



BSL/SEC/21

2nd September, 2021

BSE Limited
Listing Deptt.
Floor 25, P.J. Towers
Dalal Street,
MUMBAI - 400 001

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza Bandra-Kurla Complex
Bandra (East), MUMBAI-400 051

Scrip Code: 503722

Symbol" BANSWRAS"

Sub: Annual Report for the Financial Year 2020-21

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year 2020-21 along with the Notice convening the 45th Annual General Meeting ("AGM") scheduled to be held on Friday, 24th September, 2021 at 11.00 a.m. (1ST) through Video Conferencing/ Other Audio Visual Means in accordance with relevant circulars issued by the Ministry of Corporate Affairs and SEBI.

The Annual Report along with the Notice of the AGM for the Financial Year 2020-21 is also available on the website of the Company at www.banswarasyntex.com

Please take the above information on record.

Thanking You,

Yours Faithfully

For BANSWARA SYNTEX LIMITED


(H.P. KHARWAL)

Company Secretary & Compliance Officer

Membership No. ACS 28614

Encl.: as above.



BANSWARA SYNTEX LIMITED
CORPORATE OFFICE

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002
Tel : +91 22 66336571-76 | Fax : +91 22 2206 4486
Email : info@banswarafabrics.com

REGISTERED OFFICE & MILLS

Industrial Area, Dahod Road, Banswara - 327 001 (Rajasthan)
Tel : +91 2962 240690 - 93, 257676 - 81
Email : info@banswarafabrics.com



BANSWARA

Banswara Syntex Limited



45th

Annual Report
2020-21



ANNUAL REPORT 2020-21

COMPANY INFORMATION

BOARD OF DIRECTORS

Shri Rakesh Mehra	Chairman
Shri Ravindra Kumar Toshniwal	Managing Director
Shri Shaleen Toshniwal	Joint Managing Director
Shri Praduman Kumar	Independent Director
Shri Devendra Pal Garg	Independent Director
Dr. Shri Bhagwan Agarwal	Independent Director
Shri Vijay Kumar Agarwal	Independent Director
Shri Kamal Kishore Kacholia	Independent Director
Shri Vijay Mehta	Independent Director
Dr. Vaijayanti Ajit Pandit	Independent Director
Shri Jagdeesh Mal Mehta	Independent Director
Mr. David Vlerick	Independent Director

EXECUTIVES

Shri J. K. Rathi, President
Smt. Kavita Soni, Sr. Vice President (CSR)
Shri Prashant Joshi, Sr. Vice President (Fabrics)
Shri Rahul Bhaduria, Sr. Vice President (Garments)
Shri Pawan Mangal, Sr. Vice President (Spinning)

CHIEF FINANCIAL OFFICER

Shri J. K. Jain, Joint President & CFO

COMPANY SECRETARY & COMPLIANCE OFFICER

Shri H.P. Kharwal

STATUTORY AUDITORS

M/s K. G. Somani & Co.
3/15, Asaf Ali Road, New Delhi - 110002

BANKERS

Punjab National Bank
Union Bank of India
Bank of Baroda
Bank of India

REGISTRAR & SHARETRANSFER AGENT

M/s. Computech Sharecap Ltd.
147, Mahatma Gandhi Road, Fort, Opp. Jahangir Art Gallery,
MUMBAI-400 001.
Email: helpdesk@compu techsharecap.in
Website: www.compu techsharecap.in
Phone No. (022)-22635000, 22635001
Fax: (022)-22635005

OFFICES

REGISTERED OFFICE

Industrial Area, Dahod Road, Post Box No. 21
BANSWARA-327 001 (Rajasthan)
CIN: L24302RJ1976PLC001684
Email: hpkharwal@banswarasyntex.com
Website: www.banswarasyntex.com
Phone No. (02962) 257676, 257679-681
Fax No. (02962) 240692

HEAD/MARKETING OFFICE

4th/5th Floor, Gopal Bhawan
199, Princess Street
MUMBAI-400 002

DELHI OFFICE

401, 4th Floor, 2E/23, Opp. Bank of India,
Jhandenwala Ext.,
NEW DELHI - 110055

JAIPUR OFFICE

Ankur Apartments, S-6, Jyoti Nagar Extension,
JAIPUR-302 005 (Rajasthan)

PLANTS

Banswara Unit

(Spinning, Weaving & Finishing),
Industrial Area, Dahod Road
BANSWARA-327001 (Rajasthan)

Daman Unit (Garment)

- 98/3, Village Kadaiya Nani Daman
DAMAN-396 210 (U.T)
- Survey No. 713/1, 713/2, 713/3, 725/2 &
725/1, Village Dabhel, Nani Daman,
DAMAN-396 210 (U.T)

Surat Unit (Garment)

Plot No. 5-6, G.I.D.C., Apparel Park, SEZ Sachin
SURAT-394 230 (GUJRAT)



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QUALITY POLICY

We, Banswara Syntex Limited wish to be world class in the manufacture of Yarns, Fabrics and Garments. Our endeavour is to anticipate & exceed Customers / Interested parties satisfaction by understanding their need and expectation and thus, ensuring quality and timely delivery by:-

- * Being in close contact with the Customers/ Interested parties and getting their feedback.
- * Continuous innovation in Product Development.
- * Continual improvement in QMS and Quality through HRD, Up-gradation of Plant & Machinery and improvement in methods of work.
- * Complying with statutory and regulatory requirement
- * Participation of Management and Employees as one team.

NOTICE OF 45TH ANNUAL GENERAL MEETING

NOTICE is hereby given that 45th Annual General Meeting (AGM) of the shareholders of Banswara Syntex Ltd. will be held on Friday the 24th day of September, 2021 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To adopt:
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and Auditors thereon and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 and Auditors' report thereon.
2. To declare final dividend on Equity Shares for the financial year ended 31st March, 2021.
3. To appoint a Director in place of Shri Shaleen Toshniwal, Whole Time Director (DIN: 00246432, who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **To ratify the remuneration to the Cost Auditors for the Financial Year 2021-22.**

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the payment of the remuneration of ₹ 2,40,000/- (Rupees Two Lakh Forty Thousand only) plus GST and reimbursement of actual out of pocket expenses to M/s. K.G. Goyal & Co., Cost Accountants (Firm Registration No.000017) who were appointed by the Board of Directors of the Company, as "Cost Auditors" to conduct the audit of the cost records maintained by the Company for Financial Year ending on 31st March, 2022, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **To re-appoint Shri Jagdeesh Mal Mehta (DIN: 00847311) as an Independent Director.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI's Listing Regulations) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Jagdeesh Mal Mehta (DIN: 00847311), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, Regulation 16(1)(b) of the SEBI's Listing Regulations and pursuant to Regulation 17(1A) of SEBI's Listing Regulations that he has attained the age of 79 years and being eligible for re-appointment and in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be, and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for a second term of 5 (five) years with effect from 27th October, 2021 to 26th October, 2026.

RESOLVED FURTHER THAT the Board of Directors be and is hereby, authorised to do all such acts, things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **To continue the current term of Shri Devendra Pal Garg (DIN: 00003068) as an Independent Director.**

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

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to applicable provisions of the Companies Act, 2013 if any, and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded to continue the directorship of Shri Devendra Pal Garg (DIN: 00003068) as a Non Executive Independent

Director of the Company till the expiry of his existing term i.e. up to 31st March, 2024, not with standing that on 24th December, 2021 he attains the age of 75 years.

RESOLVED FURTHER THAT the Board of Directors be and is hereby, authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **To grant loan to Tesca Textiles & Seat Components (India) Pvt. Ltd., Joint Venture Company.**

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

"RESOLVED THAT pursuant to the provisions of Section 179, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company be and is hereby accorded for granting loan amount not exceeding ₹ 2.00 Crore to Tesca Textiles & Seat Components (India) Pvt. Ltd., Joint Venture Company and a Related Party and an entity in which Directors of the Company are interested, in one or more tranches, and on such other terms and conditions mentioned in the agreement draft of which is placed before the meeting and initialled by the Company Secretary for the purpose of identification and such loan to be utilized by the borrowing company for the purpose of

its principal business activities.

RESOLVED FURTHER THAT the above said loan is to be granted at 5.50 % p.a. rate of Interest.

RESOLVED FURTHER THAT the Board of Directors be and is hereby, authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board
For **Banswara Syntex Ltd.**

Sd/-

(H.P. KHARWAL)

COMPANY SECRETARY

M.No. A28614

Place: Banswara

Dated: 18th June, 2021

Registered Office

Industrial Area, Dahod Road,
Post Box No. 21,
BANSWARA-327001 (Raj.)

NOTES:

1. In view of the global outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), Government of India, has vide its General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under on account of the threat posed by Covid-19" and General Circular No. 20/ 2020 dated 5th May 2020 and General Circular No. 2/ 2021 dated 13th January, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD/2/CIR/P/ 2021 dated 15th January, 2021, in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Covid-19 pandemic" ("SEBI Circular") have permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue.
2. As per the provisions of Clause 3 A. II of the General Circular No. 20/ 2020 dated 5th May, 2020, the matter of Special Business as appearing at Item Nos. 4, 5, 6 & 7 of the accompanying Notice, is considered to be unavoidable by the Board and hence, form part of this Notice.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM/Meeting") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND SEBI CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA AND SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
4. An Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the ensuing Annual General Meeting (Hereinafter referred to as MEETING / AGM) is appended hereto. The relevant details as required under Regulation 36(3) of SEBI's Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM is annexed herewith.
5. Corporate/Institutional Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer/RTA by email through its registered email address at helpdesk@computechsharecap.in with a copy marked to helpdesk.evoting@cdslindia.com.
6. As per Regulation 40 of the SEBI'S Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 7, 2020 read with SEBI circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode.

In view of above and having regard to the difficulties experienced by the shareholders in disposing of the shares held in physical form and to mitigate the hardships caused to them, the Company is providing to them KYC Form for furnishing PAN and Bank details and procedure for mandatory dematerialization under notification as mentioned above.
7. To support the "Green initiative" and pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their E-mail address either with the Company or with the Depository

Participant(s) unless any member has requested for a hard copy of the same. The Annual Report for the Financial Year 2020-21 along with Notice for AGM is available at the website of the Company at www.banswarasyntex.com under 'Financials' Section.

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and in case the shares are held by them in physical form intimate changes to

Computech Sharecap Limited, (RTA) :-

Address: 147, Mahatma Gandhi Road, Opp. Jahangir Art Gallery, Fort, Mumbai – 400001 (Maharashtra)

Phone: +91 22 22635000/01

Fax: +91 22 22635005

E-mail: helpdesk@compu techsharecap.in

Website: www.compu techsharecap.com

Members are requested to quote their Regd. Folio Number / DP and Client ID Nos. in all their correspondence with the Company or its RTA.

9. Members holding shares in physical form can avail the nomination facility as permitted under Section 72 of the Companies Act, 2013 by filing Form No. SH-13. If a member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Members holding shares in physical form are requested to obtain the nomination forms from the Company's Registrar and Share Transfer Agents (RTA). Members holding shares in electronic form may obtain the nomination forms from their respective depository participants. Both the forms are also available on the website of the Company at www.banswarasyntex.com under 'Investors' section.
10. Members who hold shares in the physical form in multiple folios in identical names or joint holdings in the same order of names are requested to send the Share Certificate(s) to RTA, for consolidation into single folio and are further requested to dematerialize their physical holdings.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members seeking any information with regard to the

accounts or any matter to be placed at the AGM, are requested to write to the company at least 7 days in advance of the Annual General Meeting. The same will be replied by the company suitably.

13. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.banswarasyntex.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL i.e. www.evotingindia.com.
14. The Register of Members and Shares Transfer Books of the Company shall remain closed from 18th September, 2021 to 24th September, 2021 (both days inclusive).
15. Non-Resident Indian Members are requested to inform RTA of the Company in case of any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch name, account type, account number and address of the bank with pin code number, if not furnished earlier.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account Details by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN and Bank Account Details to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form can submit their PAN and Bank Account details to the Company's RTA.
17. The shareholders who have, so far, not encashed the dividend warrants for the year 2013-14 to 2019-20, are hereby informed to encash their dividend warrants by surrendering the same, in original, to the Company and getting demand drafts issued in lieu thereof/ get the same credited in their account by NEFT.

As per the provisions of the Companies Act, 1956 and 2013 respectively, the unpaid dividend after the expiry of seven years from the date of transfer to unclaimed/ unpaid dividend account of the Company will be transferred to Investors' Education and Protection Fund (IEPF).

As per Section 124(6) of the Act read with the IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account.

In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5.

18. National Automated Clearing House (NACH): To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided NACH facility to the members for the remittance of dividend. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's RTA viz. Computech Sharecap Limited in the form being forwarded with the Annual Report.
19. The Members desiring inspection of the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 during AGM and the relevant documents refer to in the Notice of AGM, may send their request in writing (by email) to the Company at Secretarial@banswarasyntex.com
20. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on 17th September, 2021.
21. CS Manoj Maheshwari, FCS 3355 Practising Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting and e-Voting process to be carried out at this AGM in a fair and transparent manner.
22. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to the AGM) and make, within Two working days of conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favor or

against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.

The results declared along with the Scrutiniser's Report shall be placed on the website of the Company www.banswarasyntex.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously communicate the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

23. **E-Voting System– For e-Voting and Joining Virtual meetings**

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI's Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by CDSL.

24. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
25. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
26. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast

vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.

27. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.banswarasyntex.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. www.evotingindia.com.

28. THE INSTRUCTIONS OF MEMBERS FOR e-Voting AND JOINING VIRTUAL MEETINGS ARE AS UNDER

- i) The voting period begins from 9:00AM on 20th September, 2021 and ends at 5:00 PM on 23rd September, 2021. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 17th September, 2021 i.e. Record Date may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated 9th December, 2020 under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

- iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method **for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-Voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/ Depository Participant are requested to use the code NPBSL along with the 5 digits of the sequence number mentioned on the attendance slip.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the Depository or Company, please enter the member ID / Folio No. in the Dividend Bank details field as mentioned in instruction (v).</p>

- vi) After entering these details appropriately, click on "SUBMIT" tab.
- vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - d. For Members holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
 - e. Click on the EVSN to choose Banswara Syntax Ltd. to vote.
- viii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- ix) Click on the "RESOLUTIONS FILE LINK" if you wish to

view the entire Resolution details.

- x) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiv) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only**

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate module.

 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
- Members who have voted through Remote E-voting will be eligible to attend the meeting. However, they

- will not be eligible to vote at the AGM.
4. Members are encouraged to join the Meeting through Laptops / IPads for better experience.
 5. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 7. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The members who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
 8. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 9. Only those members, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 10. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.
2. Only those members, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and

are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. In case you have any queries or issues regarding e-Voting, you may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s K.G. Goyal & Co., (Registration No. 000017), to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Audit and Records) Rules 2014, the remuneration payable to the Cost Auditor has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought, by passing an Ordinary Resolution as set out in Item No. 4 of the Notice, for ratification of the remuneration of ₹ 2,40,000/- plus GST and reimbursement of actual out of pocket expenses payable to the Cost Auditor for the financial year ending 31st March, 2022.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at **Item No. 4** of the Notice.

The Board recommends the Ordinary Resolution set out at **Item No. 4** of the Notice for approval by the shareholders.

ITEM NO. 5

Shri Jagdeesh Mal Mehta (DIN: 00847311), was appointed as Independent Director on the Board, for a period of 5 years w.e.f. 27th October, 2016, pursuant to the provisions of Section 149 and 152 of the Companies, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI's Listing Regulations"). The appointment was approved by the Members of the Company in the 41st AGM held on 14th September, 2017.

He holds office as an Independent Director of the Company up to 26th October, 2021 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Board, on the basis of methodology for effective evaluation of performance and recommendation of the Nomination and Remuneration Committee, considering his background, experience and contribution, his continued association would be beneficial to the Company. Therefore, it is desirable to continue to avail his services as an Independent Director for further term of 5 (five) consecutive years on the Board of the Company.

Accordingly, it is proposed to re-appoint Shri Jagdeesh Mal Mehta, as an Independent Director of the Company, not liable to retire by rotation and to hold office for second term of 5 (five) years, on the Board of the Company with effect from 27th October, 2021 to 26th October, 2026. He has given his (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and provisions of SEBI's Listing Regulations and also confirmed that he is not debarred from appointment by MCA, SEBI or any statutory authority.

Company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director.

As per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, notified on 9th May, 2018, approval of the shareholders by way of a special resolution is required for re-appointment of the Non-Executive Independent Directors of the Company who have attained the age of 75 years. Shri Jagdeesh Mal Mehta is about 79 years old.

In the opinion of the Board, he fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the SEBI's Listing Regulations and he is independent from the management.

Details of Shri Jagdeesh Mal Mehta, whose re-appointment as an Independent Director is proposed at Item No. 5 are provided **in the annexure to the NOTICE**, pursuant to the provisions of the (i) SEBI's Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Shri Jagdeesh Mal Mehta, is interested in the resolution set out at **Item No. 5** of the Notice with regard to his re-appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at **Item No. 5** of the Notice for approval by the members.

ITEM NO.6

Securities and Exchange Board of India has amended the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on 9th May, 2018 and inserted new sub-regulation (1A) after the existing Sub-regulation (1) of regulation 17, namely,-

“No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.”

According to this sub-regulation listed entity shall not appoint a person or continue directorship of any person as a non-executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect.

Since Shri Devendra Pal Garg (DIN:-00003068), Independent Director of the company is attaining the age of 75 years on 24th December, 2021, and require shareholders' approval for continuation of his current term. The appointment of Shri Devendra Pal Garg as an Independent Director of the Company to hold office for the period of 5 years effective from 1st April, 2019 was approved by the shareholders of the Company at their 42nd Annual General Meeting held on 24th September, 2018. The Nomination & Remuneration Committee ('the Committee') and the Board of Directors of the Company ('the Board') are of the view that he is expert in his respective field and his experience and valuable guidance is beneficial to the Company. Hence, in order to take advantage of his counsel and advice would be appropriate that he continue to serve on the Board till the completion of his present terms of appointment as already approved by the Members and he is not debarred from appointment by MCA, SEBI or any statutory authority. Accordingly, the Board through resolution, on the recommendation of the Committee, have recommended for the approval of the Members, the continuation of the term of Shri Devendra Pal Garg as Independent Director of the Company till the end of current tenure i.e. up to the 31st March, 2024. The Board recommends the Resolution as set out above for approval of the members as Special Resolution. In the opinion of the

Board, he fulfils the conditions specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for such appointment and that he is independent of the management.

Details of Shri Devendra Pal Garg, whose re-appointment as an Independent Director is proposed at Item No. 6 are provided in the annexure to the NOTICE, pursuant to the provisions of the (i) SEBI's Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Keeping in view the experience of and contributions made by Shri Devendra Pal Garg who is attaining the age of 75 years on 24th December, 2021, the Board recommends the Special Resolution set out in the Item No 6 for the approval of the shareholders of the Company.

Except Shri Devendra Pal Garg, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution.

The Board recommends the Special Resolution set out at **Item No. 6** of the Notice for approval by the members.

ITEM NO.7

Pursuant to Section 185 of the Companies Act, 2013 (as amended by the Companies (Amendment) Act, 2017, a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of 'a person in which any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a special resolution in the general meeting. It is proposed to grant loan amount not exceeding Rs. 2.00 Crore to Tesca Textiles & Seat Components (India) Pvt. Ltd., Joint Venture Company and a Related Party and an entity in which Directors of the Company are interested, in one or more tranches. The proposed loan shall be at 5.50 % p.a. rate of Interest. The fund so raised by the borrowing Company shall be used for its principal business activities only.

Particulars of proposed transactions for the purpose of approvals under Section 188 of the Companies Act, 2013 and Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014

Name of the related party;	Tesca Textiles & Seat Components (India) Pvt. Ltd
Name of the director or key managerial personnel who is related, if any;	Shri Rakesh Mehra and Shri Ravindra Kumar Toshniwal
Nature of relationship Nature, material terms, monetary value and particulars of the contract or arrangements;	Joint Venture Company granting loan not exceeding ₹ 2.00 Crore
Any other information relevant or important for the members to take a decision on the proposed resolution.	The fund so raised by the borrowing Company shall be used for its principal business activities only.

Except Shri Rakesh Mehra, Shri Ravindra Kumar Toshniwal or their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives in any way, financially or otherwise, concerned or interested in the above resolution.

The Board recommends the Special Resolution set out at **Item No. 7** of the Notice for approval by the members.

By order of the Board
For **Banswara Syntax Ltd.**
Sd/-

(H.P. KHARWAL)

COMPANY SECRETARY

M. No. A28614

Place: Banswara

Dated: 18th June, 2021

Registered Office

Industrial Area, Dahod Road,
Post Box No. 21,
BANSWARA-327001 (Raj.)

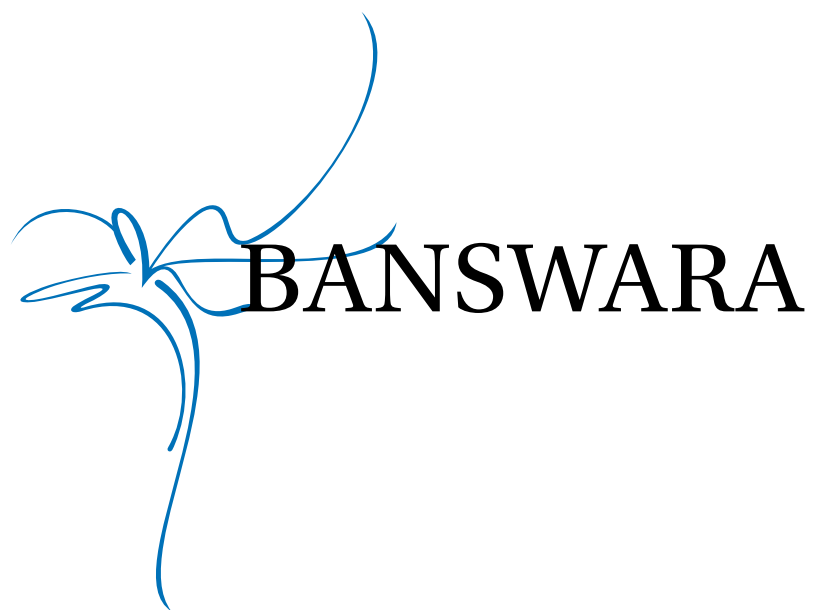
DETAILS / PROFILE OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 45th AGM AS PER REGULATION 36(3) OF SEBI'S LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ON GENERAL MEETING.

Position/Post	Re-Appointment/Director Retiring by Rotation	Re-Appointment	Continuation of appointment
Name of the Director	Shri Shaleen Toshniwal	Shri Jagdeesh Mal Mehta	Shri Devendra Pal Garg
DIN	00246432	00847311	00003068
Date of Birth & Age	18.03.1977 (Age 44 Yrs.)	22.10.1942 (Age 79 Yrs.)	24.12.1947 (Age 74 Yrs.)
Date of first Appointment on the Board	21.10.2003	27.10.2016	06.09.2003
Qualification (s)	Bachelor's degree in Business Management from Bentley College, USA.	B.A. LLB	Graduate in Mech. Engineering from university of Delhi & Masters in Industrial Engineering from Illinois Institute of technology, Chicago, USA
Experience and Expertise	He is a Bachelor in Business Management from Bentley College, USA. He is having over 17 years' Experience in the textile industry. He looks after all the five readymade garment units of the Company at Daman and Surat. Thermal power plant and H.R. strategy of the company.	He has career spanning over 49 years since 1971; he has been CEO, with the total responsibility of a company, reporting directly to chairman. He has excellent track record in managing various type of companies in different industries like, oil & gas (Refinery), Textiles, Chemicals, Power Newspaper etc.	He is an industrialist, and is on the Board of the Company since last 17 years. He has vast experience in Projects execution, implementation, finance, governance and monitoring Import & Export trade.
Name(s) of the Listed Companies in which directorship held as on 31.03.2021	1. Banswara Syntex Ltd.	1. Technocraft Industries (India) Limited 2. Banswara Syntex Ltd.	1. Banswara Syntex Ltd.
Membership / Chairmanship of the Committees of Boards of other companies	NIL	Member of Audit Committee of Technocraft Industries (India) Limited	NIL
No. of Shares held in the Company	2140745	205	500
Remuneration Sought to be paid/last drawn	During Financial year 2020-21 ₹ 54.03 Lakhs was paid	Only sitting fees is being provided	Only sitting fees is being provided
Terms & Conditions of reappointment	Same as approved by shareholders through postal Ballot on 28 th December, 2020	Same as approved by shareholders in the 41 st Annual General Meeting held on 14 th day of September, 2017	Same as approved by shareholders in the 42 nd Annual General Meeting held on 24 th day of September, 2018.
Relationships between the Directors inter-se	1. Shri Ravindra Kumar Toshniwal - Brother 2. Shri Rakesh Mehra Brother-in-law	N.A.	N.A.
The number of meetings of the Board attended during the year (2020-21)	4 (four)	4 (four)	4 (four)

By order of the Board
For **Banswara Syntex Ltd.**
Sd/-

(**H.P. KHARWAL**)
COMPANY SECRETARY
M. No. A28614

Place: Banswara
Dated: 18th June, 2021
Registered Office
Industrial Area, Dahod Road, Post Box No. 21,
BANSWARA-327001 (Raj.)



