ROLEX RINGS LIMITED

[CIN: U28910GJ2003PLC041991]

Regd. Office:- BEHIND GLOWTECH PRIVATE LIMITED, GONDAL ROAD, KOTHARIA, RAJKOT

Phone: (281) 6699577/6699677

Email: compliance@rolexrings.com website. www.rolexrings.com

REPORT OF THE BOARD OF DIRECTORS

To,
The Members,
Rolex Rings Limited,

Your Directors are pleased to present their **19th Annual Report** for the financial year ended on 31st March, 2021.

FINANCIAL RESULTS:

Your Company's performance for the year ended on 31st March, 2021, is summarized as under:

(Amt. in million)

SR. NO.	PARTICULARS	2020-21	2019-20
1.	Revenue from Operation	6163.32	6659.94
2.	Other Income	34.25	93.38
3.	**Total Revenue (1+2)**	**6197.57**	**6753.32**
4.	Cost of Materials consumed	3165.95	3137.41
5.	(Increase)/decrease in inventory of FG	(291.60)	155.92
6.	Employees Benefits Expense	518.66	526.59
7.	Finance Cost	116.99	321.69
8.	Depreciation & Amortization Exp.	254.09	265.24
9.	Other Expenses	1681.63	1625.64
10.	**Profit/(Loss) Before Tax**	**751.85**	**720.83**
11.	Current Tax	130.42	127.17
12.	Deferred Tax	(248.12)	64.25
13.	Short term provision of tax relating to PY	--	--
14.	**Profit/(Loss) After Tax (PAT)**	**869.55**	**529.41**
15.	**Total Comprehensive income for the year, net of tax**	**874.63**	**527.61**

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STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

During the year under report, revenue from operations has been decreased to INR 6163.32 millions as compared to INR 6659.94 millions of previous fiscal 2019-20 at a decline of approx. 10%. The major reason for decrease in revenue is impact of COVID-19 pandemic, due to which manufacturing activity of the company had remained closed for around 70 days in reporting year due to lockdown restrictions. However, the Company had curb down its fixed expenses and had also saved power cost by installing solar roof tops. Further due to repayment and less utilization of working capital facility the finance cost of the company had also reduced. The Profit Before tax of the company had increased to INR 751.85 millions as compared to previous fiscal which was around INR 720.83 millions. The Company had achieved Net Profit of INR 869.55 millions in current fiscal as compared to previous fiscal of INR 529.41 millions.

DECLARATION OF DIVIDEND & TRANSFER OF AMOUNT TO RESERVES:

With a view to plough back profits and in order to conserve resources for operational purposes, your Directors do not recommend any dividend.

Further, no amount has been transferred to general reserves in the Financial Year 2020-21.

CHANGE IN NATURE OF BUSINESS:

There has been no change in nature of business of the Company during the year under Company.

SHARE CAPITAL & CHANGES THEREIN:

(a) The Authorised Share Capital of the company had been increased **FROM** Rs. 51,00,00,000/- (Rupees Fifty One Crores only) divided into 3,50,25,000 (Three Crores Fifty Lakhs Twenty Five Thousand) Equity Shares of Rs. 10/- each and 1,59,75,000 (One Crores Fifty Nine Lakhs Seventy Five Thousand) Non-Convertible Redeemable Preference Shares of Rs. 10/- each **TO** Rs. 56,00,00,000 (Rupees Fifty Six Crores) divided into 3,50,25,000 (Three Crores Fifty Lakhs Twenty Five Thousand) Equity Shares of Rs. 10/- each and 1,59,75,000 (One Crores Fifty Nine Lakhs Seventy Five Thousand) Non-Convertible Redeemable Preference Shares of Rs. 10/- each and 50,00,000 (Fifty Lakhs) Optionally Convertible Redeemable Preference Shares of Rs. 10/- each, by obtaining Members approval in duly convened Extra-ordinary General Meeting dated 19th February, 2021.

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(b) The Members authorized the Board for issuing and allotting Optionally Convertible Redeemable Preference Shares had been obtained in duly convened Extra-ordinary General Meeting held on 19th February, 2021. Consequently, the Board, vide Resolutions dated 03rd March, 2021, made allotment of 26,30,000 Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs. 10/- each at face value, to its existing members in the ratio of 9:44, through right issue of OCRPS.

(c) Further, as per terms of the issue & allotment of the OCRPS, the said OCRPS were converted into 26, 30,000 fully paid up equity shares of Rs 10/- each, through Board Resolution dated 16th July, 2021.

The Paid up share capital of the Company as on 31st March, 2021 was Rs. 40,21,69,530/- of Rs. 10/- each divided into 2,39,81,090 equity shares of Rs. 10/- each and 1,36,05,863 Non-Convertible Redeemable Preference shares of Rs. 10/- each and 26,30,000 Optionally Convertible Redeemable Preference Shares of Rs. 10/- each

As on date of this Report, the paid up capital of the Company is 40,21,69,530/- of Rs. 10/- each divided into 2,66,11,090 equity shares of Rs. 10/- each and 1,36,05,863 Non-Convertible Redeemable Preference Shares of Rs. 10/- each.

CONVERSION OF STATUS FROM PRIVATE LIMITED TO PUBLIC LIMITED:

Members are aware that the status of the company had been converted from "Private Limited" to "Public Limited" by passing Special Resolution in an Extra-ordinary General Meeting of the members held on 19th February, 2021. The Registrar of Companies, Gujarat had issued Fresh Certificate of Incorporation on 10th March, 2021. Consequent to this conversion, the name of company was changed from Rolex Rings Private Limited to Rolex Rings Limited.

FIRST TIME ADOPTION OF INDIAN ACCOUNTING STANDARD:

During the financial year 2020-21, the accounts have been prepared and audited as per IND-AS.

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INITIAL PUBLIC OFFER:

During the year under report, the Company had initiated the process of Initial Public Offer ("IPO") on Main Board with Bombay Stock Exchange Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Members had approved issue of Shares through IPO vide Special Resolution passed at the Extra-ordinary General Meeting held on 12th March, 2021. The Company have appointed Book Running Lead Managers, Registrar to the issue for the process of IPO.

Further the Board had approved Draft Red Herring Prospectus in its meeting held on 17th March, 2021 and the same was filed with Securities and Exchange Board of India ("SEBI") on 17th March, 2021. The Company had applied with both the stock exchanges for In Principle Approval and had obtained In Principle Approval from BSE on 19th April, 2021 and from NSE on 04th May, 2021. Further it had also received Observation Letter from SEBI on 28th May, 2021

EXTRACT OF ANNUAL RETURN:

In terms of Section 134(3)(a) of the Companies Act, 2013, the extract of Annual Return, in format MGT -9 [as specified in Section 92(3) read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014], for the Financial Year 2020-21 has been attached to this report. The Annual Return in Form MGT-7 as required under Section 92(3) of the Act shall be hosted on the website of the Company viz. https://www.rolexrings.com.

BOARD MEETINGS:

During the year under report, 09 Meetings of the Board of Directors of the Company were held and Mr. Vivek Sett attended two meetings in the reporting year.

AUDIT COMMITTEE:

The Company had been converted into Public Limited company w.e.f. 10th March, 2021 and therefore it needs to constitute Audit Committee as per provisions of Companies Act, 2013 and as it is proceeding for an IPO, provisions of SEBI (LODR) Regulations, 2015 needs to be complied. Therefore the Board recommended to re-constitute Audit Committee as per the provisions of the Act. The re-constitution of Audit Committee was made on 12th March, 2021 and it consists following as its members:

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1) CA Pravinchandra R Dholakia, Independent Director (Chairman)
2) Mr. Vivek Sett, Nominee Director (Member)
3) Mr. Dipesh D Kundaliya, Independent Director (Member)
4) Ms. Jignasa P Mehta, Independent Director (Member)
5) Mr. Ashit R Vankani, Independent Director (Member)
6) Mr. Manesh D Madeka, Chairman & Managing Director (Member)

After re-constitution there is no Audit Committee Meeting held as upto end of this Financial Year.

During the year under report, **05** Meetings of the Audit Committee of the Board of Directors of the Company were held and Mr. Vivek Sett attended one meeting during the year under report.

FINANCE & BORROWING COMMITTEE:

The Board has formed Finance & Borrowing Committee to look after the borrowing requirements of the Company. The Committee consists of Mr. Manesh D Madeka, Chairman & Managing Director of the Company, Mr. Bhautik Madeka, Whole-time Director and CA Vivek Sett, Director. The Committee, on the basis of requirements of the Company for funds/borrowings, finalizes the terms & conditions of various credit facilities enjoyed by the Company. The Committee also authorizes directors to execute various security documents from time to time.

During the year under report, **03** Meetings of the Finance & Borrowing Committee of the Board of Directors of the Company were held and Mr. Vivek Sett attended one meeting during the year under report.

The Finance & Borrowing Committee was dissolved by the Board on 12th March, 2021.

NOMINATION AND REMUNERATION COMMITTEE:

The Board by passing Resolution in its meeting held on 12th March, 2021, constituted Nomination & Remuneration Committee in pursuance to Section 178 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Committee consists of the following:

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1) Mr. Dipesh D Kundaliya, Independent Director (Chairman)
2) Mr. Ashit R Vankani, Independent Director (Member)
3) Ms. Jignasa P Mehta, Independent Director (Member)

After constitution no Committee meeting is convened.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Board by passing Resolution in its meeting held on 12th March, 2021, constituted Stakeholders Relationship Committee in pursuance to Section 178 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Committee consists of the following:

1) Mr. Ashit R Vankani, Independent Director (Chairman)
2) Mr. Manesh D Madeka, Chairman & Managing Director (Member)
3) Mr. Bhautik D Madeka, Whole time Director (Member)

After constitution no Committee meeting is convened.

IPO COMMITTEE:

The IPO Committee was constituted by a resolution of our Board of Directors dated 12th March, 2021. The Committee consists of the following:

1) Mr. Manesh D Madeka, Chairman & Managing Director
2) Mr. Vivek Sett, Nominee Director
3) Mr. Bhautik Madeka, Whole time Director
4) Mr. Hiren D Doshi, Chief Financial Officer

ROLEX RINGS LIMITED

BOARD'S RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134 (5) of the Companies Act, 2013, the Directors based on the information and representations received from the operating management confirm that:

a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there were no material departures;

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

c) the directors had taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

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

e) directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively. The Directors would like to clarify that the Company is an unlisted Company and does not require to give any statement regarding internal financial controls in terms of Section 134(5)(e). However, the Board has voluntarily laid down such financial controls to safeguard the interest of the Company.

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

STATUTORY AUDITOR AND AUDITORS' REPORT:

Members are aware that at the Annual General Meeting of the Company held on 30th September, 2017, the members approved appointment of S R B C & Co. LLP, Chartered Accountants (Registration No. 324982E) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2022.

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Further, in terms of Section 143(3)(i) of the Companies Act, 2013 read with Rule 10A of the Companies (Audit and Auditors) Rules, 2014, Auditors have reported that the Company has adequate internal financial controls system and such system is having operating effectiveness.

COST AUDITOR & COST AUDIT REPORTS:

The Board has appointed S K Rajani & Co., Cost Accountants, Bhavnagar, for carrying out Cost audit of cost accounting records maintained by the Company for the financial year 2020-21.

SECRETARIAL AUDIT:

The Board in its meeting dated 12th March, 2021, had appointed CS Purvi Dave, Practising Company Secretary, Rajkot as Secretarial Auditor, to conduct secretarial audit for the Financial Year 2020-21.

- **Secretarial Auditor Qualification:**
  - During the year under Audit, the Company had unspent amount of Corporate Social Responsibility (CSR) amounting to Rs. 14.61 million

- **Reply to Qualification:**
  - The Board will comply with the provisions of Section 135 of the Companies Act, 2013 read with The Companies (Corporate Social Responsibility) Rules, 2014 in coming year.

INTERNAL AUDIT:

Since long, the Company is implementing proper and adequate systems of internal control in all areas of operations. The Company has taken all steps to strengthen IT Security, data security, improvisation of Human Resources functions such as mapping of each department, preparation of data for requirement of staff in each department. Internal Audit has been carried out in the company for the financial year 2020-21 by PLMK & Associates, Rajkot.

RELATED PARTY TRANSACTIONS:

During the year under report, the Company has entered into transactions with related parties regarding payment of Remuneration, job work, sale of scrap. The said transactions were carried on at arm's length price and in the ordinary course of business, which were duly approved by the Board falling within the purview and threshold limits as prescribed under Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board & its Powers) Rules, 2014, as amended. The detail of Related Party Transactions is given in Annexure B to this report in prescribed Form AOC-2.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS MADE:

During the year under report, there were no transactions which were falling under Section 185 or 186 of the Companies Act, 2013.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

In terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, every company having net worth of Rs. 500 Crores or more OR an annual turnover of Rs.1000 Crores or more OR net profit of Rs. 5 Crores or more, during any of three previous year (i.e. 2018-19, 2019-20 & 2020-21) is required to constitute a CSR Committee. Rolex Rings Limited is falling in any of the above criteria. Therefore, it is required mandatorily to carry out any CSR activities and constitute any Committees under provisions of Section 135 of the Act. The Board has constituted a CSR Committee in the Financial Year 2015-16 consisting of Mr. Manesh D. Madeka as Chairman of the committee and Mr. Bhautik D, Madeka and Mr. Mihir R. Madeka as the members of the committee. The said committee was constituted on 12th June, 2015 for monitoring Corporate Social Responsibility.

However, the company got converted into Public Limited company w.e.f. 10th March, 2021 and thereby it required to re-constitute the committee as per provisions of Section 135 of the Companies Act, 2013. The re-constituted Committee consists of the following:

1) Mr. Manesh D Madeka, Chairman & Managing Director (Chairman)
2) Mr. Mihir R Madeka, Whole time Director (Member)
3) Mr. Dipesh D Kundaliya, Whole time Director (Member)

The details of CSR activities is given in Annexure to this Report. Further reason for under spending CSR funds is that company is looking for prospective and better prospects for Corporate Social Responsibility and in next year it will try to help society more by fulfilling its Social Responsibility towards society.

During the year under report, **04** Meetings of the CSR Committee of the Board of Directors of the Company were held and all members attended the meetings.

ROLEX RINGS LIMITED RAJKOT

DETAILS OF BOARD OF DIRECTORS:

Following are Directors of the Company as on 31st March, 2021:

Sr. No.	Director Identification Number/ PAN	Name of the Director	Designation
1	01629788	Mr. Manesh D. Madeka	Chairman & Managing Director
2	01761543	Mr. Bhautik D. Madeka	Whole-time Director
3	01778561	Mr. Mihir R. Madeka	Whole-time Director
4	00031084	Mr. Vivek Sett	Nominee Director
5	00844014	CA Pravinchandra R Dholakia	Director (Independent)
6	08035547	Mr. Dipesh D Kundaliya	Director (Independent)
7	08035567	Ms. Jignasa P Mehta	Director (Independent)
8	08988523	Mr. Ashit R Vankani	Director (Independent)
9	AEYPD8936J	Mr. Hiren Dilipbhai Doshi	Chief Finance Officer
10	BEEPG5313R	Mr. Hardik Dhimantbhai Gandhi	Company Secretary & Compliance Officer

- During the year under report, Independent Directors were appointed by Board in duly convened meeting held on 12th March, 2021.
- Mr. Hiren Doshi was appointed as Chief Financial Officer w.e.f. 12th March, 2021.

DECLARATION OF INDEPENDENCE:

The Company has received declaration from each Independent Director under Section 149 (7) of the Companies Act, 2013 THAT they meet criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013.

The Company wants to practice to ask for Declaration of Independence from all its Independent Directors in First Meeting of Board to be held every year.

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

a) Conservation of Energy:

Steps taken for conservation	Installation of 1.58 MW Solar Panels (Roof-top) in Unit No. 2 & 3 during the financial year 2019-20 & 2020-21. • Number of Power unit generated through this Solar Panels (Roof-Top) is around 21,00,000 power unit annually. • By using electricity generated through Solar, company saves around Rs. 6 per unit. • Further, the company is in process of installation of 16 MW ground mounted solar panels at Tal: Muli, Gujarat. Almost 10 MW would be installed by October 21. The Company expects to get the generation of 17,00,000 power units per Mw/year/ The generated power units shall be credited/reduced in the DISCOM invoices. This would reduce power cost significantly.
Steps taken for utilizing alternate sources of energy	• Windmills 8.75 MW generating 10 million power units per annum. • Company has also heating furnaces operated through CNG Gas.
Capital investment on energy conservation equipments	- Capital Investment on Solar Power Roof top is as under: - Installed 1.58 MW capacity solar power in Unit 2 & 3 which had an investment around Rs. 60.50 millions. - The Company would be investing almost Rs. 500 million on ground mounted solar project of 16 Mw.

	After installation of 16 Mw, the company expects that power cost would be reduced by Rs. 170 million on annual basis.

b) **Technology Absorption:**

Benefits derived	- Company has been able to increase its production of heavy components with large diameters and also it gets benefit of precise machining. - Company has started to develop the components for Electric vehicles also; the initial supply to couple of customers have been very well accepted and trials completed successfully at customer's end. This would a new business opportunity for the company.
Expenditure on Research &Development, if any	- Company has incurred revenue & capital expenditure on new product development, by procuring of testing and lab equipment also deployed dedicated team of officials on the new product development front during the year under report.
Details of technology imported	- Eumoco Forging press
Year of import	- 2020 *(the machine was under utilized in previous years, so it is under process of full utilization, so it is shown this year also)*
Whether imported technology fully absorbed	- 60% absorbed
Areas where absorption of imported technology has not taken place, if any	- No such areas where absorption of technology has not taken place

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c) **Foreign Exchange Earnings/ Outgo: (Amount in INR millions)**

Earnings	INR 2963.15
Outgo	INR 915.42

PARTICULARS OF EMPLOYEES:

There are no employees who have received remuneration of more than Rs. 8.5 lacs per month or Rs. 1.02 Crores per annum as per Rule 5 of the Companies (Appointment and Remuneration) Amendment Rules, 2016.

SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANIES:

During the year under report the Company doesn't have any Subsidiary, Joint Venture or Associate Companies.

OTHER DISCLOSURES AS REQUIRED UNDER THE PROVISIONS OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER:

1. The Directors have submitted the disclosure of interest as per section 184 read with applicable Rules of the Companies Act, 2013 in the format Form MBP-1.
2. During the year under review the company has not accepted the deposit from the public under section 73 to 76 of the Companies Act, 2013 and the Rules made there under.
3. The Company is in process of developing a Risk Management Policy which safeguards the Company from all risks to the best possible manner.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
6. There has been no instance of any revision in the Board's Report or the financial statement, hence disclosure under Section 131(1) of the Act.
7. The Company has not issued any shares to any employee, under any specific scheme, and hence, disclosures under Section 67(3) are not required to be made.
8. The Company has not issued (a) any share with differential voting rights (b) sweat equity shares (c) shares under any Employee Stock Option Scheme, and hence no disclosures are required to be made as per the Companies (Share Capital and Debentures) Rules, 2014.

