-CURRENT ASSETS			
Property, Plant & Equipment	2A	16,667.22	13,931.82
Capital Work-in-Progress	2B	87.28	560.89
Goodwill	2E	137.20	137.20
Intangible Assets	2C	75.50	68.10
Intangible Assets under development	2D	0.76	0.76
Financial Assets			
Investments			
Investment in Joint Venture	3	437.14	380.86
Other Investments	3	4,314.21	6,214.25
Loans	4A	21.74	20.15
Other Financial Assets	5A	1.74	103.88
Income Tax Assets (Net)	6	69.53	56.94
Other Assets	7A	700.58	908.48
		22,512.90	22,383.33
CURRENT ASSETS			
Inventories	8	10,048.25	4,514.60
Financial Assets			
Trade Receivables	9	24,231.51	22,096.06
Cash and Cash Equivalents	10B	722.63	368.38
Other Balances with Banks	10B	96.61	200.24
Loans	4B	27.88	35.04
Other Financial Assets	5B	5.15	8.05
Other Assets	7B	3,265.77	2,846.63
		38,397.80	30,069.00
		60,910.70	52,452.33
TOTAL ASSETS			
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	11	1,100.00	1,100.00
Other Equity	12	17,253.15	15,594.08
		18,353.15	16,694.08
Non-Controlling Interest	12	650.57	617.56
		19,003.72	17,311.64
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13A	7,436.65	6,374.09
Provisions	14A	96.81	68.94
Deferred Tax Liability (Net)	15	1,716.42	2,043.82
Deferred Income	16	111.57	153.25
		9,361.45	8,640.10
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	13B	22,547.69	18,154.54
Trade Payables			
-Micro, Small & Medium Enterprises	17	100.81	74.54
-Others	17	6,198.10	5,282.88
Other Financial Liabilities	18	3,174.84	2,716.47
Other Liabilities	19	482.16	165.28
Provisions	14B	23.11	17.41
Income Tax Liabilities (Net)	20	18.82	89.47
		32,545.53	26,500.59
		60,910.70	52,452.33
TOTAL EQUITY AND LIABILITIES			
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-40		

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

CONSOLIDATED STATEMENT OF PROFIT & LOSS for the year ended on 31st March, 2019

(₹ in Lakhs)

Particulars	Note No.	2018-19	2017-18
Revenue from Operations			
Sale of Products	21	140,209.93	113,624.55
Other Operating Revenues	21	2,053.00	2,766.51
Other Income	22	377.05	324.71
Total Revenue		142,639.98	116,715.77
Cost of Materials Consumed	23	129,265.70	100,636.79
Excise Duty		-	2,574.72
Purchase of Stock in Trade		1,224.88	292.75
Changes in Inventories	24	(3,839.26)	(754.19)
Employee Benefits Expense	25	3,127.69	2,568.65
Finance Costs	26	2,909.77	1,734.33
Depreciation & Amortisation Expense	27	1,636.32	1,091.07
Other Expenses	28	5,766.31	4,218.42
Total Expenses		140,091.41	112,362.54
Profit for the year before share of Profit in Jointly Controlled Entity		2,548.57	4,353.23
Add : Share of (Loss)/ Profit of Jointly Controlled Entity		(82.31)	(16.03)
Profit Before Tax		2,466.26	4,337.20
Tax Expenses:	15		
Current Tax		743.67	1,357.46
Short/(Excess) Tax Provision of earlier years		14.75	(9.56)
Deferred tax		111.88	215.35
		870.30	1,563.25
Profit for the Year		1,595.96	2,773.95
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement benefit of defined benefit plans		4.22	(1.29)
b) Fair value gain on investment in equity instrument through OCI		(52.62)	2,360.80
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		439.28	(563.47)
B (i) Items that will be reclassified to Profit or Loss			
Exchange difference arising on translation of foreign operations		36.77	(20.94)
(ii) Income tax relating to items that will be reclassified to Profit or Loss		-	-
Total Other Comprehensive Income (OCI) (A+B)		427.65	1,775.10
Total Comprehensive Income for the year		2,023.61	4,549.05
Profit for the year attributable to			
- Owners of the Company		1,563.45	2,717.30
- Non-Controlling Interest		32.51	56.65
Other Comprehensive Income for the year attributable to			
- Owners of the Company		427.15	1,775.75
- Non-Controlling Interest		0.50	(0.65)
Total Comprehensive Income for the year attributable to			
- Owners of the Company		1,990.60	4,493.05
- Non-Controlling Interest		33.01	56.00
Earnings per Equity Share of ₹ 5 each: (Note 30)			
Basic		7.11	12.35
Diluted		7.11	12.35
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-40		

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended on 31st March 2019

(₹ in Lakhs)

EQUITY SHARE CAPITAL		As at 31.03.2019	As at 31.03.2018
Balance at the beginning of the year		1,100.00	1,100.00
Changes in equity share capital during the year		-	-
Balance at the end of the year		1,100.00	1,100.00

(₹ in Lakhs)

OTHER EQUITY	Reserves & Surplus			Equity Instruments through OCI	Foreign Currency Translational Reserve	Total attributable to Owners of the Company	Non Controlling Interest
	Security Premium	General Reserve	Retained Earnings				
Balance as at 1st April, 2017	763.20	513.00	7,158.86	2,955.56	41.39	11,432.01	-
Additions during the year	-	-	-	-	-	-	-
Non Controlling Interest as on date of acquisition	-	-	2,717.30	-	-	2,717.30	561.56
Profit for the year	-	-	-	-	-	-	56.65
Add/(Less): Items of OCI for the year, net of tax- Exchange difference arising on translation of foreign operation	-	-	-	-	(20.94)	(20.94)	-
Remeasurement benefit of defined benefit plans	-	-	(0.23)	-	-	(0.23)	(0.65)
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	-	1,796.92	-
Total Comprehensive Income For the year 2017-18	-	-	2,717.07	1,796.92	(20.94)	4,493.05	617.56
Reductions during the year	-	-	-	-	-	-	-
Dividend	-	-	(275.00)	-	-	(275.00)	-
Income Tax on Dividend	-	-	(55.98)	-	-	(55.98)	-
Transfer to General Reserve	-	-	-	-	-	-	-
Total	-	-	(330.98)	-	-	(330.98)	-
Balance as at 31st March, 2018	763.20	513.00	9,544.95	4,752.48	20.45	15,594.08	617.56
Additions during the year	-	-	-	-	-	-	-
Non Controlling Interest as on date of acquisition	-	-	1,563.45	-	-	1,563.45	32.51
Profit for the year	-	-	-	-	-	-	-
Add/(Less): Items of OCI for the year, net of tax- Exchange difference arising on translation of foreign operation	-	-	-	36.77	36.77	-	-
Remeasurement benefit of defined benefit plans	-	-	2.37	-	-	2.37	0.50
Net fair value gain on investment in equity instruments through OCI	-	-	-	388.01	-	388.01	-
Reclassification of gain on disposal of investment in equity instrument through OCI	-	-	1,869.26	(1,869.26)	-	-	-
Total Comprehensive Income For the year 2018-19	-	-	3,435.08	(1,481.25)	36.77	1,990.60	33.01
Reductions during the year	-	-	-	-	-	-	-
Dividend	-	-	(275.00)	-	-	(275.00)	-
Income Tax on Dividend	-	-	(56.53)	-	-	(56.53)	-
Transfer to General Reserve	-	-	-	-	-	-	-
Total	-	-	(331.53)	-	-	(331.53)	-
Balance as at 31st March, 2019	763.20	513.00	12,648.50	3,271.23	57.22	17,253.15	650.57

For and on behalf of the Board of Directors

Mahendrakumar Kabra Managing Director
DIN - 00473310

Hemant Kabra Executive Director & CFO
DIN - 01812586

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin V. Dalal
Partner
M.No. 124528
Place : Mumbai
Dated : 30th May, 2019

Saurabh Gupta
Company Secretary
ACS -53006

CONSOLIDATED CASH FLOW STATEMENT for the year ended on 31st March, 2019

(₹ in Lakhs)

Particulars	2018-19	2017-18
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	2,466.26	4,337.20
Adjustments for:		
Depreciation & amortisation	1,636.32	1,091.07
EPCG Grant related to property, plant & equipment	(133.98)	(110.02)
Share of Profit from Jointly Controlled Entity	82.31	16.03
Change in fair value of Inventory	-	(29.11)
Finance costs	2,909.77	1,734.33
Interest income	(7.09)	(11.37)
Dividend income	(41.60)	(41.60)
Allowance for doubtful debts and bad debts written off	159.30	51.09
Unrealised foreign exchange (gain)/ loss (net)	(25.66)	(3.21)
Gain on Mutual Funds	(2.23)	-
Loss on sale of property, plant & equipment (net)	10.37	5.35
Operating Profit before working capital changes	7,053.77	7,039.76
Adjustments for:		
Trade receivables	(2,310.64)	(5,365.71)
Financial assets	6.13	0.11
Other assets	(354.64)	(1,054.54)
Inventories	(5,533.65)	(83.84)
Trade payables	1,027.88	743.62
Financial liabilities	(176.96)	343.32
Other liabilities & provisions	354.67	(52.82)
Cash generated from operating activities	66.56	1,569.90
Income tax paid (net of refund)	(841.66)	(1,354.11)
Net cash flow from Operating activities (A)	(775.10)	215.79
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of property, plant & equipment	(3,685.88)	(5,387.72)
Sale of property, plant & equipment	44.80	6.26
Sale of Investment of equity instruments	1,887.14	-
Purchase of non-current investment- Subsidiary	-	(929.54)
Purchase of non-current investment and share application money- Joint Venture	-	(225.80)
Purchase of non-current investment- Others	(37.50)	-
Proceed from fixed deposits (net)	107.91	(32.08)
Dividend received	41.60	41.60
Interest received	8.98	12.33
Net cash flow (used in) Investing activities (B)	(1,632.95)	(6,514.95)

(₹ in Lakhs)

Particulars	2018-19	2017-18
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from non current borrowing (net)	1,574.37	2,442.47
Proceeds from current borrowing (net)	4,381.92	4,914.22
Finance costs paid	(2,862.46)	(1,744.25)
Dividend paid (Inclusive of income tax on dividend)	(331.53)	(330.98)
Net cash flow from Financing activities (C)	2,762.30	5,281.46
(D) Net increase / (decrease) in cash and equivalents (A+B+C)	354.25	(1,017.70)
Add: Cash and cash equivalents as at 1st April	368.38	1,283.07
Add: Acquired on business combination	-	103.01
Cash and cash equivalents as at 31st March	722.63	368.38

Notes:

a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7)- Statement of Cash Flow.

b) Cash and Cash Equivalent comprises of

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Cash on hand	4.65	5.88
Balance with banks	717.98	362.50
Cash and cash equivalents in Cash Flow Statement	722.63	368.38

c) Reconciliation of liabilities arising from financing activities

(₹ in Lakhs)

Particulars	As at 31.03.2018	Cash flows	Non cash changes		As at 31.03.2019
			fair value changes	Current/Non-Current Classification	
Borrowings- Non Current	6,374.09	2,519.40	-	(1,456.84)	7,436.65
Other Financial Liabilities	945.03	(945.03)	-	1,456.84	1,456.84
Borrowings- Current	18,154.54	4,393.15	(11.23)	-	22,547.69

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS -53006

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019

CORPORATE INFORMATION

The consolidated financial statements comprise consolidated financial statements of Ram Ratna Wires Limited ('the Parent'), its subsidiary Global Copper Private Limited ('the Subsidiary') (collectively 'the Group') and Jointly Controlled Entity RR-Imperial Electricals Limited for the year ended 31st March, 2019.

The Parent is a public company limited by shares incorporated and domiciled in India with its registered office in Mumbai, Maharashtra. The Parent is listed on the Bombay Stock Exchange (BSE).

The Parent and its jointly controlled entity are engaged in the business of manufacturing of enamelled winding wires and strips and the Subsidiary is engaged in the business of trading and manufacturing of copper tubes & pipes.

The consolidated financial statements as at 31st March, 2019 present the consolidated financial position of the Group as well as its interest in jointly controlled entity. The consolidated financial statements were approved by the Board of Directors and authorised for issue on 30th May, 2019.