Board's Report

BOARD'S REPORT

Dear Shareholders,

Your Directors are pleased to present the 45th Annual Report of the Company together with the Audited Financial Statements for the Financial Year ended 31st March, 2021.

Financial Results

The summary of financial performance of Company for the year ended 31st March, 2021 is furnished hereunder:-

(₹ in Lakhs)

Particulars	Current year 2020-21	Previous year 2019-20
Revenue from Operation	78,662	1,28,950
Other Income	1,623	1,287
Total Revenue	80,285	1,30,237
Profit before interest, depreciation & tax (PBIDT)	9,538	15,750
Less: Interest	3,256	4,872
Profit Before Depreciation (PBDT)	6,282	10,878
Less: Depreciation	4,647	5,121
Profit before tax	1,635	5,758
Tax Expenses	241	419
Profit after Tax	1,394	5,338
Other comprehensive Income	157	55
Total comprehensive Income	1,551	5,283
Dividend on Equity Shares	257	257
Earnings per share (Rs.) : Basic	8.14	31.19
Diluted	8.14	31.19

Operations & State of Affairs

During the year 2020-21, the business operations of the Company were adversely impacted due to Pandemic COVID-19 and consequent Lock-downs, lower demand of the Company's products paucity of orders and availability of required resources for smooth operations of the Company. The capacity utilization in all the areas i.e. Spinning, Weaving, Processing and Readymade Garments was lower than the preceding financial year. This year had abnormal operational problems and therefore, the performance of the year is not comparable with the previous years.

The production of yarn and fabric during 2020-21 has been 216 lakhs kilograms and 155 Lakhs meters as against 310 lakh kilograms and 269 Lakh meters respectively during 2019-20; the garment production decreased by 58% from 38.19 lakh pieces to 16.30 lakh pieces over the period. Your Company's net income from operations during 2020-21 has been ₹ 787 crore as against ₹ 1289 crore during 2019-20; decreased by 39%.

The profit before interest, depreciation and tax (PBIDT) during 2020-21 has been ₹ 95 crore as against ₹157 crore during 2019-20. The profit before depreciation and tax (PBDT) has been ₹ 63 crore as against ₹109 crore during 2019-20. The

performance of the company has improved quarter by quarter during this year. The Net Profit earned during the year is ₹15.51 Crores as against ₹ 52.83 in 2019-20.

The basic and diluted EPS for the year 2020-21 works out to ₹ 8.14 as against ₹ 31.19 for the year 2019-20.

Your Company has charged depreciation on property, plant and equipment as per the provisions of Schedule II of the Companies Act, 2013.

There has been no change in the nature of Company's business during the year as it continues to remain in the business of manufacturing and marketing of textile products.

The Company has prepared its Financial Statements as per applicable provisions of IND-AS (Indian Accounting Standards) for the year 2020-21.

Impact of COVID-19 Pandemic

COVID-19 Pandemic has caused unprecedented economic disruption globally including India. The Company is sensitive about the impact of the Pandemic, not only on the human life but on businesses and industrial activity across the globe, which might be clear by the end of financial year 2021-22. The Company has been monitoring the situation closely and has taken pro-active measures to comply with various directions / regulations / guidelines issued by the Central and State Government and local bodies to ensure safety of workforce across all its plants and offices.

The Company has made a realistic assessment of the likely adverse impact of COVID-19 on economic environment, in general, and operational and financial risks in particular.

- i) The operations of the Company, which were closed due to lock-down announced by the Government of Rajasthan / Government of India on 22nd March, 2020 and slow down in operations, continued to remain impacted even after the re-start of the production activities adversely affecting the utilization of plant capacities.
- ii) The production activities remained completely stopped / shutdown for 29 days at Banswara, 27 days at Daman and 32 days at Surat during March and April, 2020. During this shutdown, period, the Company started partial production of fabric for Ministry of Defence and certain COVID-19 related products after getting the requisite approvals from the competent authorities.
- iii) The COVID-19 outbreak and its second wave across the Globe severely impacted the economic activity all over the World and triggered significant outside risk to the overall Global economic outlook.

- iv) During the financial year 2020-21 the overall capacity utilization was as under :-

Product	Capacity Utilisation
Yarn	60%
Fabric	60%
Garment	45%

- v) There was panic amongst the workers due to COVID-19, a large number of the outside workers i.e. those not belonging to the Banswara region, migrated to their home States. Some of the workers did not return to resume their work. Those who came back also took considerable time return and settle down in the changed working conditions.

The Company's management earnestly believes that the impact of Covid-19 is likely to be short term in nature. Given the severity of its impact, this financial year is also likely to get affected, but given the measures Government's and inherent resilience in Indian Economy, next year onwards is expected to register substantial improvement.

Material changes and commitments, if any, affecting the financial position of the Company from the end of the Financial Year till the date of this Report

There has been no material change and commitment, affecting the financial position of the Company which occurred between the end of the financial year, to which the financial statements relate, and till the date of this report. However, the operational activities of the Company were impacted during the Financial Year 2020-21, due to lockdown announced by Government of Rajasthan/ Government of India in the wake of spreading Corona-virus (COVID-19), the first quarter of the current year has been affected by the second wave of Covid-19.

Exports

During the year under report, the export turnover of the Company has been ₹ 325 crore as against ₹ 551 crore during 2019-20. The share of export turnover in the net income for the year 2020-21, has been 42% (same as the last year) of the total turnover.

During the year under report, the Company's marketing as well as design and development teams could not participate in the international trade fairs and meetings with the customers abroad for regular feedback of market trends, demand, etc. in the international market due to Pandemic COVID-19. The business operations, contact with customers etc. was mainly through audio, visual mode/contacts.

Dividend

Your Directors are pleased to recommend dividend of ₹ 1.50 per equity share i.e. @15% (previous year ₹ 1.50/- per share interim dividend) for the financial year 2020-21. The total dividend payout on equity shares, if approved by the shareholders, for the year will absorb ₹ 2.57crore (previous year ₹ 2.57 crore).

The Company has transferred amount of unclaimed dividends up to the year 2012-13 to the Investors Education and Protection Fund (IEPF).

Transfer to Reserve

Your Company has transferred ₹ 10 Cores to the General Reserve of the Company for Financial Year 2020-21.

Share Capital

There has been no change in share capital of the Company during the year 2020-21 and the issued and paid up share capital of your Company is 17116042 Equity shares of ₹ 10 each on 31st March, 2021.

Expansion, Diversification and Modernization

During the year under review, the Company invested ₹ 10.30 crore (previous year- ₹ 6.90 crore) for modernization of its production capacities. The capital-work-in-progress at ₹ 0.68 crore (previous year ₹ 0.60 crore) and advances to capital goods suppliers aggregated ₹ 1.31 crore (previous year ₹ 1.58 crore) at the end of the period.

The total production capacity of the Company as at 31st March, 2021 for yarn is 158632 ring spindles, including 21120 spindles for worsted yarn spinning and 448 Air Jet spindles, 403 shuttle less looms including 32 Air Jet jacquard looms, 9 stenters with processing capacity of 4.5 million meters per month and manufacturing capacity of 4.10 lakh pieces of garments per month.

Subsidiaries, Joint Ventures and Associates

Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 and Rules 5 and 8(1) of the Companies (Accounts) Rules, 2014, the salient features of the financial statements, performance and financial position of the Joint Venture Company viz. Tesca Textiles & Seat Components (India) Pvt. Ltd; are furnished, in Form AOC-1, in **Annexure- I** to this Report.

The Company will make available the Annual Financial Statements of the Joint Venture Company and the related detailed information to any member of the Company who requests for the same. The Annual Financial Statements of the Joint Venture Company will also be kept open for inspection at the Registered Office of the Company. The Company's Consolidated Financial Statements for financial year ended

31st March, 2021 include the Financial Statements of the Joint Venture Company and also the financial statements of the joint venture are available on our website www.banswarasyntex.com.

The Company has framed a policy for determining Material Subsidiaries, which has been uploaded on the Company's website viz:- http://www.banswarasyntex.com/wp-content/uploads/2019/05/MAT_SUB_POLICY.pdf

Subsidiary

The Company had no subsidiary Company during the year.

Joint Venture

Your Company holds 40% of the paid-up Share Capital of Joint Venture Company Tesca Textiles & Seat Components (India) Pvt. Ltd. Out of the Balance 60% of the Share Capital, 50% of is held by Tesca Textiles & Seats Components, France and 10% by Kolon Glotech India Private limited. The Company sold 10% of its shareholding to Kolon Glotech India Private Limited on 24th June, 2020.

During the financial year 2020-21, Tesca Textiles & Seat Components (India) Pvt. Ltd. produced 21.34 lakhs meters of Laminated Fabric and 1116257 pieces of Embossed Panel parts and Flex. Total turnover of this JV Company during the financial year 2020-21 was ₹ 6371.30 lakhs (previous year ₹ 2981.22 lakhs) with net profit of ₹ 153.42 lakhs as against a net loss of ₹ 6.31 lakhs in the previous year.

Associates

The Company had no Associate Company during the year.

Consolidated Financial Statements

In accordance with IND-AS 110 on Consolidated Financial Statements read with IND-AS 28 on Accounting for Investments in Associates & Joint Ventures and also as per Section 129 of the Companies Act, 2013, the audited Consolidated Financial Statements are furnished in this Annual Report.

Thermal Power Plant

Both units of the Captive Thermal Power Plant (33 MW) are working satisfactorily. During the year, Company operated only one unit (most of the time) due to lower consumption of power. Your Company is meeting its requirements of coal from domestic sources as well as through imports.

Finance

During the year 2020-21, your Company obtained disbursements of loans (ECLGS 2.0 + Emergency Credit Facility COVID-19 + Term Loan) aggregating ₹ 81.11 Crore for acquisition of fixed assets and meeting working capital requirement from various Banks.

During the year 2020-21, Company has repaid term loan of ₹ 47.76 Crore.

The Company's bankers are providing need-based working capital assistance after review of its requirements from time to time.

Contribution to Exchequer

During the year, your Company contributed ₹ 11.86 crore to the Government Exchequer by way of Goods & Services Tax, Income Tax and other statutory payments.

Management Discussion & Analysis Report

Management Discussion and Analysis Report for the year under review, as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "SEBI's Listing Regulations") is presented in a separate section forming part of this Report at **Annexure-II**

Corporate Governance

The Company has been consistently endeavoring to adhere to the corporate governance guidelines and best practices sincerely and discloses the same transparently. The Board is conscious of its inherent responsibility to disclose timely and accurate information on the Company's operations, performance, material corporate events as well as on the leadership and governance matters relating to the Company.

Your Company has complied with the requirements of SEBI's Listing Regulations regarding Corporate Governance. A report on the Corporate Governance along with the required Certificate from a Practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated are annexed to this Report as **Annexure III**.

Fixed Deposits

As per the provisions of the Companies Act, 2013, the Company accepts fixed deposits from members of the Company as approved by the shareholders in their meeting held on 27th August, 2016. During the year 2020-21, the Company accepted deposits aggregating ₹ 587 lakhs, made repayments of ₹ 320 lakhs and had such deposits aggregating standing ₹ 2965 lakhs as on 31st March, 2021 as against the Deposits of ₹ 2698 lakhs at the beginning of the year. There has been no default in repayment of deposits or payment of interest thereon. No deposit was unclaimed or matured but not paid as on 31st March, 2021. The Company has duly complied with the provisions of the Companies (Acceptance of Deposits) Rules, 2014.

The Company has obtained Credit Rating for Fixed Deposits from ICRA and also opened the Fixed Deposits Repayment Reserve Account with a scheduled bank for fixed deposits maturing during the financial year 2021-22.

Corporate Social Responsibility Initiatives

As a part of its initiatives under "Corporate Social Responsibility", the Company has framed Corporate Social Responsibility Policy (CSR Policy) in terms of which, the Company has undertaken projects in the areas of environment, women and children empowerment, health care, etc. These projects are in accordance with Schedule VII of the Companies Act, 2013.

As required under Section 134 (3) (o) and Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Annual Report on CSR activities, form part of the Board's Report, as **Annexure IV**.

Risk Management

Pursuant to Regulation 17(9) of the SEBI's Listing Regulations the Company has laid down a risk management framework to inform the Board about the risk assessment and minimization procedures undertaken by the Company. The risk management framework is designed to identify, evaluate and assess business risks and their impact on Company's business. The risk assessment and minimization procedures are reviewed by the Board periodically to ensure that executive management controls risk through the mechanism of a properly defined framework. The framework is aimed at creating and protecting stakeholder value by minimizing threats and losses besides identifying and maximizing opportunities.

Internal Financial Control System and its adequacy

The Company has adequate Internal Financial Control System commensurate with the size, scale and complexity of its operations to maintain the objectivity and independence of the audit, the Chief Internal Auditor reports to the Audit Committee of the Board. The Internal Financial Control System and its adequacy have been audited by M/s S. K. Loonkar & Associates, a reputed firm of Chartered Accountants.

The Audit Committee of the Board actively reviews, every quarter, the adequacy and effectiveness of the internal control systems and suggests improvements necessary to strengthen the same. The Company has a Management Information System which is an integral part of the financial control mechanism.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal financial control system in the Company, its compliance with the operating norms/parameters, accounting procedures and policies for safeguarding of its assets, prevention and detection of frauds,

errors in reporting mechanisms, accuracy and completeness of the accounting records and timely preparation of accurate and reliable financial disclosures about the Company. Based on the reports of the internal auditors, the process owners undertake corrective actions in their respective areas and thereby ensure compliances of major observations of internal auditors and action taken thereon is regularly reported to Audit Committee and discussed on a quarterly basis.

Vigil Mechanism/Whistle Blower Policy

Pursuant to Regulation 9A (6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has revised Whistle Blower Policy to include, in its scope, any instances related to Insider Trading and has also provided access to the employees of the Company to report the instances of leakage of Unpublished Price Sensitive Information or suspected leak of Unpublished Price Sensitive Information.

The Company has established Vigil Mechanism for the directors and employees of the Company to report serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and provides for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Shri HP Kharwal, Company Secretary and Compliance Officer of the Company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism. The Whistle Blower & Vigil Mechanism policy can be accessed on [the company's website at http://www.banswarasyntax.com/wp-content/uploads/2019/05/VIGIL_MECH_WB_POLICY.pdf](http://www.banswarasyntax.com/wp-content/uploads/2019/05/VIGIL_MECH_WB_POLICY.pdf)

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance policy towards sexual harassment of women at workplace and has adopted a formal Policy on Prevention, Prohibition and Redressal of sexual harassment of Women at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder. The Company has also complied with the provision relating to the constitution of Internal Complaints Committee, under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013, which is responsible for redressal of complaints related to sexual harassment.

The details of complaint on sexual harassment of women at work place during the financial year 2020-21 are as under:-

1. Number of complaints filed during the financial year :- Nil
2. Number of complaints disposed of during the financial year :- Nil
3. Number of complaints pending as at end of the financial year :- Nil

Directors and Key Managerial Personnel

Retirement by rotation and subsequent re-appointment:

Shri Shaleen Toshniwal (DIN: 00246432), Whole Time Director of the Company, is liable to retire by rotation at the ensuing AGM pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and, being eligible, offers himself for re-appointment. The Board has decided to re-appoint him and, accordingly, an agenda item has been proposed in the notice to the shareholders for their approval.

A brief profile of Shri Shaleen Toshniwal together with other related information required under Regulation 36 of the SEBI's Listing Regulations and Secretarial Standard-2 has been furnished in the Notice convening the 45th AGM of your Company.

Re-appointment of Independent Director

The term of office of Shri Jagdeesh Mal Mehta as an Independent Director, is expiring on 26th October, 2021. The Board of Directors, based on performance evaluation, integrity, expertise and experience of Shri Jagdeesh Mal Mehta, recommends his re-appointment as Independent Director to the shareholders at ensuing 45th AGM for second term of five (5) consecutive years commencing from 27th October, 2021 to 26th October, 2026.

In the opinion of the Board, Shri Jagdeesh Mal Mehta fulfills the conditions specified in Companies Act, 2013 read with the Schedules and Rules issued there under as well as SEBI's Listing Regulations and is independent from Management.

Brief profile of Shri Jagdeesh Mal Mehta and other related information required under Regulation 36 of the SEBI's Listing Regulations and Secretarial Standard-2 have been furnished in the Notice convening the 45th AGM of your Company.

Continuation of Appointment of Independent Director.

Pursuant to Sub-regulation (1) of Regulation 17 of SEBI's Listing Regulations, listed entity shall not appoint a person or continue directorship of any person as a non-executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect. Since Shri Devendra Pal

Garg, (DIN: 00003068) Independent Director of the Company has attained the age of Seventy five years on 24th December, 2021, for which, the Board of Directors recommends to the shareholders at ensuing 45th AGM for approval of his continuation of current term of appointment till the expiry of his existing term i.e. up to 31st March, 2024.

In the opinion of the Board, Shri Devendra pal Garg fulfills the conditions specified in Companies Act, 2013 read with the Schedules and Rules issued there under as well as SEBI's Listing Regulations and is independent from Management.

Brief profile of Shri Devendra pal Garg and other related information required under Regulation 36 of the SEBI's Listing Regulations and Secretarial Standard-2 have been furnished in the Notice convening the 45th AGM of your Company.

During the financial year 2020-21 following changes in Directors and Key Managerial Personnel has been taken place.

Appointment of Independent Director

In terms of Section 149 of the Act and SEBI's Listing Regulations, the shareholders of the Company appointed, Mr. David Vlerick (DIN: 07679476) as Independent Directors for a period of 5 years from 14th February, 2020 to 13th February, 2025. The Company has received declarations from him confirming that he meet the criteria of independence as prescribed under Section 149(6) of the Act read with rules framed thereunder and Regulation 16(1) (b) of the SEBI's Listing Regulations.

In the opinion of the Board, Mr. David Vlerick fulfills the conditions specified in Companies Act, 2013 read with the Schedules and Rules issued there under as well as SEBI's Listing Regulations and is independent from Management.

Director Retirement by rotation in 44th AGM

Shri Rakesh Mehra (DIN: 00467321), Whole Time Director of the Company, was liable to retire by rotation at the 44th AGM pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and, the re-appointment was approved by shareholders.

Re-Appointment all Whole Time Directors

- a). Shri Rakesh Mehra (DIN: 00467321), Chairman and Whole Time Director of the Company was re-appointed by the Shareholders through Postal Ballot on 28th December, 2020 for a period of three years w.e.f. 1st January, 2021 to 31st December, 2023.
- b). Shri Ravindra Kumar Toshniwal (DIN: 00106789), Managing Director of the Company was re-appointed by the Shareholders through Postal Ballot on

28th December, 2020 for a period of three years w.e.f. 1st January, 2021 to 31st December, 2023.

- c). Shri Shaleen Toshniwal (DIN: 00246432), Whole Time Director and Joint Managing Director of the Company was re-appointed by the Shareholders through Postal Ballot on 28th December, 2020 for a period of three years w.e.f. 1st January, 2021 to 31st December, 2023.

Beside the above there has no change in structure of Key Managerial Personnel.

Declaration of Independent Directors

All Independent Directors have furnished declarations to the effect that they meet the criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 16 of the SEBI's Listing Regulations and complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

Board Evaluation

Pursuant to the provisions of Section 134 of Companies Act, 2013 and SEBI's Listing Regulations, the Board has adopted a procedure for formal performance evaluation of the Board, its Committees and Individual Directors including the Chairman and Executive Directors. The exercise was carried out during the year through a structured evaluation process starting with a questionnaire sent to all Directors covering all aspects of the working of the Board, its Committees and individual directors followed by deliberations as in the following paragraph.

Separate exercises were carried out to evaluate the performance of non independent Directors, including the Chairman and Whole Time Directors, on specific parameters such as attendance, contribution in Board and committee meetings, independent judgment, safeguarding the interest of minority shareholders etc, in the specifically convened meeting of Independent Directors. The Nomination and Remuneration Committee evaluated the performance of individual Directors before consideration by the Board. The Chairpersons of the respective Committees shared their reports with the Board. The Board expressed their satisfaction on the implementation of evaluation process and the results thereof.

Nomination and Remuneration Policy

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for appointment of Directors, Key Managerial personnel and Senior Management Personnel as also their remuneration and performance evaluations. The Nomination and

Remuneration Policy is explained in the Corporate Governance Report and also posted on the website of the Company at

http://www.banswarasyntax.com/wp-content/uploads/2019/05/NOMINATION_POLICY.pdf

Familiarization Programme of the Independent Directors

The Familiarization programme for the Independent Directors was conducted two programmes during the year 2020-21, the details of which are hosted on the website of the Company at http://www.banswarasyntax.com/wp-content/uploads/2021/05/Fam_Prg_ID_2021.pdf

Related party transactions

All related party transactions executed during the financial year 2020-21 were carried out on an Arm's Length basis and/or carried out in the ordinary course of business.

Details of all related party transactions are reported to the Audit Committee for scrutiny / review and reference to Board for approval. The particulars of the contracts or arrangements entered into with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 are indicated in Form AOC-2 which forms part of this report as **Annexure V**.

Board Meetings

Four meetings of the Board of Directors were held during the financial year i.e. on 27th June, 2020, 12th August, 2020, 12th November, 2020 and 13th February, 2021. Frequency and quorum, etc. at these meetings were in conformity with the provisions of the Companies Act, 2013, the SEBI's Listing Regulations and all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India, details are furnished in Corporate Governance Report annexed to this report as **Annexure III**. A separate meeting of Independent Directors was held on 12th August, 2020.

Board Level Committees

The composition, no. of meetings, role, functions and powers of the Audit Committee, as also those of Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee constituted by the Board are in accordance with the applicable laws and provisions of the SEBI's Listing Regulations and details in respect thereof are furnished in Corporate Governance Report annexed to this report as **Annexure III**.

Auditors

Statutory Auditors

M/s K. G. Somani & Co., Chartered Accountants, New Delhi (Firm Registration No. 006591N), were appointed as Statutory Auditors of the Company for 5 years i.e. from the FY 2017-18

to FY 2021-22, by the shareholders at their meeting held on 14th September, 2017. Accordingly, they hold office as the Auditors of the Company until the conclusion of the 46th Annual General Meeting. They have furnished a Certificate to the effect that they fulfill the requirements under the provisions of the Sections 139 and 141 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014.

The Ministry of Corporate Affairs, vide its notification dated 07th May, 2018, has dispensed with the requirement of Ratification of Auditors appointment by the shareholders every year. Hence, the resolution relating to ratification of Auditors Appointment is not included in the notice of the ensuing Annual General Meeting.

As regards the Statutory Auditors' observations, the relevant Notes on Significant Accounting Policies, Notes on Accounts and other disclosures are self-explanatory and, therefore, do not call for any further comments except (i) in the matter of non- payment of Custom Duty of ₹ 344 lakhs for which the matter is under appeal before CESTAT, Ahmedabad, and at Rajasthan High Court, Jodhpur and (ii) non-payment of Income Tax of ₹ 1402 Lakhs for which the matter is under appeal with CIT (Appeals), Udaipur. These liabilities will be met, if necessary, on final decision of the respective Appellate Authorities.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014, the Company had appointed M/s V.M. & Associates, Company Secretaries (FRN: P1984RJ039200) Jaipur, to undertake the secretarial audit of the Company for the financial year ended 31st March, 2021. The report of the Secretarial Audit is annexed as **Annexure VI**. The auditors' observations are self-explanatory and do not call for any comments.

On the recommendation of the Audit Committee, the Board of Directors has re-appointed M/s V.M. & Associates as Secretarial Auditors to carry out secretarial audit for the financial year 2021-22 also.

Cost Auditors

The Company has re-appointed M/s K.G. Goyal & Co., Cost Accountants (Registration No. 000017), Jaipur, as Cost Auditors of the Company for the financial year 2021-22. They have furnished a Certificate to the effect that their appointment, if made, would be in accordance with the provisions of Section 148 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 and

Companies (Cost Records and Audits) Rules, 2014.

As required under the Companies Act, 2013, a resolution seeking members' ratification for the remuneration payable to the Cost Auditor forms part of the Notice convening the Annual General Meeting.

The Companies (Accounts) Rules, 2018, (as amended) mandate the Company to disclose regarding maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, it is confirmed that Such accounts and records are prepared and maintained by the Company.

Reporting of Frauds by Auditors

During the year under review, none of the Auditor i.e. Statutory Auditors, Cost Auditors or Secretarial Auditors have reported, to the Audit Committee or the Board, under Section 143 (12) of the Act, any instance of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

Tax Auditors

As per the requirement of Section 44AB of the Income Tax Act, 1961 M/s C B V & ASSOCIATES LLP, Chartered Accountants (Registration No. W100636), Mumbai, have been appointed for the financial year 2021-22 and their remuneration fixed as per the recommendation of the Audit Committee.

Particulars of Loans given, Investments made, Guarantees given and Security provided

During the year, the Company has not given any Loans nor furnished any guarantees or provided any security and also not made any investments covered under Section 186 of the Companies Act, 2013.