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Phone: (281) 6699577/6699677
Email: compliance@rolexrings.com website. www.rolexrings.com

ACKNOWLEDGEMENT:

Your directors put on record their whole hearted gratitude to bankers, employees of the Company for their sincere efforts for the Company.

By Order of the Board of Directors,
For, **Rolex Rings Limited**
[Formerly known as Rolex Rings Private Limited]

Date: 26/07/2021
Place: Rajkot

ROLEX RINGS LIMITED RAJKOT

(Manesh D. Madeka)
Chairman & Managing Director [DIN: 01629788]

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

"ANNEXURE - A" TO DIRECTORS' REPORT

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

Financial Year ended on 31/03/2021

(I) REGISTRATION AND OTHER DETAILS:

(i)	**CIN**	U28910GJ2003PLC041991
(ii)	**Registration date**	13th FEBRUARY,2003
(iii)	**Name of the Company**	ROLEX RINGS LIMITED
(iv)	**Category** **Sub–category of the Company**	Company limited by shares Indian Non-Government Company
(v)	**Address of the Registered Office and Contact Details**	**Address of Registered Office:** B/h. Glowtech Private Limited Gondal Road, Kotharia Rajkot – 360004 Gujarat **Contact Details:** Phone: 0281-6699577, E-Mail Id: compliance@rolexrings.com Website: www.rolexrings.com
(vi)	**Whether Listed Company?** **Yes / No**	No
(vii)	**Name, address and contact details of Registrar and Share Transfer Agent.**	**Link Intime India Private Limited,** 247 Park, C-101, LBS Marg, Vikhroli (West), Mumbai-400 083 **Phone:** 022-49186270, Fax: 022-49186060 **Email:** rnt.helpdesk@linktime.co.in **Web:** www.linkintime.co.in

ROLEX RINGS LIMITED RAJKOT

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(II) PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name & Description of mainproducts/services	NIC Code of the Product /service	% to total turnover of the company
1	Forged and Machined Rings and Auto Components	2814- Manufacture of bearings, gears, gearing and driving elements	92.21%

(III) PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
1	NONE				

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FORM MGT 9 - EXTRACT OF ANNUAL RETURN

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

(i) Category - wise share holding:

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2020				No of Shares held at the end of the year 31.03.2021				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	**PROMOTERS**									
(1)	**Indian**									
(a)	Individual/HUF	---	99,30,667	99,30,667	41.41%	1,07,82,000	--	1,07,82,000	41.41 %	---
(b)	Central Govt.	---	---	---	---	---	---	---	---	---
(c)	State Govt.(s)	---	---	---	---	---	---	---	---	---
(d)	Bodies Corp.	---				---	---	---	---	---
(e)	Banks/FIs	---	---	---	---	---	---	---	---	---
(f)	Any Other	---	---	---	---	---	---	---	---	---
Sub - Total (A) (1)		---	99,30,667	99,30,667	41.41%	1,07,82,000	---	1,07,82,000		---
(2)	**Foreign**									
(a)	NRI - Individuals	---	---	---	---	---	---	---	---	---
(b)	Other -Individuals	---	---	---	---	---	---	---	---	---
(c)	Bodies Corp.	---	---	---	---	---	---	---	---	---
(d)	Banks/FI	---	---	---	---	---	---	---	---	---
(e)	Any Other	---	---	---	---	---	---	---	---	---
Sub - Total (A) (2)		---	---	---	---	---	---	---	---	---
TOTAL Shareholding of Promoter (A) = (A) (1) + (A) (2)		---	99,30,667	99,30,667	41.41%	1,07,82,000	---	1,07,82,000		---
B	**PUBLIC SHAREHOLDING**									
1	**Institutions**									
(a)	Mutual Funds	---	---	---	---	---	---	---	---	---
(b)	Banks/FI	---	---	---	---	---	---	---	---	---
(c)	Central Govt.	---	---	---	---	---	---	---	---	---
(d)	State Govt.	---	---	---	---	---	---	---	---	---
(e)	Venture Capital Funds	---	---	---	---	---	---	---	---	---
(f)	Insurance Companies	---	---	---	---	---	---	---	---	---
(g)	FIIs	---	---	---	---	---	---	---	---	---
(h)	Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---
(i)	Others (Specify) Other than Promoters-	---	31,36,000	31,36,000	13.08%	31,36,000	---	31,36,000	13.08%	

	Individuals									
(j)	**Sub - Total (B)**	---	---	---	---	---	---	---	---	---
2	**Non-Institutions**									
(a)	**Bodies Corporate**	---	---	---	---	---	---	---	---	---
(i)	Indian	---	---	---	---	---	---	---	---	---
(ii)	Overseas	10,914,423	---	10,914,423	45.51%	10,914,423	---	10,914,423	45.51%	---

ROLEX RINGS LIMITED RAJKOT

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

Continue from previous page....

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2020				No of Shares held at the end of the year 31.03.2021				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
b)	**Individuals**									
i)	Individual shareholders holding nominal share capital upto Rs.1 Lakh	---	---	---	---	---	---	---	---	---
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh.	---	---	---	---	---	---	---	---	---
c)	Others (specify)	---	---	---	---	---	---	---	---	---
	Sub-total(B) (2)									
	Total Public shareholding (B)=B(1)+B(2)	---	---	---	---	---	---	---	---	---
C	**Shares held by Custodian for ADRs and GDRs.**	---	---	---	---	---	---	---	---	---
GRAND TOTAL		10,914,423	13066667	23,981,090	100%	2,39,81,090	---	23,981,090	100%	---

ROLEX RINGS LIMITED RAJKOT

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2020			Shareholding at the end of the year 31.03.2021			% Change
		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	Rupesh D. Madeka	2,090,667	8.72%	---	2,090,667	8.72%	---	---
2	Jiten D. Madeka	2,090,667	8.72%	---	2,090,667	8.72%	---	---
3	Manesh D. Madeka	2,090,667	8.72%	---	2,287,252	9.54%	---	0.82%
4	Pinakin D. Madeka	2,221,333	9.26%	---	2,475,533	10.32%	---	1.06%
5	Bhautik D. Madeka	1,437,333	5.99%	---	1,837,881	7.66%	---	1.67%
	GRAND TOTAL	99,30,667	41.41%	---	1,07,82,000		---	---

(iii) Change in Promoter's Shareholding:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2020					Cumulative Shareholding during the year 31.03.2021	
		No. of Shares	% of total shares of Company	Date	Increasing Decreasing in Share holding	Reason	No. of Shares	% of total shares of the Company
--	--	--	--	--	--	--	--	--

(iv)Shareholding Pattern of top ten shareholders:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2020					Cumulative Shareholding during the year 31.03.2021	
		No. of Shares	% of total shares of Company	Date	Increasing Decreasing in Share holding	Reason	No. of Shares	% of total shares of the Company
1	Ashok D. Madeka	1,306,667	5.45%	25.02.2021	Decrease	1,39,215 Share transfer to Bhautik Madeka 1,96,585 Share transfer to Manesh Madeka 2,54,200 share transfer to Pinakin Madeka	7,16,667	2.99%

ROLEX RINGS LIMITED RAJKOT

2	Paresh D. Madeka	2,61,333	1.11%	25.02.2021	Decrease Increase	2,61,333 share transfer to Bhautik Madeka 72,000 shares received from Hemal Madeka	72,000	0.30%
3	Mihir R. Madeka	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
4	Hemal P. Madeka	3,92,000	1.63%	25.02.2021	Decrease	72,000 Share transfer to Paresh Madeka	3,20,000	1.33%
5	Sanjay Bole	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
6	Bharat J. Madeka	3,92,000	1.63%	---	---	N.A	3,92,000	1.63%
7	Rivendell PE LLC (formerly Known as NSR-PE Mauritius LLC)	10,914,423	45.51%	---	---	N.A.	10,914,423	45.51%

Note: Members from Sr. No. 1 to 6 in the above mentioned table are identified as Promoter Group. However, there being no such definition in the Companies Act, 2013, we have shown them in Others section of MGT-9.

ROLEX RINGS LIMITED RAJKOT

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Name	Shareholding at the Beginning of the year i.e. 01/04/2020		Shareholding at the end of the year i.e. 31/03/2021	
		No. of shares	% of total shares of company	No. of shares	% of total shares of the company
A.	Managing Director				
1	Manesh D. Madeka	2,090,667	8.72%	22,87,252	9.54%
B.	Directors				
1	Bhautik D. Madeka	1,437,333	5.99%	18,37,881	7.66%
2	Mihir R. Madeka	3,92,000	1.63%	3,92,000	1.63%

(V) INDEBTEDNESS/ BORROWINGS: (Amount in INR millions)

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

	Secured Loans Excluding Deposited	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i)Principal Amount	2498.54	---	---	2498.54
(ii)Interest due but not paid	---	---	---	---
(iii)Interest accrued but not due	---	---	---	---
Total (i+ii+iii)	2498.54	---	---	2498.54
Change in Indebtedness During the				

financial year • Addition • Reduction	 --- (118.98)	 --- ---	 --- ---	 --- (118.98)
Net Change	**(118.98)**	---	---	**(118.98)**
Indebtedness at the end of the financial year (i)Principal Amount (ii)Interest due but not paid (iii)Interest accrued but not due	 2379.56 --- ---	 --- --- ---	 --- --- ---	 2379.56 --- ---
Total(i+ii+iii)	**2379.56**	---	---	**2379.56**

ROLEX RINGS LIMITED RAJKOT

(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Key Managerial Personnel

(Amount in INR millions)

Sr. No	Particulars of Remuneration	Manesh D. Madeka Chairman & Managing Director	Bhautik D Madeka Whole time Director
1.	Gross Salary:		
	(a)Salary as per provision contained in section 17(1) of the Income tax Act, 1961	9.60	9.36
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	---	---
	© Profits in lieu of salary under section 17(3) Income-tax Act, 1961	---	---
2.	Stock option	---	---
3.	Sweat equity	---	---
4.	Commission: - As % of profit - Other, specify...	---	---
5.	Others, please specify	---	---
	Total (A)	9.60	9.36

ROLEX RINGS LIMITED RAJKOT

FORM MGT 9 - EXTRACT OF ANNUAL RETURN

(Amount in INR millions)

Sr. No	Particulars of Remuneration	Mihir R Madeka Whole time Director	Total
1.	Gross Salary:		
	(a)Salary as per provision contained in section 17(1) of the Income tax Act, 1961	8.40	27.36
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	---	---
	© Profits in lieu of salary under section 17(3) Income-tax Act, 1961	---	---
2.	Stock option	---	---
3.	Sweat equity	---	---
4.	Commission:		
	- As % of profit - Other, specify...	---	---
5.	Others, please specify	---	---
Total (A)		8.40	27.36

ROLEX RINGS LIMITED RAJKOT

B. Remuneration to other Directors:

Sr No	Particulars of Remuneration	Name of Directors			Total Amount
1	**Independent Director** Fees for attending Board/ Committee Meeting Commission Other, please specify TOTAL (B) (1)	---	---	---	---
2 - - - --	**Other Non-Executive Director** Fees for attending Board/ committee meeting Commission Other, please specify TOTAL (B) (2)	---	---	---	---
	TOTAL (B) (2)	---	---	---	---
	Total(B) = (1+2)	---	---	---	---
	Total Managerial Remuneration	---	---	---	---
	Overall Ceiling as per the Act	---	---	---	---

C. **Remuneration to Key Managerial Personnel other than as Managing Director/Manager/Whole-time Director:**

(Amount in INR millions)

Sr No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary				
	• Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	---	0.17	0.19	---
	• Value of perquisites under section 17(2) Income tax Act, 1961	---	---	---	---
	• Profit in lieu of salary under section 17(3) Income tax, 1961	---	---	---	---
2.	Stock Option	---	---	---	---
3.	Sweat Equity	---	---	---	---
4.	Commission				
	• As % of profit	---	---	---	---
	• Other, specify	---	---	---	---
5.	Other, please, specify	---	---	---	---
	Total	---	0.17	0.19	---

ROLEX RINGS LIMITED RAJKOT

(VII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

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	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
B. DIRECTORS					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
C. OTHER OFFICERS IN DEFAULT					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---

Date : **26**/07/2021
Place : Rajkot

ROLEX RINGS LTD. RAJKOT

By Order of the Board of Directors
For, ROLEX RINGS LIMITED,

(Manesh D. Madeka)
Chairman & Managing Director
(DIN: 01629788)

Form AOC 2

"Annexure -B"

To

Directors' Report of Rolex Rings Limited
(Pursuant to Section 134 (3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of material contracts or arrangements or transactions not at Arm's length basis: **NOT APPLICABLE**

SL. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/ transaction	Duration of the contracts/arrangements/transaction	Salient Features & value	Date of approval by the Board	Amount paid as advances, if any
a)	-	-	-	-	-	-

ROLEX RINGS LIMITED RAJKOT

2. Details of material contracts or arrangements or transactions at Arm's length basis. (Figures in Rupees)

SL. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/ transaction	Duration of the contracts/arrangements/transaction	Salient Features & value	Date of approval by the Board	Amount paid as advances, if any
a)	Rupesh Madeka Relative of Director	Remuneration	Monthly	Rs. 6,00,000/-	23/03/2021	---
b)	Pinakin Madeka Relative of Director	Remuneration	Monthly	Rs. 6,00,000/-	23/03/2021	---
c)	Jiten Madeka Relative of Director	Remuneration	Monthly	Rs. 6,00,000/-	23/03/2021	---
d)	Ashok Madeka Relative of Director	Remuneration	Monthly	Rs. 4,00,000/-	23/03/2021	---
e)	Paresh Madeka Relative of Director	Remuneration	Monthly	Rs. 50,000/-	23/03/2021	
f)	Rapid Cut Enterprise in which Directors are interested	Sale of Scrap	Annually	Rs. 31,44,539.75/-	23/03/2021	---
g)	Rapid Cut Enterprise in which Directors are interested	Rent	Annually	Rs. 4,24,800/-	23/03/2021	---
h)	Rapid Cut Enterprise in which Directors are interested	Job Work	Annually	Rs. 59,63,550.60/-	23/03/2021	---
i)	Rapid Cut Enterprise in which Directors are interested	Sale of inserts	Annually	Rs. 1,63,088/-	23/03/2021	---

EX RINGS LIMITED RAJKOT

Note:

Date of approval by the Board: Not Applicable, since the contracts were entered into in the ordinary course of business and on arm's length basis.

All transactions are reviewed at regular interval and it is generally renewed on year to year basis.

Date: **26**/07/2021

Place: Rajkot

By Order of the Board of Directors,

For, **Rolex Rings Limited**

(Manesh D. Madeka)

Chairman & Managing Director [DIN: 01629788]

"Annexure - C"

Annual Report on CSR Activities

[Pursuant to Section 135 of the Companies Act, 2013 read with Rule 8(1) of the Companies (Corporate Social Responsibility) Rules, 2014]

Sr. No.	Particulars	Details
1	A brief outline of the Company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	Refer Section CSR in Board's Report www.rolexrings.com
2	The Composition of the CSR Committee	Mr. Manesh D. Madeka, Chairman of the Committee Mr. Mihir R. Madeka - Member of the Committee Mr. Dipesh D Kundaliya - Member of the Committee
3	Average Net Profit of the Company for last three financial years	INR 840.25 Millions
4	Prescribed CSR expenditure (two percent of the amount mentioned in item 3 above)	INR 16.81 Millions
5	Details of CSR spent during the financial year; a. Total amount actual spent for the financial year 2020-21 b. Amount unspent, if any c. Manner in which the amount spent during the financial year	 INR 1.70 Millions INR 15.11 Millions As tabled hereunder

ROLEX RINGS LTD. RAJKOT

P. T. O

Manner in which CSR amount spent during the financial year is detailed below:

Sr. No.	CSR Project of activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and District where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Subheads: (1) Direct expenditure on projects or program (2) Overhead	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1	Biosensor Healthcare Private Limited	Promoting Health Care	Local	1,19,000	--	1,19,000/-	Direct
2	Shree Panchnath Sarvajanik Medical Trust	Promoting Health care	Local	10,00,000	--	10,00,000/-	Direct
4	Rajkot Municipal Corporation	Ensuring Environment Sustainbility	Local	4,08,000	--	4,08,000/-	Direct
5	Ecovadis SAS	Ensuring Environment Sustainbility	Local	1,75,571	--	1,75,571/-	Direct
TOTAL CSR EXPENDITURE				**17,02,571**		**17,02,571**	

By Order of the Board of Directors,

For, **Rolex Rings Limited**

Date: 26/07/2021
Place: Rajkot

ROLEX RINGS LTD. RAJKOT

(Manesh D. Madeka)
Chairman & Managing Director [DIN: 01629788]

SECRETARIAL AUDIT REPORT

OF

ROLEX RINGS LIMITED

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

MJP ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS Bhavin A Mehta B. Com. FCS 098252 16607	**CS Samir M Pathak** B. B. A., LLB, FCS 098242 19110	**CS Purvi Dave** B.Com., Sp. LLB, ACS 095747 67754

Head Office	**Branch Office**
110 - 112, Aalap B, Near Hotel Sarovar Portico, Opp. Shastri Maidan, Rajkot - 360 001, Gujarat Tele.:-+ 91 281 2461166 / 77	311, Madhav Plaza, Opp, SBI, Nr. Lal Bunglaw, Jamnagar - 361 001, Gujarat, India Mobile :- 99099 07491

e-mail:-mjpassociates@gmail.com, www.mjpassociates.co.in

Mere talent is not enough, success also demands determination, direction, dedication, concentration and discipline

MJP ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS Bhavin A. Mehta, B.Com., FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31st March, 2021

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

To,
The Members,
Rolex Rings Limited
(Formerly known as Rolex Rings Private Limited)
B/h. Glowtech Steel Private Limited
Gondal Road, Kotharia
Rajkot -360004, Gujarat

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Rolex Rings Limited (formerly known as Rolex Rings Private Limited)(CIN: U28910GJ2003PLC041991)**(hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **Rolex Rings Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its Officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the Company has during the audit period covering the financial year ended **31st March, 2021**(hereinafter called the **'Audit Period'**) 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, minutes' books, forms and returns filed and other records maintained by the Company for the Financial Year ended on **March 31, 2021** according to the provisions of:

I. The Companies Act, 2013 (the Act) and the Rules made there under and Companies Amendments Act 2017.
II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

Continue at page no. 2

MJP ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS Bhavin A. Mehta, B.Com.,FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

Continue from page no. 1

III. The Depositories Act, 1996 and the Regulations and bye-laws framed there under;

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

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

a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;**(Not applicable to the Company during the Audit Period);**

b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**(Not applicable to the Company during the Audit Period);**

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;**(Not applicable to the Company during the Audit Period);**

d) The Securities and Exchange Board of India (Issue of Capitaland Disclosure Requirements) Regulations, 2018, to the extent preparation and filing of DRHP with the SEBI

e) The Securities and Exchange Board of India (Employee StockOption Scheme and Employee Stock Purchase Scheme)Guidelines, 1999 and Share Based Employee Benefits Regulations, 2014; **(Not applicable to the Company during the Audit Period).**

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**(Not applicable to the Company during the Audit Period)**

Continue at page no. 3

MJP Associates Practising Company Secretaries

Office 110-112, Aalaap-B, Nr. Hotel Sarovar Portico,Opp. Shastri Maidan, Rajkot -360 001,Ph.: 2461166/77
Branch 311, Madhav Plaza, Opp. SBI, Nr. LalBunglaw, Jamnagar-361 001 Mo: 95747 67754
Email:-mjpassociates@gmail.com

Continue from page no. 2

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act and dealing with client, to the extent of securities issued &dematerialized;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)** and;

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**

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

i. Secretarial Standards with respect to Meetings of Board of Directors and Committees (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1st July, 2015) and revised (SS-1) & (SS-2) were effective from 1st October, 2017.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the following observations:

(a) During the year under Audit, the Company had unspent amount of Corporate Social Responsibility (CSR) amounting to Rs. 14.61 millions.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, 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.