The functional and presentation currency of the Group is Indian Rupees (₹) which is the currency of the primary economic environment in which the Group operates.

1. SIGNIFICANT ACCOUNTING POLICIES & KEY ACCOUNTING ESTIMATES & JUDGEMENTS

(a) BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

(i) Basis of preparation :

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('the Act') read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of Measurement :

These consolidated financial statements have been prepared and presented under the historical cost convention except for certain consolidated financial assets and consolidated financial liabilities that are required to be measured at fair values at the end of each reporting period by Ind AS.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

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 the measurement date.

(iii) Recent accounting pronouncements :

New Standards/ amendments adopted by the Group:

The Group has applied following Ind AS pronouncements pursuant to issuance of the Companies (Indian Accounting standards) Amendment Rules, 2018 for the first time for the accounting year beginning from 1st April, 2018.

- Ind AS 115 - 'Revenue from Contracts with Customers'
- Appendix B - Foreign Currency Transactions and advance consideration to Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'
- Amendment to Ind AS 12 - 'Income Taxes'
- Ind AS 28 - 'Investments in Associates and Joint Ventures'
- Ind AS 40 - 'Investment Property'

New Standards issued but not effective:

In March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying new standards and amendments to certain issued standards. These

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

amendments are applicable to the Company from 1st April, 2019.

- Ind AS 116 'Leases' this will supersede existing Ind AS 17- 'Leases'
- Appendix C, Uncertainty Over Tax Treatment to Ind AS 12, Income Taxes
- Amendment to Ind AS 12- - Income Tax

The Group is in the process of evaluating the impact of these pronouncements on the financial statements of the Group.

(iv) Current/ Non- Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Group's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- in the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of product and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

(b) KEY ACCOUNTING ESTIMATES, JUDGEMENTS AND ASSUMPTIONS

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and the accompanying disclosures and disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in the outcomes requiring adjustment to the carrying amounts of assets or liabilities in future periods. The estimates and the associated assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements. The estimates and the associated assumptions are reviewed at reasonable intervals. Changes in accounting estimates are recognised prospectively.

Significant judgements and estimates have been made by the Company relating to

- Useful lives of property, plant and equipment and intangible assets
- Impairment of property, plant and equipment and intangible assets
- Impairment of Investments
- Provision for employee benefits and other provisions
- Provision for Income Tax including payment of advance Tax
- Recoverability of deferred tax assets
- Fair Value Measurements
- Commitments and contingencies

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(c) Basis of Consolidation

(i) Consolidation of Subsidiary

The consolidated financial statements incorporate the financial statements of the Parent and entity controlled by the Parent i.e. the subsidiary.

Control is achieved when the company is exposed to or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity. Consolidation of a subsidiary begins when the company obtains control over the subsidiary and ceases when the company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the company gains control until the date the company ceases to control the subsidiary.

Wherever necessary, adjustments are made to the financial statements of the Subsidiary to bring their accounting policies in line with those used by the Parent; if any.

Consolidation Procedure

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with those of the Subsidiary. For this purpose, income and expenses of the Subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the Parent's investment in the Subsidiary and the Parent's portion of equity of the Subsidiary. Business combinations policy explains how to account for any related goodwill.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.
- Non-controlling interests in the net assets (excluding goodwill) of the Subsidiary is identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.

(ii) Consolidation of Joint Venture (Jointly Controlled entity)

The joint venture is an arrangement in which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decision about the relevant activities require the unanimous consent of the parties sharing control.

The Group's investment in jointly controlled entity is accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint arrangement since the acquisition date. Goodwill, if any relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The consolidated statement of profit and loss reflects the Group's share of the results of jointly controlled entity. Any change in OCI of the jointly controlled entity is presented as part of the Group's OCI. Unrealised gains and losses resulting from inter-group transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

If Group's share of losses of a joint venture exceeds its interest in that joint venture, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as share of profit of a joint venture in the consolidated statement of profit or loss.

(d) SIGNIFICANT ACCOUNTING POLICIES

i) Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Group and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount or rebate is deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the statement of profit and loss as and when incurred.

Capital work-in-progress includes cost of property, plant and equipment not ready for the intended use as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'capital advances' under other non-current assets.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the statement of profit and loss. Assets to be disposed of are reported at the lower of the carrying value or the fair value less cost of disposal.

The Group had elected to continue with the carrying value of all of its property, plant and equipment appearing in the financial statements prepared as per accounting standards notified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (Generally Accepted Accounting Standards "Previous GAAP") as the deemed cost of the property, plant and equipment in the opening balance sheet under Ind As effective 1st April, 2016.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Group has elected to recognise such exchange differences as a part of cost of assets is allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

ii) Intangible Assets

Intangible assets acquired are initially measured at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with defined useful lives are carried at cost less accumulated amortization and accumulated impairment loss, if any. Internally generated intangibles are not capitalized and the related expenditure is reflected in consolidated statement of profit and loss in the period in which the expenditure is incurred.

Computer Software an intangible asset is measured on initial recognition at cost. Costs comprise of license fees and cost of system integration services and development.

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. On de-recognition the intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the statement of profit and loss.

iii) Depreciation on Property, Plant & Equipment and Amortisation of Intangible Assets

Depreciation on property, plant and equipment is provided using the straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 in consideration with useful life of the assets as estimated by the management.

Intangible Assets with finite lives are amortized on a straight line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss.

The estimated useful lives and residual values are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate and adjusted prospectively, if any.

The estimated useful life of items of property, plant and equipment and intangible Assets are:

Particulars	Years	Particulars	Years
Factory Buildings (including roads)	10 to 30	Office & Other Equipment	5 to 10
Workers Quarters	60	Computers/ Laptops/ Computers Hardware	3
Plant & Machineries	15 to 40	Computer Servers	6
Laboratory Equipments	10	Computer Software	5
Electrical Installations	10	Vehicle	8 to 10
Furniture & Fixtures	10		

iv) Impairment of Assets

At each balance sheet date, the Group reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).

An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that carrying amount of the assets does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

v) Leases

The Group as Lessee

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

rewards of ownership to the lessee. All other leases are classified as operating leases.

In respect of assets taken on operating lease, lease rentals are recognized as an expense in the consolidated statement of profit and loss on straight line basis over the lease term unless

- another systematic basis is more representative of the time pattern in which the benefit is derived from the leased asset; or
- the payments to the lessor are structured to increase in the line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

The Group as Lessor

Lease rentals from the workers quarters are recognised in the statement of profit & loss on straight line basis.

vi) Inventories:

- Raw Materials, Work-in-progress, Stock-in Trade and Finished goods are valued at the lower of cost or net realizable value. The cost is determined using FIFO method.
- The cost of purchase comprises of the purchase price including duties and taxes (other than those subsequently recoverable from the taxing authorities), freight inward and other expenditure directly attributable to the acquisition but net of trade discount, rebates, duties for import under advance licenses and other similar items.
- Packing Materials, Consumable Stores & Spares and Fuel are valued at lower of cost or net realizable value. The cost is determined using FIFO method.
- Scrap is valued at net realizable value.
- The cost of Inventories of work-in-progress and finished goods comprises the cost of purchases and the cost of conversion and in case of finished goods it also includes the cost of packing materials.
- The cost of conversion comprises of depreciation and repairs and maintenance of factory buildings and plant and machineries, power and fuel, factory management and administration expenses and consumable stores and spares.

vii) Financial Instruments

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

The Group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition and adjusted for transaction costs that are attributable to the acquisition or issues of financial assets and financial liabilities in case of financial assets or financial liabilities not at fair value through profit or loss account.

Where the fair value of financial assets and financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and transaction price is recognised in the statement of profit and loss.

However, trade receivables that do not contain a significant financing component are initially measured at transaction price.

a) Financial Assets

Cash and bank balances

Cash and bank balances consist of:

- Cash and cash equivalents - which includes cash on hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances - which includes balances and deposits with banks that are restricted for withdrawal and usage.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Financial assets measured at amortised cost

A financial asset is subsequently measured at amortised cost if both of the following conditions are met:

- If it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to trade receivables, loans and other financial assets of the Group measured using the Effective Interest Rate (EIR) method less impairment, if any, and the amortisation of EIR and loss arising from impairment, if any is recognised in the statement of profit and loss.

Financial assets measured at fair value

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met :

- If it is held within a business model whose objective is to hold these assets in order to collect contractual cash flows and to sell these financial assets, and
- The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income.

The Group in respect of equity instruments (other than equity instruments of subsidiary and joint venture) which are not held for trading has made an irrevocable election to present the subsequent changes in fair value of such equity instruments in other comprehensive income. Such an election is made by the Group on an instrument by instrument basis at the time of initial recognition of such equity investments. On de-recognition, cumulative gain or loss previously recognised in other comprehensive is reclassified from the equity to retained earnings in the statement of changes in equity.

A financial asset not classified as either amortised cost or at fair value through other comprehensive income is carried at fair value through the consolidated statement of profit & loss.

Impairment of Financial Assets

The Group applies loss allowance using the expected credit loss (ECL) model for the financial assets which are measured at amortised cost and fair value through other comprehensive income. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other consolidated financial assets, ECLs are measured at an amount equal to 12-month ECL, unless there has been a significant increase in credit risk for initial recognition in which case those are measured at lifetime ECL.

De-recognition of financial instruments

A financial asset is de-recognised only when

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

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

recognised to the extent of continuing involvement in the financial asset.

b) Financial Liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liability

Trade and other payables are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

Interest bearing loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost using effective interest rate method. Any difference between proceeds (net of transaction cost) and the settlement amount of borrowing is recognised over the terms of the borrowings in the consolidated statement of profit and loss

De-recognition

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or has expired.

c) Financial Guarantee Contracts

Financial guarantee contracts are those contracts that require specific 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 a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value adjusted for transaction cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation

d) Derivative financial instruments

The Group enters into derivative financial contracts in the nature of forward currency contracts with banks to reduce business risks which arise from its exposures to foreign exchange. The instruments are employed as hedges of transactions included in the financial statements or for highly probable forecast transactions/firm contractual commitments.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any changes therein are generally recognised in the consolidated statement of profit & loss. Derivatives are carried as financial assets when fair value is positive & as financial liabilities when fair value is negative.

e) Offsetting Financial Instruments

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

(viii) Fair Value Measurement

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

above. 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 the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

ix) **Non-Current Assets held for sale**

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets held for sale are not depreciated or amortized.

x) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each year end and reflect the best current estimate. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or present obligation arising from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company and where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

xi) **Revenue**

Revenue from contracts with customer is recognized when the Group satisfies a performance obligation by transferring the promised goods or services to a customer at a transaction price. The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer as per contract, excluding amount of taxes collected on behalf of the government. The transaction price is adjusted of trade discount, cash discount, volume rebate and other variable considerations as per the terms of contract.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Sale of Goods

Revenue from sale of products is recognised at a point in time when the control on the goods have been transferred to a customer i.e when material is delivered to the customer or as per shipping terms , as may be specified in the contract.

Job Work

Revenue from Job work is recognised when intended job work is carried out and goods are ready for transfer to the owner of the goods.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate.

Rental Income

Rental income is recognised in the statement of profit & loss on straight line basis.

Dividend Income

Dividend Income from investments is recognised when shareholder's rights to receive payment have been established.

Commission Income

Guarantee commission income (notional) for the financial guarantee issued by the Company to the bank in respect of credit facility granted by the bank to the dealers of the Company is recognised over the period of guarantee.

Export Incentives

Eligible export incentives are recognised in the year in which the conditions precedents are met and there is no significant uncertainty about the collectability.

xii) Government Grant

Government grants are recognised when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions. When the grant relates to revenue expense, it is recognised as an income on a systematic basis over the period necessary to match it with the expenses that it is intended to compensate. Government grant related to expenditure on property, plant & equipment is included as cost of property, plant & equipment and is credited to the statement of profit & loss over the useful lives of qualifying assets or credited to the statement of profit & loss over the period in which the corresponding export obligation is fulfilled. Total grants availed less the amounts credited to the statement of profit and loss at the balance sheet date are included in the balance sheet as deferred income.

xiii) Foreign Currency Transactions

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The functional and presentation currency of the Group is Indian Rupees (₹).