Energy Conservation, Technology Absorption & Foreign Exchange earnings and Outgo

Information pursuant to the provisions of Section 134 (3) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, in relation to conservation of energy consumption, technology absorption, foreign exchange earnings and outgo, is annexed and marked as **Annexure VII**, which forms part of this report.

Insurance

All the properties of the Company, including buildings, plant and machinery and stocks, have been adequately insured.

Dematerialization of Shares

In pursuance of SEBI /Stock Exchange directions, your Company has offered demat option to its esteemed shareholders so as to enable them to trade the shares in the

demat form. In response, 98.44% shares have been converted into demat form up to 31st March, 2021, The stock code number in NSDL and CDSL for equity shares of the Company is ISIN – INE 629D01012.

Particulars of Employees

During the year under report, the relations between the Company's management and staff/workers continued to remain cordial. The Directors place on record their deep appreciation of the devoted services of the workers, staff and executives, particularly during the Pandemic.

The information pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure–VIII**.

Further, pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the relevant statement is annexed as **Annexure – IX**.

Significant and Material Orders passed by the Regulators or Courts

There have been no significant or material orders passed by the Regulators or Courts/Tribunals, during the year under report that would impact the going concern status of the Company and its future operations.

Annual Return

An Annual Return for the financial year ended 31st March, 2021 as required under Section 92(3) of the Companies Act, 2013, has posted on website of the Company and can be accessed at https://www.banswarasyntax.com/wp-content/uploads/2021/08/Form_MGT_7_2021-1.pdf

Directors' responsibility statement

As required under Section 134 (5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (a) In the preparation of the annual accounts for the year ended 31st March, 2021, the applicable Accounting Standards have been followed and there are no material departures from the same.
- (b) The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021, and of the profit of the

Company for the year ended on that date.

- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- (d) The Directors have prepared the annual accounts of the Company for the year on a "going concern" basis.
- (e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and have been operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and have been operating effectively.

Acknowledgements

Your Directors wish to express their gratitude for the guidance and co-operation received from the financial institutions, banks, various Central & State Government Departments besides the Customers and Suppliers during the year under report. The Directors, particularly, wish to acknowledge and place on record the continuous support and guidance of all the shareholders and, more importantly, for the confidence reposed in the Company's management.

For and on behalf of the Board
For **Banswara Syntax Ltd**
Sd/-

Rakesh Mehra
CHAIRMAN
DIN: 00467321

Place: Mumbai
Date: 18th June, 2021

Registered Office
Industrial Area, Dahod Road,
Post Box No. 21,
Banswara-327001 (Raj.)

Annexure - I to the Directors' Report**FORM AOC – 1**

(Pursuant to first proviso to sub section (3) of Section 129 read with rule 5 of Companies (Accounts) Rule, 2014) Statement containing salient features of the financial Statement of the subsidiaries/associates companies/ joint ventures.

Part "A" Subsidiaries "Not Applicable"**Part "B" Associates and Joint Ventures**

Statement pursuant to sub section (3) of Section 129 of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of The Joint Ventures	Tesca Textiles & Seat Components (India) Pvt. Ltd. (Joint Venture Company)
1. Latest Audited Balance Sheet date	31/03/2021
2. Date on which the Associate/ Joint Ventures was associated or acquired	20/01/2012
3. Shares of Associate/ Joint Ventures held by the Company on the year end in Numbers	28,80,000
Amount of Investment in Associates/ Joint Ventures	Rs. 288 Lakhs
Extend of Holding %	40%
4. Description of how there is significant influence	Joint venture and company holds 40% voting rights/share capital
5. Reason why the associate/ Joint Venture is not consolidated	N.A.
6. Net worth attributable to shareholding as per latest Audited Balance Sheet	₹ 300.32 Lakhs
7. Profit/ Loss for the year	
i. Considered in Consolidation	₹ 58.24 Lakhs
ii. Not Considered in Consolidation	NIL

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants
FRN – 06591N

Sd/-

Kavita Goyal

Partner
M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321
Chairman

Sd/-

Praduman Kumar

DIN : 00179074
Chairman(Audit Committee)

Sd/-

J. K. Rathi

President

Place : Mumbai
Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789
Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432
Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara
Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

Annexure-II to Directors' Report

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INTRODUCTION

India's textiles industry is one of the oldest industries in the Country dating back to several centuries. It is among the largest contributors to the economy accounting for 2% of the GDP. It is the second largest contributor towards employment generation, after agriculture, contributing approx 10% to the Country's manufacturing, owing to its labour-intensive nature. The industry is characterised by its robust vertical integration in almost all the sub-sectors.

The textiles and apparel industry accounts for 12% of the total exports of the Country. India is the second largest producer and exporter of textiles after China.

RISKS AND CONCERNS

Management Discussion and Analysis mainly comprise the statements which may, inter alia, involve predictions based on perceptions and may, therefore, be prone to risks and uncertainties. It is the sum total of the Company's expectations, beliefs, estimates and projections which may be forward looking or depressing within the meaning of applicable laws and regulations. The actual results could differ materially from those expressed herein specifically or impliedly.

The important factors that could make a difference to the Company's operations include situation created due to Pandemic Covid-19, availability and cost of raw material, cyclical demand, pricing of the products, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts its business, India's Free Trade Agreements with other countries, prevailing exchange rate of Indian Rupee against other currencies, availability of skilled and unskilled workforce and other incidental factors. The shareholders are cautioned to keep this in view in conjunction with the Company's financial statements.

CORE BUSINESS AND PRODUCTS

The core business of the Company is manufacturing and marketing of spun synthetic blended yarn, wool and wool mix yarn, spun synthetic and worsted fabrics and cotton & linen fabrics besides readymade garments. The Company also produces shirting and technical fabrics. Tesca Textiles and Seats Components (India) Private Limited, the Joint Venture Company, is producing automotive fabrics. The demand of the Company's product was adversely hit due to Pandemic Covid-19 during the year 2020-21. The Company perceives good scope for increase in demand, production and sale of its products in the coming years.

OUTLOOK

Your Company's future growth is built on two parallel growth drivers viz., domestic consumption of fabrics & garments and large global opportunities in textiles and clothing.

For the financial year 2021-22, the Company's business is likely to be impacted due to Pandemic COVID-19. The entire country and the World is passing through demand recession and, as such, the total revenue of the Company is expected to be around ₹ 984 crore, which is about 20 % more than the actual revenue for the year 2020-21. The Company is focused towards increase in sale of value-added products in yarn, fabrics and readymade garments. However, specifically for this financial year, the utilization of plant capacities and demand will be a major challenges.

INDUSTRY STRUCTURE, ITS DEVELOPMENT

The global textile and apparel industry is continuously evolving. Over the years, it has witnessed multiple shifts in consumption and production patterns, including shifts in geographical manufacturing hubs, as the industry is driven by the availability of cheap labour.

Even though apparel industry is dominated by developed markets of EU and the US, the emerging markets led by countries such as India, China, Russia and Brazil are becoming consumption markets. Simultaneously, India and China have strong textile manufacturing base, and are thus emerging as both sourcing and consuming nations.

A comparative position of the Company's manufacturing capacities in the last 2 financial years is as under :-

Sl. No.	Particulars	Installed Capacity as at	
		31.03.21	31.03.20
1.	Spinning (Spindles)		
	a). Synthetic Blended yarn	137512	137512
	b). Worsted Yarn	21120	21120
	c). Air-jet Yarn	448	448
2.	Fibre, Yarn & Wool Dyeing (MT/Month)		
	a). Fiber	1050	1050
	b). Yarn	150	150
3.	Fabric Weaving (No. of Looms)		
	a) Fabric Weaving	371	371
	b) Jacquard and Jacquard Technical Fabrics	32	32
4.	Fabric Processing (Lakh Mtrs./month)	45	45
5.	Suitings		
	a). Trousers – Lines	24	24
	Pcs/month	328125	328125
	b). Jackets, waist coat and seat cover Line	8	8
	Pcs/month	81250	81250
6.	Thermal Power Plant (MW) (Coal based)	33	33

During the year under review, the Company invested ₹ 10.30 crore (previous year- ₹ 6.90 crore) for modernization of its production capacities. The capital-work-in-progress at ₹ 0.68 crore (previous year ₹ 0.60 crore) and advances to capital goods suppliers aggregated ₹ 1.31 crore (previous year ₹ 1.58 crore) at the end of the period.

OPPORTUNITIES & THREATS:

Growing urbanization, a higher disposable income of the Indian households and a favourable demographic coupled with an aspiration-based purchasing pattern are key drivers for the industry which are likely to benefit the Company. With the growing mobile and internet penetration, e-commerce shopping is expected to act as a key enabler in consistent sales volume growth for the industry.

The Company is consuming about 30% of its yarn production for fabric manufacturing and about 20% of its fabric production for garment conversion. The Company is looking for more avenues for forward integration and, as such, the availability of the material from the preceding stage is a big advantage. Your Company produces all types of yarns and fabrics i.e. polyester viscose lycra, dyed RFD, cotton piece dyed, linen, all wool and wool blends, etc. Thus, your Company is a single source of supply for all these types of fabrics. It has flexibility to increase fabric production as per market demand. The Company has its own design studio and has developed a World class range which is being displayed to the customers within and outside India. As there is variety of fabrics available in its product line, your Company anticipates deeper penetration in the domestic and international markets. The Company expects to increase its business with the new customers while sustaining and strengthening the volumes with the existing clientele.

The World's largest retailers like Zara and H&M have increased their market presence in India. They have now opened their large size retail stores in big cities. As we are an existing supplier to these brands for their international supply, our business with them for their India operations is expected to grow in a big way. It is expected that European and US customers will move some of their business from China to India; this also provides an opportunity for the Indian textile industry for increase its international business.

Impact of COVID-19 on Textile Industry in India

The Indian Textile Industry has been adversely impacted during the COVID 19. These unprecedented crises have threatened to derail the socio economic life throughout the country. It has manifold implications for the textiles industry. The biggest impact is on the consumer demand of the textile products and impact on production networks due to non-availability of required resources.

India is a major exporter of the textile products. The negative impact of Pandemic Covid 19 which started from March, 2020 across the importing countries like USA, Europe, Japan, Middle East etc., is still continuing. The customers put their orders on hold and requested for additional lead time for the delivery. In some cases, the customers requested for downward revision in the prices. During the Pandemic, the Supply Chain arrangement which is necessary for execution of the business viz. courier services, transportations, etc were disturbed. The Banks were taking abnormally longer time while handling of the documents because of the limited availability of the staff and other resources.

During the lock-down, as the movement of the human resource was restricted, therefore, the workers and staffs could not reach their factories / offices. Textile is a labour intensive industry, during the Pandemic, majority of the workers who had migrated to their home states have since returned back after substantially long period. Due to lower availability of labour, the production capacities are not fully utilized. The industry continued to incur the fixed cost, without the corresponding production, causing substantial losses.

The Government has extended certain relief measures for the industries. It has extended the moratorium period, offered loans at lower rate of interest and extended the due dates for re-payments. All these helped the industry to get some compensation for the losses incurred. The company is ramping up again to increase the production capacity utilization gradually. This depends on the market condition, global economic supply chain support, availability of labour etc.

The Company is vertically integrated from yarn to garments. The recovery in yarn business is better than the fabric and garments.

SEGMENT-WISE PERFORMANCE

The Company is engaged in manufacture of Textile products having integrated working and captive power generation. For management purposes, the Company is organized into major operating activity of textile products. The Company has no activity outside India except export of textile products manufactured in India. Thereby, there is no geographical segment and no segment-wise information is reported.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Commensurate with the size and nature of business, the Company has adequate system of internal controls. It is ensured that all assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly.

Internal Control System consists of in-house audit team headed by Chief Internal Auditor to carry out internal audits and create an in-built internal checking mechanism covering all units and business operations within a specified time frame. He reports directly to the Audit Committee. In addition, the Company has also appointed independent Chartered Accountants' firms to regularly carry out internal audits of various depts./units at all locations. The Company has Audit Committee of the Board, the composition and functions of which are furnished in the Corporate Governance Report as part of the Annual Report.

The Audit Committee reviews the adequacy and effectiveness of Internal Financial Control System and provides guidance for further strengthening them. The Company has implemented SAP which is a World proven system of accounting and controls.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial year 2020-21 was an abnormal period due to Pandemic Covid-19. The financial numbers are, therefore, not comparable to the previous financial years. The operating performance of the Company has been detailed in the Directors' Report under the heads 'Financial Results' and 'Operations and State of Affairs'. The profit before interest, depreciation and tax (PBITD) during 2020-21 has been ₹ 95 crore as against ₹ 157 crore during 2019-20. The profit before depreciation and tax (PBDT) has been ₹ 63 crore as against ₹ 109 crore during 2019-20. The Q1 performance was adversely impacted due to lockdown announced by the Governments; since then, the performance of the Company has improved quarter by quarter during the year. The Net Profit earned during the year is ₹ 15.51 crore as against ₹ 52.83 crore in 2019-20.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS

FY 2020-21 as explained, was a tough year for the entire organization and it was no different for the HR function.

Salary cuts were practiced across all the levels of the staff at all locations ranging from 5% to 30%. However, restoration of original salaries was done from October '20 to March '21 in different phases.

There was a substantial reduction in manpower in the month of June 2020 to ensure optimum utilization of manpower in the Company's operations. However, hiring was started again as the operations started improving. Below is a staff count difference between March '20 and March '21

Location	Mar.-20	Mar.-21	18/06/2021
Banswara	1,172	1,040	1,091
Daman	257	172	176
Mumbai	157	83	85
Surat	156	94	99
Total	1,742	1,389	1,451

With the anticipation of changes in the compensation laws, and considering the market best practices, we restructured our staff CTC w.e.f. January 2021, bringing everyone into a common structure.

People strong (HRMS) implementation started in August 2020, and is going on. The idea of using the system is to centralize the HRMS processes, payroll processing, and recruitment and also use the system to monitor staff and business performance on a periodically basis, based on the data. HR team at Banswara location has been strengthened.

The Company has engaged Arima Consultants, a consulting firm to improve work methods, adopt standard industry practices and rationalize the existing workforce.

CAUTIONARY STATEMENTS

Statements in this Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations, or predictions, may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business besides other incidental factors.

For and on behalf of the Board
For **Banswara Syntex Ltd.**
Sd/-

Rakesh Mehra
Chairman
DIN: 00467321

Place : Mumbai
Date: 18th June, 2021

Annexure III to Director's Report

CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the year ended on 31st March, 2021, in terms of Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (herein after referred as "SEBI's Listing Regulations").

"Corporate Governance" refers to the way a corporation is governed. It is the technique by which companies are directed and managed. The Corporate Governance structure specifies the distribution of the role and responsibilities of different participants, such as, the Board, Committees, Key Managerial Personnel (KMPs), Senior Management Staff, shareholders and other stakeholders in the organization. It also spells out the rules and procedures for decision making pertaining to corporate affairs. The Company has a strong legacy of fair, transparent and ethical governing practices for achieving long term goals and to enhance stakeholder's value. A report on compliance with the principles of Corporate Governance provided by SEBI is furnished hereunder.

I. COMPANY'S PHILOSOPHY

Banswara Syntex Limited is committed to achieve and sustain high standards of Corporate Governance practices and adherence thereto, in letter and spirit at all times, which go beyond mere regulatory compliances. The Company is also committed to maintain the highest level of transparency, accountability and equity in all facets of its operations. It firmly believes that Corporate Governance is about the management of an organization based on ethical business principles and commitment to values and that the same are in force at all levels within the Company. The Corporate Governance model adopted by the Company consists of a set of rules, procedures and standards with the aim of establishing efficient and transparent operations, within the organization, to protect the rights and interests of the Company's shareholders and to enhance stakeholders' value while complying with the provisions of law in all dealings with Government, customers, suppliers, employees and other stakeholders. It is also intended to ensure attractive returns to all stakeholders of the business based on the premise that sound Corporate Governance is the pre-requisite to success, sustainable growth and long-term value creation.

The Company has complied with the provisions of the Code of Corporate Governance as per Regulations 17 to 27 read with Schedule V of SEBI's Listing Regulation.

II. BOARD OF DIRECTORS

The Board of Directors of Banswara Syntex Limited is a balanced one with an optimum mix of Executive and Non-Executive Directors. The 12 members Board comprises three Whole-Time/Executive Directors viz. the Chairman, Managing Director and Joint Managing Director, all from the promoter group, and nine Non-executive Independent Directors (NEIDs), including one woman director. Thus, Independent Directors constitute more than 2/3rd of the Board's strength. The NEIDs are eminent professionals from diverse backgrounds with vast experience in business, industry, finance and public enterprises. The Independent Directors are not related to the promoter-directors and/or to each other. The Board provides leadership, strategic guidance, objective analysis and independent views to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and accountability.

The Directors do not have any pecuniary relationship with the Company except to the extent of the following:

(a) Executive Directors (EDs)

Remuneration as per their terms of appointment and reimbursement of expenses actually incurred for the business of the Company, within the approved terms and conditions.

(b) Non-Executive Independent Directors (NEIDs)

Reimbursement of travelling and out-of-pocket expenses along-with payment of sitting fees for the Board / Committee meetings attended by them.

A. Composition of the Board of Directors as on 31.03.2021 and attendance at the Board meetings during 2020-21.

Name of the Director	Category of Director	Attendance at last AGM	No. of Board meetings attended	No. of directorships in other Companies	No. of other Board Committees of which Member / Chairperson		List of Directorship held in Other Listed Companies and Category of Directorship
					Member	Chairperson	
Shri Rakesh Mehra (Chairman) DIN: 00467321	ED/P	Yes	4	4	-	-	-
Shri Ravindra Kumar Toshniwal (M.D.) DIN: 00106789	ED/P	Yes	4	3	-	-	-
Shri Shaleen Toshniwal (Joint Mg.Director.) DIN: 00246432	ED/P	Yes	4	3	-	-	-
Shri Parduman Kumar DIN: 00179074	NEID	Yes	4	1	0	2	1.N.R. Agarwal Industries Ltd. (ID)
Shri Kamal Kishore Kacholia DIN: 00278897	NEID	No	4	3	-	-	-
Shri Vijay Mehta DIN: 00057151	NEID	Yes	4	6	-	-	1.Mefcom Capital Markets Ltd. (ED)
Shri. Devendra Pal Garg, DIN: 00003068	NEID	No	4	2	-	-	-
Dr. Shri Bhagwan Agarwal, DIN: 00524452	NEID	No	3	3	-	-	-
Shri Vijay Kumar Agarwal, DIN: 00108710	NEID	No	3	14	-	-	-
Dr. Vaijayanti Ajit Pandit, DIN: 06742237	NEID/ Women Director	Yes	4	6	5	1	1. Indo Count Industries Ltd. (ID) 2. Automobile Corporation of Goa Ltd. (ID) 3. IG Petrochemicals Ltd. (ID) 4. Everest Kanto Cylinder Ltd.
Shri Jagdeesh Mal Mehta, DIN: 00847311	NEID	Yes	4	1	1	-	1. Technocraft Industries (India) Ltd. (ID)
Mr. David Vlerick DIN: 07679476	NEID	Yes	4	1	-	-	-

ED-Executive Director, P-Promoter, NEID- Non Executive Independent Director.

Director's Directorships/Committee memberships

In accordance with Regulation 26 of SEBI's Listing Regulations, none of the Directors is member of more than 10 committees, excluding private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013, or act as Chairperson of more than 5 committees across all listed entities in which he/she is a Director. The memberships of Audit Committee and Stakeholders Relationship Committee only are considered in computation of the numbers. Further, all Directors have informed about their Directorships, Committee Memberships/ Chairmanships, including any changes in their positions during the year ended on 31st March, 2021.

Confirmation about Independent Directors:

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI's Listing Regulations. In the opinion of the Board, all Independent Directors, fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI's Listing Regulations. Formal letters of appointments to Independent Directors as provided in Companies Act, 2013 has been issued and disclosed on website of the Company at www.banswarasyntax.com.

Certificate of Practicing Company Secretary

A certificate from Company Secretary-in-Practice to the effect that none of the director on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority, is attached to this Report as **Annexure-A**.

B. Changes in the Board during the year

The Board has re-appointed Shri Rakesh Mehra, as Chairman & Whole Time Director, Shri Ravindra Kumar Toshniwal, as Managing Director and Shri Shaleen Toshniwal, as Joint Managing Director and Whole Time Director of the Company w.e.f. 1st January, 2021 to 31st December, 2023 at their meeting held on 12th November, 2020; these re-appointments were also approved by the shareholders of the Company through Postal Ballot process on 28th December, 2020. The appointment of Mr. David Vlerick, as an Independent Director was approved by the shareholders of the Company, in their 44th Annual General Meeting held on 18th September, 2020, for Five years w.e.f. 14th February, 2020 to 13th February, 2025.

C. Meetings of the Board

Four Board meetings were held during the year 2020-21 i.e. on 27th June, 2020, 12th August, 2020, 12th November, 2020 and 13th February, 2021. Frequency of and quorum, etc. at these meetings were in conformity with the provisions of the Companies Act, 2013, Regulation 17 of SEBI's Listing Regulations and Secretarial Standard 1 issued by ICSI under Section 118 of the Companies Act, 2013. All the Board members, Key Managerial Personnel (KMP's) and the senior management staff have affirmed compliance with the Code of Conduct during the year ended on 31st March, 2021. A separate meeting of Independent Directors was held on 12th August, 2020.

As per requirement of Regulation 17(8) of SEBI's Listing Regulations, a certificate duly signed by CEO and CFO of the Company was placed at the Board meeting of the Company held on 18th June, 2021.

As per requirement of Regulation 26(3) of SEBI's Listing Regulations, a certificate duly signed by CEO of the Company for declaration on Code of Conduct of the Company is annexed to this Corporate Governance Report.

D. Board Procedure

The members of the Board are provided with the requisite information as per provisions of the Companies Act, 2013, SEBI's Listing Regulations and Secretarial Standard 1 issued by ICSI well before the Board meetings.

The Board considers all the matters which are statutorily required to be considered by it. In addition, following issues are also discussed at the meetings of the Board:

- Annual operating and capital expenditure budgets and periodical reviews thereof.
- Investment/expansion/modernization/diversification plans of the Company.
- Overall strategy and business plans.
- Approval of quarterly/half-yearly/annual results (after review by Audit Committee)
- Compliance with statutory/regulatory requirements and review of major pending legal cases.
- Show cause and demand notices as also the materially important, prosecutions and penalties, if any.
- Non-compliance of any regulatory, statutory or listing requirement and obligations to shareholders such as non-payment of dividend, delay in share transfers, etc.
- Sale of investments, subsidiaries and other assets, of material nature, which are not in normal course of business.

- Foreign exchange exposure and risks.
- Major accounting practices, provisions and write-offs/write backs.
- Transactions pertaining to acquisition/disposal of fixed assets, intellectual property rights and related parties.
- Review of working of various Committees of the Board.
- Periodical review of various Policies and implementation thereof.
- Appointment of the Statutory, Cost and Internal Auditors
- Issues regarding mergers and amalgamations, joint ventures, collaborations, etc. with any other Company/ entity.
- Significant labour problems, if any.
- General industrial environment and developments related to Textile Industry, in particular.

E. Shareholdings of Directors as on 31st March, 2021

Sr. No.	Name of Director	Number of shares
1.	Shri Ravindra Kumar Toshniwal	22,48,667
2.	Shri Shaleen Toshniwal	21,40,745
3.	Shri Rakesh Mehra	6,061
4.	Shri Jagdeesh Mal Mehta	205
5.	Shri Devendra Pal Garg	500
6.	Shri Vijay Mehta	500

F. Familiarization programme for Independent Directors

During the financial year, the Company continued the practice of familiarizing the independent directors about the Company's policies and procedures. Presentations/briefings were also made at the meeting of the Board of Directors/ Committees by KMP's/ senior executives of the Company on industry scenario, Company's operating and financial performance, raw material scenario, industrial relations status, marketing strategies, risk management etc. and during the year there was two programmes conducted.

The details of familiarization programmes imparted to Independent Directors are furnished on the Company's website viz: http://www.banswarasyntex.com/wp-content/uploads/2021/05/Fam_Prg_ID_2021.pdf

Director skills, expertise, competencies and attributes desirable in Company's business and sector in which it functions

G. Areas of Skills/ Expertise/ Competence.

Sr.	Name	Leadership	Strategy	Operations	Technology	Finance	Governance	Government/ Regulatory Affairs
1	Shri Rakesh Mehra	√	√	√	√	√	√	√
2	Shri Ravindra Kumar Toshniwal	√	√	√	√	√	√	√
3	Shri Shaleen Toshniwal	√	√	√	√	√	√	√
4	Shri Parduman Kumar	√	√	-	-	√	√	√
5	Shri Kamal Kishore Kacholia	-	√	√	-	√	√	√
6	Shri Vijay Mehta	√	√	-	-	√	√	√
7	Shri Devendra Pal Garg	-	√	√	-	√	√	√
8	Dr. Shri Bhagwan Agarwal	-	√	√	-	√	√	-
9	Shri Vijay Kumar Agarwal	√	√	√	√	√	-	√
10	Dr. Vaijayanti Ajit Pandit	-	√	√	√	-	√	√
11	Shri Jagdeesh Mal Mehta	√	√	√	√	√	-	-
12	Mr. David Vlerick	√	√	-	√	√	√	-

III. COMMITTEES OF THE BOARD

Currently, there are four Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, appointed by the Board, which focus on specific areas and take informed decisions within their terms of reference. The Committees make specific recommendations to the Board from, time-to-time, on various matters within their terms /scope. Matters requiring the Board attention/approval are generally placed before the Board by the chairmen of respective Committees. The role and composition of these Committees, the number of meetings held during the financial year and the related attendance there-at are explained in the following paragraphs.