Continue at page no. 4

MJP Associates * Practising Company Secretaries *

CS Bhavin A. Mehta, B.Com.,FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

Continue from page no. 3

Adequate notices were given to all Directors to schedule the Board Meetings in compliance, agenda and detailed notes on agenda were sent at least seven days in advance except for some meetings of the Board of Directorsand General Meetings, where consent for shorter notice was obtained from all of the directors and members respectively. System exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting

Decisions at the meetings of the Board of Directors/Committees of the Company were carried unanimously. We were informed that there were no dissenting views of the members on any of the members on any of the matters during the year that were required to be captured and recorded as part of the minutes.

I. **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 baring one instance of Renewal of License under Factories Act., 1948(and rules and notification issued thereunder).

We further report that during the audit period the Company:

(a) The Members authorized the Board for issuing and allotting Optionally Convertible Redeemable Preference Shares had been obtained in duly convened Extra-ordinary General Meeting held on 19th February, 2021. Consequently, the Board, vide Resolutions dated 03rd March, 2021, made allotment of 26,30,000 Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs. 10/- each at face value, to its existing members in the ratio of 9:44, through right issue of OCRPS.

(b) The Members approved and authorized the Board for conversion of Private Limited to Public Limited Company in duly convened Extra-ordinary General Meeting held on 19th February, 2021.

Continue at page no. 5

MJP Associates Practising Company Secretaries

MJP ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS Bhavin A. Mehta, B.Com.,FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

Continue from page no. 4

(c) During the year under report, the Company had initiated the process of Initial Public Offer ("IPO") on Main Board with Bombay Stock Exchange Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Members had approved issue of Shares through IPO vide Special Resolution passed at the Extra-ordinary General Meeting held on 12th March, 2021. The Company have appointed Book Running Lead Managers, Registrar to the issue for the process of IPO.

(d) The Members authorized the Board with an approval for borrowings Limit upto 850 Crores as per terms of section 180 (1) (a) & 180 (1) (c) had been obtained in duly convened Extra-ordinary General Meeting held on 12th March, 2021.

We further report that:

The Compliance by the Company of the applicable financial laws, like Direct and Indirect tax Laws has not been reviewed in this Audit Since the same have been subject to the review by the Statutory Auditors and other designated professionals.

For, *MJP* Associates
Practising Company Secretaries
Firm Reg No: P2001GJ007900

Place: Rajkot

Date : 24th July, 2021

(CS Purvi Dave)
Partner
ACS No.27373 CP 10462
UDIN: A027373C000682698

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

MJP ASSOCIATES
PRACTISING COMPANY SECRETARIES

CS Bhavin A. Mehta, B.Com, FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

ANNEXURE A

To,
The Members,
Rolex Rings Limited
(Formerly known as Rolex Rings Private Limited)
B/h. Glowtech Steel Private Limited
Gondal Road, Kotharia
Rajkot -360 004, Gujarat

Our Secretarial Audit Report of even date for the Financial Year ended on 31st March, 2021 is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the Financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For, MJP Associates
Practising Company Secretaries
Firm Reg No: P2001GJ007900

Place: Rajkot

Date : 24th July, 2021

(CS Purvi Dave)
Partner
ACS No. 27373 CP 10462
UDIN: A027373C000682698

21st Floor, B Wing, Privilon
Ambli BRT Road, Behind Iskcon Temple
Off SG Highway, Ahmedabad - 380 059, India
Tel : +91 79 6608 3900

INDEPENDENT AUDITOR'S REPORT

To the Members of Rolex Rings Limited (formerly known as Rolex Rings Private Limited)

Report on the Audit of the Ind AS financial statements

Opinion

We have audited the accompanying Ind AS financial statements of Rolex Rings Limited (formerly known as Rolex Rings Private Limited) ("the Company"), which comprise the Balance sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of 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 (hereinafter referred to as the financial statements).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as 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 Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information other than the financial statements and auditor's report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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Responsibility of Management and those charged with governance for the financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls with reference to financial statements 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.

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- 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 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 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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 the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

S R B C & CO LLP CHARTERED ACCOUNTANTS

(g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V of the Act; and

(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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 34 to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

S R B C & CO LLP CHARTERED ACCOUNTANTS

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 21101974AAAADJ7433
Place of Signature: Ahmedabad
Date: July 18, 2021

Annexure 1 referred to in Paragraph of Report on Other Legal and Regulatory Requirements of our report of even date of Rolex Rings Limited (formerly known as Rolex Rings Private Limited) for the year ended March 31, 2021

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, except in case of certain assets where the company is in process of updating the quantitative and other details.

(b) All Property, Plant and Equipment have not been physically verified by the management during the year however there is a regular programme of verification of property plant and equipment over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company. Out of total amount of the immovable property, original title deeds of the immovable properties amounting to INR 78.61 millions have been pledge as security for loans, guarantee, etc. with lender and as per their confirmation received these are held in the name of the Company.

ii. The inventory except those in transit and lying with third party have been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them and no material discrepancies were noticed in respect of such confirmation.

iii. According to the information and explanations given to us and audit procedures performed by us, 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 Companies Act, 2013 during the year. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

iv. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Act in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.

v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable and hence not commented upon.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to manufacturing of automobile components, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

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vii. (a) Undisputed statutory dues including provident fund, employees' state insurance, Income-tax, duty of custom, goods and service tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues outstanding of income tax, sales tax, service tax, duty of customs, duty of excise, goods and services tax, value added tax and cess which have not been deposited with the appropriate authorities on account of any dispute, except for the following:

Nature of Statute	Nature of Dues	Amount (INR in Millions)*	Period to which the amount pertains	Forum where the dispute is pending
The Custom Tariff Act,1975	DEPB Duty Credit	105.58	2015-16	Gujarat High Court
The Central Excise Tariff Act 1985	Duty Drawback	10.61	2013-14	Gujarat High Court
The Gujarat Sales Tax, Act 1969	Value added Tax and Central Sales Tax	0.25	2013-14	Commissioner of Appeals
The Finance Act, 1992	Service Tax	7.98	2011 to 13, 2016 to 18	Commissioner Appeals - Central GST & Excise
The Finance Act, 1992	Service Tax	0.93	2011 to 16, 2017-18	Appellate Tribunal of Customs, Excise & Service Tax
The Finance Act, 1992	Service Tax	1.75	2017-18	Assessing Officer
The Goods and Service Tax Act, 2017	Goods and Service Tax	1.11	2017-18	Assessing Officer
The Income Tax Act ,1961	Income Tax	132.08	2004-05, 2008 - 09, 2011-12 to 2014-15	Commissioner of Income Tax Appeals

* Above amounts are net of amount paid under protest of INR 12.60 million for Income tax and INR 1.30 million for indirect taxes

viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing from banks. The Company does not have any dues payable to financial institution and government and has not issued debentures during the year.

S R B C & CO LLP • CHARTERED ACCOUNTANTS

ix. In our opinion and according to the information and explanations given by the management and the audit procedures performed by us, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised. The Company has not raised any money by way of initial public offer, further public offer and debt instruments during the year.

x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.

xi. According to the information and explanations given by the management and the audit procedures performed by us, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

xii. In our opinion, the Company is not a nidhi company. Therefore, provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

xiii. According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the order are not applicable to the company and hence, not commented upon.

xv. According to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with him as referred to in section 192 of the Act.

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xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company and hence reporting requirement under clause 3 (xvi) of the order are not applicable to the Company and hence, not commented upon.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 21101974AAAADJ7433
Place of Signature: Ahmedabad
Date: July 18, 2021

Annexure 2 to the Independent Auditor's Report of even date on the Financial Statements of Rolex Rings Limited (formerly known as Rolex Rings Private Limited)

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

We have audited the internal financial controls over financial reporting with reference to the financial statements of Rolex Rings Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements 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, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, 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 with reference to these financial statements.

S R B C & CO LLP
CHARTERED ACCOUNTANTS

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to Financial Statements

Because of the inherent limitations of internal financial control over financial reporting 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 over financial reporting with reference to financial statements to future periods are subject to the risk that the internal financial control over financial reporting 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.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to financial statements and such internal financial controls over financial reporting with reference to financial statements were operating effectively as at March 31, 2021, 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 **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 21101974AAAADJ7433
Place of Signature: Ahmedabad
Date: July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN U28910GJ2003PLC041991
Balance sheet as at March 31, 2021
(All amounts in INR Million, unless otherwise stated)

Particulars	Note	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Assets				
Non-current assets				
Property, plant and equipment	2(a)	3,713 93	3,730 30	3,808 40
Capital work-in-progress	2(a)	11 52	-	9 52
Right of use assets	2(c)	0 50	0 66	0 82
Intangible Assets	2(b)	9 48	11 70	14 14
Financial assets				
(a) Loans	3	-	25 00	33 30
(b) Other financial assets	4	139 63	33 70	125 00
Income tax assets (net)		19 66	19 50	19 66
Other non-current assets	5	288 23	111 29	131 41
Total non-current assets		**4,182.95**	**3,932.15**	**4,142.25**
Current assets				
Inventories	6	1,710 73	1,305 71	1602 01
Financial assets				
(a) Loans	7	0 76	30 87	1 23
(b) Trade receivables	8	1,708 01	1,276 72	1814 96
(c) Cash and cash equivalents	9	46 12	12 45	1 38
(d) Bank balances other than Cash and cash equivalents	9	58 05	151 91	45 25
(e) Other financial assets	10	67 96	59 99	102 00
Other current assets	11	194 66	91 93	113 49
Total current assets		**3,786.29**	**2,929.58**	**3,680.32**
Total assets		**7,969.24**	**6,861.73**	**7,822.57**
Equity and liabilities				
Equity				
Equity Share Capital	12	239 81	239 81	239 81
Other equity	13	3,327 52	2,441 24	1,913 63
Total equity		**3,567.33**	**2,681.05**	**2,153.44**
Liabilities				
Non-Current liabilities:				
Financial liabilities				
(a) Borrowings	14	323 45	442 43	913 40
(b) Lease liabilities	15	0 67	0 94	1 18
Income tax liabilities (net)	16	179 31	179 31	170 53
Deferred tax liabilities (net)	17	324 06	569 45	506 17
Provisions	18	31 09	30 89	23 40
Total non-current liabilities		**858.58**	**1,223.02**	**1,614.68**
Current liabilities:				
Financial liabilities				
(a) Borrowings	19	1,835 72	1,939 26	2343 25
(b) Lease liabilities	15	0 39	0 39	0 39
(c) Trade payables				
- Total outstanding dues of Micro Enterprises and Small Enterprises	20	19 20	14 76	25 43
- Total outstanding dues of creditors other than Micro Enterprises & Small Enterprises	20	1,157 15	723 71	887 56
(d) Other financial liabilities	21	433 97	261 22	671 18
Other liabilities	22	14 75	8 43	13 23
Provisions	23	7 27	7 19	6 52
Income tax liabilities (net)	24	74 88	2 70	106 89
Total current liabilities		**3,543.33**	**2,957.66**	**4,054.45**
Total liabilities		**4,401.91**	**4,180.68**	**5,669.13**
Total equity and liabilities		**7,969.24**	**6,861.73**	**7,822.57**
Summary of significant accounting policies	1(b)			

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S R B C & Co. LLP
Chartered Accountants
ICAI Firm Registration No 324982E/E300003

per Sukrut Mehta
Partner
Membership No 101974

Place Ahmedabad
Date July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

ROLEX RINGS LIMITED RAJKOT

For and on behalf of the Board of Directors of
Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991

Manesh Madeka
Managing Director
DIN: 01629788

Place: Rajkot
Date : July 18, 2021

Bhautik Madeka
Director
DIN 01761543

Place Rajkot
Date July 18, 2021

CS Hardik Gandhi
Company Secretary

Place Rajkot
Date July 18, 2021

Hiren Doshi
Chief financial officer

Place Rajkot
Date July 18, 2021

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Statement of Profit and Loss for the year ended March 31, 2021
(All amounts in INR Million, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2021	For the year ended March 31, 2020
INCOME			
Revenue from operations	25	6,163.32	6,659.94
Other income	26	34.25	93.38
Total Income		6,197.57	6,753.32
EXPENSES			
Cost of raw materials and components consumed	27	3,165.94	3,137.41
(Increase) / Decrease in inventories of finished goods and work-in-progress	28	(291.60)	155.92
Employee benefits expense	29	518.66	526.59
Finance costs	30	116.99	321.69
Depreciation and amortization expenses	31	254.09	265.24
Other expenses	32	1,681.64	1,625.64
Total Expenses		5,445.72	6,032.49
Profit before tax		**751.85**	**720.83**
Tax expense			
Current tax expenses	17	130.42	127.17
Deferred tax (credit)/ charge [including MAT credit entitlement]	17	(248.12)	64.25
Total tax expense		**(117.70)**	**191.42**
Profit for the year		**869.55**	**529.41**
Other comprehensive income ("OCI")			
Items not to be reclassified to profit or loss in subsequent years:			
Re-measurement gain/(loss) on defined benefit plans		7.81	(2.77)
Less : Income tax effect		(2.73)	0.97
Net Other comprehensive income/ (expense) for the year, net of tax		**5.08**	**(1.80)**
Total comprehensive income for the year, net of tax		**874.63**	**527.61**
Earnings per equity share (face value INR 10 per share)			
Basic earnings per share (INR)	33	**36.26**	**22.08**
Diluted earnings per share (INR)	33	**35.96**	**22.08**
Summary of significant accounting policies	1(b)		

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S R B C & Co. LLP
Chartered Accountants
ICAI Firm Registration No : 324982E/E300003

per Sukrut Mehta
Partner
Membership No : 101974

Place : Ahmedabad
Date : July 18, 2021

For and on behalf of the Board of Directors of
Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991

Manesh Madeka
Managing Director
DIN: 01629788

Place: Rajkot
Date : July 18, 2021

Bhautik Madeka
Director
DIN: 01761543

Place: Rajkot
Date : July 18, 2021

CS Hardik Gandhi
Company Secretary

Place: Rajkot
Date : July 18, 2021

Hiren Doshi
Chief financial officer

Place: Rajkot
Date : July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

ROLEX RINGS LIMITED RAJKOT

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Statement of Cashflow for the year ended March 31, 2021
(All amounts in INR Million, unless otherwise stated)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Cash Flow from operating activities		
Profit before tax	**751.85**	**720.83**
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortization charges	254.09	265.24
Loss/ (gain) on sale of property, plant and equipment (net)	(0.72)	0.45
Finance cost	116.99	321.69
Unrealised (gain)/loss on foreign exchange (net)	(29.82)	13.30
Interest income	(14.74)	(14.75)
Operating profit before working capital changes	**1,077.65**	**1,306.76**
Working capital adjustments:		
Increase / (Decrease) in trade payables	447.96	(184.01)
Increase in other financial liabilities, other liabilities and provisions	22.49	1.16
(Increase) / Decrease in trade receivables	(417.85)	611.18
(Increase) / Decrease in inventories	(405.01)	296.29
(Increase) / Decrease in loans, other financial assets and other assets	(74.70)	28.82
Cash generated from operations	**650.54**	**2,060.20**
Direct taxes paid (net of refunds)	(58.40)	(222.43)
Net cash flows from operating activities (A)	**592.14**	**1,837.77**
Cash flows from investing activities :		
Purchase of property, plant and equipment and intangible assets, (including capital advances) and capital work in progress	(387.29)	(160.94)
Proceeds from sale of property, plant and equipment	2.43	3.80
Investment in margin money deposits	(103.06)	(106.66)
Redemption of margin money deposits having original maturity more than 12 months	93.86	91.03
Inter corporate deposit received from related party	25.00	8.30
Interest received	5.98	22.77
Net cash flows (used in) investing activities (B)	**(363.08)**	**(141.70)**
Cash flows from financing activities :		
Repayment of short-term borrowings (net)	(97.24)	(480.72)
Repayment of long-term borrowings	(223.54)	(866.68)
Proceeds form long-term borrowings	208.10	-
Proceeds from issue of Optionally Convertible Redeemable Preference Shares	26.30	-
Payment of principal portion of lease liabilities	(0.39)	(0.39)
Interest paid	(108.62)	(337.21)
Net cash flows (used in) financing activities (C)	**(195.39)**	**(1,685.00)**
Net Increase in cash and cash equivalents (A + B + C)	**33.67**	**11.07**
Cash and cash equivalents at the beginning of the year	12.45	1.38
Cash and cash equivalents at the end of the year	**46.12**	**12.45**
Components of cash and cash equivalents:		
Cash on hand	0.42	0.35
Balances with banks		
- On current accounts	45.70	12.10
Total cash and cash equivalents (note 9)	**46.12**	**12.45**

Note:

1. The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7 on Statement of Cash Flows issued by the Institute of Chartered Accountants of India.