Transactions denominated in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary items is restated at the closing exchange rates. Non-monetary items are recorded at exchange rate prevailing on the date of transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the consolidated statement of profit and loss.

The forward exchange contracts are marked to market and gain/loss on such contracts are recognised in the statement of profit and loss at the end of each reporting period.

The Group as per previous GAAP elected to recognise as part of cost of assets, exchange differences arising on translation of long term foreign currency monetary items and this method of recognition of such exchange

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

difference is followed by the Group as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

For the purpose of presenting in consolidated financial statements the share of profit/(loss) in the foreign joint venture (jointly controlled entity) is express in ₹ derived using average exchange rate during the period and net share in the assets of the jointly controlled entity is derived using closing exchange rate as on reporting date. The exchange differences arising are recognised in other comprehensive income and accumulated in a separate component of equity. On disposal of foreign operation, all the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to the consolidated statement of profit and loss. Goodwill and fair value adjustments arising on the acquisition of foreign operation if any, are treated as assets & liabilities of the foreign operation and translated at the closing rate.

xiv) Employee Benefits

a) Short Term Obligations

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

b) Post-Employment Benefits

i) Defined benefit plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Project Unit Credit Method made at the end of each financial year. The scheme for the Parent is maintained and administered by Life Insurance Corporation of India to which the Parent makes periodical contributions. The Subsidiary has not funded the liability for defined benefit plan obligation.

ii) Defined contribution plans

A Defined Contribution Plan is plan under which the Group makes contribution to Employee's Provident Fund administrated by the Central Government. The Group's contribution is charged to the consolidated statement of profit and loss.

c) Other Long Term Employee Benefits - Leave Encashment

The liability towards leave encashment which is not expected to be settled wholly within 12 months after the end of the period in which the employees render the related services is recognized based on actuarial valuation carried out using the Projected Unit Credit Method.

xv) Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized. All other borrowing costs are expensed in the period in which they occur.

xvi) Income Taxes

Tax expenses for the year comprises current tax and deferred tax.

Current Tax

Current tax is the amount of income tax payable in respect of taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because taxable profit is adjusted for items of income or expenses which are taxable or deductible in other years and also for items which are never taxable or deductible.

The Group's liability for current tax is calculated using tax rates and tax laws that are in force.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax liabilities are recognised on taxable temporary differences arising on investments in subsidiary and joint venture, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

The carrying value of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent it is no longer probable that sufficient taxable profit will be available to allow entire or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws in force.

The deferred tax assets (net) and deferred tax liabilities (net) are determined separately for the Parent and the Subsidiary Company, as per their applicable laws and then aggregated.

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

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity in which case the tax is recognised in Other Comprehensive Income or directly in equity, respectively.

MAT

Minimum Alternate Tax ('MAT') as per the provisions of the Act is recognised as deferred tax in the statement of profit and loss. The credit available as per tax laws in India in respect of MAT paid will be recognised as an asset only when and to the extent there is convincing evidence that the credit can be carried forward for set off against the normal tax liability. Such asset is reviewed at each Balance Sheet date.

xvii) Segment Reporting

Operating segment is a component of an entity whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) of the Parent to make decision about resource to be allocated to the segment and assess its performance.

(xviii) Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

(xix) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

equity share outstanding during the period.

For the purpose calculating Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(xx) Goodwill

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, measured in accordance with Ind AS 103 - Business Combinations.

Goodwill is considered to have indefinite useful life and hence is not subject to amortization but tested for impairment at least annually. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination, is from the acquisition date, allocated to each of the Company's cash generating units (CGUs) that are expected to benefit from the combination. A CGU to which goodwill is allocated is tested for impairment annually, and whenever there is an indication that the CGU may be impaired; by comparing the carrying amount of the CGU, including the goodwill, with the recoverable amount of the CGU. If the recoverable amount of the CGU exceeds the carrying amount of the CGU, the CGU and the goodwill allocated to that CGU is regarded as not impaired. If the carrying amount of the CGU exceeds the recoverable amount of the CGU, the Group recognizes an impairment loss by first reducing the carrying amount of any goodwill allocated to the CGU and then to other assets of the CGU pro-rata based on the carrying amount of each asset in the CGU. Any impairment loss on goodwill is recognized in the Statement of Profit and Loss. An impairment loss recognized for goodwill is not reversed in subsequent periods. On disposal of a CGU to which goodwill is allocated, the goodwill associated with the disposed CGU is included in the carrying amount of the CGU when determining the gain or loss on disposal.

(xxi) Business Combination

Business combination is accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination is measured and recognized in accordance with the requirements of Ind AS 12 "Income Taxes" and Ind AS 19 "Employee Benefits", respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the statement of profit and loss in the period in which they are incurred.

In case of business combination involving entities under common control, the above policy does not apply. Business combinations involving entities under common control is accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

(xxii) Statement of Cash Flow

The Cash Flow Statement is prepared under 'Indirect Method'.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Note 2

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation			Net Carrying Amount (₹ in Lakhs)
	As at 01.04.2018	Additions	Deductions/ Adjustments	As at 31.03.2019	As at 01.04.2018	For the Year	Deductions / Adjustments	
	As at 01.04.2018	Additions	Deductions/ Adjustments	As at 31.03.2019	As at 01.04.2018	For the Year	Deductions / Adjustments	
A) PROPERTY, PLANT & EQUIPMENT								
Land - Free Hold	2,729.61	0.51	-	2,730.12	-	-	-	2,730.12
Factory Buildings	2,971.58	1,385.05	-	4,356.63	105.50	135.73	-	4,115.40
Residential Buildings	158.29	-	-	158.29	6.18	3.09	-	149.02
Plant & Machineries	9,206.65	2,577.27	65.70	11,718.22	1,619.55	1,335.37	19.95	8,783.25
Laboratory Equipments	145.68	121.74	-	267.42	31.79	25.93	-	209.70
Electrical Installations	180.81	46.61	-	227.42	22.74	26.78	-	177.90
Furniture & Fixtures	33.49	109.53	-	143.02	9.29	8.45	-	125.28
Office & Other Equipment	123.69	136.05	2.33	257.41	40.02	39.52	1.77	179.64
Vehicles	285.44	30.66	23.94	292.16	68.35	41.98	15.08	196.91
Total	15,835.24	4,407.42	91.97	20,150.69	1,903.42	1,616.85	36.80	16,667.22
B) Capital Work - in - Progress	560.89	1,042.60	1,516.21	87.28	-	-	-	87.28
Total (A+B)	16,396.13	5,450.02	1,608.18	20,237.97	1,903.42	1,616.85	36.80	16,754.50

TANGIBLE ASSETS

Description	Gross Carrying Amount					Depreciation			Net Carrying Amount (₹ in Lakhs)
	As at 01.04.2017	Addition on business combination	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	
	As at 01.04.2017	Addition on business combination	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	
A) PROPERTY, PLANT & EQUIPMENT									
Land - Free Hold	2,203.62	525.61	0.38	-	2,729.61	-	-	-	2,729.61
Factory Buildings	869.07	445.49	1,657.02	-	2,971.58	39.67	65.83	-	2,866.08
Residential Buildings	158.29	-	-	-	158.29	3.09	3.09	-	152.11
Plant & Machineries	4,360.39	1,446.67	3,415.14	15.55	9,206.65	719.38	904.58	4.41	7,587.10
Laboratory Equipments	97.38	21.91	28.00	-	147.29	14.42	17.35	-	115.52
Electrical Installations	20.11	113.01	47.69	-	180.81	2.31	20.43	-	158.07
Furniture & Fixtures	22.20	6.52	4.77	-	33.49	4.19	5.10	-	24.20
Office & Other Equipment	70.79	5.46	46.93	1.10	122.08	16.80	23.87	0.63	82.04
Vehicles	194.33	11.23	79.88	-	285.44	30.00	38.35	-	217.09
Total	7,996.18	2,575.90	5,279.81	16.65	15,835.24	829.86	1,078.60	5.04	13,931.82
B) Capital Work - in - Progress	50.17	-	560.89	50.17	560.89	-	-	-	560.89
Total (A+B)	8,046.35	2,575.90	5,840.70	66.82	16,396.13	829.86	1,078.60	5.04	14,492.71

INTANGIBLE ASSETS										(₹ in Lakhs)
Description	Gross Carrying Amount				Amortisation/Impairment				Net Carrying Amount	
	As at 01.04.2018	Additions	Deductions/Adjustments	As at 31.03.2019	As at 01.04.2018	For the Year	Deductions / Adjustments	As at 31.03.2019	As at 31.03.2019	
C) INTANGIBLE ASSETS										
Computer Software	82.29	26.87	-	109.16	14.19	19.47	-	33.66	75.50	
D) Intangible Asset under development	0.76	-	-	0.76	-	-	-	-	0.76	
E) Goodwill										
Goodwill (On Business Combination)	137.20	-	-	137.20	-	-	-	-	137.20	
Total (C+D+E)	220.25	26.87	-	247.12	14.19	19.47	-	33.66	213.46	

Description	Gross Carrying Amount					Amortisation/Impairment				Net Carrying Amount	
	As at 01.04.2017	Addition on business combination	Additions	Deductions/Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018	As at 31.03.2018	
C) INTANGIBLE ASSETS											
Computer Software	4.44		77.85	-	82.29	1.72	12.47	-	14.19	68.10	
D) Intangible Asset under development	-	0.50	0.26	-	0.76	-	-	-	-	0.76	
E) Goodwill											
Goodwill (On Business Combination)	-	137.20	-	-	137.20	-	-	-	-	137.20	
Total (C+D+E)	4.44	137.70	78.11	-	220.25	1.72	12.47	-	14.19	206.06	

2.1 Details of additions on account of Foreign Exchange Differences and Borrowing costs:

Particulars	Foreign Exchange Difference		Interest
	2018-19	2017-18	
Residential Buildings	-	-	42.63
Plant & Machineries	-	-	31.31

2.2 The details of property, plant & equipment pledged against borrowings are presented in Note 13.3 to 13.9.

2.2.3 The amount of contractual commitments for the acquisition of property, plant & equipment is disclosed in Note 29 B (i).

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 3: INVESTMENTS	Nos.	Face Value	Non-Current	
			As at 31.03.2019	As at 31.03.2018
Investments in Equity Instruments				
i) Joint Venture (Note 38)				
- R R Imperial Electricals Limited- Bangladesh (10%)	6,340,244	Taka 10	437.14	380.86
ii) Other Entities (measured at fair value and designated as FVOCI)				
- R R Kabel Limited	341,120	₹ 10	4,274.23	6,214.00
- The Saraswat Co-operative Bank Limited	2,500	₹ 10	0.25	0.25
Investment in Quoted Mutual Funds (measured at fair value and designated as FVTPL)			39.73	-
			4,751.35	6,595.11
Aggregate amount of quoted investments at fair value			39.73	-
Aggregate amount of unquoted investments at fair value			4,274.48	6,214.25
Aggregate value of impairment in value of investments			-	-

(₹ in Lakhs)

Note 4A: LOANS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Electricity & Other Deposits	6.41	6.36
Security Deposits*	13.32	12.05
Loan to Employees	2.01	1.74
	21.74	20.15

(₹ in Lakhs)

Note 4B: LOANS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Security Deposits*	10.67	10.29
Loan to Employees	17.21	24.75
	27.88	35.04

(₹ in Lakhs)

* Includes	As at 31.03.2019	As at 31.03.2018
Security deposit with Director	6.00	5.43
Security deposit with a Private Limited Company in which two of the Directors of the company are Directors or members	3.17	3.50

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 5A: OTHER FINANCIAL ASSETS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Share Application Money -Joint Venture	1.27	103.09
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.47	0.79
	1.74	103.88

(₹ in Lakhs)

Note 5B: OTHER FINANCIAL ASSETS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Interest accrued on term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	4.08	5.97
Others	1.07	2.08
	5.15	8.05

(₹ in Lakhs)

Note 6: INCOME TAX ASSETS (NET)	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Advance Income Tax	69.53	56.94
	69.53	56.94

(₹ in Lakhs)