A. AUDIT COMMITTEE

OBJECTIVE:

The Audit Committee has been constituted as per Section 177 of the Companies Act, 2013, and Regulation 18 of SEBI's Listing Regulations. The management is responsible for the Company's internal controls and financial reporting system/process while the statutory auditors are responsible for conducting independent audits of the Company's financial statements in accordance with the generally accepted Auditing Practices and for issuing reports based on such audits. The Audit Committee has been constituted to assist the Board in overseeing the quality and integrity of the accounting, auditing and reporting policies/practices of the Company and its compliance with the legal and regulatory requirements. The Committee, accordingly, monitors various issues which include accounting and financial reporting process of the Company, maintenance of adequate internal financial controls, audit of the Company's financial statements, appointment, independence and performance of the statutory as also the internal auditors, cost auditors, secretarial auditors and the Company's risk management policies. The Committee reviews the pending litigation cases against the Company as well as show cause notices received from various authorities. The Audit Committee also reviews the periodic Internal and Statutory Auditor's Reports, Cost Auditor's Report and Secretarial Auditor's Report. The chairperson of the committee is required to attend the General Meetings.

Minutes of meetings of the Audit Committee are circulated to members of the Committee for approval within the stipulated time limit prescribed under law thereafter and reported to the Board in their next meeting. The Board has accepted all recommendations of the Committee.

COMPOSITION:

The Audit Committee comprises five members including four Non-Executive Independent Directors, Shri Parduman Kumar (Chairman), Shri Kamal Kishore Kacholia, Dr. Shri Bhagwan Agarwal, Shri Jagdeesh Mal Mehta and Shri Ravindra Kumar Toshniwal, Managing Director. The members of the Audit Committee have the requisite financial and management expertise and hold/ have held senior positions in reputed organizations.

MEETINGS & ATTENDANCE

Four meetings of the Committee were held during the year 2020-21 i.e. on 27th June, 2020, 12th August, 2020, 12th November, 2020 and 13th February, 2021.

The frequency of and quorum, etc., at these meetings were in conformity with the provisions of the Companies Act, 2013, Regulation 18 of SEBI's Listing Regulations and Secretarial Standard 1 issued by ICSI under Section 118 of Companies Act, 2013.

ATTENDANCE

The attendance of the members at these meetings was as under:

Name of the Member	Meetings held (No.)	Meetings attended (No.)
Shri Parduman Kumar	4	4
Shri Kamal Kishore Kacholia	4	4
Dr. Shri Bhagwan Agarwal	4	3
Shri Ravindra Kumar Toshniwal	4	4
Shri Jagdeesh Mal Mehta*	4	1

*Shri Jagdeesh Mal Mehta was appointed as member of the Audit Committee on 12th November, 2020.

At the invitation of the Committee, the Whole-time Director-in-charge of finance function, Chief Financial Officer, Statutory Auditors, Chief Internal Auditor and Company Secretary, who also acts as the Secretary to the Committee, attend the meetings along-with representatives of the concerned departments to answer/clarify the specific points, if any, raised by the Committee Members or Statutory Auditors at the meetings as also to generally assist the Committee in its deliberations.

ROLE OF AUDIT COMMITTEE

The role and terms of reference of the Audit Committee cover the matters specified under Regulation 18 of SEBI's Listing Regulations and Section 177 of the Companies Act, 2013.

TERMS OF REFERENCE OF AUDIT COMMITTEE:-

Terms of reference of the Audit Committee, inter alia, include

- i) Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- ii) Review and monitoring of the Auditors' independence and performance as also the effectiveness of audit process.
- iii) Recommendation for quantum of the payment to statutory auditors for any other services rendered by them.
- iv) Reviewing, with the management, the quarterly financial results/statements before submission to the Board for approval.
- v) Reviewing, with the management, the annual financial statements and draft Auditor's report thereon; Auditors explain action on their report, before submission to the Board for approval.
- vi) Approval and subsequent modifications, if any, of transactions of the Company with related parties.
- vii) Scrutiny of inter-corporate loans and investments.
- viii) Valuation of undertakings or assets of the Company, wherever necessary.
- ix) Review and evaluation of internal financial controls and risk management systems.

- x) Monitoring the end use of funds raised through public offers and related matters.
The Audit Committee is authorised to call comments of the Auditors about the internal control system, the scope of the Audit, observations of Auditors and review of financial statements. It has the power to investigate into any matter covered by its terms of reference and/or, referred to it by the Board.
- xi) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems including internal financial controls.
- xii) Establish and implement the Vigil Mechanism for Directors and employees to report their genuine concerns.
- xiii) Overseeing of the Company's financial reporting process and the disclosure of financial information to ensure that the financial statements are correct, adequate and credible;
- xiv) Review the functioning of the Whistle Blower Mechanism;
- xv) Carrying out any other function as mentioned in the terms of reference of the audit committee.
- xvi) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- xvii) To discuss, with statutory auditors, before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- xviii) To discuss, with internal auditors, any significant findings and follow up thereof.
- xix) To review the findings of any investigations by the internal auditors in case of suspected frauds or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

B. NOMINATION AND REMUNERATION COMMITTEE

OBJECTIVE

The Nomination and Remuneration Committee has been constituted as per provisions of Section 178 of Companies Act, 2013, the rules framed there-under and Regulation 19 of SEBI's Listing Regulations. The functions of the Committee are as per the provisions of the SEBI's Listing Regulations and Companies Act, 2013 besides others which may be delegated to it by the Board. The Committee's role is to fix the criteria for appointment of Directors, Key Managerial Personnel & Senior Management Staff for their position, to evaluate their performance and also to recommend the actual appointments, remuneration, etc. and The chairperson of the committee is required to attend the General Meetings. The Board has accepted all recommendations of the Committee.

COMPOSITION:

The "Nomination and Remuneration Committee" comprises three Non-Executive Independent Directors viz: Shri Parduman Kumar (Chairman), Shri Devendra Pal Garg and Dr. Vaijayanti Ajit Pandit, as members.

MEETINGS & ATTENDANCE

During the year 2020-21, two meetings of the Committee were held i.e. on 12th August, 2020 and 12th November, 2020.

ATTENDANCE

The attendance of the members at the meeting was as under:-

Name of the Member	Meeting(s) held (No.)	Meeting(s) attended (No.)
Shri Parduman Kumar	2	2
Shri Devendra Pal Garg	2	2
Dr. Vaijayanti Ajit Pandit	2	2

TERMS OF REFERENCE OF THE COMMITTEE:-

- i. To formulate the criteria for qualifications, positive attributes and independence for appointment as a Director/ KMP and to recommend to the Board a policy relating to the appointment of as well as the remuneration for Directors, Key Managerial Personnel, Senior Management staff and other employees.
- ii. To identify persons who are qualified and competent to become Directors and also those who may be appointed as Key Managerial Personnel and Senior Management staff, in accordance with the criteria laid down and recommend their appointment to the Board besides recommending removal of any Director, Key Managerial Personnel or Senior Management Staff after consideration of a specific proposal/recommendation/reference made by appropriate authority.
- iii. Formulation of the criteria for evaluation of performance of Independent Directors and the Board of Directors, as a whole.
- iv. To recommend extension/continuation of the term of appointment of any Independent Director, on the basis of the report of performance evaluation by other independent directors.
- v. The appointment as well as remuneration to be paid to the Executive/ Whole-time Directors is recommended by the Nomination and Remuneration Committee to the Board of Directors and shareholders of the Company for their final approval.
- vi. Recommend to the Board, payments of remuneration, in whatever form, to senior management staff.

Nomination and Remuneration Policy

The Board has formulated the Remuneration Policy as under:

a. Structure of Remuneration for the Whole Time Directors, Key Managerial Personnel and Senior Management Staff.

The Whole Time Directors, Key Managerial Personnel and Senior Management Staff receive salary and other perquisites as approved by the competent authorities. The Perquisites include other allowances and specified facilities. The total emoluments comprise fixed and variable components.

The Company's policy is that the total fixed salary should be fair and reasonable after taking into account the following factors:

- Overall position and envisaged role in the organization
- Scope of duties and nature of responsibilities
- Level of skills, knowledge and experience
- Core performance requirements and expectations from the concerned individual
- The Company's plans, projected performance and strategy for growth
- Knowledge & experience of Legal and Industrial Obligations

b. Structure of Remuneration for Non-Executive Independent Directors

Non-Executive Independent Directors are being paid sitting fees for attending meetings of the Board of Directors and the Committees thereof, besides reimbursement of travelling, incidental and out of pocket expenses, actually incurred, for attending the above Board/ Committee meetings as well as General Meetings or other events, if any, related to the Company's affairs.

Any increase in the maximum aggregate remuneration payable to Whole Time Directors and Non Executive Independent Directors beyond limits permissible under the Companies Act, 2013 is subject to the approval of the Shareholders at the General Meeting by way of special resolution and/or the Central Government, as may be applicable.

c. Structure of Remuneration for Other Employees

A broad structure for remuneration to other employees has been framed with operational guidelines. The power for fixing the actual remuneration has been delegated to President with reporting requirement to the Managing Director.

The details of Nomination and Remuneration Policy are available on the Web-link http://www.banswarasyntex.com/wp-content/uploads/2019/05/NOMINATION_POLICY.pdf

d. Board Evaluation

The Nomination and Remuneration Committee reviewed the performance of the individual directors. In the Board meeting that followed the meeting of the Independent Directors and the meeting of the NRC, the performance of the Board, its Committees, and individual directors were discussed.

e. Performance evaluation criteria for Independent Directors

The framework used to evaluate the performance of the Independent Directors is based on the expectation that they are performing their duties in a manner which should create and continue to build sustainable value for the shareholders, and in accordance with the duties and obligations imposed upon them.

DETAILS OF APPOINTMENTS AND REMUNERATION PAID TO DIRECTORS FOR THE YEAR 2020-21:

- 1) Appointment, and the terms thereof, of Shri Rakesh Mehra (DIN-00467321), Chairman and Whole-Time Director, have been approved for 3 (three) years from 1st January, 2021 to 31st December, 2023, a Special Resolution passed by the members of Company through Postal Ballot on 28th December, 2020.
- 2) Appointment, and the terms thereof, of Shri Ravindra Kumar Toshniwal (DIN – 00106789), Managing Director, have been approved for 3 (three) years from 1st January, 2021 to 31st December, 2023 a special Resolution passed by the members of the Company through Postal Ballot on 28th December, 2020.
- 3) Appointment, and the terms thereof, of Shri Shaleen Toshniwal (DIN – 00246432), Joint Managing Director, have been approved for 3 (three) years from 1st January, 2021 to 31st December, 2023 a special Resolution passed by the members of the Company through Postal Ballot on 28th December, 2020.
- 4) Appointment of Mr. David Vlerick, Independent Directors of the Company has been approved by the Shareholders of the Company at their 44th Annual General Meeting held on 18th September, 2020.

The remuneration to Executive/Whole-Time Directors is paid as determined/recommended by Nomination and Remuneration Committee to the Board of Directors and as finally approved by the Shareholders through Postal Ballot on 28th December, 2020.

(i) Remuneration paid to Executive Directors during 2020-21

(₹ in Lakhs)

Sr. No.	Name of Director	Salary (₹)	Contribution to PF, Perquisites & other payments (₹)	Total (₹)
1.	Shri Rakesh Mehra	41.10	18.07	59.17
2.	Shri Ravindra Kumar Toshniwal	41.10	26.09	67.19
3.	Shri Shaleen Toshniwal	36.90	17.13	54.03
	Total	119.10	61.29	180.39

(ii) Non-Executive Independent Directors

Sitting fee paid to NEIDs, for attending Board and other committee meetings during 2020-21.

(₹ in Lakhs)

Sr. No.	Name of Director	Amount (₹)
1.	Shri Parduman Kumar	4.40
2.	Shri Kamal Kishore Kacholia	1.90
3.	Shri Vijay Mehta	1.75
4.	Shri Devendra Pal Garg	1.60
5.	Dr. Shri Bhagwan Agarwal	1.65
6.	Shri Vijay Kumar Agarwal	1.05
7.	Dr. Vaijayanti Ajit Pandit	3.80
8.	Shri Jagdeesh Mal Mehta	1.45
9.	Mr. David Vlerick	2.32

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

OBJECTIVE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI's Listing Regulation, the Board has constituted the Stakeholders Relationship Committee.

The Committee is empowered to consider and resolve the grievances of security/stakeholders of the Company and matters related thereto. The Chairperson of the Committee is required to attend general meetings of the Company. The Board has accepted all recommendations of the Committee.

COMPOSITION:

The Stakeholders Relationship Committee comprises 3 Non-Executive Independent Directors, viz. Shri Parduman Kumar (Chairman), Shri Kamal Kishore Kacholia and Shri Vijay Mehta, as members.

The Board has designated Shri H.P Kharwal, Company Secretary, as the Compliance Officer of the Company for the purpose of investors' complaints/grievances.

MEETINGS

During the year 2020-21, one meeting of the Committee was held on 26th June, 2020.

ATTENDANCE

The attendance of the members at the meeting was as under:-

Name of the Member	Meeting held (No.)	Meeting attended (No.)
Shri Parduman Kumar, Chairman	1	1
Shri Kamal Kishore Kacholia	1	1
Shri Vijay Mehta	1	1

DISPOSAL OF COMPLAINTS

Details of queries and grievances received and addressed by the Company during FY 2020-21 is given hereunder:

No. of Complaints received during the year	2
No. of Complaints disposed off during the year	2
No. of Complaints not resolved to the satisfaction of shareholders as on 31 st March, 2021	0
No. of Pending Complaints	0

The Shareholders' complaints are being promptly attended to and disposed off well within one month of the receipt thereof and there is no complaint pending. It is further confirmed that all complaints were resolved to the satisfaction of shareholders.

The terms and reference of the Committee

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

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

COMPOSITION:

The Board of Directors has constituted "Corporate Social Responsibility Committee" as required under Section 135 of the Companies Act, 2013. The Corporate Social Responsibility Committee is comprises four members including three Non-Executive Independent Directors, viz. Shri Vijay Mehta (Chairman), Dr. Vaijayanti Ajit Pandit, Dr. Shri Bhagwan Agarwal, and Shri Shaleen Toshniwal, joint Managing Director.

MEETINGS

During the year 2020-21, three meetings of the Corporate Social Responsibility Committee were held i.e. on 26th June, 2020, 12th November, 2020 and 08th February, 2021.

ATTENDANCE

The attendance of the members at the meeting was as under:-

Name of the Member	Meetings held (No.)	Meetings attended (No.)
Shri Vijay Mehta, Chairman	3	3
Dr. Shri Bhagwan Agarwal	3	2
Shri Shaleen Toshniwal	3	3
Dr. Vaijayanti Ajit Pandit	3	3

The Board has accepted all recommendations of the Committee.

Terms and reference of the Committee

- To review the existing CSR policy and to make it more comprehensive so as to indicate the activities to be undertaken by the Company as specified under schedule-VII of the Companies Act, 2013
- To provide guidance on various CSR activities to be undertaken by the Company and to monitor progress in implementation thereof.
- To recommend the Annua Budget for CSR expenditure also to monitor the Budget versus actual expenditure on CSR activities.
- To review the implementetion of approved projects.

D. MEETING OF INDEPENDENT DIRECTORS

As required under the provisions of Companies Act, 2013 and Regulation 25 of SEBI's Listing Regulations, a separate meeting of Independent Directors of the Company was held on 12th August, 2020 which was attended by all independent directors.

Terms and reference

- Reviewed the performance of non- Independent Directors and the Board as a whole
- Reviewed the performance of the Chairman of the Company taking into account the views of Executive Directors and Non-Executive Directors
- Assessed the adequacy quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

IV. ANNUAL GENERAL MEETINGS

Last 3 Annual General Meetings of the Company were held as under:

Financial Year	Date	Time	Venue
2017-18	24 th Sept., 2018	04.00 P.M.	Regd. Office: Indl. Area, Dahod Road, Banswara –327 001
2018-19	27 th Sept., 2019	11.00 A.M.	Regd. Office: Indl. Area, Dahod Road, Banswara –327 001
2019-20*	18 th Sept., 2020	11.30 A.M.	Regd. Office: Indl. Area, Dahod Road, Banswara –327 001

* 44th Annual General Meeting held through video conferencing and other audio visual means.

Special Resolutions passed in the last 3 AGMs:

The details of special resolutions passed at AGMs during last 3 years i.e. 2018, 2019 & 2020 are as under:-

Sr.No.	AGM held on	Special Resolution
1.	24 th Sept., 2018	1. Re-appointment of Shri Kamal Kishore Kacholia as an Independent Director. 2. Re-appointment of Shri Parduman Kumar as an Independent Director. 3. Re-appointment of Shri Devendra Pal Garg as an Independent Director. 4. Re-appointment of Shri Vijay Mehta as an Independent Director. 5. Re-appointment of Dr. Shri Bhagwan Agarwal as an Independent Director. 6. Re-appointment of Shri Vijay Kumar Agarwal as an Independent Director.
2.	27 th Sept., 2019	1. Appointment of Shri Rakesh Mehra as Chairman and Whole Time Director. 2. Re-appointment of Dr. Vaijayanti Ajit Pandit as an Independent Director.
3.	18 th Sept., 2020	N.A.

POSTAL BALLOT

During the year, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Ministry of Corporate Affairs ("MCA") General Circulars No.14, 17, 22 & 33/2020 dated 8th April, 2020, 13th April, 2020, 15th June, 2020 and 28th September, 2020 respectively, the Company obtained the consent of the Shareholders on 28th December, 2020 to the following Special Resolutions through e-Voting by way of postal ballot process.

Special Resolutions for approval of reappointment of Shri Rakesh Mehra (DIN-00467321), Chairman and Whole-Time Director, Shri Ravindra Kumar Toshniwal (DIN – 00106789), Managing Director and Shri Shaleen Toshniwal (DIN – 00246432), Joint Managing Director of the Company for period of three years w.e. f. 1st January, 2021 to 31st December, 2023.

Details of the aforesaid resolution passed through postal ballot are as under-

A. Person who conducted the postal ballot exercise:

The Board appointed Shri Manoj Maheshwari, Practising Company Secretary, FCS 3355, as the scrutinizer to conduct postal ballot voting process. Shri Manoj Maheshwari conducted the process and submitted his report to the Chairman.

B. Procedure followed:

- (i) The Company had sent the Notice dated 12th November, 2020 together with the Explanatory Statement on 28th November, 2020, to the Members only through electronic mode i.e. to those Members whose e-mail addresses were registered with the Company / RTA / Depositories.

Voting rights were reckoned on the paid-up value of the equity share capital of the Company as on the close of business hours on the Cut-Off Date i.e. Wednesday, 25th November, 2020 as per the Register of Members / Register of Beneficial Owners as furnished by the Registrar and Transfer Agents / Depositories.

The voting period for remote e-Voting as well as postal ballot commenced on Sunday, November 29, 2020 at 9.00 a.m. (IST) and ended on Monday, December 28, 2020 at 5.00 p.m. (IST) and the e-Voting platform was disabled thereafter. The consolidated report on the result of the Postal ballot by way of e-Voting was provided by the Scrutinizer on December 29, 2020.

C. Details of voting pattern:

Sr.No.	Items	% of shareholders voted in favour of the resolution
1	Re- appointment of Shri Rakesh Mehra (DIN: 00467321) as Chairman and Whole Time Director of the Company	99.9998%
2	Re- appointment of Shri Ravindra Kumar Toshniwal (DIN: 00106789) as Managing Director of the Company	99.9998%
3	Re- appointment of Shri Shaleen Toshniwal (DIN: 00246432) as Joint Managing Director of the Company	99.9998%

Based on the scrutinizer's report, result was announced and the resolution was declared to have been approved with majority of votes.

D. Details of special resolution proposed to be conducted through postal ballot:

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

II. DISCLOSURES

1. Disclosure on materially significant related party transactions that may have potential conflict with the interests of the Company at large.

The Company has entered into certain transactions with its Promoters, Directors and the Management related parties in the ordinary course of business as approved by the shareholders; these transactions do not have any potential conflict with the interests of the Company at large. The Company has complied with the mandatory requirements of Regulation 23 of SEBI's Listing Regulations, as also with the requirements of Indian Accounting Standard and Companies Act, 2013.

Web-link Details of Policy on related Party transactions are furnished in the Company's website viz http://www.banswarasyntax.com/wp-content/uploads/2019/05/REL_PTY_TRN_POLICY.pdf

2. Details of non-compliances by the Company, penalties and strictures imposed by Stock Exchanges or the Securities and Exchange Board of India or any other statutory authority, on any matter related with the capital market.

No penalties or strictures have been imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India or any other statutory authority, on any matter related to the capital market, during last three year under report.

3. Whistle Blower Policy (Vigil Mechanism).

In compliance of Section 177 of the Companies Act, 2013, the Company has formulated Vigil Mechanism/ Whistle Blower Policy to develop a culture where-in it is possible for all employees to raise concern about any poor or unacceptable practice, as also to adhere to the highest standards of ethics, moral and legal and conduct of business operations. The Vigil (Whistle Blower) Mechanism provides a channel to the employees and Directors to report to the management about unethical behavior, actual or suspected fraud or violation of the Code of Conduct or the policy. It also provides for adequate safeguards against victimization of persons who use this mechanism and direct access to the Chairman of the Audit Committee in appropriate and exceptional cases. None of the employee of the Company have been denied access to the Audit Committee. The policy is also displayed on the Company's website. i.e. http://www.banswarasyntax.com/wp-content/uploads/2020/06/VIGIL_MECH_WB_POLICY1.pdf

4. Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosure regarding the complaints of sexual harassment are given in the Board's Report.

5. Consolidated Fees paid to Statutory Auditors

During the financial year 2020-21, the total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to M/s KG Somani & Co Chartered Accountants, Statutory Auditors of the Company is as under

Sr.	Particulars	Amonut (₹ in Lakhs)
1.	As auditors (Statutory Audit)	22.50
2.	For other services	0.44
	Total	22.94

III. MEANS OF COMMUNICATION

Quarterly Results: Quarterly and yearly results, as approved by the Board of Directors, are submitted to the Stock Exchanges and published in newspapers viz: Rajasthan Patrika/Dainik Bhaskar/Nafa Nuksan / Business Remedies (Hindi) and Business Standard/ Financial Express (English).

News Releases: Information is released to the press at the time of declaration of financial results which are sent to BSE and NSE, where the shares of the Company are listed.

Media: Interviews of Chairman and/or Managing Director regarding working of the Company are conducted fairly regularly, by print as well as electronic media and published/broadcast/telecast at times.

Periodicals: Company's news and reports regarding its plans, activities, working results, etc. appear in financial papers, journals, etc. once in a while.

Annual Report: Annual Report containing, inter alia, Notice of Annual General Meeting, Board's Report, Audited Financial Statements (Standalone and Consolidated), Reports on Corporate Governance, Management Discussion and Analysis and other information which form part of the Annual Report, is sent to all the shareholders of the Company.

Website: The Company has a website under the name www.banswarasyntex.com which contains information regarding the history of the Company, its shareholding pattern, investors' up-date, various policies, Institutional Investor Conference-call/Institutional analysis Meets, Investor Presentations, the Company's products, its achievements, various other important news and latest information related to the Company's activities, progress and current events etc.

Interaction with Institutional investors, analysts etc.: The Company conducts regular meetings and conference calls between its Management and the institutional investors, analysts etc. Quarterly/annual financial results and press releases are sent to all institutional investors, analysts who are registered in the Company's database, to keep them abreast of all significant developments. The investor presentations made to institutional investors or analysts are displayed on the Company's website.

IV. GENERAL SHAREHOLDER'S INFORMATION

1. Annual General Meeting (to be held)

Date: 24th September, 2021 Time: 11.00 A.M.

Venue: In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, and January 13, 2021 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020 and January 15, 2021 (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting through video-conferencing / other audiovisual means ('VC/OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue of the AGM shall be Registered Office of the Company, i.e. Industrial Area, Dahod Road, Post Box no. 21, Banswara (Raj.) 327001

2. Financial Year (Tentative Calendar of events)

Financial Year: 1st April, 2021 to 31st March, 2022.

First Quarter Results & Limited Review	Within 75 days from the end of quarter.
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Second Quarter/Half Yearly Results & Limited Review	Within 45 days from the end of quarter.
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Third Quarter Results & Limited Review	Within 45 days from the end of quarter.
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Fourth Quarter Annual Audited Results (2021-22)	Within 60 days from the end of year.
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These may be changed with effect of SEBI's Regulations for holding of Meeting.