2. Figures in brackets represents outflow.

Summary of significant accounting policies refer note 1(b)

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S R B C & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No.: 101974

Place: Ahmedabad
Date: July 18, 2021

For and on behalf of the Board of Directors of
Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991

Manesh Madeka
Managing Director
DIN: 01629788

Place: Rajkot
Date : July 18, 2021

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Director
DIN: 01761543

Place: Rajkot
Date : July 18, 2021

CS Hardik Gandhi
Company Secretary

Place: Rajkot
Date : July 18, 2021

Hiren Doshi
Chief financial officer

Place: Rajkot
Date : July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

ROLEX RINGS LIMITED RAJKOT

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Statement of Changes in Equity for the year ended March 31, 2021

a) Equity Share Capital (refer note 12):

Equity shares of INR 10 each issued, subscribed and fully paid	**No. of shares**	**INR in Million**
As at April 01, 2019	2,39,81,090	239 81
Issue of shares during the year	-	-
As at March 31, 2020	2,39,81,090	239 81
Issue of shares during the year	-	-
As at March 31, 2021	**2,39,81,090**	**239.81**

b) Other Equity:

For the year ended 31 March 2021:

Particulars	**Attributable to equity shareholders**			**Total other equity**
	Reserves and surplus (refer note 13)			
	Equity Component of Compound Financial Instrument	**Retained Earnings**	**Securities premium**	
	INR in Million			
Balance as at April 01,2019	84 53	202 96	1,626 14	**1,913.63**
Profit for the year (net of taxes)	-	529 41	-	**529.41**
Other Comprehensive Income for the year (net of tax)	-	(1 80)	-	**(1.80)**
Balance as at March 31,2020	84 53	730.57	1,626 14	**2,441.24**
On issue of Optionally Convertible Redeemable Preference Shares	11 65	-	-	**11.65**
Profit for the year (net of taxes)	-	869 55	-	**869.55**
Other Comprehensive Income for the year (net of tax)	-	5 08	-	**5.08**
Balance as at March 31, 2021	**96.18**	**1,605.20**	**1,626.14**	**3,327.52**

Summary of significant accounting policies refer note 1(b)

The accompanying notes are an integral part of these financial statements

As per our report of even date

For S R B C & Co. LLP
Chartered Accountants
ICAI Firm Registration No 324982E/E300003

per Sukrut Mehta
Partner
Membership No : 101974

Place :Ahmedabad
Date : July 18, 2021

For and on behalf of the Board of Directors of
Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991

Manesh Madeka
Managing Director
DIN: 01629788

Place Rajkot
Date : July 18, 2021

Bhautik Madeka
Director
DIN: 01761543

Place: Rajkot
Date : July 18, 2021

CS Hardik Gandhi
Company Secretary

Place: Rajkot
Date : July 18, 2021

Hiren Doshi
Chief financial officer

Place: Rajkot
Date : July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

ROLEX RINGS LIMITED RAJKOT

Statement of Significant Accounting Policies

1 (a) Corporate Information

Rolex Rings Limited (formerly known as Rolex Rings Private Limited) ('the Company') is a public company domiciled in India which was incorporated on February 13, 2003 under the provision of the Companies Act, 1956. The registered office of the Company is located at B/h. Glowtech Steel Private Limited, Gondal Road, Village-Kotharia, Rajkot. The company is engaged in manufacturing of forged & machined bearing rings and automotive components.

The Company has converted from a Private Limited Company to Public Limited Company, pursuant to a special resolution passed in the extraordinary general meeting of the shareholders of the Company held on February 19, 2021 and consequently the name of the Company has changed to Rolex Rings Limited pursuant to a fresh certificate of incorporation issued by ROC on March 10, 2021.

The Company's Ind AS financial statements were authorised for issue in accordance with resolution of the Board of Directors on July 18, 2021.

1 (b) Significant accounting policies

i) Basis of preparation of financial statements

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under companies (Indian accounting standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the company.

For all periods up to and including the year ended March 31, 2020, the company prepared its financial statementsin accordance with accounting principles generally accepted in India ("Indian GAAP") including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under Section 133 of the Act read with Companies (Accounts) Rules 2014 (as amended), These financial statements for the year ended March 31, 2021 are the first financial statements the Company has prepared in accordance with Ind AS. Refer to note 45 for information on how the Company adopted Ind AS.

ii) Basis of Measurement

The Ind AS financial statements have been prepared on the going concern basis on a historical cost convention except for certain financial instruments that are measured at fair value at the end of each reporting period.

iii) Functional currency and rounding of amounts

The Ind AS financial statements are presented in Indian National currency Rupee (₹) which is the functional currency of the Company, and all values are rounded to the nearest Million, except where otherwise indicated.

iv) Use of estimates and judgements

The preparation of the Company's financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and Assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Defined benefit plans (gratuity benefits):

A liability in respect of defined benefit plans is recognised in the balance sheet, and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets. The present value of the defined benefit obligation is based on expected future payments which arise from the fund at the reporting date, calculated annually by independent actuaries. Consideration is given to expected future salary levels, experience of employee departures and periods of service.

Useful economic lives of Property, plant and equipment:

Property, plant and equipment as disclosed in note 2 are depreciated over their useful economic lives. Management reviews the useful economic lives at least once a year and any changes could affect the depreciation rates prospectively and hence the asset carrying values.

v) Current vs Non Current Classification

The Company presents assets and liabilities in the statement of Assets and Liabilities based on current/ noncurrent classification.

An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

A liability is treated as current when it is:
- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other assets and liabilities are classified as non-current assets and liabilities. Deferred tax assets and liabilities are classified as non-current assets and liabilities.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

vi) Inventories

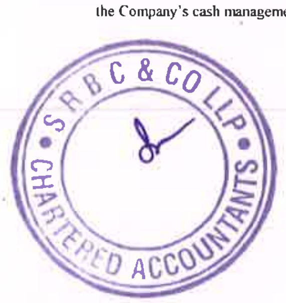
Inventories are valued at the lower of cost and net realisable value.

Cost of raw materials is determined on a specific identification price basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
Cost of finished goods and work in progress includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Material cost is valued at moving weighted average cost.
Cost of spares and consumables is determined on a moving weighted average cost basis.
Scrap is valued at estimated realisable value.
Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

vii) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.



viii) Property, Plant and Equipment

Property, plant and equipment are stated at actual costs, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities.

Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as a part of inventories.

Properties in course of construction for production, supply or administrative purposes are carried at cost, less recognised impairment losses. All the direct expenditures related to the implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned is accounted as Capital Work in progress (CWIP) and such properties are classified as appropriate categories of Property, plant and equipment when completed and ready for the intended use.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

On transition to Ind AS, the company has elected to continue with the carrying values of all of its property, plant and equipments recognised as on 01 April 2019 measured as per the previous GAAP, and use that carrying values as the deemed cost of such property, plant and equipment.

ix) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a written down value basis using the rates arrived at, based on the useful lives estimated by the management. The management, on the basis of internal technical assessment of usage pattern, believes that the useful lives as mentioned below best represents the period over which management expects to use these assets. Hence, the useful lives in respect of certain assets are different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

Class of Assets	Useful Life Estimated by Management
Buildings	30
Plant & machinery	25
Vehicles	10
Furniture and fixtures	8
Computers	3
Windmill	22

The estimated useful lives and residual values of the property, plant and equipment are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation on items of property, plant and equipment acquired / disposed off during the year is provided on pro-rata basis with reference to the date of addition / disposal.

x) Leases

The company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as Lessee -

Company's leased assets comprises of lands. The company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

a. Right-of-use assets

The company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use).
Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the lease term and the estimated useful lives of the assets, as follows:
- Right-of-use Assets (Leasehold lands) : 20 years

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section xii (b) Impairment of non-financial assets.

b. Lease liabilities

At the commencement date of the lease, the company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the company and payments of penalties for terminating the lease, if the lease term reflects the company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets-

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date with no option for extension and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Company as Lessor -

Leases in which the company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in other income in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

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xi) Intangible assets

Intangible assets acquired separately includes softwares are measured on initial recognition at cost Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any

On transition to Ind AS, the company has elected to continue with the carrying values of its intangible assets recognised as on 01 April 2019 measured as per the previous GAAP, and use that carrying values as the deemed cost of such intangible assets

Intangible assets are amortized on a straight line basis over the estimated useful economic life of 5 years The amortization period and the amortization method are reviewed at least at each financial year end If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly

xii) Impairment of assets

a) Impairment of Financial Instruments/ Financial Assets-

The company recognises loss allowances for expected credit losses on Financial assets measured at Amortised costs

For trade receivables and contract assets, the company applies a simplified approach in calculating ECLs Therefore, the company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date The company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment

b) Impairment on Non financial Assets -

The company assesses at each reporting date whether there is an indication that an asset may be impaired If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount

An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) net selling price and its value in use The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or company's of assets Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset In determining net selling price, recent market transactions are taken into account, if available If no such transactions can be identified, an appropriate valuation model is used

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life

xiii) 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

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the company's business model for managing them With the exception of trade receivables that do not contain a significant financing component or for which the company has applied the practical expedient, the company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs Trade receivables that do not contain a significant financing component or for which the company has applied the practical expedient are measured at the transaction price determined under Ind AS 115

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding This assessment is referred to as the SPPI test and is performed at an instrument level Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model

The company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories

- ► Financial assets at amortised cost (debt instruments)
- ► Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- ► Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- ► Financial assets at fair value through profit or loss

Financial assets at amortised cost (debt instruments)

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding

This category is the most relevant to the company After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR The EIR amortisation is included in finance income in the profit or loss The losses arising from impairment are recognised in the profit or loss

Financial assets at fair value through OCI (FVTOCI) (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a)The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b)The asset's contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost The remaining fair value changes are recognised in OCI Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss

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Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments Presentation and are not held for trading The classification is determined on an instrument-by-instrument basis Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL
Gains and losses on these financial assets are never recycled to profit or loss Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI Equity instruments designated at fair value through OCI are not subject to impairment assessment

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss
This category includes derivative instruments and listed equity investments which the company had not irrevocably elected to classify at fair value through OCI Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i e removed from the company's balance sheet) when:
► The rights to receive cash flows from the asset have expired, or
► The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset
When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement In that case, the company also recognises an associated liability The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained
Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate
All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs
The company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, employee dues and interest accrued on borrowings, other interest payable

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:
• Financial liabilities at fair value through profit or loss
• Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss
Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI These gains/ losses are not subsequently transferred to P&L

Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Company After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process
Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR The EIR amortisation is included as finance costs in the statement of profit and loss
This category generally applies to borrowings For more information refer Note 14 Moreover, as assessed by management that the transaction costs incurred on long term term loans are insignificant to the value of loans and prepayment penalty does not exists

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability The difference in the respective carrying amounts is recognised in the statement of profit and loss

Offsetting of financial instruments
Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously

xiv) Compound Financial Instruments
Compound financial instruments issued by the company comprises of non convertible redeemable preference shares containing a zero percent dividend redeemable at par at the end of 10 years from the date of allotment and optionally convertible redeemable preferece shares containing a zero percent dividend redeemable at par The liability component of compound financial instrument is initially recognised at fair value The equity portion is initially recognised as a difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component Any directly attributable transaction costs are allocated to the liability and equity components in the proportion of their initial carrying amounts

Subsequent to initial recognition, the liability component of the compound financial instrument is measured at amortised costs using effective interest method The equity component is not re-measured subsequently Interest related to the financial liability is recognised in profit and loss (unless it qualifies for inclusion in the cost of an asset)

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xv) Revenue from contract with customer

Revenue from contract with customer is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Sale of goods -
Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on dispatch/ delivery of the goods or terms as agreed with the customer. The company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

Variable consideration -
If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at the time of completion of performance obligation and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Contract assets -
A contract asset is the right to consideration in exchange for goods transferred to the customer. If the Company performs its obligation by transferring goods to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

a) Trade receivables: A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets i.e. Financial instruments – initial recognition and subsequent measurement.

Contract liabilities -
A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

Export incentives
Export incentives under various schemes notified by government are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same and is included in revenue in the statement of profit and loss due to its operating nature.

Windmill energy income
Consideration for electricity generated by the windmill division and fed into the state power grid is received in the form of credit in the manufacturing division's power bill. Credits are recognised as income net of wheeling charges. Income so recognised is shown separately from the power cost under Other operating revenue.

Interest Income
Interest income from financial assets is recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is recorded using the effective interest rate (EIR). Interest income is accrued on a time basis, by reference to the principal outstanding and the interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Rental Income
Rental income arising from operating leases is accounted on the basis of lease terms and is included in other income in the statement of profit and loss.

xvi) Employee benefits
Defined Contribution Plan-
'The company's contribution to provident fund is considered as a defined contribution scheme and are charged as expense based on the amount of contribution required to be made and when the services are rendered by the employees.

Defined Benefit Plan -
The company operates a defined benefit plan for its employees, viz., gratuity liability. The costs of providing benefits under this plan are determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for the plan using the projected unit credit method. Remeasurements comprising of actuarial gains and losses, the effect of changes to the return on plan assets (excluding net interest) is reflected immediately in the balance sheet with a charge or credit recognised in OCI in the period in which they occur.
Remeasurements recognised in OCI are reflected immediately in retained earnings and is not reclassified to in the statement of profit and loss. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

Long-term employee benefits
Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the balance sheet date.

Short term employee benefits -
Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

xvii) Foreign currencies
The company's financial statements are presented in INR, which is also company's functional currency.

'Initial recognition -
'Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Measurement of foreign currency monetary items at the Balance Sheet date -
'Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

Treatment of exchange differences -
'Exchange differences arising on the settlement of monetary items or on reporting monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

xviii) Borrowing costs
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

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xix) Income taxes

Tax expense comprises current and deferred tax.

Current tax -

The tax currently payable is based on the taxable profits for the years. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax-

'Deferred tax is recognised 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 recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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 recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternate Tax (MAT) credit paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT credit is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

xx) Provisions and contingent liabilities

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities and Contingent assets are not recognised in the financial statements when an inflow/ outflow of economic benefits/ loss is not probable.

xxi) Operating Segments

Basis of Segmentation-

The company is mainly engaged in the business of manufacturing and selling of machined / forged rings and auto components. The company's business falls within a single business segment of 'diversified auto components' and all the activities of the Company revolve around this main business.

The Chief Operating decision maker (CODM) monitors the operating results of the business as a whole for the purpose of making decisions about resource allocation and performance assessment.

Therefore, management views company's business activity as a single segment and segment's performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Geographical Information -

The management evaluates that the company operates in two principal geographical areas - India and Outside India.

Company's Revenue and Receivables are specified by location of customers and the other geographic information (Segment Assets and Capital Expenditure) are specified by location of the assets.

xxii) Earnings per share

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the year 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. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.

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xxiii) Fair Value Measurement

The Company measures certain financial instruments at fair value at each balance sheet date 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:

- the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participants that would use the asset in its highest and best use

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as under, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period

The Company's management determines the policies and procedures for both recurring fair value measurement, such as unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations The management comprises of the Managing Director and Chief Finance Officer (CFO)

External valuers are involved for valuation of significant assets Involvement of external valuers is decided upon annually by the board of directors after discussion with and approval by the management Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained Valuers are normally rotated every three years The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

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ROLEX RINGS LIMITED RAJKOT

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Notes to the Financial Statements for the year ended March 31, 2021
(All amounts in INR Million, unless otherwise stated)

2. (a) Property, Plant and Equipment

Particulars	Land (Freehold)	Buildings	Plant & machinery	Furniture and fixtures	Computers	Vehicles	Total	Capital Work in progress
Deemed Cost (refer note below)								
At April 01, 2019	**209.07**	**502.29**	**3,051.94**	**30.00**	**3.53**	**11.57**	**3,808.40**	**9.52**
Additions	34.52	4.59	147.36	0.65	0.79	-	**187.91**	142.43
Disposals/transfers	-	-	5.48	-	-	0.57	**6.05**	(151.95)
At March 31, 2020	**243.59**	**506.88**	**3,193.82**	**30.65**	**4.32**	**11.00**	**3,990.26**	-
Additions	13.72	4.38	218.29	-	1.35	0.06	**237.80**	227.95
Disposals/transfers	-	-	4.04	-	-	-	**4.04**	(216.43)
At March 31, 2021	**257.31**	**511.26**	**3,408.07**	**30.65**	**5.67**	**11.06**	**4,224.02**	**11.52**
Depreciation								
At April 01, 2019	-	-	-	-	-	-	-	-
Charge for the year	-	30.37	223.18	4.52	2.38	1.73	**262.18**	-
On Disposals	-	-	1.80	-	-	0.42	**2.22**	-
At March 31, 2020	-	**30.37**	**221.38**	**4.52**	**2.38**	**1.31**	**259.96**	-
Charge for the year(Note 31)	-	28.80	215.87	3.92	1.55	1.45	**251.59**	-
On Disposals	-	-	1.46	-	-	-	**1.46**	-
At March 31, 2021	-	**59.17**	**435.79**	**8.44**	**3.93**	**2.76**	**510.09**	-
Net Block								
At April 01, 2019	**209.07**	**502.29**	**3,051.94**	**30.00**	**3.53**	**11.57**	**3,808.40**	**9.52**
At March 31, 2020	**243.59**	**476.51**	**2,972.44**	**26.13**	**1.94**	**9.69**	**3,730.30**	-
At March 31, 2021	**257.31**	**452.09**	**2,972.28**	**22.21**	**1.74**	**8.30**	**3,713.93**	**11.52**

Capital work in progress (CWIP) consists of construction of buildings and plant and machinery at manufacturing units.

2. (b) Intangible assets

Particulars	Computer software	Total
Deemed Cost (refer note below)		
At April 01, 2019	**14.14**	**14.14**
Additions	0.46	**0.46**
Disposals/transfers	-	-
At March 31, 2020	**14.60**	**14.60**
Additions	0.12	**0.12**
Disposals/transfers	-	-
At March 31, 2021	**14.72**	**14.72**
Amortization		
At April 01, 2019	-	-
Charge for the year	2.90	**2.90**
At March 31, 2020	**2.90**	**2.90**
Charge for the year (Note 31)	2.34	**2.34**
At March 31, 2021	**5.24**	**5.24**
Net Block		
At April 01, 2019	**14.14**	**14.14**
At March 31, 2020	**11.70**	**11.70**
At March 31, 2021	**9.48**	**9.48**

2. (c) Leased assets
i) Right of use assets (Note 42)

Particulars	Total
Deemed Cost (refer note below)	
At April 01, 2019	**0.82**
Additions	-
At March 31, 2020	**0.82**
Additions	-
At March 31, 2021	**0.82**
Depreciation	
At April 01, 2019	-
Charge for the year	0.16
At March 31, 2020	**0.16**
Charge for the year (Note 31)	0.16
At March 31, 2021	**0.32**
Net block	
At April 01, 2019	**0.82**
At March 31, 2020	**0.66**
At March 31, 2021	**0.50**

Note: For property plant & equipment existing as on 1 April 2019 i.e. the date of transition to Ind AS, the company has used Indian GAAP carrying value as deemed cost as permitted by Ind AS 101 "First Time Adoption of Indian Accounting Standard". Accordingly, the net WDV as per Indian GAAP as on 1 April 2019 has been considered as Gross block under Ind AS. The accumulated depreciation has been accordingly netted off as on 1 April 2019.