Note 7A: OTHER ASSETS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Capital Advances	98.06	241.46
Other Advances		
Balances with government authorities		
Cenvat Credit Receivable	47.31	35.26
Vat Receivable	538.29	569.55
Advance receivable in cash or in kind	16.92	62.21
	700.58	908.48

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 7B: OTHER ASSETS	Current	
	As at 31.03.2019	As at 31.03.2018
Unsecured, Considered good :		
Other Advances		
Balances with government authorities		
Cenvat Credit Receivable	0.59	0.31
GST Receivable	750.83	1,177.49
Export Incentives Receivable	219.01	363.08
Excise Duty Refundable	13.50	13.42
Advance receivable in cash or in kind	225.65	149.39
Advances to Suppliers	2,055.95	1,140.14
Advance to Employees (net)	0.24	2.80
	3,265.77	2,846.63

(₹ in Lakhs)

Note 8: INVENTORIES	Current	
	As at 31.03.2019	As at 31.03.2018
Raw Materials	2,416.11	1,748.37
Raw Material-in-Transit	1,224.08	266.59
Work-in-Progress	1,355.27	1,317.99
Finished Goods	1,251.53	469.57
Stock in Trade (Including in Transit ₹ 369.91 Lakhs ; P.Y. NIL)	419.16	129.47
Finished Goods-in-Transit	2,999.12	121.12
Others:		
Packing Materials (Including in Transit ₹ 4.72 Lakhs ; P.Y. NIL)	119.62	85.29
Scrap (Including in Transit ₹ 18.55 Lakhs ; P.Y. NIL)	82.76	230.43
Consumable Stores & Spares	160.59	134.40
Fuel	20.01	11.37
	10,048.25	4,514.60

8.1 The cost of inventories recognised as an expense during the year is disclosed in Note 23 and 24

8.2 The cost of inventories written down during the year ₹ NIL (P.Y. ₹ NIL)

8.3 The inventories are hypothecated as the security as disclosed in Note 13

(₹ in Lakhs)

Note 9: TRADE RECEIVABLES	Current	
	As at 31.03.2019	As at 31.03.2018
Trade Receivable-Secured	1,568.88	75.67
Trade Receivable-Unsecured	22,920.19	22,118.64
	24,489.07	22,194.31
Less: Allowance for Impairment (doubtful debts)	257.56	98.25
	24,231.51	22,096.06

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

9.1 Due from Related Parties	As at 31.03.2019	As at 31.03.2018
Due from a Firm in which a Director of the company is a Partner	447.95	195.89

9.2 The Company has arranged channel financing facility for its customers from bank against which a sum of ₹ 6,709.97 Lakhs (P.Y. ₹ 4,618.17 Lakhs) has been utilised as on the date of balance sheet and correspondingly the trade receivable stand reduced by the said amount. Also refer Note 29.2.

(₹ in Lakhs)

Note 10A: CASH AND BANK BALANCES	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Other Balance with Banks		
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.47	0.79
Less: Amount included under the head Other Financial Assets	0.47	0.79
	-	-

(₹ in Lakhs)

Note 10B: CASH AND BANK BALANCES	Current	
	As at 31.03.2019	As at 31.03.2018
(A) Cash & Cash Equivalents		
(a) Balance with Banks		
Current Accounts	717.98	362.50
Cheques, draft on hand	-	-
(b) Cash on hand	4.65	5.88
	722.63	368.38
(B) Other Balance with Banks		
(a) Unclaimed Dividend Accounts*	27.89	23.93
(b) Term deposits held as margin money or security against Borrowing, Gurantees or other Commitments	68.72	176.31
	96.61	200.24

* The Company can utilise these balances only towards settlement of unclaimed dividend.

(₹ in Lakhs)

Note 11: EQUITY SHARE CAPITAL	As at 31.03.2019	As at 31.03.2018
Authorised Capital		
30,000,000 Equity Shares of ₹ 5/- each	1,500.00	1,500.00
Issued, Subscribed and Paid Up Capital		
22,000,000 Equity Shares of ₹ 5/- each fully paid-up	1,100.00	1,100.00
	1,100.00	1,100.00

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

11.1 Reconciliation of Equity Shares outstanding at the beginning & at the end of the year

Fully Paid up Equity Shares	As at 31.03.2019		As at 31.03.2018	
	Number	₹ in Lakhs	Number	₹ in Lakhs
As at the beginning of the year	22,000,000	1,100.00	22,000,000	1,100.00
Add/(Less):- Change during the year	-	-	-	-
As at the end of the year	22,000,000	1,100.00	22,000,000	1,100.00

11.2 Details of Shareholders holding more than 5% Equity Shares

Name of Shareholder	As at 31.03.2019		As at 31.03.2018	
	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding
Ram Ratna Research & Holdings Private Limited	3,400,000	15.45	3,400,000	15.45
Mahendrakumar Kabra	1,867,966	8.49	1,867,966	8.49
TMG Global FZCO	1,400,000	6.36	1,400,000	6.36
Rameshwarlal Kabra - As Karta of Rameshwarlal Kabra (HUF)	1,241,000	5.64	1,241,000	5.64

As per the records of the company, including its register of members

11.3 Terms/ rights attached to Equity Shares

The Parent has only one class of shares referred to as equity shares having face value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

As per the Companies Act, 2013 the holders of equity shares will be entitled to receive remaining assets of the Company, after the distribution of all preferential amounts in the event of the liquidation of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders

- 11.4** The Board of Directors of the Parent have proposed a dividend of ₹ 1.25 /- per equity share of face value of ₹ 5/- each for the year ending 31st March, 2019 (P.Y. ₹ 1.25/- per equity share) subject to approval of members at the forthcoming Annual General Meeting.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

NOTES to Consolidated Financial Statements for the year ended 31 st March, 2019 (contd.)									(₹ in Lakhs)
NOTE 12: OTHER EQUITY	Reserves & Surplus				Equity Instruments through OCI	Foreign Currency Translational Reserve	Total attributable to Owners of the Company	Non Controlling Interest	
	Security Premium	General Reserve	Retained Earnings						
Balance as at 1 st April, 2017	763.20	513.00	7,158.86	2,955.56	41.39	11,432.01	-	-	
Additions during the year	-	-	-	-	-	-	-	561.56	
Non Controlling Interest as on date of acquisition	-	-	2,717.30	-	-	2,717.30	-	56.65	
Profit for the year	-	-	-	-	-	-	-	-	
Add/(Less): Items of OCI for the year, net of tax :	-	-	-	-	-	-	-	-	
Exchange difference arising on translation of foreign operation	-	-	-	-	(20.94)	(20.94)	-	-	
Remeasurement benefit of defined benefit plans	-	-	(0.23)	-	-	(0.23)	-	(0.65)	
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	-	1,796.92	-	-	
Total Comprehensive Income For the year 2017-18	-	-	2,717.07	1,796.92	(20.94)	4,493.05	-	617.56	
Reductions during the year	-	-	-	-	-	-	-	-	
Dividend	-	-	(275.00)	-	-	-	-	-	
Income Tax on Dividend	-	-	(55.98)	-	-	-	-	-	
Transfer to General Reserve	-	-	-	-	-	-	-	-	
Total	-	-	(330.98)	-	-	(330.98)	-	-	
Balance as at 31 st March, 2018	763.20	513.00	9,544.95	4,752.48	20.45	15,594.08	-	617.56	
Additions during the year	-	-	1,563.45	-	-	1,563.45	-	32.51	
Profit for the year	-	-	-	-	-	-	-	-	
Add/(Less) : Items of OCI for the year, net of tax :	-	-	-	-	-	-	-	-	
Exchange difference arising on translation of foreign operation	-	-	-	-	36.77	36.77	-	-	
Remeasurement benefit of defined benefit plans	-	-	2.37	-	-	2.37	-	0.50	
Net fair value gain on investment in equity instruments through OCI	-	-	-	388.01	-	388.01	-	-	
Reclassification of gain on disposal of investment in equity instrument through OCI	-	-	1,869.26	(1,869.26)	-	-	-	-	
Total Comprehensive Income For the year 2018-19	-	-	3,435.08	(1,481.25)	36.77	1,990.60	-	33.01	
Reductions during the year	-	-	-	-	-	-	-	-	
Dividend	-	-	(275.00)	-	-	(275.00)	-	-	
Income Tax on Dividend	-	-	(56.53)	-	-	(56.53)	-	-	
Transfer to General Reserve	-	-	-	-	-	-	-	-	
Total	-	-	(331.53)	-	-	(331.53)	-	-	
Balance as at 31 st March, 2019	763.20	513.00	12,648.50	3,271.23	57.22	17,253.15	-	650.57	

12.1 Security Premium

Security premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

12.2 General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Under the Companies Act, 2013 there is no mandatory requirement for transfer of a specific percentage of net profit to general reserve which was required under the erstwhile Companies Act, 1956.

12.3 Equity Instruments through Other Comprehensive Income

This represents the cumulative gains/(losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, it will be reclassified to retained earnings when such assets are disposed off.

12.4 Foreign Currency Translational Reserve

Exchange differences relating to the translation of the results and net assets of Joint Venture from their functional currencies to the Parent presentation currency (i.e. ₹) are recognised directly in the Other Comprehensive Income and accumulated in Foreign Currency Translation Reserve.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 13A: BORROWINGS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Secured		
Term Loans from Bank		
Ruppee Loans	4,068.83	4,025.00
Vehicle Loans	11.01	4.36
Unsecured		
Loan from Directors	1,470.62	666.62
Loan from Promoters & Relatives	702.19	418.11
Inter Corporate Loans	1,184.00	1,260.00
	7,436.65	6,374.09

(₹ in Lakhs)

Note 13B: BORROWINGS	Current	
	As at 31.03.2019	As at 31.03.2018
Secured		
Working Capital Loans		
From Banks		
Foreign Currency Loans	-	865.11
Ruppee Loans		
Short Term	12,226.83	5,437.97
Repayable on demand	5,188.43	7,424.88
Unsecured		
Working Capital Loans		
From Banks		
Ruppee Loan - Short Term	4,388.26	3,549.38
From Financial Institution		
Ruppee Loans	744.17	702.20
Inter Corporate Loan	-	175.00
	22,547.69	18,154.54

(₹ in Lakhs)

Note 13.1: Term Loans	Rate of Interest	As at 31.03.2019	As at 31.03.2018
Term Loan I - 12 Quarterly Installments	MCLR+ 0.95%	2,248.54	3,000.00
Term Loan II - 16 Quarterly Installments	MCLR+ 0.95%	1,299.37	1,300.00
Term Loan III - 10 Quarterly Installments	MCLR+ 0.95%	475.00	665.00
Term Loan IV - 16 Quarterly Installments	MCLR+ 0.80%	1,496.28	-
		5,519.19	4,965.00
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		1,450.36	940.00
		4,068.83	4,025.00

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 13.2: Vehicle Loans	Rate of Interest	As at 31.03.2019	As at 31.03.2018
Vehicle Loan - I	9.26% p.a.	-	2.07
Vehicle Loan - II - 20 Monthly Installment	10.50% p.a.	1.68	2.58
Vehicle Loan - III - 41 Monthly Installment	8.85% p.a.	13.13	-
Vehicle Loan - IV - 14 Monthly Installment	10.25% p.a.	2.68	4.74
		17.49	9.39
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		6.48	5.03
		11.01	4.36

13.3 The Term loans are secured by:

- First pari passu charge on immovable assets of the Parent located at Survey No. 212/2 and Survey No 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara .
- First pari passu charge on both present and future movable assets of the Parent (except vehicles of the Parent).
- Second pari passu charge on entire current assets of the Parent both present and future.
- Personal guarantees of Managing Director and Joint Managing Director of the Parent and their relative.

13.4 The working capital loans of ₹ 15027.40 Lakhs (P.Y. ₹ 11803.57 Lakhs) are secured by:

- First pari passu charge on entire current assets of the Parent both present and future.
- Second pari passu charge on immovable assets of the Parent located at Survey No. 212/2 and Survey no 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara and both present and future movable assets of the Parent (except vehicles of the Parent).
- Personal guarantees of Managing Director and Joint Managing Director of the Parent and their relative.