3. Dates of Book Closure

The register of members and share transfer books of the Company shall remain closed from 18th September, 2021 to 24th September, 2021 (both days inclusive).

4. Dividend Payment (Tentative date)

Dividend for the year 2020-21, if approved by the shareholders, will be paid on or after 28th September, 2021.

5. Listing of Equity Shares on Stock Exchanges

The Company's Shares are listed on:

(i) BSE Limited, Mumbai (BSE)

Floor 25, P.J. Towers, Dalal Street, Mumbai- 400 001

(ii) National Stock Exchange of India Ltd., Mumbai (NSE).

"Exchange Plaza", Bandra-Kurla Complex, Bandra (E), Mumbai-400 051

The requisite listing fees have been paid to both the Stock Exchanges.

6. Stock Code

Number in NSDL and CDSL for equity shares	-	ISIN INE 629 D01012
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BSE Limited, Mumbai	-	503722
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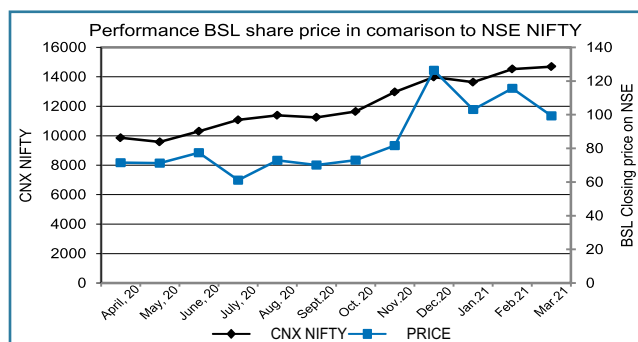
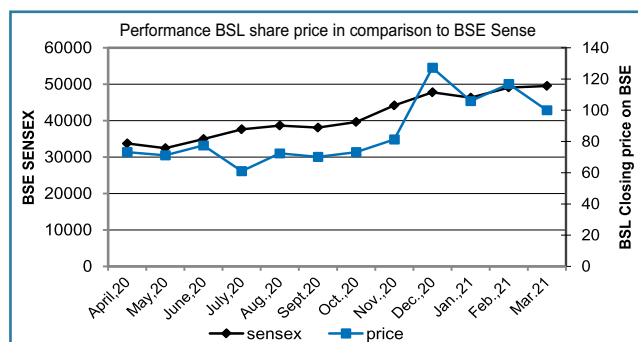
National Stock Exchange of India Ltd., Mumbai	-	BANSWRAS
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7. Stock Market Price Data

Monthly high/low market prices of the Company's equity shares traded on BSE Limited, Mumbai, and National Stock Exchange of India Ltd., Mumbai, during the last financial year are as follows:-

Month	BSE LIMITED		NATIONAL STOCK EXCHANGE OF INDIA LTD.	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2020	78.65	66.15	77.40	66.10
May, 2020	76.00	67.45	74.00	67.00
June, 2020	95.30	74.65	94.95	71.25
July, 2020	79.75	60.75	79.55	60.40
August, 2020	80.00	60.05	81.80	60.30
September, 2020	76.10	66.01	74.70	65.50
October, 2020	94.00	70.45	94.35	70.25
November, 2020	82.80	69.60	83.95	71.25
December, 2020	131.00	79.90	131.75	78.01
January, 2021	144.00	100.65	143.95	101.65
February, 2021	125.00	100.70	127.35	105.00
March, 2021	128.00	92.10	124.45	97.01

8. Performance of Company's Shares in comparison to BSE & NSE



9. Registrar & Share Transfer Agent (RTA)

M/s. Computech Sharecap Limited
147, Mahatma Gandhi Road, Opp. Jahangir Art Gallery, Fort,
MUMBAI-400 001, Tel: 022-22635000-01, Fax: 022-22635005
e-mail: helpdesk@computechsharecap.in
Website: www.computechsharecap.in

10. Share Transfers

Since the Company's shares are traded in the dematerialized form on the Stock Exchanges, all of the transfers take place in the electronic form only.

M/s. Computech Sharecap Limited, 147, Mahatma Gandhi Road, Opp. Jahangir Art Gallery, Fort, Mumbai-400 001, is the Company's RTA, or effecting transfers of shares through electronic forms i.e. demat. The Board of Directors, in its meeting held on 12th February, 2015, has delegated powers of share transfer/transmission/split etc. to RTA which is required to be placed before Board in its every meeting for its information and record. The Board has designated the Company Secretary as the Compliance Officer. The Company obtains, from a Company Secretary-in-practice, half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of SEBI's Listing Regulations and files a copy of the certificate with the Stock Exchanges.

The members are requested to note that The Securities and Exchange Board of India (SEBI) has mandated, vide its notification no. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 that transfer of shares held in physical form is not processed except in case of transmission or transposition of securities.

In accordance with SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated 7th September 2020 all share transfers in needs to be carried out in the dematerialised form with effect from 1st April 2021 compulsorily. Only consolidation / subdivision / transmission / transposition of shares in physical form are allowed.

Members holding shares in physical form are requested to dematerialize their holdings at the earliest.

11. Distribution of shareholding

i. Shareholding Pattern as on 31st March, 2021

Sr. No	Category	Number of Shares held	Shareholding (%)
1	Promoters & promoter group	10076001	58.87
2	Mutual Funds	300	0
3	Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions, Non-Government Institutions)	450	0
4	Foreign Institutional Investors	735538	4.30
5	Private Corporate Bodies	2604734	15.22
6	Indian Public	3582691	20.93
7	NRI/OCBs /Foreign Nationals	116328	0.68
8	Any other	0	0
	Grand Total	17116042	100

ii. Distribution of Shareholding as on 31st March, 2021

(a) Number-wise

Number of Shares	No. of Shareholders	Shareholders (%)	Number of share held	Voting Strength (%)
1 to 500	7606	88.77	744581	4.35
501 to 1000	404	4.72	320047	1.87
1001 to 2000	225	2.63	343359	2.01
2001 to 3000	96	1.12	244513	1.43
3001 to 4000	40	0.47	143047	0.84
4001 to 5000	43	0.50	201403	1.18
5001 to 10000	57	0.67	408167	2.38
10001 & above	96	1.12	14710925	85.94
Total	8567	100.00	17116042	100.00

(b) Category wise

Category	No. of shareholders	Shareholders (%)	Number of share held	Voting Strength (%)
Physical	2962	34.57	267794	1.56
Electronic	5605	65.43	16848248	98.44
Total	8567	100.00	17116042	100.00

12. Relationship among Directors

Except as detailed below, other Directors do not have any relationship with each other.

Sr. No.	Name of Director	Relationship
1.	Shri Rakesh Mehra (Chairman)	1. Shri Ravindra Kumar Toshniwal-Brother in Law 2. Shri Shaleen Toshniwal- Brother in Law
2.	Shri Ravindra Kumar Toshniwal (Managing Director)	1. Shri Shaleen Toshniwal-Brother 2. Shri Rakesh Mehra-Brother in Law
3.	Shri Shaleen Toshniwal (Jt. Managing Director)	1. Shri Ravindra Kumar Toshniwal-Brother 2. Shri Rakesh Mehra-Brother in Law

13. Dematerialization of shares and liquidity

The Company's shares are available for dematerialization on both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Shares of the Company are to be delivered compulsorily in the demat form on Stock Exchanges by all investors. Shares representing 98.44% of the Paid-up Capital have so far been dematerialized by Investors.

14. Outstanding GDRs / ADRs / Warrants and Convertible Instruments

During the financial year 2020-21, the Company has not issued any GDRs/ADRs/Warrants or any other instrument which is convertible into Equity Shares of the Company.

15. Plant Locations

1.	Banswara Syntax Ltd. Banswara Syntax Ltd. Unit – BTM Banswara Syntax Ltd. Unit – BFL Banswara Syntax Ltd. Unit – BJF Banswara Syntax Ltd. Unit – TPP	Industrial Area, Dahod Road Banswara-327 001 (Rajasthan)
2.	Banswara Syntax Ltd. Readymade Garment Unit - I "Banswara Garments" Readymade Garment Unit – II "Banswara Garments" Readymade Garment Unit – III "Banswara Garments" Readymade Garment Unit – IV "Banswara Garments"	98/3, Village Kadaiya, Nani Daman, Distt. DAMAN-396 210 (U.T.) Survey No.713/1, 713/2, 713/3, 725/2 and 725/1, Village Dabhel, Nani Daman, Dist. Daman-396 210 (U.T.) Village Dabhel, Nani Daman, Dist. Daman-396 210 (U.T.) Plot No.85/3, 85/4, and 86/2, Village Kadaiya, Daman Industrial Estate, Nani Daman, DAMAN-396 210 (U.T.)
3.	Banswara Syntax Ltd.	Plot No. 5 & 6, GIDC Apparel Park, SEZ-Sachin, SURAT – 394 230 (Gujarat)

16. Registered Office

Industrial Area, Dahod Road, Post Box No.21, BANSWARA-327 001 (Rajasthan)

17. Address for Correspondence

The Company has appointed M/s. Computech Sharecap Limited as Common Agency for share registry work both for electronic and physical mode of shares.

Shareholders can make correspondence at the following addresses for share transfer matters and other grievances, if any:-

(a) Mrs. G.K. Dadyburjor

M/s. Computech Sharecap Limited

147, Mahatma Gandhi Road, Opp. Jahangir Art Gallery, Fort, MUMBAI-400 001

(b) Registered Office:

Shri H.P. Kharwal - Company Secretary & Compliance Officer

Industrial Area, Dahod Road, Post Box No. 21, Banswara – 327 001 (Rajasthan)

18. Disclosures pertaining to credit rating:

Following are the Credit ratings obtained during the financial year.

Rating Agency	Facilities Rated	Amount Rated	Rating Assigned	Date of Rating
ICRA Limited	Long term Rating	₹ 670 Crore	ICRA BBB (Stable)	26 th Feb., 2021
ICRA Limited	Fixed Deposit Rating	₹ 30 Crore	MA-(Stable)	26 th Feb., 2021

19. Non-Mandatory Requirements

- The Board:** An office for the use of the Chairman is made available whenever required.
- Shareholder's Rights:** Half yearly financial results including summary of the significant events in last six months are presently not being sent to shareholders of the Company.
- Modified opinion(s) in audit report:** There are no qualifications in the Auditor's report on the financial statements to the Shareholders of the Company.
- Separate posts of Chairman and CEO:** The Company has appointed Shri Rakesh Mehra as the Chairman and Shri Ravindra Kumar Toshniwal as the Managing Director & CEO of the Company.
- Reporting of Internal Auditor:** The Internal auditors of the Company are directly reporting to Chief Internal Auditor (CIA) and CIA is invited to the meetings of Audit Committee wherein, the CIA report directly to Audit Committee.

THE DISCLOSURES OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND 46(2) OF SEBI'S LISTING REGULATIONS.

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
1	Board of Directors	17(1)	Composition of Board	Yes
		17(2)	Meeting of Board of Directors	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointments	Yes, as and when applicable
		17(5)	Code of Conduct	Yes
		17(6)	Fees/Compensation	Yes
		17(7)	Minimum Information to be placed before the Board	Yes
		17(8)	Compliance Certificate	Yes
		17(9)	Risk Assessment & Management	Yes
		17(10)	Performance Evaluation	Yes
2	Audit Committee	18(1)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and Review of information by the Committee	Yes
3	Nomination and Remuneration Committee	19(1) & (2)	Composition of Nomination and Remuneration Committee	Yes
		19(3)	Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		19(4)	Role of the Committee	Yes
4	Stakeholders Relationship Committee	20(1), (2) & (3)	Composition of Stakeholder Relationship Committees	Yes
		20(4)	Role of the Committee	Yes

Sr. No.	Particulars	Regulations	brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
5	Risk Management Committee	21(1),(2) &(3)	Composition of Risk Management Committee	NA
		21(4)	Role of the Committee	NA
6	Vigil Mechanism	22	Formulation of Vigil Mechanism for Directors and Employees	Yes
7	Related Party Transaction	23(1),(5),(6),(7) &(8)	Policy for Related Party Transactions	Yes
		23(2)&(3)	Approval including omnibus approval of Audit Committee for all Related Party Transactions and review of transaction by the Committee	Yes
		23(4)	Approval for Material Related Party Transactions.	Yes
8	Subsidiaries of the Company	24(1)	Composition of Board of Directors of Unlisted Material Subsidiary	NA
		24(2),(3),(4),(5) & (6)	Other Corporate Governance requirements with respect to Subsidiary including Material Subsidiary of listed entity	NA
9	Obligations with respect to Independent Directors	25(1)&(2)	Maximum Directorship & Tenure	Yes
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of Performance by the Independent Directors	Yes
		25(7)	Familiarisation of Independent Directors	Yes
10.	Obligations with respect to Directors and Senior Management	26(1)&(2)	Memberships & Chairmanship in Committees	Yes
		26(3)	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	Yes
		26(4)	Disclosure of Shareholding by Non- Executive Directors	Yes
		26(5)	Disclosures by Senior Management about potential conflicts of Interest	Yes
11	Other Corporate Governance Requirements	27(1)	Compliance of Discretionary Requirements	Yes
		27(2)	Filing of Quarterly Compliance Report on Corporate Governance	Yes
12.	Disclosures on Website of the Company	46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism / Whistle Blower policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive Directors	Yes
		46(2)(g)	Policy on dealing with Related Party Transactions	Yes
		46(2)(h)	Policy for determining Material Subsidiaries	Yes
		46(2)(i)	Details of familiarisation programmes imparted to Independent Directors	Yes

CONFIRMATION ON PRACTICING COMPANY SECRETARIES CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a Certificate from Practicing Company Secretaries regarding compliance of conditions of Corporate Governance as stipulated under Regulations 17 to 27 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Corporate Governance Certificate is annexed as **Annexure-B** to this report.

V. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct to regulate, monitor and report trading by insiders under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. This Code of Conduct also includes Code for Practices and Procedures for fair disclosure of unpublished price sensitive information and has been made available on the Company's website at www.banswarasyntex.com.

For **Banswara Syntex Ltd.**

Sd/-

RAKESH MEHRA

Chairman

DIN:00467321

Place: Mumbai

Dated: 18th June, 2021

CEO and CFO CERTIFICATION

Certificate from CEO and CFO for the Financial Year ended 31st March, 2021

We the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Banswara Syntex Limited ("the Company"), to the best of our knowledge and belief, certify that:

1. We have reviewed the Financial Statements and the Cash Flow Statement of the Company for the year ended 31st March, 2021 and that, to the best of our knowledge and belief, we state that;
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading, and
 - b) these statements present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. We further state that, to the best of our knowledge and belief, no transactions, entered into by the Company during the year, are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
 - a) significant changes, if any, in internal control over financial reporting during the year;
 - b) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system or financial reporting.

For **Banswara Syntex Ltd.**

Sd/-

RAVINDRA KUMARTOSHNIWAL

(Chief Executive Officer & Managing Director)

Sd/-

J. K. JAIN

(Jt. President & Chief Financial Officer)

Place: Banswara

Dated: 18th June, 2021

DECLARATION FOR CODE OF CONDUCT

As provided under Regulation 26 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members, Key Managerial Personnel and Senior Management Staff have affirmed compliance with Banswara Syntex Limited Code of Conduct for the year ended 31st March, 2021.

For **Banswara Syntex Ltd.**

Sd/-

RAVINDRA KUMAR TOSHNIWAL

Place: Banswara

Dated: 18th June, 2021

Managing Director

DIN:00106789

Annexure - A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
Banswara Syntex Ltd.
Industrial Area, Dahod Road,
Post Box No. 21, Banswara – 327001 (Rajasthan)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Banswara Syntex Ltd.** having **CIN: L24302RJ1976PLC001684** and having registered office at Industrial Area, Dahod Road, Post Box No. 21, Banswara – 327 001 (Rajasthan)(hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Director on the Board of the Company as stated below for the Financial Year ended on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN
1.	Mr. Devendra Pal Madan Gopal Garg	00003068
2.	Mr. Vijay Mehta	00057151
3.	Mr. Ravindra Kumar Toshniwal	00106789
4.	Mr. Vijaykumar Jamnadhhar Agarwal	00108710
5.	Mr. Parduman Vishwanath Kumar	00179074
6.	Mr. Shaleen Toshniwal	00246432
7.	Mr. Kamal Kishore Kacholia	00278897
8.	Mr. Rakesh Mehra	00467321
9.	Mr. Shri Bhagwan Agarwal	00524452
10.	Mr. Jagdeesh Mal Mehta	00847311
11.	Ms. Vijayanti Ajit Pandit	06742237
12.	Mr. David Vlerick	07679476

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

Place: Jaipur
Date: 18th June, 2021
UDIN: F003355C000481646

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

Annexure-B

Practicing Company Secretary's Certificate on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Banswara Syntex Ltd.
Industrial Area, Dahod Road,
Post Box No. 21, Banswara – 327001 (Rajasthan)

1. We have examined the compliance of conditions of Corporate Governance of Banswara Syntex Ltd. ("the Company") for the year ended on March 31, 2021 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [collectively referred to as "SEBI Listing Regulations"].

Management's Responsibility for compliance with the conditions of SEBI's Listing Regulations

2. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations.

Our Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with the Corporate Governance requirements by the Company.
5. We have conducted our examination in accordance with the Guidance Note on Corporate Governance Certificate and the Guidance Manual on Quality of Audit & Attestation Services issued by the Institute of Company Secretaries of India ("ICSI").

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, and the representation made by the directors and the management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI's Listing Regulations.
7. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

8. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Place: Jaipur
Date: 18th June, 2021
UDIN: F003355C000481668

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-

CS Manoj Maheshwari
Partner FCS 3355
C P No.: 1971

Annexure IV Annual Report of CSR

The Annual Report on CSR Activities to be Included in the Board's Report for Financial Year 2020-21

1. Brief outline on CSR Policy of the Company.

Through sustainable measures, actively contribute to the Social, Economic and Environmental development of the community in which we operate ensuring participation from the community and thereby create value for the nation.

The Company's focus on the following strategic areas:

- Healthcare
- Education
- Rural Development
- Gender Equality and Empowerment of Women
- Environmental Sustainability
- National Heritage, Art and Culture
- Disaster Response
- Contribution to Funds

The Company has framed a CSR Policy in compliance with the provisions of the Act, which is available on the Company's website and the web link for the same is

https://www.banswarasyntex.com/wp-content/uploads/2021/08/CSR_Policy.pdf

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Shri Vijay Mehta (Chairman of the Committee)	Independent Director	3	3
2.	Shri Shaleen Toshniwal	Whole Time Director	3	3
3.	Dr. Shri Bhagwan Agarwal	Independent Director	3	2
4.	Dr. Vaijayanti Ajit Pandit	Independent Director	3	3

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company <https://www.banswarasyntex.com/investors>.
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). **Not Applicable**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any – **Not Applicable**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		Not Applicable	

6. Average net profit of the company as per section 135(5): **₹ 3001.16 Lakhs**
7.
 - (a) Two percent of average net profit of the company as per section 135(5): **₹ 60.00 Lakhs**
 - (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
 - (c) Amount required to be set off for the financial year, if any: **Nil**
 - (d) Total CSR obligation for the financial year (7a+7b-7c).; **₹ 60.00 Lakhs**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year.	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
Amount (₹ in Lakhs)	Amount (₹ in Lakhs)	Date of transfer.	Name of the Fund	Amount (₹ in Lakhs)	Date of transfer.
28.86	32.00	28-04-2021		Not Applicable	

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Project duration	(7) Amount allocated for the project (₹ in Lakhs)	(8) Amount spent in the current financial Year (₹ in lakhs)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakhs)	(10) Mode of Implementation - Direct (Yes/No)	(11) Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.	Construction of New Path Way Length 150 Mtrs Above Phase-II, 2nd Ghat at Nathlav back	(iv)	Yes	Banswara (Rajsthan)		3yrs	32.50	0.50	32.00	Yes	NA	
						Total	32.50	0.50	32.00			

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (₹ in lakhs)	(7) Mode of Implementation - Direct (Yes/No)	(8) Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Promoting education, incl. special education and employment enhancing vocation skills especially among children, women, elderly, and the differently able and livelihood enhancement projects	(ii)	Yes	Banswara (Rajasthan)		2.00	Yes	NA	
2.	Set up a Public Garden with a 500 Mtrs. Circular Walking path near the Crematorium on Dahod Road/ Crematorium & Nathelav lake bund's beautification project	(iv)	Yes	Banswara (Rajasthan)		10.73	Yes	NA	
3.	Training to promote rural sports, nationally recognized sports, Paralympics sports and Olympic sports	(vii)	Yes	Banswara (Rajasthan)		3.48	Yes	NA	
4.	Eradicating hunger, poverty and malnutrition (Promoting health care including preventive health care) Build Public Toilets & Making available safe drinking water	(i)	Yes	Banswara (Rajasthan)		2.15	Yes	NA	
5.	Contribution toward Swatch Bharat Mission	(iv)	Yes	Banswara (Rajasthan)		10.00	Yes	NA	
		Total				28.36			

(d) Amount spent in Administrative Overheads; **NA**

(e) Amount spent on Impact Assessment, if applicable : **NA**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : **₹ 28.86 lakhs**

(g) Excess amount for set off, if any : **NA**

Sl. No.	Particulars	Amount
(i)	Two percent of average net profit of the company as per section 135(5)	Not Applicable
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	Not Applicable						
	Total						

- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID.	(3) Name of the Project	(4) Financial Year in Which the project was commenced	(5) Project duration	(6) Total Amount allocated for the project	(7) Amount spent on the project in the reporting Financial Year	(8) Cumulative amount spent at the end of reporting Financial Year	(9) Status of the project - Completed /Ongoing
Not Applicable								
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details). NA**
- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital asset.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **NA**

For **Banswara Syntex Ltd.**

Sd/-

Ravindra Kumar Toshniwal
(Managing Director)

Date: 18th June, 2021

Place: Banswara

Sd/-

Vijay Mehta
(Chairman CSR Committee)

Date: 18th June, 2021

Place: New Delhi

Annexure - V to the Directors' Report

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and 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 transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

- Name(s) of the related party and nature of relationship:
- Nature of contracts/arrangements/transactions:
- Duration of the contracts / arrangements/transactions:
- Salient terms of the contracts or arrangements or transactions including the value, if any:
- Justification for entering into such contracts or arrangements or transactions
- Date(s) of approval by the Board:
- Amount paid as advances, if any:
- Date on which the special resolution was passed in general meeting as required under first proviso to section 188:

2. Details of material contracts or arrangement or transactions at arm's length basis:

Name of related party and Nature of Relationship	Nature of Contracts/ arrangements/ Transactions	Duration of the Contracts/ arrangements/ Transactions	Salient terms of the Contracts/ arrangements /Transactions	Monetary Value of Contracts/ arrangements/ Transactions (₹ in Crore)	Date(s) of approval by the Board	Amount paid as advance, if any
Tesca Textiles and Seat components (India) Pvt. Ltd., (Joint Venture Company)	Sale, purchase, job work or supply of any goods or materials availing or rendering of any services	One Year From 01.04.2021 to 31.03.2022	Arm's Length Basis/ Prevailing Market Price	50.00	13 th February, 2021	NIL
Aanswr Fashion Private Limited	Sale, purchase, job work or supply of any goods or materials availing or rendering of any services	One Year From 01.04.2021 to 31.03.2022	Arm's Length Basis/ Prevailing Market Price	30.00	13 th February, 2021	NIL

For **Banswara Syntax Ltd.**

Sd/-

Rakesh Mehra

Chairman

DIN: 00467321

Place: Mumbai

Date: 18th June, 2021

Annexure VI to the Directors' Report

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,
The Members,
Banswara Syntex Ltd
Industrial Area, Dahod Road
Banswara – 327 001 (Rajasthan).

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 ('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, minute 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 thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not applicable to the Company during the Audit Period**);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the Audit Period**);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);** and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Ltd.

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

We further report that

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

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

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

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

We further report that during the audit period the company has not undertaken any event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: Jaipur

Date: 18th June, 2021

UDIN: F003355C000481613

For V.M. & Associates

Company Secretaries

(ICSI Unique Code P1984RJ039200)

PR 581 / 2019

Sd/-

CS Manoj Maheshwari

Partner

Membership No.: FCS3355

CP No.: 1971

Note: 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.

Annexure A

To,
The Members
Banswara Syntex Limited
Industrial Area, Dahod Road
Banswara – 327 001 (Rajasthan).

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial 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 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.

Place: Jaipur
Date: 18th June, 2021
UDIN: F003355C000481613

For V.M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS3355
C P No.: 1971

Annexure- VII to the Directors' Report

Particulars of Energy Conservation, technology absorption and foreign exchange earnings and outgo, as per section 134(3) (m) of the Companies Act, 2013 and the rules made therein and forming part of the Directors' Report for the year ended March 31, 2021.