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(All amounts in INR Million, unless otherwise stated)

3 Non Current Financial Assets - Loans

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(Unsecured - Considered good,unless otherwise stated)			
(Carried at Amortised costs)			
Loans to Directors (Note 36 and 44)	-	25.00	33.30
	-	**25.00**	**33.30**
Sub-classification of above			
Loans receivable considered good - Secured	-	-	-
Loans receivable considered good - Unsecured	-	25.00	33.30
Loans receivables which have significant increase in credit risk	-	-	-
Loans receivables - credit impaired	-	-	-
Less: Provision for impairment	-	-	-
	-	**25.00**	**33.30**

Disclosure required under section 186(4) of the Companies Act, 2013:

Particulars	Rate of Interest	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Loan given to directors (Note 3, 7 and 28)	11%	-	25.00	25.00
Loan given to M/s. Fillenpac Industries Pvt Ltd	11%	-	-	8.30
Loan given to Aryan Arcade	10%	-	29.90	-

No loans and advances are due from directors or other officers of the Company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person other than as disclosed in Note 36.

4 Non Current - Other Financial Assets

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Deposits with remaining maturity of more than twelve months*	118.96	15.90	106.94
Security Deposits	4.57	5.17	5.43
Interest receivable on bank deposits	3.47	-	-
Other Receivables	12.63	12.63	12.63
	139.63	**33.70**	**125.00**

*Note: Consists pledged lien against bank guarantees, letter of credit and other credit facilities as margin money deposits

5 Non-Current - Other Assets

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(Unsecured - Considered good,unless otherwise stated)			
Capital Advances	271.19	94.25	111.75
Balances with statutory/government Authorities	17.04	17.04	19.66
	288.23	**111.29**	**131.41**

6 Inventories

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(valued at lower of cost and net realisable value)			
Raw materials (Note 27)	485.37	393.71	521.69
Work-in-progress (Note 28)	400.68	276.33	330.74
Finished goods (Note 28) #	720.43	553.18	654.69
Stores and Spares	101.76	77.61	93.02
Scrap	2.49	4.88	1.87
	1,710.73	**1,305.71**	**1,602.01**
Goods in transit included in above:			
# Finished goods	506.89	355.17	355.64
	506.89	**355.17**	**355.64**

Note : For the year ended March 31, 2021, INR 18.63 millions (for year ended on March 31, 2020 - INR 7.23 millions) was recognised as an expense disclosed under cost of materials and components consumed for finished goods recognised at net realised value.

7 Current Financial Assets - Loans

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(Unsecured - Considered good,unless otherwise stated)			
(Carried at Amortised costs)			
Loans and Advances to Employees	0.76	0.97	1.23
Loans to Others (Note 44)	-	29.90	-
	0.76	**30.87**	**1.23**
Sub-classification of above			
Loans receivable considered good - Secured	-	-	-
Loans receivable considered good - Unsecured	0.76	30.87	1.23
Loans receivables which have significant increase in credit risk	-	-	-
Loans receivables - credit impaired	-	-	-
Less: Provision for impairment	-	-	-
	0.76	**30.87**	**1.23**

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(All amounts in INR Million, unless otherwise stated)

Disclosure required under section 186(4) of the Companies Act, 2013:

Particulars	Rate of Interest	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Loan given to directors (Note 3, 7 and 28)	11%	-	25.00	25.00
Loan given to M/s Fillenpac Industries Pvt Ltd	11%	-	-	8.30
Loan given to Aryan Arcade	10%	-	29.90	-

No loans and advances are due from directors or other officers of the Company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person other than as disclosed in Note 36.

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ROLEX RINGS LIMITED RAJKOT

Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Notes to the Financial Statements for the year ended March 31, 2021

(All amounts in INR Million, unless otherwise stated)

8 Current Financial Assets - Trade receivables

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Trade receivables			
Unsecured, considered good	1,708.01	1,276.72	1,814.96
Trade receivables which have significant increase in credit risk	20.21	20.21	20.21
Trade receivables - credit impaired	-	-	-
	1,728.22	**1,296.93**	**1,835.17**
Impairment allowance			
Trade receivables which have significant increase in credit risk	(20.21)	(20.21)	(20.21)
	(20.21)	**(20.21)**	**(20.21)**
	1,708.01	**1,276.72**	**1,814.96**

No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivables due from firms or private companies respectively in which any director is a partner, a director or a member other than as disclosed in Note 36.

Trade receivables are non interest bearing and generally on terms of 30 to 90 days.

The following table summarises the change in impairment allowance measured using the life time expected credit loss model:

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
At the beginning of the year	20.21	20.21	16.88
Provision made during the year	-	-	3.33
Utilized /reversed during the year	-	-	-
At the end of the year	**20.21**	**20.21**	**20.21**

9 Current Financial Assets - Cash and Bank balances

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Cash and Cash equivalents			
Cash on hand	0.42	0.35	0.45
Balances with banks			
-On Current accounts	45.70	12.10	0.93
	46.12	**12.45**	**1.38**
Bank balances other than cash and cash equivalents*			
Other bank balances			
Deposits with original maturity of more than three months but remaining maturity of less than twelve months	58.05	151.91	45.25
Deposits with remaining maturity of more than twelve months	118.96	15.90	106.94
Less: Amount disclosed under Non Current other financial assets	(118.96)	(15.90)	(106.94)
Total bank balances other than cash and cash equivalents	**58.05**	**151.91**	**45.25**
Total cash and bank balances	**104.17**	**164.36**	**46.63**

*Note: Deposit consists of pledged lien against bank guarantees, letter of credit and other credit facilities

Changes in liabilities arising from financing activities:

Particulars	As at April 01, 2020	Cash changes (net)	Others*	As at March 31, 2021
Long term borrowings including current maturities classified in other financial liabilities	650.27	(15.44)	24.36	659.19
Short term borrowings	1,939.26	(97.24)	(6.29)	1,835.72
Non-current lease liabilities	0.94	-	(0.27)	0.67
Current lease liabilities	0.39	(0.39)	0.39	0.39

Particulars	As at April 1, 2019	Cash changes (net)	Others*	As at March 31, 2020
Long term borrowings including current maturities classified in other financial liabilities	1,508.43	(866.68)	8.52	650.27
Short term borrowings	2,343.25	(480.72)	76.73	1,939.26
Non-current lease liabilities	1.18	-	(0.24)	0.94
Current lease liabilities	0.39	(0.39)	0.39	0.39

*Others consists of exchange differences on amount borrowed and impact of unwinding of liability component of compound financial instruments

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(All amounts in INR Million, unless otherwise stated)

10 Current Financial Assets - Other Financial Assets

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Export Incentive Receivables	60.98	58.30	92.29
Interest accrued on fixed deposits	3.79	-	6.31
Interest accrued on loan*	3.19	1.69	3.40
	67.96	**59.99**	**102.00**

* For balance pertaining to related parties - Refer Note -36

11 Other Current Assets

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Unsecured, considered good (unless otherwise stated)			
Advance to suppliers	98.41	32.43	56.50
Prepaid Expenses	15.22	12.21	13.90
Balance with statutory/ government authorities	78.25	41.86	33.99
Accrued windmill income	2.78	5.43	4.22
Advance to related parties (Refer Note 36)	-	-	4.88
	194.66	**91.93**	**113.49**

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12 Share Capital:

12.1 Equity Share Capital:

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of shares	INR in Million	No. of shares	INR in Million	No. of shares	INR in Million
Authorised						
Equity shares of INR 10 each	3,50,25,000	350.25	3,50,25,000	350.25	3,50,25,000	350.25
Issued, subscribed and fully paid-up						
Equity shares of INR 10 each	2,39,81,090	239.81	2,39,81,090	239.81	2,39,81,090	239.81
Total	**2,39,81,090**	**239.81**	**2,39,81,090**	**239.81**	**2,39,81,090**	**239.81**

a) **Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year**

Particulars	No. of shares	As at March 31, 2021	No. of shares	As at March 31, 2020	No. of shares	As at April 01, 2019
Equity share capital						
Number of shares and capital outstanding at the beginning and end of the year	2,39,81,090	239.81	2,39,81,090	239.81	2,39,81,090	239.81
Total	**2,39,81,090**	**239.81**	**2,39,81,090**	**239.81**	**2,39,81,090**	**239.81**

Terms/ rights attached to equity shares
The company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b) **Details of shareholders holding more than 5 percent shares in the company**

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
Equity shares of Rs. 10 each fully paid						
Rupesh D Madeka	20,90,667	8.72%	20,90,667	8.72%	20,90,667	8.72%
Jiten D Madeka	20,90,667	8.72%	20,90,667	8.72%	20,90,667	8.72%
Ashok D Madeka	7,16,667	2.99%	13,06,667	5.45%	13,06,667	5.45%
Manesh D Madeka	22,87,252	9.54%	20,90,667	8.72%	20,90,667	8.72%
Pinakin D Madeka	24,75,533	10.32%	22,21,333	9.26%	22,21,333	9.26%
Bhautik D Madeka	18,37,881	7.66%	14,37,333	5.99%	14,37,333	5.99%
Rivendell PE LLC	1,09,14,423	45.51%	1,09,14,423	45.51%	1,09,14,423	45.51%

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares. The Company has not issued/ allotted any shares pursuant to contracts without payment being received in cash, nor issued any bonus shares nor there has been any buy back of shares during five years immediately preceding March 31, 2021.

For the details and terms of Non Convertible Redeemable Preference Shares(NCRPS) and Optionally Convertible Redeemable Preference Shares(OCRPS) refer note 12.2 and 12.3 respectively.

12.2 Equity Component of Non Convertible Redeemable Preference Shares (NCRPS):

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of shares	INR in Million	No. of shares	INR in Million	No. of shares	INR in Million
Authorised						
Non Convertible Redeemable Preference Shares of INR 10 each	1,59,75,000	159.75	1,59,75,000	159.75	1,59,75,000	159.75
Issued, subscribed and fully paid-up						
Non Convertible Redeemable Preference Shares of INR 10 each	1,36,05,863	136.06	1,36,05,863	136.06	1,36,05,863	136.06
Total	**1,36,05,863**	**136.06**	**1,36,05,863**	**136.06**	**1,36,05,863**	**136.06**

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a) **Reconciliation of number of shares outstanding at the beginning and at the end of the year for Equity component of Compound Financial Instrument**

Particulars	No. of shares	As at March 31, 2021	No. of shares	As at March 31, 2020	No. of shares	As at April 01, 2019
Number of shares and capital outstanding at the beginning and end of the year	1,36,05,863	136.06	1,36,05,863	136.06	1,36,05,863	136.06
Total	1,36,05,863	136.06	1,36,05,863	136.06	1,36,05,863	136.06

b) **Details of shareholders holding more than 5 percent Non Convertible Redeemable Preference Shares in the Company**

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
Rupesh D Madeka	38,89,338	28.59%	38,89,338	28.59%	38,89,338	28.59%
Jiten D Madeka	18,14,338	13.33%	18,14,338	13.33%	18,14,338	13.33%
Ashok D Madeka	8,79,586	6.46%	8,79,586	6.46%	8,79,586	6.46%
Manesh D Madeka	15,69,338	11.53%	15,69,338	11.53%	15,69,338	11.53%
Pinakin D Madeka	13,71,797	10.08%	13,71,797	10.08%	13,71,797	10.08%
Bhautik D Madeka	20,67,045	15.19%	20,67,045	15.19%	20,67,045	15.19%

c) **Terms and rights attached on Equity component of Non Convertible Redeemable Preference Shares of the Company**

The company has issued non convertible redeemable preference shares with 0% dividend, to be redeemed at par on completion of 10 years from the date of allotment. In the event of liquidation of the company before redemption of non convertible redeemable preference shares, the holders of non convertible redeemable preference shares will have priority over equity shareholders in the payment of dividend and repayment of capital.

The company has issued preference shares under this right entitlement in following 3 phase as mentioned below-

1. 66,80,000 NCRPS of 10 each at par totalling to INR 6,68,00,000 on 31st Dec 2013
2. 16,80,000 NCRPS of 10 each at par totalling to INR 1,68,00,000 on 22d Feb 2014
3. 52,45,863 NCRPS of 10 each at par to INR INR 5,24,58,630 on 01st Dec 2014

There is a contractual obligation to deliver cash to the preference shareholders as these preference shares are redeemable at par at the end of 10 years from the date of allotment. Hence, the principal amount of NCRPS is in the nature of financial liability as the Company has a contractual obligation to redeem this amount at the end of 10 years to the holders and the issuer cannot avoid this outflow at the end of 10th year. Consequently, the Company has initially measured preference shares at their fair value (plus transaction costs), being the present value of expected cash outflow discounted at the market-rate of dividend prevailing assumed by the company to be 10.25%/10.345%. Since the preference shares have a zero percent dividend, there is difference between cash amount and the fair value of preference shares on initial recognition, the equity of which has been accounted under other equity and the equity portion not remeasured subsequently, whereas the financial liability is been measured at an Amortised cost. EIR computed by the company for each phase of issue is shown below-

1. 66,80,000 NCRPS of 10 each at par totalling to INR 6,68,00,000 on 31st Dec 2013: 10.25% p.a
2. 16,80,000 NCRPS of 10 each at par totalling to INR 1,68,00,000 on 22d Feb 2014: 10.25% p.a
3. 52,45,863 NCRPS of 10 each at par to INR INR 5,24,58,630 on 01st Dec 2014: 10.345% p.a

The Board of Directors in their meeting held on March 12, 2021 have approved the change in tenor of redemption from completion of 10 years from the date of allotment to completion of 10 years from the date of allotment or upon listing of equity shares of the Company on the stock exchanges, whichever is earlier. This is subject to approval of shareholders in ensuing meeting.

12.3 Equity Component of Optionally Convertible Redeemable Preference Shares (OCRPS):

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of OCRPS	INR in Million	No. of OCRPS	INR in Million	No. of OCRPS	INR in Million
Authorised Optionally Convertible Redeemable Preference Shares of INR 10 each	50,00,000	50.00	-	-	-	-
Issued, subscribed and fully paid-up Optionally Convertible Redeemable Preference Shares of INR 10 each	26,30,000	26.30			-	-
Total	26,30,000	26.30	-	-	-	-

Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period for Equity component of Compound Financial Instrument

Particulars	No. of OCRPS	As at March 31, 2021	No. of OCRPS	As at March 31, 2020	No. of OCRPS	As at April 01, 2019
Number of shares and capital outstanding at the beginning and end of the period	26,30,000	26.30	-	-	-	-
Total	**26,30,000**	**26.30**	-	-	-	-

Details of shareholders holding more than 5 percent shares in the Equity component of Optionally Convertible Redeemable Preference Shares of the Company

Particulars	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of OCRPS	% of holding	No. of OCRPS	% of holding	No. of OCRPS	% of holding
Rupesh D Madeka	4,27,636	16.26%	-	-	-	-
Jiten D Madeka	4,27,636	16.26%	-	-	-	-
Ashok D Madeka	1,46,590	5.57%	-	-	-	-
Manesh D Madeka	4,67,846	17.79%	-	-	-	-
Pinakin D Madeka	5,06,359	19.25%	-	-	-	-
Bhautik D Madeka	3,75,930	14.29%	-	-	-	-
Mihir R Madeka	80,181	3.05%	-	-	-	-
Hemal P Madeka	37,460	1.42%	-	-	-	-
Sanjay B Bole	80,181	3.05%	-	-	-	-
Bharat J Madeka	80,181	3.05%	-	-	-	-

Allotment of 26,30,000 Optionally Convertible Redeemable Preference Shares (hereinafter referred to as "OCRPS") at Rs. 10/- per share, aggregating to Rs. 2,63,00,000/- in the ratio of 9 (Nine) OCRPS for every 44 (Forty Four) Equity shares held by the existing equity shareholders. Also based on the application forms received from existing equity shareholders, Shri Paresh Madeka and Rivendell PE LLC have not subscribed to this offer and Hemal P Madeka have not subscribed to full quota of shares offered.

Terms and rights attached on Equity component of Compound Financial Instrument

1. OCRPS will have Zero percent coupon rate. Further, the said preference shares will not be entitled for any dividend during the currency of tenure.
2. The OCRPS will be converted into Equity Shares in the manner as laid down here in under:
   (a) If the Company opts for the Initial Public Offer (IPO) in future, then the said OCRPS will be optionally converted into Equity Shares after filing of Draft Red Herring Prospectus but before filing of Red Herring Prospectus by the Company, for its IPO.
   (b) The OCRPS will be converted in to Equity Shares at a face value of Rs. 10/- each i.e. 1 Equity Share against 1 OCRPS and will not be converted at any premium value.
3. The OCRPS holders shall have a right to vote only on such resolutions which directly affects rights attached to their preference shares.
4. In case, the Member opt not to convert the shares into equity within 5(Five) years from date of allotment, then within 1 (one) year from expiry of such five years, the said OCRPS shall be redeemed at face value, and no premium to be paid at time of redemption of these OCRPS.
5. In case of winding up of the Company, the holders of OCRPS shall have rights at par with holders of NCRPS.

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13 Other Equity:

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Reserves and surplus:			
Equity Component of Compound Financial Instruments*			
Balance as per the last financial statements	84 53	84 53	84 53
Add : On issue of OCRPS during the year	11 65	-	-
	96.18	**84.53**	**84.53**
Securities premium			
Balance as per the last financial statements	1,626 14	1,626 14	1,626 14
Add : Additions during the year	-	-	-
	1,626.14	**1,626.14**	**1,626.14**
Retained Earnings			
Balance as per the last financial statements	730 57	202 96	(387 22)
Add : Profit for the year	869 55	529 41	590 41
Add : Other comprehensive income/(expenses) (net of taxes)	5.08	(1 80)	(0 23)
	1,605.20	730.57	202.96
Total	**3,327.52**	**2,441.24**	**1,913.63**

Nature and Purpose of Reserves:

Securities Premium: Security premium is used to record the premium received on issue of shares It is utilised in accordance with the provisions of Companies Act, 2013.

Retained Earnings: Retained Earnings are the profits of the company has earned till date, less any transfer to General reserve, dividends or other distributions paid to the shareholders.

Other Comprehensive Income: OCI includes re-measurement gain/losses on account of re-measurement defined benefit plans.

*Equity Component of Compound Financial Instruments: The component parts of compound financial instruments issued by the company are classified as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and equity instrument. Financial liabilities are recognised initially at fair value net of directly attributable transaction costs and subsequently measured at an effective interest method. Equity component is not re-measured. Further, details are given Note 12 2 and 12 3.