13.5 The working capital loans of ₹ 2387.86 Lakhs (P.Y. 1924.39) are secured by:

- First pari passu charge on entire current assets of the Subsidiary both present and future.
- Second pari passu charge on immovable assets of the Subsidiary located Survey No. 65-66, Village - Garadia Jarod Samlaya Road, TA, Savli, Vadodara.

13.6 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Parent for unsecured working capital loans from banks and financial institution availed by the Parent.

13.7 Vehicle loans are secured by way of hypothecation of specific vehicle.

13.8 Other Unsecured Loans carry interest rates from 10% to 12% with different tenures.

13.9 Default in terms of repayment of Principal and Interest - NIL

(₹ in Lakhs)

Note 14A: PROVISIONS	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
- Leave Encashment	81.56	57.60
- Gratuity	15.25	11.34
	96.81	68.94

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 14B: PROVISIONS	Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Employee Benefits		
- Leave Encashment	22.52	16.91
- Gratuity	0.59	0.50
	23.11	17.41

(₹ in Lakhs)

Note 15: INCOME TAXES	As at 31.03.2019	As at 31.03.2018
A. The major components of income tax expenses for the year are as under :		
(i) Income tax expenses recognised in profit or (loss)		
(a) Current Tax :		
In respect of current year	743.67	1,357.46
Short/(Excess) provision of earlier years	14.75	(9.56)
(b) Deferred Tax :		
In respect of current year	111.88	215.35
	870.30	1,563.25
(ii) Income tax expenses recognised in the OCI		
Deferred Tax :		
Deferred Tax expenses on fair value of equity instruments through OCI	(440.63)	563.88
Deferred Tax benefit on remeasurements of defined benefit plans	1.35	(0.41)
	(439.28)	563.47
B. Reconciliation of estimated income tax expenses and the accounting profit for the year is as under:		
Profit before tax :	2,548.57	4,353.23
Expected Income tax expense at statutory income tax rate	874.03	1,472.09
Tax effect on non deductible expenses	149.16	86.12
Effect of income that is exempted from tax	(14.54)	(14.40)
Others	(264.98)	(186.35)
Current Tax expense as per Consolidated Statement of Profit and Loss for the year	743.67	1,357.46

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

C: The major components of deferred tax liabilities/ (assets) are as follows:	Balance Sheet 01.04.2018	Profit and Loss 2018-19	OCI 2018-19	Balance Sheet 31.03.2019
Deferred Tax Liabilities				
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act, 1961	957.65	241.50	-	1,199.15
Others	20.15	6.65	-	26.80
Difference in carrying value and tax base of investments in equity measured at FVTOCI	1,421.52	-	(440.63)	980.89
Deferred Tax Assets				
Provision for expenses allowed for tax purpose on payment basis (net)	(26.81)	(69.70)	-	(96.51)
Allowance for doubtful debts	(34.18)	(52.45)	-	(86.63)
Unused tax losses	(202.86)	19.53	-	(183.33)
Unused tax credits (MAT)	(76.46)	(20.90)	-	(97.36)
Others	(1.04)	(14.67)	-	(15.71)
Remeasurement benefit of defined benefit plans	(14.15)	1.92	1.35	(10.88)
Deferred Tax Expenses/ (benefit)		111.88	(439.28)	
Net Deferred Tax Liabilities	2,043.82			1,716.42

(₹ in Lakhs)

Note 16: DEFERRED INCOME	Non-Current	
	As at 31.03.2019	As at 31.03.2018
Grants Related to property, plant & equipment	111.57	153.25
	111.57	153.25

- 16.1 Grants relating to property, plant and equipment relate to duty saved on import of capital goods and spares under the EPCG scheme. Under such scheme, the Group is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Group would be required to pay the duty saved along with interest to the regulatory authorities. Such grants are recognised in the statement of profit and loss based on fulfillment of related export obligations.

(₹ in Lakhs)

Note 17: TRADE PAYABLES	Current	
	As at 31.03.2019	As at 31.03.2018
Trade Payables		
Micro, Small & Medium Enterprises	100.81	74.54
Others	6,198.10	5,282.88
	6,298.91	5,357.42

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 18: OTHER FINANCIAL LIABILITIES	Current	
	As at 31.03.2019	As at 31.03.2018
Current maturities of long term borrowings		
Rupee Loans (Note 13.1)	1,450.36	940.00
Vehicle Loans (Note 13.2)	6.48	5.03
Investor Education & Protection Fund		
Unclaimed dividends*	27.89	23.93
Other Payables :		
Retention Money relating to capital expenditure	5.00	5.00
Interest accrued and due	193.99	127.44
Interest accrued but not due	3.90	4.30
Accrued Salary & Benefits **	201.54	301.67
Creditors for Expenses	989.52	1,049.18
Forward Exchange Contracts (Net)	32.66	2.61
Creditors for Capital Expenditure	256.08	235.33
Other Payable	7.42	21.98
	3,174.84	2,716.47

* There is no amount due and outstanding to be transferred to the Investor Education & Protection Fund (IEPF) as at 31st March, 2019. Unclaimed Dividends, shall be transferred to IEPF as and when they become due.

** Includes amount of ₹ 63.27 Lakhs (P.Y. ₹ 164.36 Lakhs) payable to the Joint Managing Director of the Parent on account of Commission on profit.

(₹ in Lakhs)

Note 19: OTHER LIABILITIES	Current	
	As at 31.03.2019	As at 31.03.2018
Revenue Received in advance		
Contract Liabilities (Note 37)	418.63	127.26
Others		
Statutory Taxes/ dues Payable		
Towards Provident Fund and Professional Tax	19.59	18.38
Towards TDS/TCS Payable	43.94	19.64
	482.16	165.28

(₹ in Lakhs)

Note 20: INCOME TAX LIABILITIES (NET)	Current	
	As at 31.03.2019	As at 31.03.2018
Provision for Income Tax (net of Advance Tax)	18.82	89.47
	18.82	89.47

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 21: REVENUE FROM OPERATIONS	2018-19	2017-18
Sale of Products	140,209.93	113,624.55
Other Operating Revenues		
Sale of Scrap	1,534.45	2,137.68
Processing Charges	200.78	374.02
Export Incentive	176.79	142.79
Grant related to property, plant & equipment (EPCG)	133.98	110.02
Bad Debts Recovered	7.00	2.00
	142,262.93	116,391.06

(₹ in Lakhs)

Note 22: OTHER INCOME	2018-19	2017-18
Interest Income on Financial assets carried at amortised cost		
Bank Deposits	7.09	11.37
Others	86.07	26.52
Dividend Income		
Dividend from unquoted equity investments measured at fair value through OCI	41.60	41.60
Sundry Balances Written Back	5.68	1.39
Workers' Quarters Rent	26.85	25.29
Guarantee Commission	77.09	48.02
Net Foreign Exchange Gain	127.98	160.21
Other Income	4.69	10.31
	377.05	324.71

(₹ in Lakhs)

Note 23: COST OF MATERIALS CONSUMED	2018-19	2017-18
Raw Materials Consumption		
Copper	121,638.38	94,606.47
Others	6,221.11	4,847.66
Packing Materials	1,406.21	1,182.66
	129,265.70	100,636.79

23.1 For determination of cost (Note 1(d)(vi))

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 24: CHANGE IN INVENTORIES	2018-19	2017-18
Inventories at the end of the year		
Finished Goods	1,251.53	469.57
Finished Goods in Transit	2,999.12	121.12
Stock in Trade (including in Transit ₹ 369.91 Lakhs ; P.Y. NIL)	419.16	129.47
Work-in-Progress	1,355.27	1,317.99
Scrap (including in Transit ₹18.55 Lakhs ; P.Y. NIL)	82.76	230.43
(A)	6,107.84	2,268.58
Add : On business combination (Note 38)		
Finished Goods	-	29.44
Work-in-Progress	-	192.51
(B)	-	221.95
Less : Inventories at the beginning of the year		
Finished Goods	469.57	318.15
Finished Goods in Transit	121.12	-
Stock in Trade	129.47	-
Work-in-Progress	1,317.99	799.98
Scrap (including in Transit NIL ; P.Y. NIL)	230.43	174.31
(C)	2,268.58	1,292.44
(D) = (B+C)	2,268.58	1,514.39
(D-A)	(3,839.26)	(754.19)

(₹ in Lakhs)

Note 25: EMPLOYEE BENEFITS EXPENSE	2018-19	2017-18
Salaries, Wages and Incentives	2,673.26	2,116.40
Director's Remuneration*	186.47	224.36
Contributions to -		
Provident Fund (Note 32 B)	124.68	105.46
Gratuity Fund (Note 32 A)	40.35	40.14
Staff Welfare Expenses	102.93	82.29
	3,127.69	2,568.65

* Including Commission of ₹ 63.27 Lakhs (P.Y. ₹ 164.36 Lakhs) to Joint Managing Director of Parent.

(₹ in Lakhs)

Note 26: FINANCE COSTS	2018-19	2017-18
Interest on financial liabilities carried at amortised cost		
Interest on Borrowings	2,771.09	1,606.42
Other Borrowing costs	136.82	69.51
Net loss on foreign currency borrowing transactions and translation	1.86	37.17
Interest on Income Tax	-	21.23
	2,909.77	1,734.33

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 27: DEPRECIATION AND AMORTISATION EXPENSE	2018-19	2017-18
Depreciation of Property, Plant and Equipment (Note 2A)	1,616.85	1,078.60
Amortisation of Intangible Assets (Note 2C)	19.47	12.47
	1,636.32	1,091.07

(₹ in Lakhs)

Note 28: OTHER EXPENSES	2018-19	2017-18
Auditors' Remuneration	34.15	30.45
Bank Charges	40.57	44.20
Consumption of Consumable Stores and Spares	528.65	362.90
Power and Fuel	2,473.33	1,617.59
Freight & Handling Charges	1,235.99	946.89
Corporate Social Responsibility Expenses	59.00	65.00
Donations	41.27	55.61
Insurance	53.42	44.14
Loss on Sale of Property Plant & Equipment	10.37	5.35
Impairment Loss on Investment in Jointly Controlled Entity		
Legal & Professional Fees	101.28	89.15
Allowance for doubtful debts		
Allowance provided during the year	159.30	51.09
Amount written off	2.35	-
Less: Allowance reversed during the year	-	-
Rent	31.14	30.85
Repairs and Maintenance of :		
Buildings	21.40	41.12
Plant and Machinery	311.48	213.61
Others	41.61	59.13
Rates and Taxes	52.50	21.73
Commission on sales	99.83	114.97
Business Promotion	58.39	54.12
Travelling	125.66	94.70
Miscellaneous Expenses	284.62	275.82
	5,766.31	4,218.42

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Note 29 : CONTINGENT LIABILITIES AND COMMITMENTS		As at 31.03.2019	As at 31.03.2018
A. Contingent Liabilities			
i)	Claims against the Company not acknowledged as debts (Note 29.1)		
	Income Tax Demands	56.54	56.54
	Excise & Service Tax Demands	794.99	743.94
	Sales Tax Demands	4.81	-
B. Commitments			
(i)	Estimated amount of contracts remaining to be executed and not provided for		
-	On Capital Account (Net of advance)	282.97	824.87
(ii)	Estimated amount of Investment		
-	in Joint Venture (Jointly Controlled Entity)	70.13	65.95
-	for purchase of trade investment (Net of advance)	-	-
iii)	Letter of credit and bank guarantees issued by the banks	1,076.55	2,678.39
iv)	For Lease commitment	6.73	9.71
v)	For derivative contract (Note 35)		

- 29.1 The Group is contesting the demands and the management, including its tax advisors, believe that its position will likely to be upheld in the appellate process and accordingly, no provision has been made in the financial statements for the tax demands raised. The management believes that the ultimate outcome of these proceedings will not have material adverse effect on the Group's financial position and results of operations.
- 29.2 The Parent has arranged Channel Finance facility for its customers from bank against which sum of ₹ 6709.97 Lakhs (P.Y. ₹ 4618.17 Lakhs) has been utilised as on the date of balance sheet and correspondingly, the trade receivables stand reduced by the said amount as there is no recourse on the Parent.
- 29.3 Details of the Jointly Controlled Entity have been disclosed at full value and not to the extent of the Parent interest.