A) Conservation of Energy

(i) Step taken or impact on conservation of energy

All business units continued their efforts to improve energy usage efficiencies. Various key performance indicators like specific energy consumption (energy consumed per unit of production), specific energy costs were continuously tracked to monitor alignment with the Company's overall sustainability approach.

a. Energy Conservation measures taken Year (2020-21)

1. Saving of energy of ₹ 10.9 Lakh By installing/Using the VFDs on Ringframe machines and in Humidification plant with also use of the HMI-PLC based time monitor system.
2. Modification of lighting & street light system as per the need of the site and did the saving of ₹ 1.87 lakhs.
3. Saving of ₹ 1 Lakh by reducing the use of Kenal water pump from 712Kw/Day to The 600Kw/day & Airline Provide for ETP to stop air blower to save the energy of MBRR.
4. Saving of ₹ 1.1 lakh by parallel running of doffer motor with Fan motor in 100 carding machines.
5. Saving of ₹ 1.2 lakh by Replaced 2 No. Auto corners machines with latest technology.
6. Power Saving by installation of New Air Dryer Make-Delair Installed & Commissioned saving-252720/-
7. IE3 Energy Efficient motors installed and replaced de-rated motors saving of ₹ 18.34 lakhs
8. Modification in Cooling tower of centac & air dryer pipe line and stop one 11 kw pump in Winter days Saving of ₹ 3.56 lakhs.

b. Measures to be taken in Year (2021-22)

1. The old low efficient motors around 240 to be replace with new IE3 high energy efficient motors. Partially 196 are replaced.
2. 30 No VFD of 5.5 KW to be installed in carding section for doffer drive conversion.
3. Conversion of PLC & HMI in R/f LR6/S machines in mill no.2 (5 Nos)
4. Conversion of old autolevelling system of RSB D-30 in to sheltronics E dreaft autoleveller controller SEDAC- 18 with PLC.
5. To install 5.5 KW VFD with pressure transducer on pneumafil fan on 31 R/f machines for energy saving.
6. Conversion of variable pully system on to direct coupling with 30KW VFD on LR /S R/F machines to improve productivity.
7. Carding machines main motor 5.5KW replaced with 7.5KW (30NO).
8. 4 Nos Belt drive change into Direct Drive in fans of H-Plant
9. Energy saving by Plan to install Inverters on Savio Autoconer Machines to optimize suction pressure.
10. Energy saving by Plan to attend Air leakages of Dye house Machines, looms section and BTM process house.
11. Energy saving by Plan for separate cleaning Air line with low pressure compressor
12. Energy saving by Plan for VFD Installation in screw compressor 400 CFM in Air jet section
13. Energy saving by Plan to install Air Receivers in BFL & BJF compressor Air distribution system.
14. Energy saving by Plan for replacement of Low efficiency IHE Compressors with Screw compressors
15. Energy saving by Plan to install upgraded Energy Saving controller, RTC and VFDs in all H-plants and also plan to Replace old FRP fans with Energy efficient aluminum fans.

16. Energy saving by Plan to install Inverters in all Centac Compressors water supply pumps
17. Energy saving by interlocking existing carding fan motor with doffer motor to avoid final running of fan during idle machine running condition.

(ii) The Steps taken by the Company for utilizing alternate Sources of energy

We are having co-generation thermal power plant to meet the power requirement.

(iii) The Capital investment on energy conservation equipment

For the year 2021-22 total expenditure for energy saving equipment (EESL motor) is about ₹ 2.78 crore .

B). TECHNOLOGY ABSORPTION 2020-2021

The efforts made by the Company towards technology absorption during the year under review are:

- Installed solar street light under CSR.
- Replacement of conventional tube lights with LED power saver bulbs.
- One new Schalphorst Autoconer X6 installed with yarn clearer of new technology.
- 100 KW Solar power plants installed at weaving 4.

C) Foreign Exchange Earnings and Outgo

During the year, foreign exchange outgo was ₹ 37.10 Crores (which includes import of capital goods, stores & spares, coal, raw materials, consumables, payment of consultancy, dividend and travelling expenses etc.) while foreign exchange earned was ₹ 325 Crores. The details have been given under Notes to Financial Statements.

For **Banswara Syntex Ltd.**

Sd/-

Rakesh Mehra

Chairman

DIN:00467321

Place: Mumbai

Date: 18th June, 2021

ANNEXURE – VIII to Director's Report

Disclosure as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

S.No.	Name of the KMPs	Remuneration FY 2020-21 (₹ In Lakhs)	Ratio
1.	Shri Rakesh Mehra	59.17	30.66:1
2.	Shri Ravindra Kumar Toshniwal	67.19	34.81:1
3.	Shri Shaleen Toshniwal	54.03	27.99:1
4.	Shri J.K. Jain	51.57	26.82:1
5.	Shri H P Kharwal	9.82	5.09:1

2. The percentage increase/ (decrease) in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:-

Shri Rakesh Mehra (Chairman):- (52.75 %)

Shri Ravindra Kumar Toshniwal (Managing Director and Chief Executive Officer):- (46.23 %)

Shri Shaleen Toshniwal (Joint Managing Director):- (51.80 %)

Shri J.K. Jain (Joint President & Chief Financial Officer):- (28.66 %)

Shri H.P. Kharwal (Company Secretary):- (9.16 %)

3. The percentage increase in the median remuneration of employees in the financial year – Median 5.26%

4. The number of permanent employees on the rolls of company – 11560.

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration – Average increase in the remuneration of all employees excluding KMPs: - (25.54 %)

– Average increase in the remuneration of KMPs:- (45.67%)

Justification: Employees salary increases are decided based on the individual performance, inflation, prevailing industry trends and benchmarks.

6. Affirmation that the remuneration is as per the remuneration policy of the company – Yes

For **Banswara Syntax Ltd.**

Sd/-

Rakesh Mehra

(Chairman)

DIN: 00467321

Place: Mumbai

Date: 18th June, 2021

Annexure - IX to the Directors' Report

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

Sr. No.	Name of Employee	Designation	Remuneration (₹ in Lakhs)	Qualification	Over- all Expe- rience (Years)	Commencement of Employment with Banswara Syntex Ltd.	No. of Shares Held	Whether Permanent/ Contractual	Age (Years)	Organisation	Post Held	Dura- tion (Years)
1.	RAKESH MEHRA	CHAIRMAN	59.16	FCA	35	23/04/1986	6061	Permanent	63	R.R. TOSHIWAL ENTERPRISES	CHIEF EXECUTIVE	5
2.	RAVINDRA KUMAR TOSHIWAL	MANAGING DIRECTOR	67.18	B. Tech (IIT-B)	34	01/08/1987	2248667	Permanent	57	-	-	-
3.	SHALEENTOSHIWAL	JT. MANAGING DIRECTOR	54.03	B.B.M.(USA)	17	21/10/2003	2140745	Permanent	44	-	-	-
4.	JKRATHI	PRESIDENT	71.94	B.E. Mechanical	46	01/06/1978	-	Permanent	70	R.R. TOSHIWAL ENTERPRISES	MANAGER	3
5.	JKJAIN	JOINT PRESIDENT & CFO	51.57	C.A. & C.S.	30	04/11/2000	10	Permanent	52	SHRUTI SYNTHETICS	GM FINANCE & C.S.	10
6.	KAVITA SONI	SR.V.P. CSR	37.12	B.A. Economic	18	01/11/2012	602075	Permanent	54	-	-	-
7.	PRASHANT JOSHI	SR.V.P. (FABRICS)	35.80	L.T.C.	8	13/12/2004	-	Permanent	55	Vora Synthetics, Bhilwada	GM TECHNICAL	1.5
8.	RAHUL BHADAURIYA	SR. VICE PRESIDENT (GARMENT DIV.)	28.51	B.sc., NIFT (Garment Manufacturing Technology)	23	03/09/2007	-	Permanent	45	Must Garment Corp. Ltd	Asst. General Manager	1
9.	DHRUV TOSHIWAL	VICE PRESIDENT - BUSINESS DEVELOPMENT	27.08	Bachelors in Science of Economics, concentrations in operations Management & Finance	7	01-09-2017	100000	Permanent	29	Finlab (GENTERA)	Sub Director of Innovation and Business Development	1.5
10.	YUGAL KISHORE AGRAWAL	VICE PRESIDENT (INTERNAL AUDIT)	24.90	C.A., MMS Finance	1.5	02/01/2020	-	Permanent	44	Kores India Ltd.	GM& HOD Internal Audit	2

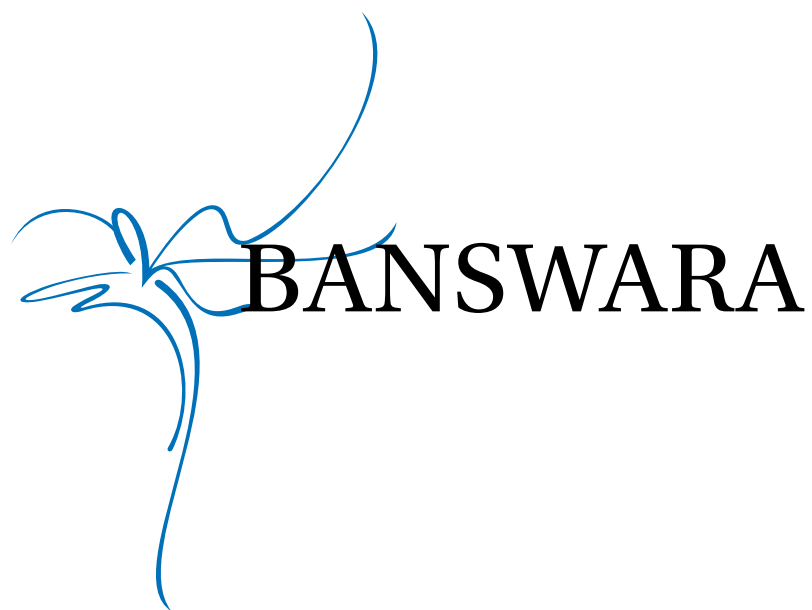
Note

- Shri Ravindra Kumar Toshniwal, Shri Shaleen Toshniwal, Shri Rakesh Mehra, Smt. Kavita Soni and Shri Dhruv Toshniwal are relatives among each other.
- Shri Ravindra Kumar Toshniwal, Shri Shaleen Toshniwal, Smt. Kavita Soni are holding more than 2% of paid up capital of the Company i.e. (approx) 13.14%, 12.51% and 3.52% respectively.

For **Banswara Syntex Ltd.**
Sd/-

Rakesh Mehra
Chairman
DIN: 00467321

Place: Mumbai
Date: 18th June, 2021



Standalone Financial Statements

INDEPENDENT AUDITORS' REPORT**To,****The Members of****Banswara Syntex Ltd.****Report on the Audit of the Standalone Ind AS Financial Statements****Opinion**

We have audited the Standalone Ind AS financial statements of **Banswara Syntex Ltd** ("the company") which comprise the balance sheet as at **31st March 2021**, and the statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, and Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the

Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Key Audit Matter	How our audit addressed the matter
<p>Evaluation of System of recovery and impairment of trade receivables</p> <p>System of recoverability of trade receivables and the level of impairment for doubtful trade receivable involves significant judgements by management in making appropriate impairment.</p> <p>Further, The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with. The Company has also taken into account estimate of possible effect of default in trade receivables from the pandemic related to Covid-19.</p> <p>For detail refer Note-10 to Standalone Ind AS Financial Statements.</p>	<p>We evaluated the Company's credit policy and procedure. We have divided our procedure into two categories of trade receivables i.e., Domestic and Export. While the export receivables are secured against Letter of Credit in majority of cases, recovery is certain therein. In respect of domestic trade receivables, we have performed the following procedure.</p> <ul style="list-style-type: none"> We have analyzed the Customer Ageing Report as on March 31, 2021 We have obtained the Direct External Balance Confirmations from Customers for confirming the balance as on March 31, 2021 on samples basis. We have enquired with the management to ascertain whether there are delays in collections from Trade Receivables beyond the normal credit days allowed We have verified subsequent collections from debtors after the reporting date March 31, 2021. <p>Where there were indicators that trade receivables were unlikely to be collected within contractual payment terms and due to possible effect of pandemic COVID-19, we assessed the adequacy of the allowance for impairment of trade receivables. To do this:</p> <ul style="list-style-type: none"> We assessed the ageing of trade receivables, dispute with customers, the past payment and credit history of the customer.

Key Audit Matter	How our audit addressed the matter
	<ul style="list-style-type: none"> We have ensured that proper impairments are made in books with respect to bad and doubtful trade receivables if there is a condition of uncertainty about its recoverability. We considered the historical accuracy of forecasting the allowance for impairment of trade receivables. We have also verified Expected Credit Loss (ECL) provisions are made as required under IND AS 109.

Information Other than the Standalone Ind AS Financial Statements and Auditor's Report Thereon

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

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

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

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

Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows 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 from time to time.

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

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

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

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

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

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

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 Companies Act, 2013, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the

extent applicable.

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 standalone Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), and the Cash Flow Statement and the Statement of Change in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) The matter described in the Emphasis of matter Paragraph above, in our opinion, may or may not have an adverse effect on the functioning of the company due to uncertainties.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its financial statements refer Note 45 to the Standalone Ind AS financial statements.

- ii. Provision has been made in the Standalone Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company, read with Note 24 to the Standalone Ind AS financial statement.

For K. G. Somani & Co.

Chartered Accountants

Firm Registration No: 06591N

Sd/-

(Kavita Goyal)

Partner

Membership No:063419

UDIN: 21063419AAAAAG3203

Place: New Delhi

Date: 18th June 2021

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the Standalone Ind AS Financial Statements of the Company for the year ended March 31, 2021:

- (i)
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
 - b) According to the explanations given to us, Company has made a plan to verify the fixed assets in phased manner, some of the fixed assets have been physically verified by the management at reasonable intervals having regard to the size of the Company and the nature of its assets. No material discrepancy was noticed on such verification as compared to book records.
 - c) In our opinion and according to the information and explanations given to us during the course of audit, the title deeds of immovable properties are held in the name of the company. Fourteen title deeds are mortgaged with the banks/ financial institutions for securing the long-term borrowings.
- (ii) The inventory has been physically verified by the management at reasonable intervals during the year except inventory lying with the third parties. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on comparison of physical verification with the book records were not material and have been properly dealt with in the books of account.
- (iii) According to the information and explanations given to 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 Act. Accordingly, the provisions of, paragraph 3 (iii) (a) to (c) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us during the course of audit, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of investment of the company. Further, the company has not granted any loans and has not given any guarantees and security under the provision of section 185 of the companies Act, 2013; thereby the provision of the said section is not applicable to the company.
- (v) According to the information and explanations given to us, the Company has accepted deposits and complied with the directives issued by the Reserve Bank of India and the provisions of the Companies Act 2013 and the rule frame there under. No order has been passed with respect to Section 73 to 76 by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any Tribunal.

(vi) The Company has maintained cost records under section 148(1) of the Companies Act, 2013, However, we are neither required to carry out, nor have carried out any detailed examination of such accounts and records.

(vii) (a) According to information and explanations given to us and on the basis of our examination of the books of account and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Duty of Customs, Duty of Excise, Value added Tax, Goods & Service Tax, Cess and any other statutory dues with the appropriate authorities and there were no outstanding at March 31, 2021 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, the dues of income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, Goods & Service Tax and Cess which have not been deposited on account of a dispute and the forum where the dispute is pending are as follows:

Name of Statue	Nature of disputed dues	Period to which amount relates	Amount involved (₹ in Lakhs)	Forum where dispute is pending
Income Tax Act 1961	Income Tax	AY 2010-11, 2014-15 & 2015-16	1,402.47	CIT(Appeals) Udaipur
Custom Act, 1962	Custom Duty	FY 2012-13	344.31	CESTAT, Ahmedabad

(viii) In our opinion, the Company has not defaulted in the repayment of dues to Governments, banks and Financial Institution during the year. The Company has also not issued any debenture during the year.

(ix) According to the information and explanations given to us, the company has not made any public offer (including debt instruments) during the year. According to the information and explanation given to us, the money raised by the company by way of term loan has been applied for the purpose for which they were obtained.

(x) During the course of our examination of the books of account carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or any fraud on the company by its officers or employees, noticed or reported during the year, nor have we been informed of such case by the management.

(xi) In our opinion and according to the information and explanations given to us during the course of audit, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) In our opinion and according to the information and explanations given to us during the course of audit, the

company is not a Nidhi Company. Therefore, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that transactions with the related parties are in compliance with sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us by the management and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that the company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year.

(xv) In our opinion and according to the information and explanations given to us during the course of audit, we state that the Company has not entered into non-cash transaction with directors or persons connected with him. Therefore clause 3(xv) of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company.

(xvi) The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.

For K. G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

Sd/-
(Kavita Goyal)
Partner
Membership No: 063419
UDIN: 21063419AAAAAG3203

Place: New Delhi
Date: 18th June 2021

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Ind AS Financial Statements of BanswaraSyntax Limited the year ended 31st March 2021

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 of **Banswara Syntax Limited** (“the Company”) as of **March 31, 2021** in conjunction with our audit of the Standalone Ind AS 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 (ICAI)”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 K. G. Somani & Co.

Chartered Accountants

Firm Registration No: 06591N

Sd/-

(Kavita Goyal)

Partner

Membership No: 063419

UDIN: 21063419AAAAAG3203

Place: New Delhi

Date: 18th June 20201

BALANCE SHEET AS AT 31ST MARCH 2021

(₹ In Lakhs)

PARTICULARS	Note No.	As at 31 st March, 2021	As at 31 st March, 2020
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	33,083.64	36,635.75
(b) Right of Use Asset	2A	388.19	432.67
(c) Capital Work-in-Progress	2B	27.42	59.51
(d) Other Intangible Assets	3	293.85	332.98
(e) Intangible Assets Under Development		40.96	-
(f) Financial Assets			
(i) Investment in Joint Venture	4	288.00	360.00
(ii) Loans	5	281.79	209.53
(iii) Others	6	339.50	382.15
(g) Other Non-Current Assets	7	1,284.39	951.65
		36,027.74	39,364.24
Current Assets			
(a) Inventories	8	19,644.95	23,747.53
(b) Financial Assets			
(i) Investments	9	3.44	9.95
(ii) Trade Receivables	10	11,498.65	14,015.40
(iii) Cash and Cash Equivalents	11	770.44	354.92
(iv) Bank balances other than (iii) above	12	669.49	936.49
(v) Loans	13	65.00	489.97
(vi) Others	14	1,466.25	1,487.97
(c) Other current assets	15	5,201.30	4,863.75
		39,319.52	45,905.98
Total Assets		75,347.26	85,270.22
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	16	1,711.60	1,711.60
(b) Other Equity	17	34,025.16	32,474.68
		35,736.76	34,186.28
LIABILITIES			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	13,752.92	9,703.20
(b) Provisions	19	166.37	524.38
(c) Deferred Tax Liabilities (Net)	20	2,702.28	2,777.22
(d) Government Grant	21	589.20	636.66
		17,210.77	13,641.46
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	3,393.26	16,315.13
(ii) Trade Payables	23		
a) Total outstanding dues of micro enterprises and small enterprises;		224.35	156.32
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		9,024.90	10,279.09
(iii) Other Financial Liabilities	24	6,322.89	6,925.86
(b) Other Current Liabilities	25	3,118.24	3,428.52
(c) Government Grant	21	82.34	79.87
(d) Provisions	26	80.86	257.69
(e) Current Tax Liabilities (Net)	27	152.89	-
		22,399.73	37,442.48
Total Equity and Liabilities		75,347.26	85,270.22
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date:

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants

FRN – 06591N

Sd/-

Kavita Goyal

Partner

M.No.063419

Place: New Delhi

Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321

Chairman

Sd/-

Praduman Kumar

DIN : 00179074

Chairman(Audit Committee)

Sd/-

J. K. Rath

President

Place : Mumbai

Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789

Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432

Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara

Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2021

(₹ In Lakhs)

PARTICULARS	Note No.	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Income:			
Sale of Products & Services	28	77,730.21	126,980.76
Other Operating Revenue	28	932.26	1,969.07
Revenue From Operations		78,662.47	128,949.83
Other Income	29	1,622.78	1,286.78
Total Income (I)		80,285.25	130,236.61
Expenses :			
Cost of Materials Consumed	30	30,249.32	57,006.14
Purchase of Traded Goods		6,089.07	-
Changes in Inventories Of Finished Goods, Stock-In-Trade and Work-In-Progress	31	1,170.29	3,124.21
Employee Benefits Expenses	32	15,314.54	24,172.52
Finance Costs	33	3,256.36	4,872.44
Depreciation And Amortization Expenses	34	4,647.52	5,120.45
Other Expenses	35	18,252.91	30,228.44
Total Expenses(II)		78,980.01	124,524.20
Profit before exceptional items and tax (III) = (I-II)		1,305.24	5,712.41
Exceptional Item (IV)	36	329.41	44.81
Profit before tax (V) = (III+IV)		1,634.65	5,757.22
Tax Expense :			
(1) Current tax			
Current Year		436.79	1,053.45
Tax Adjustment of Earlier Years		(0.76)	6.53
(2) Deferred Tax		(194.63)	(640.97)
Total Tax Expenses (VI)		241.40	419.01
Profit After Tax (VII) = (V)-(VI)		1,393.25	5,338.21
Other Comprehensive Income			
A. Item that will not be reclassified to profit or loss			
(i) Remeasurment of defined benefit plan		241.68	(84.27)
(ii) Tax relating to Remeasurment of defined benefit plan		(84.45)	29.45
B. Item that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income (VIII)		157.23	(54.82)
Total Comprehensive Income for the Period (IX) = (VII+VIII)		1,550.48	5,283.39
Earnings per equity share (in Rs.)	37		
(1) Basic (Face Value of ₹ 10 each)		8.14	31.19
(2) Diluted (Face Value of ₹ 10 each)		8.14	31.19
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date:

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants

FRN – 06591N

Sd/-

Kavita Goyal

Partner

M.No.063419

Place: New Delhi

Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321

Chairman

Sd/-

Praduman Kumar

DIN : 00179074

Chairman(Audit Committee)

Sd/-

J. K. Rathi

President

Place : Mumbai

Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789

Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432

Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara

Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(₹ In Lakhs)

PARTICULARS	Year ended 31 st March, 2021		Year ended 31 st March, 2020	
A) Cash Flow From Operating Activities :-				
Net Profit Before Tax as per Statement of Profit and Loss		1,634.65		5,757.22
Adjusted for :				
Depreciation and Amortization Expenses	4,647.52		5,120.45	
Unrealised Exchange (Gain)/Loss	(303.15)		(209.19)	
Provision for Doubtful Trade Receivables	358.66		-	
Impairment of Investments	(7.04)		-	
Loss on Discard of Property, Plant & Equipment	-		4.89	
Deferred Government Grant transferred to Statement of Profit and Loss	(81.96)		(79.87)	
Loss/(Profit) on Sale of Property, Plant & Equipment (net)	(45.76)		(49.70)	
Profit on Disposal of Investment	(290.69)		-	
Interest Income	(153.12)		(302.51)	
Interest paid	3,256.36		4,872.44	
Fair value (gain)/loss transferred to Statement of Profit and Loss	(0.54)		7.86	
Rental Income	(31.80)	7,348.48	(54.61)	9,309.76
Operating profit before working capital changes		8,983.13		15,066.98
Adjusted for :				
(Increase)/Decrease in trade & other receivables	2,107.52		3,691.35	
(Increase)/Decrease in inventories	4,102.58		5,043.06	
(Increase)/Decrease in Bank balance and Term Deposits other than Cash and Cash Equivalents"	267.00		22.46	
Increase/(Decrease) in trade and others payables	(1,950.43)	4,526.67	(2,211.57)	6,545.30
Cash generated from operations		13,509.80		21,612.28
Direct Tax paid (net of tax refund)		266.42		1,076.27
Net cash from operating activities (A)		13,243.38		20,536.01
B) Cash Flow From Investing Activities :-				
Acquisition of Property, Plant and Equipment		(973.27)		(796.76)
Proceeds from sale of investment		362.69		-
Proceeds from sale of Property, Plant and Equipment		88.86		156.38
Government Grant Received		36.97		-
Term Deposit with Banks		42.65		(100.21)
Interest Income		153.12		302.51
Rent received		31.80		54.61
Net cash used in investing activities (B)		(257.18)		(383.47)
C) Cash Flow From Financing Activities :-				
Proceeds from Term Loan borrowings		8,111.00		259.28
Repayment of Term Loan borrowings		(4,775.70)		(3,458.33)
Interest paid		(3,251.11)		(4,807.95)
Increase/(Decrease) in bank borrowings		(12,921.87)		(11,635.95)
Proceeds from unsecured loans		587.00		280.00
Repayment of unsecured loans		(320.00)		(725.00)
Dividend and tax thereon Paid		-		(515.86)
Net cash from financing activities (C)		(12,570.68)		(20,603.81)
Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)		415.52		(451.27)
Opening balance of cash and cash equivalents		354.92		806.19
Closing balance of cash and cash equivalents		770.44		354.92

Cash and Cash Equivalent includes:-

PARTICULARS	As at 31.03.2021	As at 31.03.2020
Cash on hand	27.36	65.70
Balance in current account	743.08	289.22
Total	770.44	354.92

Note:

- The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.
- Figures in bracket indicate cash outflow.