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(All amounts in INR Million, unless otherwise stated)

Non-current financial liabilities -

14 Borrowings

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
At amortised costs			
Term Loans(secured):			
Indian Rupee loan from banks	543.84	559.28	1,425.95
Liability component of compound financial instruments (Refer Note 12.2 and 12.3)			
Non Convertible Preference Shares^	100.59	90.99	82.48
Optionally Convertible Redeemable Preference Shares-liability^	14.76	-	-
	659.19	**650.27**	**1,508.43**
Less: Current maturities of long-term debts disclosed under the head other current financial liabilities (refer note 21)	(335.74)	(207.84)	(595.03)
	323.45	**442.43**	**913.40**

The company has taken borrowings from various banks towards funding of its capital expenditure and working capital. A summary of security provided by the company is as follows:

Facility Category	Security Details	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Term loan - Indian Rupee Loan	Primary : First pari-passu charge over the entire fixed assets of the company Collateral : Second pari-passu charge over the entire current assets of the company Loan is repayable in 20 - 32 Quarterly instalments by 31-03-2022 having interest in the range of 9.65% to 14.00%	251.28	424.27	1063.42
Term loan - Indian Rupee Loan	Primary : First pari-passu charge over the entire fixed assets- present and future - comprising of immovable and movable assets(except Vehicle) of the company Collateral : Second pari-passu charge over the entire current assets - present and future of the company Loan is repayable in 20 - 32 Quarterly instalments by 31-03-2022 having interest in the range of 9.60% to 11.45%	84.46	135.01	307.34
Term loan - Indian Rupee Loan	Primary : First pari-passu charge over the entire fixed assets- present and future - comprising of immovable and movable assets(except Vehicle) of the company Collateral : Second pari-passu charge over the entire current assets - present and future of the company These COVID Loans are repayable in 48 equal monthly instalments by 31-03-2026 after initial moratorium of 12 month having interest in the range of 7.82% to 8.35%	208.10	-	-
Term loan - Indian Rupee Loan	Exclusive charge by way of hypothecation of SMS Meer Machine (Including accessories). Loan is repaid in 32 Quarterly instalments by 31-03-2020 having interest of 10.25%	-	-	55.49

^ Note : 13,605,863 non convertible redeemable preference shares of Rs. 10 each were outstanding as on March 31, 2021. These preference shares were issued with zero percent dividend and redeemable at par at the end of 10 years from allotment. Liability component of compound financial instrument is recognised initially at fair value net of directly attributable transaction costs and subsequently measured at an effective interest method. The details are given in Note 12.2.

^ Note : 26,30,000 optionally convertible redeemable preference shares of Rs. 10 each were outstanding as on March 31, 2021. These preference shares were issued with zero percent coupon rate and redeemable at par after filing DRHP and before filing RHP. Liability component of compound financial instrument is recognised initially at fair value net of directly attributable transaction costs and subsequently measured at an effective interest method. The details are given in Note 12.3.

15 Other Financial Liabilities -Lease Liabilities

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Lease Liabilities - Non current (Refer Note 42)	0.67	0.94	1.18
Lease Liabilities - Current (Refer Note 42)	0.39	0.39	0.39
	1.06	**1.33**	**1.57**

16 Non Current Income tax liabilities (Net)

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Provision for tax (net)	179.31	179.31	170.53
	179.31	**179.31**	**170.53**

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17 Income taxes

	For the year ended March 31, 2021	For the year ended March 31, 2020	As at April 01, 2019
a) The major components of income tax expense are as follows:			
Current income tax:			
Current income tax	130.42	127.17	308.90
Deferred tax			
Relating to origination and reversal of temporary differences	(248.12)	64.25	506.29
Income tax charged/(credit) reported in the statement of profit or loss	**(117.70)**	**191.42**	**815.19**
OCI section - Deferred tax related to items recognised in OCI during the year:			
Tax Income on remeasurements of defined benefit liability/(asset)	(2.73)	0.97	0.12
Income tax expense charged to OCI	**(2.73)**	**0.97**	**0.12**

Deferred tax:

Deferred tax (assets) and liabilities

Deferred tax assets and liabilities are attributable to the following:

Particulars	Net deferred tax (asset) / liabilities	Net deferred tax (asset) / liabilities	Net deferred tax (asset) / liabilities
	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Impact of difference between tax depreciation and depreciation as per books	(591.43)	(570.68)	(532.98)
Disallowance towards doubtful debts and provisions for bonus, business promotion expenses, leave encashment, etc	14.56	17.19	(18.72)
Impact of Compound financial instruments	(16.69)	(15.96)	13.64
Unabsorbed depreciation	-	-	31.89
Deferred tax (assets) liabilities	**(593.56)**	**(569.45)**	**(506.17)**

Deferred tax liabilities reflected in the Balance Sheet as follows:

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Deferred tax liabilities	593.56	569.45	506.17
Less: Tax Credit entitlement in MAT	(269.50)	-	-
Deferred tax liabilities(net)	**324.06**	**569.45**	**506.17**

b.) Reconciliation of deferred tax assets / liabilities (net):

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Opening balance	(569.45)	(506.17)	(506.29)
Tax expense recognised during the year recognised in profit or loss	(21.38)	(64.25)	-
Tax credit and MAT recognised	269.50	-	-
Tax expense during the year recognised in OCI	(2.73)	0.97	0.12
Closing balance	**(324.06)**	**(569.45)**	**(506.17)**

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c.) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarised below :

	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit before tax	751 85	720 83	1,405 60
Tax as per India's statutory income tax rate	34 94%	34 94%	34 94%
Expected income tax expense as per applicable taxes	262 70	251 89	491 17
Tax benefit on brought forward tax losses not recognised in earlier years	-	(21 96)	(8 26)
MAT paid/credit entitlement	(384 35)	(40 66)	308 90
Deferred Tax on other comprehensive income	(2 73)	0 97	0 12
Effect of expenses that are not deductible in determining taxable profit	0 36	1 60	10 95
Others	6.32	(0.42)	12 30
Effective income tax	**(117.70)**	**191.42**	**815.18**

d.) Deferred tax charge / (credit)

	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2019
Deferred tax charges relates to the movement in the following items:			
Accelerated depreciation/ amortisation for tax purposes	20 75	(37 70)	(89 17)
Change in fair value of financial instruments	0 73	2 76	(18 72)
Disallowance towards doubtful debts and provisions for bonus, business promotion expenses, leave encashment, etc	(2 83)	3 55	12 31
Deferred tax on tax losses carried forward	-	(31 89)	(410 59)
MAT Credit Entitlement	(269.50)	-	-
Net deferred tax income/ (expense)	**(250.85)**	**(63.28)**	**(506.17)**
Deferred tax charge as per Statement of profit and loss	**(248.12)**	**(64.25)**	(506 29)
Deferred tax charge as per other comprehensive income	**(2.73)**	**0.97**	**0.12**
	(250.85)	**(63.28)**	**(506.17)**

The Company offsets tax assets and liabilities only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority

18 Provisions - Non current

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Provision for Gratuity (Note 35)	21 99	21.79	14 30
Provision for Litigations (refer note below)	9 10	9 10	9 10
	31.09	**30.89**	**23.40**

Note In pursuance of Ind AS 37 - ' Provisions, contingent liabilities and contingent assets', the provisions required have been incorporated in the following manner:

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Balance at the beginning of the year	9 10	9 10	9 10
Provision made during the year	-	-	-
Utilised during the year	-	-	-
Balance at the end of the year	**9.10**	**9.10**	**9.10**

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19 Short Term Borrowings

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(Carried at Amortised costs, except otherwise stated)			
Secured Loans:			
Loan Repayable on Demand from banks			
Cash credit	171 10	190 83	301 13
Other working capital facilities*	1,664 62	1,748 43	2042 12
	1,835.72	**1,939.26**	**2,343.25**

* Other Working capital facilities consist facility for packing credit in foreign currency (PCFC) and foreign usance discount bill purchase (FUDBP) facilities
For Company's financial risk management processes, refer to note 40
(i) The company has taken borrowings from various banks towards funding of its working capital. A summary of security provided by the company is as follows:

Facility Category	Security Details	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Cash credit facility	1 First pari-passu charge by way of Hypothecation on Stock and receivables/ current assets (both present and future) 2 Second pari-passu charge on the fixed assets of the company	51 31	134 93	76 54
Cash credit facility	1 First pari-passu charge by way of hypothecation of stocks/ inventory and book debts/receivables of the company along with other consortium banks 2 Second pari-passu charge on the fixed assets of the company	30 15	37 32	65 53
Cash credit facility	1 First pari-passu charge over the entire current assets of the company 2 Second pari-passu charge over the entire fixed assets of the company	83 73	17 22	145 37
Cash credit facility	1 First Pari-passu charge on the CENVAT/ Gujarat/ VAT/ DEPB receivables of the company along with other consortium banks 2 Second Pari-passu charge on fixed assets of the company	5 91	1 36	13 69
Other working capital facilities*	1 First pari-passu charge by way of Hypothecation on Stock and receivables/ current assets (both present and future) 2 Second pari-passu charge on the fixed assets of the company	289 53	453 77	489 04
Other working capital facilities*	1 First Pari-passu charge by the way of hypothecation of stocks and book debts of the company along with other consortium members 2 Second pari-passu charge on advance shall be covered under Whole Turnover Packing Credit Guarantee obtained by the Bank from ECGC & premium to be borne by the clients	294 65	462 43	531 95
Other working capital facilities*	1 First pari-passu charge over the entire current assets of the company 2 Second pari-passu charge over the entire fixed assets of the company	824 36	732 32	990 83
Other working capital facilities*	1 Documents of title to goods in case of L/C on DP basis 2. Hypothecation charge over the goods in case of L/C on DA basis	256 08	99 91	30 30

*Other working capital facilities consist of letter of credit, packing credit and FUDBP facilities

(ii) Terms of repayment of total borrowings outstanding as well as the interest rates prevailing as on March 31, 2021, March 31, 2020 and March 31, 2019 are provided below:

Facility Category	Terms of repayment	Interest rate
Other working capital facilities	Within 1 year	3 5% - 10 5%
Cash credit	Repayable on demand	9 00% - 10 25%

20 Current Financial liabilities - Trade Payables

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Total outstanding dues of micro enterprises and small enterprises (Note 43)	19 20	14 76	25 43
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,157 15	723 71	887 56
	1,176.35	**738.47**	**912.99**

Terms and conditions of the above financial liabilities:
a Trade payables are non-interest bearing and are normally settled on 45-90 days terms
b For explanations on the Company's financial risk management processes, refer to note 40

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21 Current Financial liabilities - Other Financial Liabilities

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Current maturities of long term debts (Note - 14)	335 74	207 84	595 03
Interest accrued but not due on borrowings	-	-	-
Other Interest Payables	-	1 34	25 53
Employee dues	53 28	44 47	43.88
Payables for capital goods	44 95	7.57	6 74
	433.97	**261.22**	**671.18**

22 Other current liabilities

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Statutory dues payables*	10 44	8 43	13 23
Advance from customers	4 31	-	-
	14.75	**8.43**	**13.23**

*Statutory dues payable includes payable on account of provident fund, tax deducted at source etc

23 Provisions - Current

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Provision for Gratuity (Note 35)	7 27	7 19	6 52
	7.27	**7.19**	**6.52**

24 Income tax liabilities (Net) - current tax

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Provision for tax (net of advance tax)	74 88	2 70	106 89
	74.88	**2.70**	**106.89**

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25 Revenue from operations

	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue form contract with customers		
Sale of goods (Refer note below)	5,683 30	6,158.93
Total Revenue form contract with customers	**5,683.30**	**6,158.93**
Other Operating Revenue		
Sale of scrap	334 24	264 94
Export incentives	94 92	158 08
Windmill income	50 86	77 98
Total other operating revenue	**480.02**	**501.00**
Total Revenue from operations (net) (Note 37)	**6,163.32**	**6,659.94**

Disclosure pursuant to Ind AS 115: Revenue from contract with customers

A Disaggregated revenue
(i) Revenue by geographical market

	For the year ended March 31, 2021	For the year ended March 31, 2020
Within India	2,704 32	3,075 30
Outside India	3,459 00	3,584.64
	6,163.32	**6,659.94**

B Contract balances

	For the year ended March 31, 2021	For the year ended March 31, 2020
Trade receivables (Note -8)	1,708 01	1,276 72
Advance from customers (Note- 22)	4 31	-

C Reconciling the amount of revenue recognised in Statement of Profit and Loss with the contracted price

	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue as per contracted price (recognised at the point of time)	5,683 30	6,158 93
Less: Discounts and rebates	-	-
Add/ (Less): Changes in revenue due to performance obligations (net)	-	-
Net revenue from contract with customers	5,683.30	6,158.93

26 Other income

	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest income on		
Bank deposits	10 94	10 18
Others	3 80	4 57
Foreign exchange differences (net)	17 28	76 51
Profit on sale of assets	0 72	-
Miscellaneous Income	0 22	-
Rental income	1 29	2 12
	34.25	**93.38**

27 Cost of raw materials and components consumed

	For the year ended March 31, 2021	For the year ended March 31, 2020
Inventory at the beginning of the year (Note -6)	393 71	521 69
Add : Purchases during the year	3,257 60	3,009 42
	3,651.31	**3,531.12**
Less : Inventory at the end of the year (Note - 6)	485 37	393 71
	3,165.94	**3,137.41**

28 (Increase) / Decrease in inventories of finished goods and work-in-progress

	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening Stock (Note 6)		
Finished goods	553 18	654 69
Work-in-progress	276 33	330 74
	829.51	**985.43**
Less: Closing Stock (Note 6)		
Finished goods	720 43	553 18
Work-in-progress	400 68	276 33
	1,121.11	**829.51**
Net (Increase)/Decrease in inventories of finished goods and work-in-progress	**(291.60)**	**155.92**

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29 Employee benefits expense

	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries, wages and bonus	456 07	464 56
Contribution to provident and other funds (Note 35)	25 10	30 22
Gratuity expense (Note 35)	12 84	7 74
Staff welfare expenses	24 65	24 07
	518.66	**526.59**

30 Finance costs

	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest on bank borrowings	146 14	196 98
Other finance charges	44 06	39 31
Exchange difference regarded as an adjustment to borrowing cost	(83 04)	76 74
Interest on liability component of compound financial instrument	9 71	8 51
Interest on lease liabilities (Note 42)	0 12	0 15
	116.99	**321.69**

31 Depreciation and amortization expenses

	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation on Property, plant and equipment (Note 2)	251 59	262 18
Amortisation on Right-of-use assets (Note 2)	0 16	0 16
Amortisation of Intangible assets (Note 2)	2 34	2 90
	254.09	**265.24**

32 Other expenses

	For the year ended March 31, 2021	For the year ended March 31, 2020
Power and fuel	520 55	541 84
Repairs and maintenance		
Plant and machinery	32 85	36 01
Buildings	4 30	9 91
Others	6 35	7 84
Labour charges	252 75	229 65
Consumption of stores, spares and consumables	445 59	430 79
Sorting, segregation and testing charges	54 15	51 76
Windmill expenses (Note 42)	7 76	13 94
Freight and forwarding charges	245 75	229 03
Sales promotion	0 25	1 62
CSR expenses (Refer note below)	16 80	8 59
Travelling and conveyance	4 69	6 87
Rates and taxes	14 15	0 45
Insurance	46 97	26 62
Legal and professional fees	11 64	7 31
Printing and stationery	3 12	3 03
Loss on sale of property, plant and equipment	-	0 45
Communication costs	2 65	2 62
Payment to auditors (refer note)	1 00	1 00
Annual maintenance charges	6 77	7 03
Donations	2 06	5 20
Miscellaneous expenses	1 49	4 08
	1,681.64	**1,625.64**

(i) Details of CSR expenditure

	For the year ended March 31, 2021	For the year ended March 31, 2020
a) Gross amount required to be spent by the Company during the year	**16.80**	**17.98**
b) The revenue expenditure charged to the Statement of Profit or Loss by the Company during the year	**16.80**	**8.59**
(I)Amount spent by company during the year in cash		
i) Construction/ acquisition of any asset	-	-
ii) On purposes other than (i) above	1 70	8 59
(II)Amount Yet to be paid by company		
i) Construction/ acquisition of any asset	-	-
ii) On purposes other than (i) above	15 10	9 39
(III = I + II)Total		
i) Construction/ acquisition of any asset	-	-
ii) On purposes other than (i) above	16 80	17 98

In case of S. 135(5) (Other than ongoing project)

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
	-	16 80	1 70	15 10

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(ii) Details of payment to auditors

	For the year ended March 31, 2021	For the year ended March 31, 2020
As auditor:		
Audit fees	1.00	1.00
Tax audit fees	-	-
Reimbursement of expenses	-	-

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33 Earnings per share (EPS)

Basic and Diluted EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders by the weighted average number of Equity shares outstanding during the year.

The following table reflects the income and earnings per share data used in the basic and diluted EPS computation:

Disclosure as required by Ind AS 33 is shown below -

	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit for the year attributable to equity shareholders of the company for basis (INR in Million)	869.55	529.41
Profit attributable to equity holders adjusted for the effect of dilution (INR in Million)	869.55	529.41
Weighted average number of Equity shares for basic EPS	2,39,81,090	2,39,81,090
Weighted average number of Equity shares adjusted for the effect of dilution	2,41,82,843	2,39,81,090
Nominal Value per Share	10.00	10.00
Earning per equity share		
Basic Earning per share	36.26	22.08
Diluted Earning per share	35.96	22.08

34 Contingent Liabilities and Commitments not provided for:

Details of Contingent liabilities and Commitments are shown below -

		As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
A	**Commitments**			
	(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances)	328.53	237.07	201.61
	(ii) For Commitment related to lease arrangement refer note 42.			
B	**Contingent liabilities**			
	I) Income tax with respect to matters relating to disallowance of additional depreciation, disallowance of forex loss, disallowance of foreign commission and disallowance of other expenditure for the assessment years 2005-06 to 2017-18 in respect of which the Company has filed an appeal with higher authorities	138.73	104.01	104.01
	ii) For non receipt of the required forms and non acceptance of the companies claim of certain sales as an exempted sales and related matters	0.25	0.25	14.39
	iii) Service tax with respect to the matters decided against the company in respect of which the company has filed appeal with higher authorities	1.41	1.41	3.19
		140.39	**105.67**	**121.59**

The management based on the assessment, believes that the outcome of these contingencies will be favourable, but not probable and accordingly no provision has been recognised in the Financial Statement. The cash outflows with regards to above matters will be dependent on outcome of above pending cases.

Provision for Provident Fund:

There are numerous interpretative issues relating to the Supreme Court (SC) judgement on PF dated 28th February, 2019. The company has adopted the basis as mentioned in the SC judgement prospectively with effect from April 1, 2019.

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(All amounts in INR Million, unless otherwise stated)

35 I) Defined Contribution Plan

During the year, the Company has made contribution/provision to provident fund stated under defined contribution plan amounting to INR 25.10 millions for the year ended March 31, 2021 and INR 30.22 millions for the year ended March 31, 2020.

II) Defined Benefit Plans

Gratuity:
The Company operates a defined gratuity plan. Under the plan, every employee who has completed at least five years of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The scheme is funded with Life Insurance Company of India (LIC) in the form of a qualifying insurance policy for future payment of gratuity to the employees.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss, the funded status and amounts recognised in Summary Statement of Assets and Liabilities for the plan.