(₹ in Lakhs)

Note 30: CALCULATIONS OF EARNINGS PER SHARE	2018-19	2017-18
Profit after Tax (₹ in Lakhs)	1,563.45	2,717.30
Weighted average number of equity shares outstanding during the year (Nos.)	22,000,000	22,000,000
Face value of equity share (in ₹)	5.00	5.00
Earnings Per Share		
Basic Earnings Per Share (in ₹)	7.11	12.35
Diluted Earnings Per Share (in ₹)	7.11	12.35

Note 31 : SEGMENT INFORMATION

- a) Basis of Segmentation

Factors used to identify the reportable segments:

The Group has following business segments, which are its reportable segments. These segments offer different products which are managed separately because they require different technology and production processes.

Reportable Segment	Operations
Enamelled wires and strips	Manufacturing of Enamelled wires and strips
Copper tubes and pipes	Trading and Manufacturing of Copper tubes and pipes

Operating segment disclosures are consistent with the information provided to and reviewed by the chief operating decision maker.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

The measurement principles of segments are consistent with those used in Significant Accounting Policies. Inter-segment transactions are determined on an arm's length basis.

(₹ in Lakhs)

Particulars	2018-19			2017-18		
	Enamelled wires and strips	Copper tubes and pipes	Total	Enamelled wires and strips	Copper tubes and pipes	Total
i) Segment Revenue	124,952.36	17,310.57	142,262.93	105,196.58	11,194.48	116,391.06
ii) Segment Results	2,360.30	105.96	2,466.26	4,156.74	180.46	4,337.20
iii) Other Information						
a) Segment assets	52,492.68	8,418.02	60,910.70	45,181.40	7,270.93	52,452.33
b) Segment Liabilities	35,112.82	6,794.16	41,906.98	29,410.94	5,729.75	35,140.69
c) Capital Expenditure	3,770.12	190.55	3,960.67	5,756.19	112.45	5,868.64
d) Depreciation and Amortisation Expense	1,526.34	109.98	1,636.32	990.25	100.82	1,091.07

b) Revenue from external Customers:

(₹ in Lakhs)

Particulars	2018-19	2017-18
- India	131,083.78	104,940.45
- Outside India	10,922.66	11,286.41
Total Revenue	142,006.44	116,226.86

c) All non current assests of the Group are located in India.

d) There is no transaction with single external customer which amounts to 10% or more of the Group's revenue.

Note 32 : Employee Benefits

A) Defined Benefit Plan- Gratuity

The employees gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Projected Unit Credit Method. The plan for the Parent is maintained and administered by Life Insurance Corporation of India (LIC) to which the Parent makes periodical contributions. The Subsidiary has not funded the liability for defined benefit plan obligation as on date. Every employee who has completed at least five years of service usually gets gratuity on departure @ 15 days of last drawn salary for each completed year of service.

The following table summarises the components of net benefits expense recognised in the consolidated statement of profit and loss and the funded status and amounts recognised in the balance sheet :

(₹ in Lakhs)

Particulars	Gratuity	
	2018-19	2017-18
i) Change in Defined Benefit Obligation		
Obligation at the beginning of the year	310.95	252.91
Current Service Cost	43.56	35.36
Interest Cost	23.32	17.90
Past Service Cost	-	4.85
Benefits Paid	(10.91)	(1.62)
Remeasurement (gains)/ losses	(8.72)	1.55
Defined Benefit Obligation at year end	358.21	310.95

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Particulars	Gratuity	
	2018-19	2017-18
ii) Change in Plan Assets		
Fair value of plan assets at the beginning of the year	331.87	251.63
Expected Return on plan assets	26.54	17.97
Employer Contributions	60.09	63.63
Benefits Paid	(10.91)	(1.62)
Remeasurement (losses)/gains	(3.12)	0.26
Fair Value of Plan Assets at the end of the year	404.47	331.87
iii) Amount recognized in the Balance Sheet		
Present value of funded defined benefit obligation	358.21	310.95
Fair value of plan assets at the end of the year	404.47	331.87
Amount not recognized due to assets limit	1.37	-
Amount Recognized in the Balance Sheet (Net)	(44.89)	(20.92)
iv) Expenses recognized in the Statement of Profit and Loss		
Employee Benefits Expense		
Current Service Cost	43.56	35.36
Past Service Cost	-	4.85
Interest Cost	23.32	17.90
Expected Return on plan assets	(26.54)	(17.97)
(A)	40.35	40.14
Other Comprehensive Income		
(Gain)/ Loss on plan assets	3.12	(0.26)
Actuarial (gain)/loss arising from changes in financial assumption	1.55	(9.72)
Actuarial (gain)/loss arising from changes in demographic assumption	(0.05)	0.28
Actuarial (gain)/loss arising on account of experience changes	(10.21)	10.99
Actuarial (gain)/loss arising on account of adjustment to recognize the effect of assets ceiling	1.37	-
(B)	(4.22)	1.29
Expenses recognised in the statement of profit and loss	(A) + (B)	36.13
	As at 31.03.2019	As at 31.03.2018
v) Investment details		
LIC- Administrator of the plan fund	404.47	331.87
vi) Principal assumption used in determining defined benefit obligation		
Discount rate (per annum)	7.60% - 7.75%	7.80% - 7.85%
Salary escalation rate (per annum)	7% - 10%	7% - 10%
vii) Sensitivity Analysis		
Increase in 50bps on DBO		
Change in discounting rate	(16.45)	(14.28)
Change in Salary Escalation	17.77	15.38

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Decrease in 50bps on DBO		
Change in discounting rate	17.82	15.48
Change in Salary Escalation	(16.55)	(14.39)
viii) Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	30.16	28.03
Between 2 and 5 years	93.42	104.14
Between 5 and 10 years	172.84	140.55

- 1 The average duration of the defined benefit plan obligation at the end of the reporting period is 9.62 years to 13.98 years.
- 2 The Parent expects to contribute ₹ 40 Lakhs to the plan during the next financial year. The contribution of the Subsidiary during the next financial year is not determined as the plan is unfunded.
- 3 The estimates of rate of escalation in salaries considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- 4 Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.
- 5 The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method.

B) Defined Contribution Plan - Provident fund

The Group makes its contribution alongwith the share of employee's contribution deducted from salary on monthly basis to Employees' Provident Fund administered by the Central Government. The Group's Contribution is charged to Statement of Profit & Loss. The Group has no obligation for any further contribution in case of any shortfall. The details of contribution are as under :-

(₹ in Lakhs)

Particulars	2018-19	2017-18
Contribution to Provident Fund	124.68	105.46

C) Other Employee benefits - Leave Encashment

The employees of the Group are entitled for the compensation in respect of unavailed leave as per the policy of the respective group companies. The liability towards compensated absences for the Company is recognised based on actuarial valuation carried out using Projected Unit Credit method and that for the Subsidiary on actual basis.

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Amount recognized in the Balance Sheet		
Current Liability	22.52	16.91
Non- Current Liability	81.56	57.60

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Note 33 : FORM AOC-I: Statement containing salient features of the financial statements of Subsidiaries and Joint Ventures
(Pursuant to section 129(3) of the Act read with rule 5 of Companies (Accounts) Rules, 2014)

A) Subsidiary

(₹ in Lakhs)

i) Name of Subsidiary	Global Copper Pvt. Ltd.
ii) Reporting period	01.04.2018 to 31.03.2019
iii) Reporting currency	Indian ₹
iv) Share capital	107.69
v) Reserves & surplus	1518.71
vi) Total liabilities	6794.16
vii) Total assets	8420.56
viii) Investments	39.98
ix) Turnover	17310.57
x) Profit before taxation	105.78
xi) Provision for tax	24.51
xii) Profit after taxation	81.27
xiii) Proposed dividend	NIL
xiv) % of shareholding	60%
1. Names of subsidiaries which are yet to commence operations- NIL	
2. Names of subsidiaries which have been liquidated or sold during the year-NIL	

B) Jointly Controlled Entity

(₹ in Lakhs)

i) Name of Joint Venture	RR-Imperial Electricals Ltd.
ii) Latest audited balance sheet date	31.03.2019
iii) Date on which acquired	10% investment on various dates
iv) Shares of Joint Ventures held by the Company as at 31st March, 2019	
No. of Equity shares	63,40,244
Amount of Investment in Joint Venture (₹ in Lakhs)	467.72
Extend of Holding %	10%
v) Description of how there is Significant influence :-	Not Applicable
vi) Reason Why Associate/Joint Venture not Consolidated :-	Consolidated
vii) Net worth attributable to Shareholding as per latest audited balance sheet (₹ in Lakhs)	437.14
viii) Profit/(Loss) for the year :-	
Considered in Consolidation (₹ in Lakhs)	(82.31)
Not Considered in Consolidation	NIL
1. Names of jointly controlled entity which are yet to commence operations- NIL	
2. Names of jointly controlled entity which have been liquidated or sold during the year-NIL	

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Note 34: Disclosure in respect of Related Parties pursuant to Ind AS- 24 " Related Party Disclosures"

List of Related Parties with whom transactions have taken place - (as certified by Management)

a) Key Management Personnel

Shri Tribhuvanprasad Kabra	- Managing Director
Shri Mahendrakumar Kabra	- Joint Managing Director
Shri Hemant Kabra	- CFO & Executive Director

Non Executive Directors

Shri Rameshwarlal Kabra (retired w.e.f. 31.03.2019)	Shri Sandeep Jhanwar
Shri Satyanarayan Loya (retired w.e.f. 31.03.2019)	Shri R. Kannan
Shri Mukund Chitale (resigned w.e.f.12.11.2018)	Shri Prashant Deshpande
Dr. Ajai Singh	Shri Upendra Kamath
Shri Ramesh Chandak (appointed on 12.11.2018)	Smt. Kirtidevi Kabra

b) Close Family Members of Key Management Personnel

Smt. Ratnadevi Kabra	- Mother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Shri Shreegopal Kabra	- Brother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Smt. Umadevi Kabra	- Wife of Shri Tribhuvanprasad Kabra
Shri Mahhesh Kabra	- Son of Shri Tribhuvanprasad Kabra
Shri Sumeet Kabra	- Son of Shri Mahendrakumar Kabra

c) Entities over which Key Management and their close family members are able to exercise significant influence

MEW Electricals Ltd.	R R Kabel Ltd.
Ram Ratna International	Ram Ratna Research & Holdings Pvt. Ltd.
Kabel Buildcon Solutions Pvt. Ltd.	Shreegopal Kabra (HUF)
Ram Ratna Electricals Ltd.	Rameshwarlal Kabra (HUF)
Ram Ratna Infrastructure Pvt. Ltd.	Jag-Bid Finvest Pvt. Ltd.
Pratik Wire & Cable Machines Pvt. Ltd.	Gallery Retail LLP
TMG Global Fzco.	

d) Other Related Party

Ram Ratna Wires Limited Emp Group	
Gratuity Scheme	- Post Employment Benefit Plan Entity

Transactions with the related parties in the ordinary course of business (Excluding Reimbursement)