In terms of our Audit Report of even date:

For K.G. Somani & Co.
Chartered Accountants
FRN – 06591N
Sd/-
Kavita Goyal
Partner
M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-
Rakesh Mehra
DIN : 00467321
Chairman
Sd/-
Praduman Kumar
DIN : 00179074
Chairman(Audit Committee)
Sd/-
J. K. Rathi
President
Place : Mumbai
Date : 18th June, 2021

For and on behalf of the Board of Directors

Sd/-
Ravindra Kumar Toshniwal
DIN : 00106789
Managing Director
Sd/-
Shaleen Toshniwal
DIN : 00246432
Jt. Managing Director
Sd/-
J.K. Jain
Jt. President & CFO
Place : Banswara
Date : 18th June, 2021

Sd/-
H.P. Kharwal
Company Secretary

Statement of changes in Equity for the year ended 31st March 2021**A. Equity Share Capital**

(₹. in Lakhs)

Particulars	As at 31 st March, 2021		As at 31 st March, 2020	
	No of Shares	Amount	No of Shares	Amount
Balance at the beginning of the year	17,116,042	1,711.60	17,116,042	1,711.60
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the year	17,116,042	1,711.60	17,116,042	1,711.60

B. Other Equity

(₹. in Lakhs)

Particulars	Reserves and Surplus					Total
	Capital Reserve	Securities Premium	Capital Redemption Reserve	General Reserve	Retained Earnings	
As at 1 April 2020	20.43	2,959.00	173.00	18,137.10	11,185.15	32,474.68
Profit for the year	-	-	-	-	1,393.25	1,393.25
Other comprehensive income	-	-	-	-	157.23	157.23
Total comprehensive income	-	-	-	-	1,550.48	1,550.48
Transfer from Surplus	-	-	-	1,000.00	(1,000.00)	-
Dividends on Equity Shares for the year	-	-	-	-	-	-
Dividend distribution tax on cash dividend	-	-	-	-	-	-
As at 31 March 2021	20.43	2,959.00	173.00	19,137.10	11,735.63	34,025.16

(₹. in Lakhs)

Particulars	Reserves and Surplus					Total
	Capital Reserve	Securities Premium	Capital Redemption Reserve	General Reserve	Retained Earnings	
As at 1 April 2019	20.43	2,959.00	173.00	17,137.10	7,443.35	27,732.88
Profit for the year	-	-	-	-	5,338.21	5,338.21
Effect of Transition Provision IND AS 116	-	-	-	-	(25.72)	(25.72)
Other comprehensive income	-	-	-	-	(54.82)	(54.82)
Total comprehensive income	-	-	-	-	5,257.67	5,257.67
Transfer from Surplus	-	-	-	1,000.00	(1,000.00)	-
Dividends on Equity Shares for the year	-	-	-	-	(427.90)	(427.90)
Dividend distribution tax on cash dividend	-	-	-	-	(87.96)	(87.96)
As at 31 March 2020	20.43	2,959.00	173.00	18,137.10	11,185.15	32,474.68
Significant Accounting Policies	1					

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date: For and on behalf of the Board of Directors

For K.G. Somani & Co.Chartered Accountants
FRN – 06591N

Sd/-

Kavita GoyalPartner
M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-

Rakesh MehraDIN : 00467321
Chairman

Sd/-

Praduman KumarDIN : 00179074
Chairman(Audit Committee)

Sd/-

J. K. RathPresident
Place : Mumbai
Date : 18th June, 2021

Sd/-

Ravindra Kumar ToshniwalDIN : 00106789
Managing Director

Sd/-

Shaleen ToshniwalDIN : 00246432
Jt. Managing Director

Sd/-

J.K. JainJt. President & CFO
Place : Banswara
Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

1. Overview & Significant Accounting Policies for the Financial Year 2020-21

A. Corporate Information

Banswara Syntex Limited ("the Company") is a Company domiciled in India and limited by shares (CIN: L24302RJ1976PLC001684). The shares of the Company are publicly traded on the National Stock Exchange of India Limited and Bombay Stock Exchange Limited. The address of the Company's registered office is Industrial Area, Dahod Road, subsequent amendments thereto, the Companies Act, 2013 (to the extent applicable) and applicable provisions of the Companies Act, 1956.

These financial statements were authorized for issue by Board of Directors on 18th June 2021.

B. Statement of Compliance and Basis of Preparation

1. Compliance with Ind AS

These Financial Statements are prepared on going concern basis following accrual basis of accounting and comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereto, the Companies Act, 2013 (to the extent applicable) and applicable provisions of the Companies Act, 1956.

2. Basis of measurement/Use of Estimates

- (i) The Financial Statements are prepared on accrual basis under the historical cost convention except certain financial assets and liabilities (including derivatives instruments) that are measured at fair value. The methods used to measure fair values are discussed in notes no.50 to financial statements.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

- (ii) The preparation of financial statements requires judgments, estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized. Major Estimates are discussed in Part D.
- (iii) The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, Inventories, loan and Property, Plant & Equipment (Including Intangible assets). In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts and consensus estimates from market sources on the expected future performance of the Company.
- (iv) The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

3. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest Lakhs (up to two decimals), except as stated otherwise.

4. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

C. Significant accounting policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

1. Property, plant & equipment

1.1. Initial recognition and measurement

An item of property, plant and equipments recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

Items of property, plant and equipments are measured at cost less accumulated depreciation/amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset, inclusive of non-refundable taxes & duties, to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipments have different useful lives, they are recognized separately.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized.

1.2. Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of Property, Plant and Equipment are recognized in the statement of profit and loss as incurred.

1.3. Derecognition

Property, Plant and Equipment are derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized in the statement of profit and loss.

1.4. Depreciation

Depreciation is recognized in statement of profit and loss on Straight Line Method (SLM) over the estimated useful life of property, plant and equipment as mentioned in Schedule II of the Companies Act, 2013, except in case of Plant & Machinery where the useful life has been taken as ascertained by the Independent Chartered Engineer and technical experts of the Company. The useful life of the Plant & Machinery so ascertained is ranging from 5 to 20 years on triple shift basis in certain plants as against the life of 15 years given in Part C of Schedule II of the Companies Act, 2013. Further, considering materiality of assets costing less than ₹ 5,000 are fully depreciated in the year of purchase/acquisition. The Company provide pro-rata depreciation from/to the date on which asset is acquired or put to use/ disposed off as appropriate.

Leasehold lands are amortized over the lease term unless it is reasonably certain that the Company will obtain ownership by the end of the lease term.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

Where it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably, subsequent expenditure on a property, plant and equipment along-with its unamortized depreciable amount is charged off prospectively over the revised useful life determined by technical assessment.

In circumstance, where a property is abandoned, the cumulative capitalized costs relating to the property are written off in the same period.

2. Capital work-in-progress

The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

3. Intangible assets and intangible assets under development

3.1. Initial recognition and measurement:

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the company and the cost of the asset can be measured reliably.

Intangible assets acquired by the Company are measured on initial recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses. Cost includes any directly attributable incidental expenses necessary to make the assets ready for its intended use.

Expenditure on development activities is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to and has sufficient resources to complete development and to use or sell the asset.

Expenditure incurred which are eligible for capitalizations under intangible assets are carried as intangible assets under development till they are ready for their intended use.

3.2. Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

3.3. Derecognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of intangible assets are determined by comparing the proceeds from disposal with the carrying amount of intangible assets and are recognized in the statement of profit and loss.

3.4. Amortization

Intangible assets having definite life are amortized on straight line method in their useful lives. Useful life of computer software is estimated at six years.

4. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction/exploration/ development or erection of qualifying assets are capitalized as part of cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use or sale. Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of (a) interest expense calculated using the effective interest method as described in Ind AS 109 – 'Financial Instruments' (b) finance charges in respect of finance leases recognized in accordance with Ind AS 116 – 'Leases' and (c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are charged to revenue as and when incurred.

5. Investment in Equity instrument of Joint Venture

These are Company's Separate Financial Statements. Investment in equity instrument of Joint Venture is stated at cost as per Ind AS 27 'Separate Financial Statement'. Where the carrying amount of an investment is greater than its estimated recoverable amount. It is assessed for recover ability and in case of permanent diminution provision for impairment is recorded in statement of Profit and Loss. On disposal of Investment, the differences between the net disposal proceeds and the carrying amount is recognized to the statement of profit and loss.

Dividend from these is recognized as and when right to receive is established.

6. Inventories

Inventories are valued at the lower of cost or net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Spare parts other than those capitalized as Property, Plant and Equipment are carried as inventory.

The diminution in the value of obsolete, unserviceable and surplus stores & spares is ascertained on review and provided for.

7. Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

8. Government Grants

Government grants are recognized only when its reasonable certainty that economics benefit flow to the entities and attached conditions will be complied with it

Government Grants related to income are recognized in the statement of profit and loss in the same period as the related cost which they are intended to compensate are accounted for. Government Grant/subsidy related to subvention of a particular expense is deducted from that expense in the year of recognition of that Government grant/subsidy.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on straight –line basis over the expected lives of related assets and presented within other income.

9. Provisions, Contingent liabilities and Contingent Assets

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

10. Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of profit or loss in the year in which it arises.

Non-monetary items are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

11. Revenue

Revenue is to be recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognize revenues, the company apply the following five step approach:

- (1) Identify the contract with a customer
- (2) Identify the performance obligations in the contract
- (3) Determine the transaction price,
- (4) Allocate the transaction price to the performance obligations in the contract
- (5) Recognize revenues when a performance obligation is satisfied.

Control implies the ability to obtain the benefits from and direct the usage of the asset while also preventing other entities from obtaining benefits and directing usage.

a) Income from Sale of Goods

Revenue from sale of products are recognized at a point in time on transfer of promised product to customer upon transfer of control in an amount that reflects the consideration that the company expects to receive in exchange for those product.

b) Income from Rendering of Services

Income from sale of services is recognised when (oras) the company satisfies performance obligation by transferring promised services to the customer i.e. at a point in time.

Other Export Benefit

Export benefits arising from Duty Drawback scheme, Merchandise Export Incentive Scheme and other eligible export incentives are recognised on post export basis at the rate at which the entitlements accrue and is included in the 'Other Operating Income'. (Revenue from operation).

Export Benefits are accounted for in the year of export at net market realizable value.

Interest Income

For all financial instruments classified and measured at amortized cost, interest income is recorded using the effective interest rate (EIR). The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the Statement of Profit or loss.

Dividend

Dividend Income is recognized when the Company's right to receive is established which generally occurs when the shareholders approve the dividend.

Other Income

Other income is recognized in the statement of profit and loss when increase in future economic benefits related to an increase in an asset or a decrease of a liability has arisen that can be measured reliably

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 contract

inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

The Company has classified prompt payment discount i.e. cash discount as variable consideration and deducted from the sales consideration accordingly.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

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).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.

12. Employee Benefits

12.1 Short Term Employee Benefit

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

12.2. Post-Employment benefits

Employee benefit that are payable after the completion of employment are Post-Employment Benefit (other than termination benefit). These are of two type:

12.2.1. Defined contribution plans

Defined contribution plans are those plans in which an entity pays fixed contribution into separate entities and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State Insurance are Defined Contribution Plans in which the Company pays a fixed contribution and will have no further obligation.

12.2.2. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

Company pays Gratuity as per provisions of the Gratuity Act, 1972. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a liability to the company, the present value of liability is recognized as provision for employee benefit. Any actuarial gains or losses are recognized in Other Comprehensive Income ("OCI") in the period in which they arise.

12.3 Other long-term employee benefits

Benefits under the Company's leave encashment, long-service award and economic rehabilitation scheme constitute other long term employee benefits. The Company's net obligation in respect of leave encashment is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is

discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations. The calculation is performed using the projected unit credit method. Actuarial gains or losses are recognized in statement of profit or loss in the period in which they arise. In case of funded plans, the fair value of plant asset is reduced from the gross obligation, to recognize the obligation on the net basis.

13. Taxes

Tax expense comprises current tax and deferred tax. Current tax expense is recognized in the statement of profit or loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in OCI or equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years. Current taxes are recognized under 'Income tax payable' net of payments on account, or under 'Tax receivables' where there is a debit balance.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

Deferred tax is recognized in the statement of profit or loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Tax credit is recognized in respect of Minimum Alternative Tax (MAT) paid in terms of section 115JAA of the Income Tax, 1961 based on convincing evidence that the Company will pay normal income tax within statutory time frame and the same is reviewed at each balance sheet date. MAT credit are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence it is grouped with Deferred Tax Assets.

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized.

14. Leases

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful life of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate.

Generally, the company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at a mortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position. (Refer note 2A& 18 respectively)

Short-term leases and leases of low-value assets

The company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The company recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

Arrangements in the nature of lease

The Company enters into agreements, comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments. In case of such arrangements, the Company applies the requirements of Ind AS 116 – Leases to the lease element of the arrangement. For the purpose of applying the requirements under Ind AS 116 – Leases, payments and other consideration required by the arrangement are separated at the inception of the arrangement into those for lease and those for other elements.

15. Impairment of Non-financial Assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. 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. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in statement of profit or loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of goodwill of that CGU, if any and then the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

16. Dividends

Final dividends and interim dividends payable to a Company's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders' meeting and the Board of Directors respectively.

17. Material Prior Period Errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest prior period presented, the opening balances of assets,

liabilities and equity for the earliest prior period presented, are restated.

18. Earnings Per Share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

19. Statement of Cash Flows

Statement of cash flows is prepared in accordance with the indirect method prescribed in Ind AS-7 'Statement of cash flows.

20. 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.

20.1. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition or issue of the financial asset.

Subsequent measurement

Debt instruments at amortized cost

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

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

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate method ("EIR"). Amortized 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 amortization is included in finance income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI (Fair Value through OCI)

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

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- 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. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On Derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL (Fair value through profit or loss)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category

are measured at fair value with all changes recognized in the profit and loss.

Equity investments

All equity investments in entities are measured (except equity investment joint venture) at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instruments, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However the company may transfer cumulative gain or loss within the equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments in joint ventures are measured at cost.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (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.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- Trade receivables or any contractual right or receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract assets resulting from transactions within the scope of Ind AS 115 if they do not contain a significant financing component.
- Trade receivables or contract assets resulting from transactions within the scope of Ind AS 115 that contain a significant financing component, if the Company applies practical expedient to ignore separation of time value of money, and

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any material transaction that are any integral part of the EIR. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

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

Derivative financial instruments

The Company uses forwards to mitigate the risk of changes in interest rates, exchange rate sand commodity prices. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

D. Major Estimates made in preparing Financial Statements

1. Useful life of property, plant and equipment and intangible assets

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Useful life of the assets other than Plant and machinery are in accordance with Schedule II of the Companies Act, 2013.

The Company reviews at the end of each reporting date the useful life of property, plant and equipment, and are adjusted prospectively, if appropriate.

Intangible assets is being amortized on straight line basis over the period of six years.

2. Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

3. Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

4. Asset Held for Sale

Significant judgment is required to apply the accounting of non-current assets held for sale under Ind AS 105 'Non-current Assets Held for Sale and Discontinued Operations'. In assessing the applicability, management has exercised judgment to evaluate the availability of the asset for immediate sale, management's commitment for the sale and probability of sale within one year to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.

NOTE NO. '2' NON CURRENT ASSETS: PROPERTY, PLANT AND EQUIPMENTAs at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
Free Hold Land (Refer Note 2.1 Below)	934.11	-	-	934.11	-	-	-	-	934.11
Building (Refer Note 2.2 Below)	14,231.11	82.58	-	14,313.69	1,890.78	483.10	-	2,373.88	11,939.81
Plant & Equipment	39,400.78	736.96	307.04	39,830.71	17,566.70	3,638.90	281.11	20,924.48	18,906.21
Electric & Water Supply Installation	1,244.90	16.62	-	1,261.51	596.92	126.11	-	723.03	538.49
Furniture & Fixtures	526.60	18.41	6.46	538.56	309.77	48.13	4.27	353.62	184.93
Office Equipments	536.45	29.53	2.26	563.72	374.81	54.13	2.02	426.92	136.80
Vehicles	512.66	28.19	71.82	469.03	232.17	51.60	57.08	226.69	242.33
Capital Spares	541.27	79.07	-	620.34	320.99	98.39	-	419.38	200.96
	57,927.88	991.36	387.58	58,531.67	21,292.14	4,500.36	344.48	25,448.00	33,083.64

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2019	Additions	Disposals/ Adjustment	As at 31.03.2020	As at 1.04.2019	For the Year	Deductions/ Adjustments	Up to 31.03.2020	As at 31.03.2020
Free Hold Land	934.11	-	-	934.11	-	-	-	-	934.11
Building (Refer Note 2.2 Below)	14,231.11	-	-	14,231.11	1,406.14	484.64	-	1,890.78	12,340.33
Plant & Equipment	39,107.31	489.89	196.42	39,400.78	13,659.10	4,056.04	148.44	17,566.70	21,834.08
Electric & Water Supply Installations	1,239.31	5.59	-	1,244.90	462.74	134.18	-	596.92	647.98
Furniture & Fixtures	526.89	7.46	7.75	526.60	255.92	57.38	3.54	309.77	216.84
Office Equipments	497.20	45.55	6.30	536.45	310.09	70.50	5.78	374.81	161.64
Vehicles	543.04	100.57	130.95	512.66	249.69	54.56	72.09	232.17	280.49
Capital Spares	499.88	41.39	-	541.27	207.16	113.82	-	320.99	220.28
	57,578.85	690.45	341.42	57,927.88	16,550.84	4,971.12	229.85	21,292.14	36,635.75

- 2.1 During the year the company has entered an agreement for sale of Daman Land and Building situated at village Dabhel, District Daman for consideration of ₹ 351 lakhs. In this regard the Company has received an advance of ₹ 5.51 Lakhs. Awaiting No Objection Certificate ("NOC") from the Banks for above stated sale,, the land and building has not been transferred to the buyer till date.
- 2.2. The Company has also been allotted 876 Equity shares of M/s Rastogi Estate & Construction Co. (Pvt.) Ltd. to establish permanent ownership in respect of Building situated at Mumbai.

NOTE NO. '2A' NON CURRENT ASSETS: RIGHT OF USE ASSET (ROU)As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
(Refer Note no 40)									
Land	352.00	-	-	352.00	21.48	6.66	-	28.14	323.87
Buildings	147.10	-	17.69	129.41	57.26	52.46	11.06	98.67	30.74
Plant & Machinery	24.62	31.87	-	56.49	12.31	10.60	-	22.91	33.58
TOTAL	523.72	31.87	17.69	537.90	91.05	69.72	11.06	149.72	388.19

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2019	Additions	Disposals/ Adjustment	As at 31.03.2020	As at 1.04.2019	For the Year	Deductions/ Adjustments	Up to 31.03.2020	As at 31.03.2020
(Refer Note no 40)									
Land	322.47	29.53	-	352.00	14.82	6.66	-	21.48	330.52
Building	-	147.10	-	147.10	-	57.26	-	57.26	89.84
Plant & Machinery	24.62	-	-	24.62	4.10	8.21	-	12.31	12.31
TOTAL	347.09	176.63	-	523.72	18.92	72.13	-	91.05	432.67

NOTE NO. '2B' NON CURRENT ASSETS: CAPITAL WORK-IN-PROGRESS

As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	As at 01.04.2020	Additions	Capitalized	As at 31.03.2021
Capital Work In Progress for				
- Buildings	31.66	58.76	82.58	7.84
- Plant & Equipments	24.87	728.06	736.96	15.97
- Water & Electric Installation	-	16.62	16.62	-
- Furniture and Fixtures	-	18.41	18.41	-
- Office Equipements	-	29.53	29.53	-
- Vehicles	-	28.19	28.19	-
- Capital Spares	2.98	79.70	79.07	3.61
TOTAL	59.51	959.27	991.36	27.42

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	As at 01.04.2019	Additions	Capitalized	As at 31.03.2020
Capital Work In Progress for				
- Buildings	-	31.66	-	31.66
- Plant & Equipments	4.09	510.67	489.89	24.87
- Water & Electric Installations	0.97	4.62	5.59	-
- Furniture and Fixtures	-	7.46	7.46	-
- Office Equipements	-	45.55	45.55	-
- Vehicles	-	100.57	100.57	-
- Capital Spares	-	44.37	41.39	2.98
TOTAL	5.06	744.90	690.45	59.51

NOTE NO. '3' NON CURRENT ASSETS: OTHER IN TANGIBLE ASSETS

As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
Computer Software	487.59	38.32	-	525.91	154.61	77.45	-	232.06	293.85
	487.59	38.32	-	525.91	154.61	77.45	-	232.06	293.85

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2019	Additions	Disposals/ Adjustment	As at 31.03.2020	As at 1.04.2019	For the Year	Deductions/ Adjustments	Up to 31.03.2020	As at 31.03.2020
Computer Software	487.59	-	-	487.59	77.41	77.20	-	154.61	332.98
	487.59	-	-	487.59	77.41	77.20	-	154.61	332.98

NOTE NO. '4' NON CURRENT FINANCIALS ASSETS : INVESTMENT IN JOINT VENTURES

(₹. in Lakhs)

Particulars	No.of shares/ C.Y./(P.Y.)	Face value per share/ C.Y./(P.Y.)	As at 31 st March, 20201	As at 31 st March, 2020
Investment in Equity Instrument fully paid up (Unquoted)				
Tesca Textiles & Seat Components (India) Private Limited	2880000 (3600000)	10 (10)	288.00	360.00
TOTAL			288.00	360.00
Aggregate value of Unquoted Investment			288.00	360.00

C.Y. = Current Year ; P.Y. = Previous Year

In the Previous Year, the Company had 50% share capital (36 Lakhs Equity Shares) of Tesca Textiles and Seat Components (India) Private Limited (A Joint Venture Company). It has sold 7.20 Lakhs Equity Shares on 24 June 2020. Now the company holds 40% share capital in the Joint Venture Company. Profit on Sales of Investment amounting to ₹ 290.69 Lakhs is shown as Exceptional Item (Refer Note No 36)

NOTE NO. '5' NON CURRENT FINANCIAL ASSETS : LOANS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considered good		
Security Deposits	281.79	209.53
Total	281.79	209.53

NOTE NO. '6' OTHER NON CURRENT FINANCIAL ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Term deposits held as margin money* (with maturity more than 12 months)	48.74	26.74
Term deposits held against Deposit Repayment Reserve (with maturity more than 12 months)	280.72	108.83
Other Term Deposits (with maturity more than 12 months)	2.69	238.58
Interest Accrued on Term deposits	7.35	8.00
Total	339.50	382.15

* To avail non fund based facilities from banks.

NOTE NO. '7' OTHER NON CURRENT ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considerd Good		
Capital Advances	130.74	157.70
Advance Other than Capital Advances		
Lease Equalization Asset	1.10	0.55
Paid Under Protest to Others	11.00	11.00
Prepaid Expenses	19.16	23.45
Advance Income Tax (Net of Provision of ₹ 2,422.74 Lakhs, {Previous Year ₹ 1,431.86 Lakhs})*	599.29	242.09
Income Tax Paid Under Protest	523.10	516.86
Total	1,284.39	951.65

*The Company is claiming deduction under section 80IA of the Income Tax Act, 1961 on its income from Thermal Power Plant In the books of account based on the Hon'ble Rajasthan High Court Decision in favour of other assessee.

NOTE NO. '8' INVENTORIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
(At the lower of Cost and Net Realizable Value)		
Raw Materials	6,107.02	8,327.02
Works-in-Progress	3,321.44	4,149.59
Finished goods		
Yarn	3,434.12	4,348.22
Cloth (Processed)	3,923.62	3,601.89
Garment	1,508.72	1,223.73
Stores & Spares	1,206.81	1,919.10
Waste	143.22	177.98
(Refer Note 54)		
Total	19,644.95	23,747.53

The above inventories includes goods in transit as under

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Finished goods		
Yarn	308.26	34.21
Cloth (Processed)	340.79	233.58
Garment	23.02	-
	672.07	267.79

8.1 Inventories include stocks lying with third parties ₹ 46.79 Lakhs (Previous Year ₹ 123.77 Lakhs)

8.2 Inventories are hypothecated to the banks for availing the fund based and non-fund based working capital facilities.

NOTE NO. '9' CURRENT FINANCIAL ASSETS: INVESTMENTS

(₹. in Lakhs)

Particulars	No. of shares/ C.Y./ (P.Y.)	Face value per share/units C.Y./ (P.Y.)	As at 31 st March, 2021	As at 31 st March, 2020
Measured at fair value through Statement of profit and loss Quoted				
In Equity Shares				
Union Bank of India	10114 (10114)	10 (10)	3.44	2.91
Unquoted				
In Equity Shares				
Ambojini Property Developers Private Limited	360 (360)	10 (10)	0.07	0.07
Unquoted				
In Debentures				
10% Ambojini Property Developers Private Limited	3542 (3542)	100 (100)	6.97	6.97
Less : Impairment of Investments			(7.04)	-
Total			3.44	9.95

C.Y. = Current Year ; P.Y. = Previous Year

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
In Equity (Quoted)		
Aggregate Book Value	18.87	18.87
Aggregate Market Value	3.44	2.91
Impaired	15.43	15.96
In Equity (Unquoted)		
Aggregate Book Value	-	0.04
Aggregate Market Value	-	0.07
Impaired	0.07	-
In Debenture (Unquoted)		
Aggregate Book Value	-	3.54
Aggregate Market Value	-	6.97
Impaired	6.97	-

NOTE NO. '10' CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Trade receivables, Unsecured		
- Trade Receivables considered good	11,441.25	13,968.99
- Trade Receivables which have significant increase in credit risk	57.40	46.41
- Trade Receivables-credit impaired	1,537.97	1,189.43
	13,036.62	15,204.83
Less: Impairment allowance for doubtful trade receivables	1,537.97	1,189.43
Total	11,498.65	14,015.40

a) Trade receivables are hypothecated to the banks for availing the fund based and non-fund based working capital facilities.

b) Amount Receivables from Related Parties (Refer Note 44)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Tesca Textiles & Seat Components (India) Private Limited (A Joint Venture Company)	762.38	320.12
Aanswr Fashion Private Limited	54.02	-
Banrio Private Limited	-	0.30

MOVEMENT IN IMPAIRMENT ALLOWANCE FOR DOUBTFUL TRADE RECEIVABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Balance at the beginning of the year	1,189.43	1,396.72
Impairment Allowance for the year	358.66	27.91
Write off Trade Receivables (net of recovery)	(10.12)	(235.20)
Balance at the end of the year	1,537.97	1,189.43

NOTE NO. '11' CASH AND CASH EQUIVALENTS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
A. Balances with Banks		
- Current Account	743.08	289.22
B. Cash On Hand	27.36	65.70
Total	770.44	354.92

NOTE NO '12' BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENT

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unpaid Dividend Account	26.85	32.34
Term Deposits held as margin money* (with maturity more than 3 months & less than 12 months)	195.89	276.03
Term deposits held against Deposit Repayment Reserve (with maturity more than 3 months & less than 12 months)	108.83	166.95
Other Term Bank Deposits (with maturity more than 3 months & less than 12 months)	337.92	461.17
Total	669.49	936.49

* To avail Non fund based facilities from banks .