A Net employee benefit expense / (income) recognised in statement of profit and loss in respect of these defined benefit expenses

	For the year ended March 31, 2021	For the year ended March 31, 2020
Current service cost	7.19	6.52
Interest cost on benefit obligation	2.29	1.82
Expected return on plan assets	0.70	(0.60)
Past services cost	2.66	-
Net benefit expense recognised in the Statement of Profit and Loss	**12.84**	**7.74**

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(All amounts in INR Million, unless otherwise stated)

B Amount recognised in statement of Other Comprehensive Income

	For the year ended March 31, 2021	For the year ended March 31, 2020
Actuarial loss arising from changes in financial assumptions	0.35	1.08
Actuarial (gains) arising due to experience adjustments	(8.49)	1.36
Return on plan assets excluding amounts included in Interest Income	0.33	0.33
Total re-measurement costs / (income) for the year recognised in other comprehensive income	**(7.81)**	**2.77**

C The total amount included in balance sheet arising from Company's obligation

	For the year ended March 31, 2021	For the year ended March 31, 2020	For the year ended March 31, 2019
Present value of defined benefit obligation	(40.99)	(39.70)	(28.94)
Fair value of plan assets	11.73	10.72	8.12
Plan liability	**(29.26)**	**(28.98)**	**(20.82)**
Changes in the present value of the defined benefit obligation are as follows:			
Opening defined benefit obligation	39.70	28.94	22.32
Current service cost	7.19	6.52	5.87
Interest cost	2.29	1.82	1.48
Benefits paid during the year	(0.05)	(0.01)	(0.69)
Actuarial (gains) / losses on obligation	(8.14)	2.44	(0.04)
Closing defined benefit obligations	**40.99**	**39.70**	**28.94**
Changes in the fair value of plan assets are as follows:			
Opening fair value of plan assets	10.72	8.12	5.01
Expected return	0.70	0.60	0.31
Contributions by the employer	0.69	2.35	3.87
Benefits paid	(0.05)	(0.01)	(0.69)
Actuarial gains / (losses)	(0.33)	(0.33)	(0.38)
Closing fair value of plan assets	**11.73**	**10.72**	**8.12**

D The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Policy of insurance	100%	100%	100%

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E The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
	%	%	%
Discount rate	6.05	6.25	6.95
Expected return on plan assets	6.05	6.25	6.95
Salary escalation	4.50%	4.50%	4.50%
Employee turnover	30% at younger ages reducing to 5% at older ages	30% at younger ages reducing to 5% at older ages	30% at younger ages reducing to 5% at older ages
Retirement age	58 years	58 years	58 years
Mortality Table	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

F Amounts for the current and previous years are as follows:

	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019
Gratuity			
Defined benefit obligation	40.99	39.70	28.93
Plan assets	11.73	10.72	8.12
Surplus / (deficit)	(29.26)	(28.98)	(20.82)
Experience adjustments on plan liabilities	(8.14)	1.36	(0.51)
Experience adjustments on plan assets	(0.33)	0.33	0.39

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

G Bifurcation of the liability between current and non-current

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Current liability**	7.27	7.19	6.52
Non-current liability	21.99	21.79	14.30
	29.26	**28.98**	**20.82**

** The current liability is calculated as expected contributions for the next 12 months

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H A description of methods used for sensitivity analysis and its Limitations:

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged. Sensitivity analysis fail to focus inter-relationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously. the method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Discount Rate Sensitivity			
Increase by 0.5%	(10.88)	(9.95)	(7.53)
(% change)	(2.1%)	(1.96%)	(2.03%)
Decrease by 0.5%	12.64	11.54	(8.73)
(% change)	2.20%	2.05%	2.12%
Salary growth Rate Sensitivity			
Increase by 0.5%	12.64	11.53	(8.74)
(% change)	2.21%	2.04%	2.16%
Decrease by 0.5%	(10.88)	(67.91)	(7.52)
(% change)	(2.10%)	(1.96%)	(2.06%)
Withdrawal Rate (W.R.) Sensitivity			
W.R. x 110%	(11.72)	(10.48)	(7.87)
(% change)	(0.03%)	(0.61%)	(0.84%)
W.R. x 90%	11.71	10.93	(8.33)
(% change)	(0.06%)	0.52%	0.73%

I **The following are the expected future benefit payments for the defined benefit plan :**

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Within the next 12 months (next annual reporting period)	8.11	6.17	5.55
Between 2 and 5 years	23.41	21.44	17.33
Beyond 5 years	12.84	11.99	10.14
Total expected payments	**44.36**	**39.60**	**33.02**

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(All amounts in INR Million, unless otherwise stated)

36 Related party disclosures

1. Name of related parties and their relationships

Name of related parties and their relationships:

Description of the Relationship	Name of Related Parties
A. Key management personnel	Mr.Manesh D Madeka (Chairman & Managing Director) Mr.Bhautik D Madeka (Whole time Director) Mr. Mihir D Madeka (Whole time Director) Mr. Hardik Gandhi (Company Secretary) Mr. Hiren Doshi (Chief Financial Officer) (w.e.f. March 12, 2021)
B. Relatives of key management personnel	Mr. Hemal P. Madeka Mr. Bharat J Madeka Mr. Paresh D Madeka Mr. Rupesh D Madeka Mr. Jiten D Madeka Mr. Ashok D Madeka Mr. Pinakin D Madeka Mr. Sanjay B Bole
C. Entity in which relative of key managerial personnel has control	M/s. Fillenpac Industries Private Limited M/s. Rapid Cut

2. Related party transactions and balances

The following table provides the total amount of transactions that have been entered into with related parties for the relevant year.

	For the year ended March 31, 2021	For the year ended March 31, 2020
Transactions during the period/ year		
(i) Interest Income		
Mr. Manesh Madeka	0.92	1.10
Mr. Bhautik Madeka	0.69	0.83
Mr. Mihir Madeka	0.69	0.83
(ii) Remuneration paid		
Salary allowances and bonus *		
Mr. Manesh Madeka	9.60	10.75
Mr. Bhautik Madeka	9.36	9.41
Mr. Mihir Madeka	8.40	8.06
Mr. Hemal Madeka	6.60	6.72
Mr. Bharat Madeka	8.40	8.06
Mr. Paresh Madeka	0.60	0.67
Mr. Rupesh Madeka	7.20	6.72
Mr. Jiten Madeka	7.20	6.72
Mr. Ashok Madeka	4.80	5.38
Mr. Pinakin Madeka	7.20	6.72
Mr. Sanjay Bole	1.50	1.68
Mr. Hardik Gandhi	0.17	0.17
Mr. Hiren Doshi (w.e.f. March 12, 2021)	0.19	-
(iii) Scrap sales		
M/s. Rapid Cut	3.31	2.90
(iv) Rental Income		
M/s. Rapid Cut	0.42	0.42
(v) Labour charges		
M/s. Rapid Cut	5.90	7.20

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	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Closing balance			
(i) Trade Receivable			
M/s. Fillenpac Industries Private Limited	-	6.19	7.50
M/s. Rapid cut	-	0.03	-
(ii) Trade Payable			
M/s. Rapid cut	0.36	-	0.93
(iii) Outstanding Balance			
Mr. Manesh Madeka	0.09	1.95	-
Mr. Bhautik Madeka	-	1.71	-
Mr. Mihir Madeka	-	1.46	-
Mr. Hardik Gandhi	0.01	0.01	0.01
Mr. Hemal Madeka	-	1.22	-
Mr. Bharat Madeka	-	1.46	-
Mr. Paresh Madeka	0.22	0.12	-
Mr. Rupesh Madeka	0.02	1.22	-
Mr. Jiten Madeka	3.40	1.22	-
Mr. Ashok Madeka	6.31	0.98	0.28
Mr. Pinakin Madeka	-	1.22	-
Mr. Sanjay Bole	0.01	0.13	-
Mr. Hiren Doshi (w.e.f March 12, 2021)	0.29	-	-
(iv) Advance Remuneration			
Mr. Manesh Madeka	-	-	0.80
Mr. Bhautik Madeka	-	-	0.70
Mr. Mihir Madeka	-	-	0.60
Mr. Hemal Madeka	-	-	0.50
Mr. Bharat Madeka	-	-	0.60
Mr. Paresh Madeka	-	-	0.05
Mr. Rupesh Madeka	-	-	0.50
Mr. Jiten Madeka	-	-	0.50
Mr. Pinakin Madeka	-	-	0.50
Mr. Sanjay Bole	-	-	0.13
(v) Loan (Refer note (i) below)			
Mr. Manesh Madeka	-	10.00	10.00
Mr. Bhautik Madeka	-	7.50	7.50
Mr. Mihir Madeka	-	7.50	7.50
M/s. Fillenpac Industries Private Limited	-	-	8.30
(vi) Interest receivable			
Mr. Manesh Madeka	-	-	1.10
Mr. Bhautik Madeka	-	-	0.83
Mr. Mihir Madeka	-	-	0.83
M/s. Fillenpac Industries Pvt Ltd	-	-	0.64

* The remuneration does not include gratuity since the same is calculated for all the employees of the Company as a whole.

Notes

Unsecured Loans given to Directors of the Company

(i) Included in loans and advances given are loans given to directors of the Company, the particular of which are disclosed in note no. 44, as required by section 186(4) of the Companies Act, 2013.

(ii) The unsecured loans are given to the directors of the company at a rate of interest of 11% p.a.

(iii) The company's transactions with related parties are at arm's length. managerial believes that the company's domestic and international transactions with related parties post March 31, 2020 continue to be at arm's length and that the transfer pricing legislation will not have any impact on the financial statements particularly on the amount of the tax expense for the year and the amount of the provision for taxation at the year end.

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(All amounts in INR Million, unless otherwise stated)

37 Operating Segments

A Basis for segmentation

The company is mainly engaged in the business of manufacturing and selling of machined / forged rings and auto components. The company's business falls within a single business segment of 'diversified auto components' and all the activities of the Company revolve around the main business.
The Chief Operating decision maker (CODM) monitors the operating results of the business as a whole for the purpose of making decisions about resource allocation and performance assessment.
Therefore, management views company's business activity as a single segment and segment's performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

B Geographical information

The management evaluates that the company operates in two principal geographical areas - India and Outside India.

The below table sets out present revenue, expenditure and certain asset information regarding the company's geographical segments:

Sales of Products and others	For the year ended March 31, 2021	For the year ended March 31, 2020
India	2,704.32	3,075.30
Outside India	3,459.00	3,584.64
Total	6,163.32	6,659.94

Other Non Current non financial assets	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
India	4,023.66	3,853.95	3,964.29
Outside India	-	-	-
Total	4,023.66	3,853.95	3,964.29

C Major External Customers

For the year ended March 31, 2021
The company has assessed that there are two customers from which the revenue from transactions is 10% or more of the company's total revenue for the year ended March 31, 2021.
Total amount of revenues from the customers is INR 1,934.00 million for the year ended March 31, 2021.

For the year ended March 31, 2020
The company has assessed that there is one customer from which the revenue from transactions is 10% or more of the company's total revenue for the year ended March 31, 2020. Total amount of revenues from the customer is INR 1,579.80 million for the year ended March 31, 2020.

For the year ended March 31, 2019
The company has assessed that there are three customers from which the revenue from transactions is 10% or more of the company's total revenue for the year ending March 31, 2019. Total amount of revenues from the customers is INR 3,517.81 million for the year ended March 31, 2019

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38 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

(INR in million)

	Carrying value		
	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Financial assets			
Loans to Directors (Note 3)	-	25.00	33.30
Security Deposits (Note 4)	4.57	5.17	5.43
Deposits with remaining maturity of more than twelve months (Note 4)	118.96	15.90	106.94
Financial liabilities			
Term loan from banks (Note 14)	208.10	351.44	830.92
Non Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	100.59	90.99	82.48
Optionally Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	14.76	-	-
Lease Liabilities - Non current (Note 15)	0.67	0.94	1.18

The management has assessed that the carrying amounts of the above financial instruments approximate their fair values.

The management assessed that carrying values of financial assets i.e., cash and cash equivalents, Loans, trade payables and trade receivables and other current assets and liabilities as at March 31, 2021 and March 31, 2020 are reasonable approximations of their fair values largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The liability component of a compound financial instrument is initially recognised at the fair value of a similar liability. Subsequently, this liability component is measured at amortised costs using effective interest method. Any initial directly attributable transaction costs are allocated to the liability and equity portion in the proportion of their initial carrying amounts.

The value of lease liability is determined by taking the present values of all the future outflows at an incremental borrowing rates applicable to the lessee.

39 Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets/liabilities as at March 31, 2021:

	Total	Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	INR in Million	INR in Million	INR in Million	INR in Million
Financial Asset carried at amortised cost				
Loans to Directors (Note 3)	-	-	-	-
Deposits with remaining maturity of more than twelve months (Note 4)	**118.96**	-	-	118.96
Trade Receivables (Note 8)	**1,708.01**	-	-	1,708.01
Security Deposits (Note 4)	**4.57**	-	-	4.57
Loans and Advances to Employees (Note 7)	**0.76**	-	-	0.76
Export Incentive Receivable (Note 10)	**60.98**	-	-	60.98
Cash and cash equivalents (Note 9)	**46.12**	-	-	46.12

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	Total	Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	INR in Million	INR in Million	INR in Million	INR in Million
Financial Liabilities at amortised cost				
Term loan from banks (Note 14)	208.10	-	-	208.10
Non Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	100.59	-	-	100.59
Optionally Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	14.76	-	-	14.76
Lease Liabilities - Non current (Note 15)	0.67	-	-	0.67
Short Term Borrowings (Note 19)	1,835.72	-	-	1,835.72
Trade Payables (Note 20)	1,176.35	-	-	1,176.35
Current maturities of Borrowings - Non current (Note 21)	335.74	-	-	335.74
Employee dues (Note 21)	53.28	-	-	53.28
Lease Liabilities - Current (Note 15)	0.39	-	-	0.39
Payables for capital goods (Note 21)	44.95	-	-	44.95

Quantitative disclosures fair value measurement hierarchy for assets/liabilities as at March 31,2020:

	Total	Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	INR in Million	INR in Million	INR in Million	INR in Million
Financial Asset carried at amortised cost				
Loans to Directors (Note 3)	25.00	-	-	25.00
Deposits with remaining maturity of more than twelve months (Note 4)	15.90	-	-	15.90
Trade Receivables (Note 8)	1,276.72	-	-	1,276.72
Security Deposits (Note 4)	5.17	-	-	5.17
Loans and Advances to Employees (Note 7)	0.97	-	-	0.97
Export Incentive Receivable (Note 10)	58.30	-	-	58.30
Cash and cash equivalents (Note 9)	12.45	-	-	12.45
Financial Liabilities at amortised cost				
Term loan from banks (Note 14)	351.44	-	-	351.44
Non Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	90.99	-	-	90.99
Optionally Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	-	-	-	-
Lease Liabilities - Non current (Note 15)	0.94	-	-	0.94
Short term Borrowings (Note 19)	1,939.26	-	-	1,939.26
Trade Payables (Note 20)	738.47	-	-	738.47
Current maturities of Borrowings - Non current (Note 21)	207.84	-	-	207.84
Employee dues (Note 21)	44.47	-	-	44.47
Lease Liabilities - Current (Note 15)	0.39	-	-	0.39
Payables for capital goods (Note 21)	7.57	-	-	7.57

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Quantitative disclosures fair value measurement hierarchy for assets/liabilities as at 31 March 2019:

	Total	Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	INR in Million	INR in Million	INR in Million	INR in Million
Financial Asset carried at amortised cost				
Loans to Directors (Note 3)	**33.30**	-	-	33.30
Deposits with remaining maturity of more than twelve months (Note 4)	**106.94**	-	-	106.94
Trade Receivables (Note 8)	**1,814.96**	-	-	1,814.96
Security Deposits (Note 4)	**5.43**	-	-	5.43
Loans and Advances to Employees (Note 7)	**1.23**	-	-	1.23
Export incentives receivable (Note 10)	**92.29**	-	-	92.29
Cash and cash equivalents (Note 9)	**1.38**	-	-	1.38
Financial Liabilities at amortised cost				
Term loan from banks (Note 14)	**830.92**	-	-	830.92
Non Convertible Preference Shares - Liability component of compound Financial instruments (Note 14)	**82.48**	-	-	82.48
Optionally Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	-	-	-	-
Lease Liabilities - Non current (Note 15)	**1.18**	-	-	1.18
Short term Borrowings (Note 19)	**2,343.25**	-	-	2,343.25
Trade Payables (Note 20)	**912.99**	-	-	912.99
Current maturities of Borrowings - Non current (Note 21)	**595.03**	-	-	595.03
Employee dues (Note 21)	**43.88**	-	-	43.88
Lease Liabilities - Current (Note 15)	**0.39**	-	-	0.39
Payables for capital goods (Note 21)	**6.74**	-	-	6.74

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40 Financial risk management objectives and policies

The Company's principal financial liabilities comprises of Loan from banks, liability portion of compound financial instrument, lease liabilities, employee dues and trade payables. The purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivables, loans to directors, loans & advances to employees, security deposits, Incentives/ benefits receivable from Government and cash & cash equivalents that derive directly from its operations.

The Company is exposed to -
- Market risk,
- Credit risk
- Liquidity risk

The Company's senior management oversees the management of these risks. The Board of Directors review and agree policies for managing each of these risks, which are summarised below -

A Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk mainly comprises of Interest rate risk and currency risk.

A.1 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company is exposed to interest rate risk primarily due to borrowings having floating interest rates given below:

Variable Rate Instruments	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
	INR in Million	INR in Million	INR in Million
Term loan from banks - Non current (Note 14)	208.10	351.44	830.92
Term loan from banks - current (Note 21)	335.74	207.84	595.03
Other short term borrowings (Note 19)	1,835.72	1,939.26	2,343.25
Total	**2,379.56**	**2,498.54**	**3,769.20**

Interest rate sensitivity analysis shown below with 1% that an increase / decrease in floating interest rates would result in decrease / increase in the Company's profit and equity by -

Interest Rate Sensitivity (INR in Million)						
Particulars	**As at March 31, 2021**		**As at March 31, 2020**		**As at April 01, 2019**	
	Up Move	**Down Move**	**Up Move**	**Down Move**	**Up Move**	**Down Move**
Impact on Equity	23.80	(23.80)	24.99	(24.99)	37.69	(37.69)
Impact on P&L	23.80	(23.80)	24.99	(24.99)	37.69	(37.69)
Total Impact	**47.60**	**(47.60)**	**49.98**	**(49.98)**	**75.38**	**(75.38)**

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A.2 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.
Company's unhedged foreign currency exposure are described below -

Particulars of unhedged foreign currency exposure	Currency (in million)	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Trade receivables (Note 8)	USD	17.88	8.15	13.12
	EUR	4.23	2.56	4.75
	ZAR	0.96	1.20	1.07
	CAD	0.16	-	-
	Equivalent INR in million	**1,687.60**	**829.69**	**1,284.02**
Trade payables (Note 20)	USD	4.84	3.27	3.87
	EUR	0.004	0.01	0.01
	CHF	-	-	-
	JPY	-	0.35	0.56
	Equivalent INR in million	**354.93**	**247.44**	**269.33**
Advance to suppliers	JPY	61.48	-	**0.53**
	USD	0.43	-	-
	Equivalent INR in million	**72.36**	-	**36.52**
Payables for capital goods	JPY	51.76	1.62	0.72
	Equivalent INR in million	**34.39**	**1.13**	**0.45**
Working capital facilities	USD	15.39	18.93	21.23
	EUR	3.28	2.73	5.12
	Equivalent INR in million	**1,409.44**	**1,648.38**	**1,869.80**

Foreign currency sensitivity analysis

The Company is mainly exposed to the currency : USD,EUR, JYP, ZAR and CAD.