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c) & (d) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Purchases: Goods and Services						
R R Kabel Ltd.	-	-	-	-	3,990.51	1,913.40
MEW Electricals Ltd.	-	-	-	-	98.01	75.39
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	14.91
Ram Ratna International	-	-	-	-	215.56	158.78
Ram Ratna Electricals Ltd.	-	-	-	-	1.28	0.72
Pratik Wire & Cable Machines Pvt. Ltd.	-	-	-	-	40.95	-
Gallery Retail LLP	-	-	-	-	1.15	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Referred in		Referred in		Referred in	
	(a) above		(b) above		(c) & (d) above	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Sales: Goods and Services						
R R Kabel Ltd.	-	-	-	-	6.46	1.42
Ram Ratna International	-	-	-	-	4,100.07	4,535.14
MEW Electricals Ltd.	-	-	-	-	15.48	51.74
Capital Goods						
R R Kabel Ltd. (Purchases)	-	-	-	-	75.99	41.34
Ram Ratna Electricals Ltd. (Purchases)	-	-	-	-	15.68	0.93
Income						
Rent and Other Services	-	-	-	-	-	0.84
Interest on security deposits (Rent)	0.57	0.51	0.69	0.63	1.01	0.98
Expenses						
Rent and Other Services	2.99	2.99	5.13	5.11	18.04	17.23
Interest	124.61	45.46	43.17	71.26	107.19	88.17
Directors						
Sitting Fees	18.50	11.60	-	-	-	-
Remuneration – Shri Tribhuvanprasad Kabra	-	-	-	-	-	-
Remuneration – Shri Mahendrakumar Kabra	131.27	212.36	-	-	-	-
Salary – Shri Hemant Kabra (Note 34.1)	42.00	36.24	-	-	-	-
Dividend						
Dividend Paid	44.01	44.01	35.47	35.47	109.11	109.11
Dividend Received	-	-	-	-	41.60	41.60
Contribution Made						
Ram Ratna Wires Limited Emp Group Gratuity Scheme	-	-	-	-	60.09	63.63
Deposits / Loans Accepted						
Shri Rameshwarlal Kabra	41.00	-	-	-	-	-
Shri Tribhuvanprasad Kabra	68.00	-	-	-	-	-
Shri Hemant Kabra	-	100.00	-	-	-	-
Shri Mahendrakumar Kabra	722.00	400.00	-	-	-	-
Smt. Kirtidevi Kabra	123.00	-	-	-	-	-
Smt. Ratnadevi Kabra	-	-	190.00	-	-	-
Smt. Umadevi Kabra	-	-	135.00	-	-	-
Shri Shreegopal Kabra	-	-	15.00	-	-	-
TMG Global Fzco.	-	-	-	-	-	318.72
R R Kabel Ltd.	-	-	-	-	-	300.00
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	414.00	-
Deposits / Loans Repaid						
Shri Tribhuvanprasad Kabra	150.00	-	-	-	-	-
Rameshwarlal Kabra - (HUF)	-	-	-	-	-	-
Shreegopal Kabra - (HUF)	-	-	-	-	-	-
Smt. Umadevi Kabra	-	-	55.92	500.00	-	-
TMG Global Fzco.	-	-	-	-	-	153.86
R R Kabel Ltd.	-	-	-	-	300.00	-
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	40.00	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Referred in (a) above		Referred in (b) above		Referred in (c) & (d) above	
	As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
Outstanding as at						
Rental Deposits						
Smt. Umadevi Kabra	-	-	7.32	6.63	-	-
Shri Hemant Kabra (Late Smt. Hemlata Kabra)	6.00	5.43	-	-	-	-
Shreegopal Kabra (HUF)	-	-	-	-	7.50	6.79
Kabel Buildcon Solutions Pvt. Ltd.	-	-	-	-	3.17	3.50
Trade and Others-Net (Payable)/Receivable						
Ram Ratna International	-	-	-	-	351.41	155.11
Ram Ratna Electricals Ltd.	-	-	-	-	(0.36)	-
MEW Electricals Ltd.	-	-	-	-	-	0.02
R R Kabel Ltd.	-	-	-	-	(2,759.09)	(1,138.38)
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	(3.16)
TMG Global Fzco.	-	-	-	-	-	110.53
Interest accrued & due on Deposits/Loans	(38.75)	(13.31)	(10.28)	-	(12.42)	(7.99)
Loans Outstanding						
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	434.00	60.00
Shri Rameshwarlal Kabra	63.03	22.03	-	-	-	-
Smt. Umadevi Kabra	-	-	135.50	56.42	-	-
Shri Hemant Kabra	100.00	100.00	-	-	-	-
Shri Tribhuvanprasad Kabra	15.17	97.17	-	-	-	-
Shri Mahendrakumar Kabra	1,146.00	424.00	-	-	-	-
Smt. Kirtidevi Kabra	146.42	23.42	-	-	-	-
Ratnadevi Kabra	-	-	280.49	90.49	-	-
Shreegopal Kabra	-	-	205.54	190.54	-	-
TMG Global Fzco.	-	-	-	-	1,020.39	957.73
R R Kabel Ltd.	-	-	-	-	-	300.00
Others	-	-	23.12	23.12	-	-

- 34.1 Includes provision of ₹ Nil (P.Y. 0.92 Lakhs) post employment Benefits and ₹ Nil (P.Y. 1.82 Lakhs) for leave encashment.
- 34.2 Personal guarantees have been given by the Managing Director and the Joint Managing Director of the Parent and their relative for the secured borrowings of the Parent to the tune of ₹ 25,660 Lakhs (P.Y. ₹ 18,920 Lakhs).
- 34.3 Personal guarantees have been given by the Managing Director and the Joint Managing Director of the Parent for the unsecured borrowings of the Parent to the tune of ₹ 6,250 Lakhs (P.Y. ₹ 5,750 Lakhs).
- 34.4 The Company has donated ₹ 20.00 lakhs (P.Y. ₹ 51 Lakh) to the trusts in which some of the directors are trustee.
- 34.5 Transactions with Jointly Controlled Entity have been disclosed at its full value and not to the extent of share of the Parent.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Note :35 Exposure in Foreign Currency

The Company uses forward contracts to mitigate the risks associated with foreign currency fluctuations. The Company does not enter into any forward contracts which are intended for trading or speculative purposes.

a) The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:-

Particulars	As at 31.03.2019		As at 31.03.2018	
	USD	INR	USD	INR
Booked against Import Creditors	46.69	3,285.51	3.63	236.02
Booked against firm commitments or highly probable forecasted transactions	3.10	224.83	5.38	354.00

b) The details of foreign currency monetary exposures that are not hedged by derivatives instruments:

Payables	As at 31.03.2019			As at 31.03.2018		
	USD	Euro	INR	USD	Euro	INR
Buyer's Credit	-	-	-	9.67	-	629.09
Import Creditors / (Advance)	34.07	-	2,411.95	59.03	0.15	3,853.37

Receivables	As at 31.03.2019		As at 31.03.2018	
	USD	INR	USD	INR
Export Debtors	6.58	457.27	10.73	697.88

Note 36: A) Category-wise classification of financial instruments

(₹ in Lakhs)

Particulars	Refer Note	Non-Current		Current	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
Financial assets measured at fair value through profit or loss (FVTPL)					
Investments in quoted mutual funds	3	39.73	-	-	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)					
Investments in unquoted equity shares#	3	4,274.48	6,214.25	-	-
Financial assets measured at amortised cost					
Electricity & other deposits	4A	6.41	6.36	-	-
Security deposits	4A & 4B	13.32	12.05	10.67	10.29
Loan to employees	4A & 4B	2.01	1.74	17.21	24.75
Share application money	5A	1.27	103.09	-	-
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	5A	0.47	0.79	-	-
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	5B	-	-	4.08	5.97
Others	5B	-	-	1.07	2.08
Trade receivables	9	-	-	24,231.51	22,096.06

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Refer Note	Non-Current		Current	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
Cash and cash equivalents	10B	-	-	722.63	368.38
Other balances with banks	10B	-	-	96.61	200.24
Financial Liabilities measured at fair value through profit or loss (FVTPL)					
Forward exchange contract (net)	18	-	-	32.66	2.61
Financial Liabilities measured at amortised cost					
Borrowings	13A & 13B	7,436.65	6,374.09	22,547.69	18,154.54
Trade payables	17	-	-	6,298.91	5,357.42
Current maturities of long term borrowings	18	-	-	1,456.84	945.03
Unclaimed dividend	18	-	-	27.89	23.93
Retention money relating to capital expenditure	18	-	-	5.00	5.00
Interest accrued and due	18	-	-	193.99	127.44
Interest accrued but not due	18	-	-	3.90	4.30
Accrued salary & benefits	18	-	-	201.54	301.67
Creditors for expenses	18	-	-	989.52	1,049.18
Creditors for capital expenditure	18	-	-	256.08	235.33
Other payables	18	-	-	7.42	21.98

Investments are not held for trading. Upon the application of Ind AS 109 - Financial Instruments, the Group has chosen to measure said investments in equity instrument at FVTOCI irrevocably as the management believes that presenting fair value gains and losses relating to the said investments in the statement of profit and loss may not be indicative of the performance of the Group.

B) Fair Value Measurements

- (i) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

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

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 — inputs that are unobservable for the asset or liability.

- (ii) The following tables provide the fair value measurement hierarchy of the Group's financial assets and liabilities:

As at 31st March, 2019

(₹ in Lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2019	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through profit or loss (FVTPL)				
Investments in quoted mutual funds (Note 3)	39.73	39.73	-	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)				
Investments in unquoted equity shares (Note 3)	4,274.48	-	4,274.48	-
Financial liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	32.66	32.66	-	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

As at 31st March, 2018

(₹ in Lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2018	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	6,214.25	-	6,214.25	-
Financial liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	2.61	2.61	-	-

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

(₹ in Lakhs)

Particulars	As at 31.03.2019		As at 31.03.2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets				
Electricity & other deposits	6.41	6.41	6.36	6.36
Security deposits	27.00	23.99	27.00	22.34
Loan to employees	19.92	19.22	26.99	26.49
Share application money	1.27	1.27	103.09	103.09
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	0.47	0.47	0.79	0.79
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	4.08	4.08	5.97	5.97
Others	1.07	1.07	2.08	2.08
Trade receivables	24,231.51	24,231.51	22,096.06	22,096.06
Cash and cash equivalents	722.63	722.63	368.38	368.38
Other balances with banks	96.61	96.61	200.24	200.24
Total Financial Assets	25,110.97	25,107.26	22,836.96	22,831.80
Financial Liabilities				
Borrowings	29,988.01	29,984.34	24,528.63	24,528.63
Trade payables	6,298.91	6,298.91	5,357.42	5,357.42
Current maturities of long term borrowings	1,458.98	1,456.84	945.03	945.03
Unclaimed dividend	27.89	27.89	23.93	23.93
Retention money relating to capital expenditure	5.00	5.00	5.00	5.00
Interest accrued and due	193.99	193.99	127.44	127.44
Interest accrued but not due	3.90	3.90	4.30	4.30
Accrued salary & benefits	201.54	201.54	301.67	301.67
Creditors for expenses	989.52	989.52	1,049.18	1,049.18
Creditors for capital expenditure	256.08	256.08	235.33	235.33
Other payables	7.42	7.42	21.98	21.98
Total Financial Liabilities	39,431.24	39,425.43	32,599.91	32,599.91

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

The carrying amounts of financial assets (other than security deposits and loan to employees) and financial liabilities (Other than long term borrowing) measured at amortised cost in the financial statements are reasonable approximation of their fair values since the Group does not anticipate that the carrying amount would be significantly different from the value that would eventually be received or settled.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Group could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2019 and 31st March, 2018.

C) Financial Risk Management- Objectives and Policies

The Group is exposed to: (a) Market Risks comprising of Interest Rate Risk, Currency Rate Risk, Commodity Price Risk and Equity Price Risk (b) Credit Risk comprising of trade receivable risk and financial instrument risk and (c) Liquidity Risk. The Group has well placed Risk Management Policy (RMP). The policy provide broad guidelines to identify the risk arising from these factors and provide guidelines to the team for its mitigation or at-least minimize its effect on income / expense on the Group is optimized. Team involved in RMP meets frequently to discuss the level of risk they foresee based on the conditions persisting.

The Group's exposure to Market Risk, Credit Risk and Liquidity Risk have been summarized below:

Market Risk

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk on short-term and long-term floating rate interest bearing liabilities. The Group's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by prevailing interest rates. These exposures are reviewed by the management on a periodic basis.

The exposure of the Group's financial liabilities to interest rate risk based on liabilities as at reporting date is as follows:

Particulars	(₹ in Lakhs)	
	Impact on profit before tax	
	2018-19	2017-18
Increase in interest rate by 100 basis points	(314.24)	(252.89)
Decrease in interest rate by 100 basis points	314.24	252.89

(Calculated based on risk exposure outstanding as of date and assuming that all other variables, in particular foreign currency rates, remain constant).

Foreign Currency Risk:

The Group is exposed to fluctuations in foreign currency exchange rates where transaction references more than one currency and/or where assets/liabilities are denominated in a currency other than the functional currency of the Group.

Exposures on foreign currency are managed through a hedging policy, which is reviewed periodically by the management. The Group usually enters into forward exchange contracts progressively based on their maturity to hedge the effects of movements in foreign currency exchange rates individually on assets and liabilities. The sources of foreign exchange risk for the Group are trade receivables, trade payables for imported materials & capital goods as well as foreign currency denominated borrowings. The policy of the Group is to determine on a regular basis what portion of the foreign exchange risk are to be hedged through forward exchange contracts.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

The exposure of the Group's foreign currency risk based on unhedged exposure as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Impact on profit before tax	
	2018-19	2017-18
Increase in exchange rates by 5%	(97.74)	(199.20)
Decrease in exchange rates by 5%	97.74	199.20

Commodity Price Risk

The Group is exposed to the movement of copper and aluminium prices on the London Metal Exchange (LME). Any increase or decline in the prices of these commodities will have an impact on the profitability of the Group. As a general policy, the Group aims to purchase these commodities at prevailing market prices and also sell the product at price adjusted for prevailing market prices. The Group substantially ensures sale of products with simultaneous purchase of these commodities on back-to back basis ensuring no or minimum price risk for the Group.

Equity Price Risk

Equity price risk relates to change in fair value of investments in the equity instruments measured at fair value through OCI. As at 31st March, 2019 the carrying value of such equity instruments recognised at fair value through OCI amounts to ₹ 4,274.23 Lakhs (P.Y. ₹ 6,214.00 Lakhs).

A sensitivity analysis demonstrating the impact of change in the carrying value of investment in equity instrument as at reporting date is given below:

(₹ in Lakhs)

Particulars	Impact on OCI before tax	
	2018-19	2017-18
Increase by 5%	213.71	310.71
Decrease by 5%	(213.71)	(310.71)

Liquidity Risk

Liquidity risk refers to the risk that the Group encounter difficulty in raising fund to meet its financial commitments. The objective of liquidity risk management is to maintain the liquidity and to ensure that funds are available for short operational needs and to fund Group's expansion projects. The Group has availed credit facility from the banks & financial institutions to meet its financial commitment in timely and cost effective manner.

The Group remains committed to maintaining a healthy liquidity and gearing ratio and strengthening the balance sheet. The maturity profile of the Group's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below.

(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2019				
Borrowings (Note 13A and 13B)	22,547.69	7,436.65	29,984.34	29,984.34
Trade Payables (Note 17)	6,298.91	-	6,298.91	6,298.91
Derivative financial liability (Note 18)	32.66	-	32.66	32.66
Other financial liabilities (Note 18)	3,142.18	-	3,142.18	3,142.18

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31 st March, 2018				
Borrowings (Note 13A and 13B)	18,154.54	6,374.09	24,528.63	24,528.63
Trade Payables (Note 17)	5,357.42	-	5,357.42	5,357.42
Derivative financial liability	2.61	-	2.61	2.61
Other financial liabilities (Note 18)	2,713.86	-	2,713.86	2,713.86

Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to credit risk for trade receivables and financial guarantees for dealers, derivative financial instruments and other financial assets.

The Group assess the counter party before entering into transactions and wherever necessary supplies are made against advance payment. The Group on continuous basis monitor the credit limit of the counter parties to mitigate or minimise the credit risk. The credit risk for the financial guarantees issued by the Parent to bank for credit facilities availed by Parent's dealers from bank is minimum as those parties have long vintage with the Parent and they are also subject to credit risk assessment by bank on periodical basis. The credit risk on export receivables are limited as almost all export sales are made to parties having a long vintage with the Group and new parties are subject to necessary due diligence.

For trade receivables, as a practical expedient, the Group computes credit loss allowance based on expected credit loss method. The movement in expected credit loss allowance on trade receivable is as under:

(₹ in Lakhs)

Particulars	As at 31.03.2019	As at 31.03.2018
Balance at the beginning of the year	98.25	47.16
Add/(Less): Allowance(reversal) for impairment for the year	159.31	51.09
Balance at the end of the year	257.56	98.25

Note 37: Revenue from Contracts with Customers

The Company has applied Ind As 115 for the first time by using the modified retrospective method with the date of initial application as at 1st April, 2018. Under this method, comparative period has not to been adjusted but cumulative effect of initially applying this Ind As will be done to opening retained earnings only for the contracts which are not completed contracts as per previous Ind As 18 "Revenue". There were no contracts which were not completed as per previous Ind As 18 on the initial application of Ind AS 115.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Disaggregation of Revenue from Contract with Customers

The revenue is recognised at a point in time considering the contract terms and business practice. The following summary provides the disaggregation of revenue from contracts with customers :

(₹ in Lakhs)

As at 31 st March, 2019	Enamelled wires and strips	Copper tubes and pipes	Total
Sale of Products			
India	112,672.64	16,614.63	129,287.27
Outside India	10,338.67	583.99	10,922.66
Processing Fees	200.15	0.63	200.78
Sale of Scrap	1,595.73	-	1,595.73
	124,807.19	17,199.25	142,006.44
Inter Segment Revenue	(61.28)	-	(61.28)
Revenue from Contract with Customers	124,745.91	17,199.25	141,945.16

(₹ in Lakhs)

Summary of Contract Balance	As at 31.03.2019	As at 31.03.2018
Trade Receivable (Note 9)	24,231.51	22,096.06
Contract Assets	-	-
Contract Liabilities (Note 19)	418.63	127.26

Trade receivables are non- interest bearing with credit terms of 30 days to 90 days. Contract liabilities are towards advance received from customers for goods to be delivered.

The Company has recognised revenue amounting to ₹ 108.34 lakhs in the current period that was included in the Contract Liability (previously reported as Advance from Customers terminology changed in line with Ind AS 115) balance as at 31st March, 2019.

Performance obligation is satisfied at a point in time which normally occurs on delivery of the goods as per the terms of contract in case of domestic sales and in case of export on the basis of shipping terms and with payment terms 30 days – 90 days or against advance payment. There is negligible obligation towards sales return.

Reconciliation of revenue recognised in Statement of Profit and Loss with contract price

(₹ in Lakhs)

Contract Price	142,321.49
Less :	
Cash Discount	159.53
Quantity Discount	43.78
Incentives & Benefits	173.02
Total Revenue from Sale of Product	141,945.16

Note 38: Details of Subsidiary and Jointly Controlled Entity

(₹ in Lakhs)

Sr No	Name of Company	Subsidiary/ Joint Arrangement	Country of Incorporation	% of Holding as on 31.03.2019	% of Holding as on 31.03.2018	Accounting Period
1	Global Copper Private Limited	Subsidiary	India	60%	60%	01.04.2018 to 31.03.2019
2	RR-Imperial Electricals Limited	Jointly Controlled Entity	Bangladesh	10%	10%	01.04.2018 to 31.03.2019

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

1. Interest in a Subsidiary

The following tables illustrates the summarized financial information of subsidiary having non controlling interest: (₹ in Lakhs)

Particulars	Subsidiary	
	As at 31.03.2019	As at 31.03.2018
Current Assets	5700.04	4636.65
Non-Current Assets	2720.52	2637.00
Current Liabilities	4426.00	3872.04
Non-Current Liabilities	2368.16	1857.71
Equity	1626.40	1543.90
Attributable to non- controlling interest	975.83	926.34
Accumulated non- controlling interest as on 31 st March,	650.57	617.56

(₹ in Lakhs)

Particulars	Subsidiary	
	2018-19	2017-18
Revenue	17,310.57	11,194.48
Profit for the year	81.27	141.63
Other Comprehensive Income	1.24	(1.63)
Total Comprehensive Income	82.51	140.00
Total Comprehensive Income allocated to non- controlling interest	33.01	56.00

(₹ in Lakhs)

Particulars	Subsidiary	
	As at 31.03.2019	As at 31.03.2018
Contingent Liabilities		
Income Tax Demands	56.54	56.54
Excise & Service Tax Demands	20.96	25.77
Sales Tax Demands	4.81	-
Commitments		
Letter of credit and bank guarantees issued by the banks	65.00	65.00
Estimated amount of contracts remaining to be executed and not provided for capital advance	-	-

2. Interest in a Jointly Controlled Entity

The following tables illustrates the summarized financial information of jointly controlled entity: (₹ in Lakhs)

Particulars	Jointly Controlled Entity	
	As at 31.03.2019	As at 31.03.2018
Current Assets	8,800.49	7,369.57
Non-Current Assets	4,243.87	3,644.36
Current Liabilities	7,500.80	5,881.56
Non-Current Liabilities	1,172.19	1,323.86
Equity	4,371.37	3,808.51
Proportion of the group's ownership interest	10%	10%
Carrying amount of the group's interest	437.14	380.86

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

(₹ in Lakhs)

	Jointly Controlled Entity	
	2018-19	2017-18
Revenue	14,362.04	13,906.21
Interest Income	28.84	19.30
Cost of raw material and components consumed	14,015.43	11,324.62
Changes in Inventories	(2,144.07)	191.49
Depreciation & amortization	380.05	316.59
Finance cost	664.04	460.54
Employee benefit	1,028.32	877.01
Other expenses	990.62	1,272.33
Profit before tax	(543.51)	(517.07)
Income tax (expense)/ income (including previous year adjustments)	(279.63)	356.76
Profit for the year	(823.14)	(160.31)
Other Comprehensive Income	-	-
Total Comprehensive Income	(823.14)	(160.31)
Group's share of profit for the year	(82.31)	(16.03)
Group's share of other comprehensive income for the year	N.A.	N.A.
Group's total comprehensive income for the year	N.A.	N.A.
Dividend received from Jointly Controlled Entity during the year	-	-

(₹ in Lakhs)

	Jointly Controlled Entity	
	As at 31.03.2019	As at 31.03.2018
Contingent Liabilities		
Letter of Credit	465.40	2,078.49
Capital Commitments		
Estimated amount of contracts remaining to be executed and not provided for capital advance	-	298.46

NOTES to Consolidated Financial Statements for the year ended 31st March, 2019 (contd.)

Note 39: Disclosure of additional information pertaining to the Parent Company, Subsidiaries and Jointly Controlled Entity as per Schedule III of Companies Act, 2013

(₹ in Lakhs)

Name of Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	2018-19		2018-19		2018-19		2018-19	
	As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/(Loss)	As % of Consolidated OCI	OCI	As % of Consolidated TCI	TCI
Parent Company								
Ram Ratna Wires Ltd.	89.14%	16,940.18	100.06%	1,597.00	91.11%	389.64	98.17%	1,986.64
Indian Subsidiary								
Global Copper Pvt. Ltd.	5.14%	975.83	3.06%	48.76	0.17%	0.74	2.45%	49.50
Minority Interest in Subsidiary	3.42%	650.57	2.04%	32.51	0.12%	0.50	1.63%	33.01
Joint Venture								
RR-Imperial Electricals Ltd.	2.30%	437.14	(5.16%)	(82.31)	8.60%	36.77	(2.25%)	(45.54)
Total	100.00%	19,003.72	100.00%	1,595.96	100.00%	427.65	100.00%	2,023.61

(₹ in Lakhs)

Name of Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	2017-18		2017-18		2017-18		2017-18	
	As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/(Loss)	As % of Consolidated OCI	OCI	As % of Consolidated TCI	TCI
Parent Company								
Ram Ratna Wires Ltd.	88.88%	15,386.88	95.47%	2,648.35	101.27%	1,797.67	97.74%	4,446.02
Indian Subsidiary								
Global Copper Pvt. Ltd.	5.35%	926.34	3.06%	84.98	(0.06%)	(0.98)	1.85%	84.00
Minority Interest in Subsidiary	3.57%	617.56	2.04%	56.65	(0.04%)	(0.65)	1.23%	56.00
Joint Venture								
RR-Imperial Electricals Ltd.	2.20%	380.86	(0.58%)	(16.03)	(1.18%)	(20.94)	(0.81%)	(36.97)
Total	100.00%	17,311.64	100.00%	2,773.95	100.00%	1,775.10	100.00%	4,549.05

Note 40: Previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.

As per our Report of even date

For Bhagwagar Dalal & Doshi

Chartered Accountants

(Firm Registration No. 128093W)

Jatin V. Dalal

Partner

M.No. 124528

Place : Mumbai

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Mahendrakumar Kabra

Managing Director

DIN - 00473310

Hemant Kabra

Executive Director & CFO

DIN - 01812586

Saurabh Gupta

Company Secretary

ACS - 53006

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