The following table details, Company's sensitivity to a 5% increase and decrease in the rupee against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the exposure outstanding not hedged on receivables and payables in the Company at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rate. A positive number below indicates an increase in the profit and equity where the rupee weakening 5% against the relevant currency. For a 5% strengthen of the rupee against the relevant currency, there would be a comparable impact on the profit and equity, and the balances below would be negative.

Impact on profit or loss and total equity

Particulars	(INR in Million) As at March 31, 2021	(INR in Million) As at March 31, 2020	(INR in Million) As at April 01, 2019
Increase in exchange rate by 5%	177.94	136.33	173.02
Decrease in exchange rate by 5%	(177.94)	(136.33)	(173.02)

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B Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policies, procedures and controls relating to customer control risk management. Credit quality of a customer is assessed based on an individual credit limits and are defined in accordance with management's assessment of the customer. Outstanding customer receivables are regularly monitored. The concentration of credit risk is limited due to the fact that the customer base in large. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit loss. The Company uses ageing buckets and provision matrix for the purpose of computation of expected credit loss. The provision rates are based on past trend of recoverability. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. The Company does not hold collateral as security.

C Liquidity risk

Liquidated risk is the risk the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and to ensure that funds are available as per requirements. The company constantly generate cashflows from operation to meet its financial obligations when they fall due.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
	INR in Million	INR in Million	INR in Million	INR in Million	INR in Million
Year ended March 31, 2021					
Term loan from banks (Note 14)	-	-	208.10	-	**208.10**
Non Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	-	-	100.59	-	**100.59**
Optionally Convertible Preference Share-Liability component of compound Financial Instruments(Note 14)	-	-	-	14.76	**14.76**
Lease Liabilities - Non current (Note 15)	-	-	-	0.67	**0.67**
Short term Borrowings (Note 19)	171.10	-	-	-	**171.10**
Short term Borrowings (Note 19)		1,664.62	-	-	**1,664.62**
Trade Payables (Note 20)	-	1,176.35	-	-	**1,176.35**
Current maturities of Borrowings - Non current (Note 21)	-	335.74	-	-	**335.74**
Employee dues (Note 21)	-	53.28	-	-	**53.28**
Lease Liabilities - Current (Note 15)	-	0.39	-	-	**0.39**
Payables for capital goods (Note 21)	-	44.95	-	-	**44.95**
	171.10	**3,275.33**	**308.69**	**15.43**	**3,770.55**

	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
	INR in Million	INR in Million	INR in Million	INR in Million	INR in Million
Year ended March 31, 2020					
Term loan from banks (Note 14)	-	-	351.44	-	**351.44**
Non Convertible Redeemable Preference Shares - Liability component of compound Financial instruments (Note 14)	-	-	90.99	-	**90.99**
Optionally Convertible Preference Share-Liability component of compound Financial Instruments(Note 14)	-	-	-	-	-
Lease Liabilities - Non current (Note 15)	-	-	-	0.94	**0.94**
Short term Borrowings (Note 19)	190.83	-	-	-	**190.83**
Short term Borrowings (Note 19)	-	1,748.43		-	**1,748.43**
Trade Payables (Note 20)	-	738.47	-	-	**738.47**
Current maturities of Borrowings - Non current (Note 21)	-	207.84	-	-	**207.84**
Interest Accrued on Borrowings (Note 21)	-	-	-	-	-
Employee dues (Note 21)	-	44.47	-	-	**44.47**
Lease Liabilities - Current (Note 15)	-	0.39	-	-	**0.39**
Payables for capital goods (Note 21)	-	7.57	-	-	**7.57**
	190.83	**2,747.17**	**442.43**	**0.94**	**3,381.37**

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Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991
Notes to the Financial Statements for the year ended March 31, 2021
(All amounts in INR Million, unless otherwise stated)

	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
	INR in Million	INR in Million	INR in Million	INR in Million	INR in Million
Year ended March 31, 2019					
Term loan from banks (Note 14)	-	-	830.92	-	**830.92**
Non Convertible Preference Shares - Liability component of compound Financial instruments (Note 14)	-	-	52.45	30.03	**82.48**
Optionally Convertible Preference Share-Liability component of compound Financial Instruments(Note 14)	-	-	-	-	**-**
Lease Liabilities - Non current (Note 15)	-	-	-	1.18	**1.18**
Short term Borrowings (Note 19)	301.13	-	-	-	**301.13**
Short term Borrowings (Note 19)	-	2,042.12		-	**2,042.12**
Trade Payables (Note 20)	-	912.99	-	-	**912.99**
Current maturities of Borrowings - Non current (Note 21)	-	595.03	-	-	**595.03**
Interest Accrued on Borrowings and others (Note 21)	-	-	-	-	**-**
Employee dues (Note 21)	-	43.88	-	-	**43.88**
Lease Liabilities - Current (Note 15)	-	0.39	-	-	**0.39**
Payables for capital goods (Note 21)	-	6.74	-	-	**6.74**
	301.13	**3,601.15**	**883.37**	**31.21**	**4,816.86**

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41 Capital management

The Company aims to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust return on capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt is calculated as loans and borrowing less cash and cash equivalents

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
	INR in Million	INR in Million	INR in Million
Short term Borrowings (Note 19)	1,835.72	1,939.26	2,343.25
Long term loans from banks (Note 14)	208.10	351.44	830.92
Liability portion of Non Convertible Redeemable Preference Shares (Note 14)	100.59	90.99	82.48
Liability portion of Optionally Convertible Redeemable Preference Shares (Note 14)	14.76	-	-
Current maturities of Borrowings - Non current (Note 21)	335.74	207.84	595.03
Less - Cash and cash equivalent (Note 9)	46.12	1.38	1.38
Net debt (A)*	**2,448.79**	**2,588.15**	**3,850.30**
Equity** (Note 12 and 13)	3,567.33	2,681.05	2,153.44
Total Equity(B)	**3,567.33**	**2,681.05**	**2,153.44**
Capital gearing ratio (A/B)	**0.69**	**0.96**	**1.79**

* Debt is defined as long-term borrowings, short-term borrowings and current maturities of long term borrowings.

** Equity includes Equity share capital, reserves and surplus, Other comprehensive income and equity component of compound financial instrument.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

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(All amounts in INR Million, unless otherwise stated)

42 Leases

a) Company as a Lessee:

The company has lease contracts of two Lands used in its operations. The lease terms of lands are between 15 to 20 years. The company has evaluated that it does not have any short term and lease of low value assets. The company has identified that its job work contracts and warehousing agreements does not qualify under 'lease'.

The company has opted to apply for 'Full retrospective' as its transition approach under Ind AS 116 from the date of lease commencement. The Company applied the standard only to contracts that were previously identified as leases applying Ind AS 17 at the date of initial application.

Lease payments evaluated by the company are payments fixed in nature with company not exercising any termination or renewal options to terminate or extend the original lease term.

The initial direct costs are taken in consideration while accounting for the Right-of use asset.

The lease period for computation of lease is taken as 20 years from the date of commencement of each land lease.

Useful life of ROU asset for computation of amortisation expense on ROU assets is assumed to be the term of the lease and method used is Straight-line method.

The Company has applied the available practical expedients wherein it:

a. Used a single discount rate to a portfolio of leases with reasonably similar characteristics.

b. Applied the short-term leases exemptions to leases with lease term that ends within 12 months of the date of initial application.

For details on Right to use assets, refer note 2 (c)

b) Operating leases

The Company has entered into lease agreement for lease of land for windmill farm. The said agreement does not provide for increase in rent during the tenure of the agreement. Both the Company and lessor are entitled to terminate the lease by giving one month's notice to the other party. Rent income recognised in the Statement of Profit and Loss for the year in Note 26.

The carrying amounts of lease liabilities and the movements during the year:

i) **Right-of-use Assets**	**As at March 31, 2021**	**As at March 31, 2020**	**As at April 01, 2019**
Land (Note 2)			
At the beginning of the year	0.66	0.82	0.82
Additions	-	-	-
Deletions	-	-	-
Depreciation expenses (Note 2 and 31)	0.16	0.16	-
At the end of the year	**0.50**	**0.66**	**0.82**

ii) **Leased Liabilities**	**As at March 31, 2021**	**As at March 31, 2020**	**As at April 01, 2019**
At the beginning of the year	1.33	1.57	1.79
Additions	-	-	-
Accretion of Interest	0.12	0.15	0.17
Payments	(0.39)	(0.39)	(0.39)
At the end of the year	**1.06**	**1.33**	**1.57**

Leased Liabilities	**As at March 31, 2021**	**As at March 31, 2020**	**As at April 01, 2019**
Current lease liabilities	0.39	0.39	0.39
Non-current lease liabilities (Note 15)	0.67	0.94	1.18
	1.06	**1.33**	**1.57**

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iv) Amount recognised in Statement of Profit and loss during the year

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation/ amortisation expense on ROU asset (Note 31)	0.16	0.16
Interest expense on lease liabilities (Note 30)	0.12	0.15
	0.28	**0.31**

v) Amount recognised in Cashflow Statement

Particulars	As at March 31, 2021	As at March 31, 2020
Cash outflow for leases	0.39	0.39
	0.39	**0.39**

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(All amounts in INR Million, unless otherwise stated)

43 Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act, 2006)

		As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year			
	Principal amount due to micro and small enterprises	18 91	14 58	25 35
	Interest due on above	0 29	0 18	0 08
		19 20	14 76	25 43
(i)	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-	-
(ii)	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-	-
(ii)	The amount of interest accrued and remaining unpaid at the end of each accounting year	0 47	0 18	0 08
(iv)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-	-

The above information regarding Micro, Small and Medium Enterprise has been determined to the extent such parties have been identified on the basis of information available with the company This has been relied upon by the auditors

44 Disclosure required under Sec 186(4) of the Companies Act 2013

Included in current and Non - current financial assets - Loans are the loans given to directors, the particulars of which are disclosed below as required by Section 186(4) of Companies Act 2013

Particulars	Rate of Interest	Secured/ Unsecured	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Loan given to directors (Refer Note 3)	11%	Unsecured	-	25 00	25 00
Loan given to M/s Fillenpac Industries Pvt Ltd	11%	Unsecured	-	-	8 30
Loans to Aryan Arcade (Refer Note 7)	10%	Unsecured	-	29 90	-

No loans and advances are due from directors or other officers of the Company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person other than as disclosed in Note 36

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ROLEX RINGS LIMITED RAJKOT

45 First time adoption

A. First-time adoption

These financial statements for the year ended March 31, 2021, are the first financial statements prepared in accordance with Ind AS. For all periods up to and including the year ended March 31, 2020, the company prepared its financial statements in accordance with accounting principles generally accepted in India ("Indian GAAP") including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under Section 133 of the Act read with Companies (Accounts) Rules 2014 (as amended).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2021, together with the comparative period data as at and for the year ended March 31, 2020, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2019, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at April 1,2019 and the financial statements as at and for the year ended March 31, 2020.

Ind AS 101 allows first time adopters certain exemptions and exceptions from the retrospective application of certain requirements under Ind AS as follows:

B. Exemption Applied

(a) Deemed cost

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible assets and Capital work-in-progress and intangible assets under development. Accordingly the Company has elected to measure all of its property, plant and equipment, intangible assets, capital work-in-progress and intangible assets under development at their Previous GAAP carrying value.

(b) Designation of previously recognised financial instruments

Financial assets and financial liabilities are classified at fair value through profit or loss based on facts and circumstances as at the date of transition to Ind AS i.e. April 01, 2019. Financial assets and liabilities are recognised at fair value as at the date of transition to Ind AS i.e. April 01, 2019 and not from the date of initial recognition.

C. Mandatory Exceptions

(a) Estimates

The estimates as at April 01, 2019 and March 31, 2020 are consistent with those made for the same dates in accordance with Indian GAAP except impairment of financial assets based on expected credit loss model and unquoted equity shares at fair value through profit or loss. The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 01, 2019, the date of transition to Ind AS and as of March 31, 2020.

(b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

(c) Derecognition of financial assets and financial liabilities

As set out in Ind AS 101, the Company has applied the derecognition requirements of Ind AS 109 prospectively for transactions appearing on or after the date of transition to Ind AS.

(d) Impairment of financial assets

The Company has applied exception related to impairment of financial assets given in Ind AS 101. It has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial assets were initially recognised and compared that to the credit risk at April 01, 2019, being the date of transition to Ind AS.

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D. Reconciliation of total equity as at March 31, 2020 and April 01, 2019

Equity reconciliation

	Notes to first time adoption	March 31,2020	April 01,2019
Total equity as per previous GAAP		2788.69	2255.38
Ind AS adjustments:			
Impact on account of compounded financial instruments	a	(90.99)	(82.48)
Impact on account of application of Ind AS 116 (net)	b	(0.68)	(0.74)
Others			
Impact of above adjustments on deferred taxes	c	(15.97)	(18.72)
Total equity as per Ind AS FS		**2,681.05**	**2,153.44**

Profit reconciliation

	Notes to first time adoption	March 31,2020	April 01,2019
Net profit after tax under Previous GAAP		**533.31**	**616.54**
Ind AS adjustments			
Impact on account of compound financial instrument	a	(8.51)	(7.69)
Impact on account of application of Ind AS 116 (net)	b	0.06	0.05
Others	c	2.77	0.35
Impact of above adjustments on deferred taxes	d	1.78	(18.84)
Total adjustments		**(3.90)**	**(26.13)**
Net profit for the year		**529.41**	**590.41**
Other comprehensive income (net of tax)	d,e	(1.80)	(0.23)
Total Comprehensive Income as per Ind AS		**527.61**	**590.18**

E. Notes to first time adoption

(a) Accounting of compounded financial instruments

Pursuant to Ind AS 32, Non Convertible Redeemable Preference shares issued by the company is split into equity and liability components and presented accordingly. The measurement of liability component is done at fair value at the inception and subsequently at amortised cost. under I-GAAP Non Redeemable Preference Shares were accounted at cost and presented as part of Share Capital

(b) Leases

Under Previous GAAP, lease rentals were recognised as an expense after giving straight lining impact. Under Ind AS 116, the lessee shall recognise right of use assets and lease liabilities at the inception of lease. Right of use asset shall be depreciated over the lease period and lease liability shall be classified as financial liability and finance cost shall be charged on it for each reporting period. The above calculated amount is cumulative of depreciation on right-of-use assets, finance cost element and reversal of lease rent expenses.

(c) Deferred tax

The transitional adjustments have led to temporary differences and accordingly, the Company has accounted for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

(d) Actuarial loss transferred to Other Comprehensive Income

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of Statement of Profit and Loss. As a result of this change, profit for the year ended March 31, 2019 and March 31, 2020 has decreased by Rs. 0.23 million and Rs. 1.80 million respectively. There is no impact on total equity.

(e) Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in profit or loss for the year unless standard requires or permits otherwise. Items of income and expense that are not recognised in profit and loss but are shown in the Statement of Profit and Loss as 'other comprehensive income' includes remeasurements of defined benefit plans. The concept of other comprehensive income did not exist under the Previous GAAP.

Accordingly, the Company has elected to measure all of its property, plant and equipment, intangible assets at their previous GAAP carrying value.

The accompanying notes are an integral part of these Ind AS financial statements

F. Statement of Cash flows

Impact of above Ind AS adjustments in the statement of cash flows for the year ended March 31, 2020 is as follows.

Cash flow reconciliation for the year ended March 31, 2020 (INR in Millions)

Particulars	Indian GAAP	Adjustments	Ind AS
Net cash flow from operating activities	1,837.38	0.39	1,837.77
Net cash flow from investing activities	(141.70)	-	(141.70)
Net cash flow from financing activities	(1,684.61)	(0.39)	(1,685.00)
Net increase in cash and cash equivalents	11.07	-	11.07
Cash and cash equivalents at the beginning of the year	1.38	-	1.38
Cash and cash equivalents at the end of the year	12.45	-	12.45

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46 The COVID-19 pandemic has disrupted various business operations due to lockdown and other emergency measures imposed by the government. The operations of the Company were impacted briefly, due to shutdown of factory following nationwide lockdown. The Company continues with its operations in line with directives from the authorities.

The company has made detailed assessment of its liquidity positions and business operations for next year and its possible effect on the carrying value of assets. The Company does not expect significant impact on its operations and recoverability of value of its assets based on current indicators of future economic conditions. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial statements. The company will continue to monitor any material changes to future economic condition and its impact, if any.

47 Pursuant to the meeting of Board of Directors held on March 03, 2021, the company issued to the subscribers 9 optionally convertible redeemable preference shares ('OCRPS) of Rs. 10/- each at zero coupon rate for every 44 (Forty Four) Equity shares held by them. Consequently 26,30,000 OCRPS have been issued. As per the terms of the issue, the holder of OCRPS will have an option to convert the same into equity shares at a face value of Rs. 10/- each if the Company opts for the Initial Public Offer (IPO) in future, then the said OCRPS will be optionally converted in to Equity Shares after filing of Draft Red Herring Prospectus but before filing of Red Herring Prospectus. Further the said preference shares will not be entitled for any dividend during the currency of tenure. Subsequent to year end the company has opted to go for the IPO, the holder have exercise the option of conversion. Accordingly 26,30,000 equity shares are issued on July 16, 2021.

48 No significant subsequent events have been observed till date of these financial statements which may require any additional disclosure or an adjustment to financial statements.

As per our report of even date

For S R B C & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 324982E/E300003

per Sukrut Mehta
Partner
Membership No.: 101974

Place : Ahmedabad
Date : July 18, 2021

S R B C & CO LLP CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Rolex Rings Limited (formerly known as Rolex Rings Private Limited)
CIN: U28910GJ2003PLC041991

Manesh Madeka
Managing Director
DIN: 01629788

Place: Rajkot
Date : July 18,2021

Bhautik Madeka
Director
DIN: 01761543

Place: Rajkot
Date : July 18, 2021

ROLEX RINGS LIMITED RAJKOT

CS Hardik Gandhi
Company Secretary

Place: Rajkot
Date : July 18,2021

Hiren Doshi
Chief financial officer

Place: Rajkot
Date : July 18, 2021