NOTE NO. '13' CURRENT FINANCIAL ASSETS: LOANS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considered good		
Loans & Advances to Employees	65.00	130.83
Advance Income Tax and Tax deducted at source	383.70	1,383.14
Less: Provision for Taxation (as per contra)	383.70	1,024.00
Total	65.00	489.97

NOTE NO. '14' OTHER CURRENT FINANCIAL ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, considered good		
Forward Contract Receivables	55.59	-
Other Claim Receivables	601.17	456.14
Other Receivables	-	0.01
Export Incentive Receivables	809.49	1031.82
Total	1,466.25	1,487.97

NOTE NO. '15' OTHER CURRENT ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, considered good, unless otherwise stated		
Advances Other than Capital Advance		
Advance to Suppliers	2,125.92	966.52
Recoverable from Revenue Authorities : Considered Good	2,924.82	3,745.18
Recoverable from Revenue Authorities : Considered Doubtful	71.52	71.52
Prepaid Expenses	150.57	152.05
	5,272.82	4,935.27
Impairment allowance for doubtful recoverable from revenue Authorities	71.52	71.52
Total	5,201.30	4,863.75

NOTE NO. '16' EQUITY SHARE CAPITAL

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Authorized		
6,08,50,000 Equity Shares of ₹10/- each (6,08,50,000 Equity Shares of ₹ 10/- each as at 31 March 2020)	6,085.00	6,085.00
5,00,000 3% Redeemable Preference Shares of ₹ 100/- each (5,00,000, 3% Redeemable Preference Share of ₹ 100/- each as at 31 March 2020)	500.00	500.00
3,00,000 3% Redeemable Cumulative Preference Shares of ₹ 100/- each (3,00,000 3% Redeemable Cumulative Preference Share of ₹ 100/- each As at 31 March 2020)	300.00	300.00
	6,885.00	6,885.00
Issued		
1,71,43,057 Equity Shares of ₹ 10/- each (1,71,43,057 Equity Shares of ₹ 10/- each as at 31 March 2020)	1,714.31	1,714.31
	1,714.31	1,714.31
Subscribed and fully Paid		
1,71,16,042 Equity Shares of ₹ 10/- each (1,71,16,042 Equity Shares of ₹ 10/- each as at 31 March 2020)	1,711.60	1,711.60
	1,711.60	1,711.60

16.1 Reconciliation of Number of Equity Shares Outstanding

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
At the beginning of the year	17,116,042	17,116,042
At the end of the year	17,116,042	17,116,042

16.2 Rights, preferences and restrictions to the shareholders : Equity Shares

All equity shareholders are having right to get dividend in proportion to paid up value of each equity share as and when declared.

The Company has equity shares having at par value of ₹ 10 each. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

16.3 Details of Shareholder's holding more than 5% of each class of shares issued by the Company -

Name of shareholder	As at 31 st March, 2021		As at 31 st March, 2020	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Equity Shares				
Shri Ravindra Kumar Toshniwal	2,248,667	13.14%	2,248,267	13.14%
Shri Shaleen Toshniwal	2,140,745	12.51%	2,125,180	12.42%
Smt. Radhika Toshniwa	1,182,482	6.91%	1,182,482	6.91%
Smt. Prem Toshniwal	896,359	5.24%	896,359	5.24%
Kotak Mahindra (International) Limited	1,289,556	7.53%	1,289,556	7.53%

NOTE NO. '17' OTHER EQUITY

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Reserves and Surplus		
Capital Reserve	20.43	20.43
Capital Redemption Reserve	173.00	173.00
Securities Premium	2,959.00	2,959.00
General Reserve	19,137.10	18,137.10
Retained Earnings	11,735.63	11,185.15
Total	34,025.16	32,474.68

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
(A) Capital Reserve		
Opening Balance	20.43	20.43
Closing Balance	20.43	20.43
(B) Capital Redemption Reserve		
Opening Balance	173.00	173.00
Closing Balance	173.00	173.00
(C) Securities Premium		
Opening balance	2,959.00	2,959.00
Closing Balance	2,959.00	2,959.00
(D) General Reserve		
Opening Balance	18,137.10	17,137.10
Add: Transfer from Surplus	1,000.00	1,000.00
Closing Balance	19,137.10	18,137.10
(E) Retained Earnings		
Opening Balance	11,185.15	7,443.35
Add : Profit for the year	1,393.25	5,338.21
Add: Remeasurment Gain/(Loss) of defined benefit plan	157.23	(54.82)
Less: Effect of Transition Provision IND AS 116	-	25.72
Less : Transfer to General Reserve	1,000.00	1,000.00
Less : Dividend on Equity Shares	-	427.90
Less : Dividend Distribution Tax	-	87.96
	11,735.63	11,185.15
Total	34,025.16	32,474.68

NOTE NO. '18' NON CURRENT FINANCIAL LIABILITIES: BORROWINGS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
TERM LOAN (SECURED)		
FROM BANK AND FINANCIAL INSTITUTIONS		
IDBI BANK LIMITED		
Term Loan - II		
Repayable in 30 variable quarterly installments	204.34	307.83
Term Loan - III		
Repayable in 30 variable quarterly installments	127.49	192.06
Term Loan - IV		
Repayable in 30 variable quarterly installments	304.09	458.07
Term Loan - V		
Repayable in 30 variable quarterly installments	1,010.87	1,158.46
Term Loan - VI		
Repayable in 32 variable quarterly installments	295.78	380.56
Term Loan (GECL 2.0 Loan)		
Repayable in 48 equal monthly installments	494.00	-
EXPORT IMPORT BANK OF INDIA		
Term Loan - I	-	430.35
Repayable in 23 variable quarterly installments		
Term Loan - II	139.00	694.83
Repayable in 24 variable quarterly installments		
Term Loan - VII	177.32	531.82
Repayable in 26 variable quarterly installments		

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
BANK OF BARODA		
Term Loan - III	677.10	1,554.88
Repayable in 27 variable quarterly installments		
Term Loan - IV	915.15	1,044.38
Repayable in 32 variable quarterly installments		
PUNJAB NATIONAL BANK		
Term Loan - III	378.31	617.57
Repayable in 32 variable quarterly installments		
Term Loan (COVID-19)	1,825.23	-
Repayable in 18 equal monthly installments		
Term Loan (GECL 2.0 Loan)	2,895.40	-
Repayable in 48 equal monthly installments		
BANK OF INDIA		
Term Loan (GECL 2.0 Loan)	500.11	
Repayable in 48 equal monthly installments		
UNION BANK OF INDIA		
Term Loan - III	1,300.34	1,513.31
Repayable in 32 variable quarterly installments		
Term Loan - IV	1,353.21	1,519.19
Repayable in 32 variable quarterly installments		
Term Loan - V	547.85	623.14
Repayable in 32 variable quarterly installments		
Term Loan - VI	1,086.61	1,187.03
Repayable in 32 variable quarterly installments		
Term Loan - VII	483.87	529.45
Repayable in 32 variable quarterly installments		
Term Loan - VIII	219.23	7.84
Repayable in 32 equal quarterly installments		
Term Loan - IX	452.84	75.38
Repayable in 32 equal quarterly installments		
Term Loan (GECL 2.0 Loan)	772.67	-
Repayable in 48 equal monthly installments		
Sub-Total (A)	16,160.81	12,826.15
Less : Current Maturities		
IDBI Bank Ltd.	574.29	622.44
Export-Import Bank of India	316.32	1,343.50
Bank of Baroda	1,064.25	1,125.26
Punjab National Bank	1,918.64	242.57
Bank of India	10.53	-
Union Bank of India	825.65	584.60
Sub-Total (B)	4,709.68	3,918.37
Total (I) = (A-B)	11,451.13	8,907.78
Fixed Deposits (Unsecured)		
From Directors (Including Independent Directors)	264.92	203.34
From Others	2,820.91	2,609.58
Includes ₹ 751.66 Lakhs (Previous years ₹ 727.34 Lakhs) from related parties	3,085.83	2,812.92
Less : Current Maturities	800.83	2,060.89
Total (II)	2,285.00	752.03
Lease Liability		
Less : Current Maturities	68.05	124.66
Long term maturities of finance lease obligation (III)	51.26	81.27
Lease Liability Secured	16.79	43.39
Lease Liability Unsecured	29.74	13.54
	38.31	111.12
Total (I+II+III)	13,752.92	9,703.20

18.1 Securities/ Guarantees

A. For Term Loans from Financial Institutions and Banks:

- (i) Terms Loans from Financial Institutions and Banks are secured by a joint equitable mortgage and /or hypothecation charges ranking pari-passu on immovable/movable properties situated at Banswara, Daman and Surat, both present and future of the Company and are also secured by second charge on current assets of the Company ranking pari-passu.
- (ii) Working Capital Term Loans from Banks are secured by first charge on current assets of the Company ranking pari-passu and are also secured by second charge on fixed assets of the Company ranking pari-passu.
- (iii) Term Loans and Working Capital Term Loans from Financial Institutions and Banks amounting to ₹ 7,414.51 Lakhs (Previous Year ₹ 8,672.17 Lakhs) are guaranteed by Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities as per sanctions of the respective Financial Institutions and Banks.
- (iv) During the year the Company has availed working capital Term Loan (WCTL) under GECL 2.0 Scheme from Financial Institutions and Banks. These loans are secured by second pari passu charge on entire present and future current and fixed assets of the Company in terms of GECL guidelines. These loans are also covered under guarantee (GECL) coverage from NCGLT.
- (v) Term Loan and Working Capital Term Loan Interest rate ranging from 7.80% to 12.50% (Previous Year 9.80% to 12.70%)
- (vi) Term Loan from Punjab National Bank Under Covid-19 Emergency Credit Facility (CECF) is secured by extension of charges on all exiting primary and collateral security on pari-passu basis and also personally guaranteed Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities as per the sanction of the Bank."

B. For Fixed deposits

- (i) Fixed Deposits accepted by the Company are in accordance with the provisions of section 73(2)(a) and section 76 of the Companies Act, 2013 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014 are unsecured. Fixed Deposits are repayable within 1 to 3 years depending upon the terms of deposits.
- (ii) Fixed Deposits Interest rate ranging from 8.50% to 9.50% (Previous Year 9% to 9.50%).

NOTE NO. '19' NON CURRENT LIABILITIES: PROVISIONS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provisions for Employee benefits		
-Gratuity	14.83	494.59
Less : Short Term	14.83	173.48
	-	321.11
-Leave Encashment	232.40	287.48
Less : Short Term	66.03	84.21
	166.37	203.27
Total	166.37	524.38

As of 31 st March, 2021		
Movement of Provision as required by Para 84 of IND AS 37	Gartuity	Leave Encashment
Opening Balance	494.59	287.48
Less : Amount utilized during the year	479.76	55.08
Closing Balance	14.83	232.40

As of 31 st March, 2020		
Movement of Provision as required by Para 84 of IND AS 37	Gartuity	Leave Encashment
Opening Balance	882.36	311.57
Less : Amount utilized during the year	387.77	24.09
Closing Balance	494.59	287.48

NOTE NO. '20' NON CURRENT LIABILITIES: DEFERRED TAX LIABILITIES (Net)

Considering accounting procedure prescribed by the IND AS 12 "Income Taxes", the following amounts have been worked out and provided in books:

Major components of deferred tax balances

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Deferred Tax Liabilities		
i) Difference between accounting and tax depreciation	4,153.54	4,594.11
TOTAL (I)	4,153.54	4,594.11
Deferred Tax Assets		
i) Provision for doubtful Trade Receivables /Advances	537.43	425.89
ii) Disallowances under section 43B of Income Tax, 1961	480.38	497.23
iii) Employee Benefits	86.39	273.28
iv) Deferred Tax on Account of Deferred Government Grant	79.37	87.92
(v) On account of forward Contract	-	145.38
(vi) Lease Equalization Assets	0.37	0.19
(vi) MAT Credit Entitlement	267.32	387.00
TOTAL (II)	1,451.26	1,816.89
Net Deferred Tax Liabilities (I-II)	2702.28	2,777.22

NOTE NO. '21' GOVERNMENT GRANT

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Non Current		
Deferred Income	589.20	636.66
Current		
Deferred Income	82.34	79.87
Total	671.54	716.53

Government Grant : Movement during the year :-

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
At the beginning of the year	716.53	796.40
Add: Received during the Year	36.97	-
Less: Transferred to statement of profit and loss	81.96	79.87
As the end of the year	671.54	716.53

NOTE NO. '22' CURRENT FINANCIAL LIABILITIES: BORROWINGS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
(Cash credits and packing credits)		
From Banks (Secured)		
Punjab National Bank	1,685.68	9,348.80
Union Bank of India	638.52	2,806.08
Bank of Baroda	853.00	1,966.36
Bank of India	216.06	2,070.32
Unsecured Loan from		
Other	-	123.57
Total	3,393.26	16,315.13

Terms and Condition

Secured Loan

22.1 Securities and Guarantees

- Cash Credit Facility and Export Packing Credit Facility from banks are secured by way of hypothecation (Floating charges) of Raw material, Dyes-Chemicals, Packing Materials, Stores & Spares, Stock-in-process, Finished goods, Book debts, Export Incentives and second charge on all the Property, Plant and Equipments (situated at Banswara, Daman & Surat) of the Company and also guaranteed by Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities.
- Cash Credit Facility and Export Packing Credit Facility Interest rate ranging from 7.35 % to 10.25 % (Previous Year 8.50% to 11.20%)."

Unsecured Loan

22.2 Securities and Guarantees

- Unsecured Loan from others sanctioned by "Aditya Birla Finance Ltd" under Channel Finance duly secured by personal guarantee of Shri Ravindra Kumar Toshniwal (Managing Director).
- Interest rate 10.70% (Previous Year 10.80%).

NOTE NO. '23' CURRENT FINANCIAL LIABILITIES: TRADE PAYABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Micro and Small Enterprises@	224.35	156.32
Others	9,024.90	10,279.09
Total	9,249.25	10,435.41

@To the extent information received for status under the Micro, Small and Medium Enterprises Development Act, 2006.

23.1 Details of Dues to Micro Enterprises and Small Enterprises

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Principal amount due to suppliers registered under the Micro Enterprises and Small Enterprise Development Act, 2006, and remaining unpaid as at year end	224.35	156.32
Amount of Interest due to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, Act and remaining unpaid as at year end	1.74	1.66
Principal amounts paid to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, beyond the appointed day during the year	103.14	118.92
Amount of Interest paid, under the Micro Small and Medium Enterprise Development Act, 2006, to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, beyond the appointed day during the year	Nil	Nil
Interest due and payable towards suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, for payment already made	3.15	1.27

NOTE NO.'24' OTHER CURRENT FINANCIAL LIABILITIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Current Maturities of Borrowings, Fixed Deposit & Lease Liability		
Term Loans (Secured)	4,709.70	3,918.37
Fixed Deposit (Unsecured)	800.83	2,060.89
Lease Liability	51.26	81.27
Other Liabilities		
Unclaimed Dividend	26.85	32.34
Investor Education and Protection Fund Payable*	4.30	-
Securities Deposits	392.78	127.50
Other Liabilities	337.17	289.46
Forward Contract Liability	-	416.03
Total	6,322.89	6,925.86

*The company has deposited ₹ 4.30 Lakhs representing unpaid dividend for the Financial Year 2011-12 to the Investor Education and Protection Fund ("IEPF") vide Challan No.U56885791 dated 4th December, 2019. The company also filed a Statement in Form IEPF on 22 October 2019. The said amount was erroneously returned by IEPF authority with out any reason and credited to our Bank account. The company have lodged a complaint to IEPF authority in this regard and awaiting clearance from their side.

Except the amount stated as above, there are no amounts due and outstanding to be credited to the Investor Education and Protection Fund at the year end.

NOTE NO. '25' OTHER CURRENT LIABILITIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Contract Liabilities	535.26	1,030.33
Advance against sale of Land and Building (Refer Note 2.1)	5.51	-
Statutory Liabilities	2,577.47	2,398.19
Total	3,118.24	3,428.52

NOTE NO. '26' CURRENT LIABILITIES: PROVISIONS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provisions for Employee benefits		
-For Gratuity	14.83	173.48
-For Leave Encashment	66.03	84.21
Total	80.86	257.69

NOTE NO. '27' CURRENT TAX LIABILITIES (NET)

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provision for Income Tax	536.59	1,024.00
Less : Advance Tax and TDS (as per contra)	383.70	1,024.00
Total	152.89	-

NOTE NO. '28' REVENUE FROM OPERATIONS

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2020	Year ended 31 st March, 2019
(a) Sale of products	75,782.95	125,100.57
(b) Sale of services (Job Work Income)	1,947.26	1,880.19
Sale of Products & Services	77,730.21	126,980.76
(c) Other Operating Revenue		
Export Incentives	932.26	1,969.07
Total	78,662.47	128,949.83

NOTE NO. '29' OTHER INCOME

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Income		
Interest Income from Bank Fixed Deposits	71.08	82.75
Interest Income from Others	82.04	219.76
Rental Income	31.80	54.61
Other Non Operating Income		
Exchange Rate Fluctuation (net)	719.02	674.95
Insurance Claim Received	38.89	25.94
Liabilities/Excess Provisions written back (net)	577.63	127.35
Government Grants	81.96	79.87
Miscellaneous Receipts	19.82	21.55
Gain on Fair Value Measurement of Investment through FVTPL	0.54	-
Total	1,622.78	1,286.78

NOTE NO. '30' COST OF MATERIALS CONSUMED

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Raw Material Consumed		
Opening stock	8,327.02	10,393.37
Add : Purchases	25,087.85	50,731.86
	33,414.87	61,125.23
Less : Closing stock	6,107.02	8,327.02
	27,307.85	52,798.21
Dyes & Chemicals Consumed	2,941.47	4,207.93
Total	30,249.32	57,006.14

NOTE NO. '31' CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
A. Finished Goods		
Opening Stock		
Yarn	4,348.22	4,691.52
Cloth	3,601.89	5,112.25
Garment	1,223.73	1,728.28
	9,173.84	11,532.05
Closing Stock		
Yarn	3,434.12	4,348.22
Cloth	3,923.62	3,601.89
Garment	1,508.72	1,223.73
	8,866.46	9,173.84
B. Work-in Progress		
Opening Stock		
Yarn	1,499.18	1,895.01
Cloth	2,285.68	2,676.32
Garment	364.73	356.01
	4,149.59	4,927.34
Closing Stock		
Yarn	1,267.95	1,499.18
Cloth	1,602.94	2,285.68
Garment	450.55	364.73
	3,321.44	4,149.59
C. Waste		
Opening Stock	177.98	166.23
Closing Stock	143.22	177.98
Total	1,170.29	3,124.21

NOTE NO. '32' EMPLOYEE BENEFITS EXPENSES

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Salaries, Wages and Benefits etc.	13,851.07	21,928.04
Contribution to Provident and Other Funds	1,172.22	1,714.50
Workmen & Staff Welfare Expenses	291.25	529.98
Total	15,314.54	24,172.52

Disclosure as per Ind AS 19 'Employee Benefit'**A) Defined contribution plan**

Employer's contribution to provident fund paid ₹ 891.91 Lakhs (Previous year ₹ 1,270.49 Lakhs) has been recognized as expense for the year.

Employer's contribution to Employee State Insurance Corporation paid ₹ 202.16 Lakhs (Previous year ₹ 330.04 Lakhs) has been recognized as expense for the year.

In accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, employees are entitled to receive benefits under the Provident Fund. Both the employees and the employer make monthly contributions to the plan at a predetermined rate of an employee's basic salary. These contributions are made to the regional fund administered and managed by the Employees Provident Fund Organisation (EPFO). The Company has no further obligations under the fund managed by the EPFO beyond its monthly contributions which are charged to the statement of profit and loss in the period they are incurred.

B) Defined benefits plan

The Company has following post employment benefits which are in the nature of defined benefit plans: Gratuity
The Company provides for gratuity payable to employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary divided by 26 days multiplied for the number of years of service. The gratuity plan is a funded plan administered by a Trust and the Company makes contributions to recognised Trust.

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Change in defined benefit obligations:		
Defined benefit obligation at the beginning of the year	1,949.54	1,749.58
Current service cost	441.14	393.55
Interest cost	111.31	118.48
Past service cost	-	-
Benefits paid	(625.24)	(397.65)
Actuarial (gains)/losses	(234.98)	85.58
Defined benefit obligation, end of the year	1,641.77	1,949.54

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Fair value of plan assets at the beginning of the year	1,454.95	1,278.19
Return on plan assets, (excluding amount included in net Interest expense)	6.70	1.31
Interest income	101.12	100.51
Employer's contributions	689.40	472.59
Benefits paid	(625.24)	(397.65)
Fair value of plan assets, end of the year	1,626.93	1,454.95

Amount recognized in the balance sheet consists of:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Present value of defined benefit obligation	1,641.77	1,949.54
Fair value of plan assets	1,626.93	1,454.95
Net liability	14.84	494.59
Amounts in the balance sheet:		
Current Liability	14.84	173.48
Non-current liabilities	-	321.11
Net liability	14.84	494.59

Total amount recognized in Profit or Loss consists of:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Current service cost	441.14	393.55
Past Service Cost	-	-
Net Interest	10.19	17.97
Total Expense recognised in statement of profit or loss	451.33	411.52

Net Interest Consists:

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Expenses	111.31	118.48
Interest Income	101.12	100.51
Net Interest	10.19	17.97

Amount recognized in other comprehensive income consists of:

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actuarial (Gain)/Loss on Obligation	(234.98)	85.58
Return on Plan Assets excluding net Interest	(6.70)	(1.31)
Total Actuarial (Gain)/Loss recognised in (OCI)	(241.68)	84.27

Actuarial (Gain)/Loss on obligation Consists:

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actuarial (gains)/losses arising from changes in demographic assumptions	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	1.95	179.95
Actuarial (gains)/losses arising from changes in experience adjustments on plan liabilities	(236.93)	(94.38)
Total Actuarial (Gain)/Loss	(234.98)	85.58

Return on Plan Assets excluding net Interest Consists

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actual Return on plan assets	107.82	101.82
Interest Income included in Net Interest	101.12	100.51
Return on Plan Assets excluding net Interest	6.70	1.31

Information for funded plans with a defined benefit obligation less than plan assets:

(₹. in Lakhs)

Particular	As at 31 st March, 2021	As at 31 st March, 2020
Defined benefit obligation	1,641.77	1,949.54
Fair value of plan assets	1,626.93	1,454.95
Net Liability	14.84	494.59

The assumptions used in accounting for the Gratuity are set out below:

(₹. in Lakhs)

Particular	As at 31 st March, 2021	As at 31 st March, 2020
Discount rate	6.79%	6.80%
Mortality	IALM (2006-08) Ult.	IALM (2006-08) Ult.
Rate of increase in compensation level of covered employees	4.00%	4.00%
Expected Return on Plan Assets	6.79%	6.80%
Expected average remaining services	21.01	21.56
Retirement age	60 Years	60 Years
Employee Attrition rate	Upto Age 45: 2% 46 and above: 1%	Upto Age 45: 2% 46 and above: 1%

Sensitivity Analysis:

The table below outlines the effect on the service cost, the interest cost and the defined benefit obligation in the event of a decrease/increase of 1% in the assumed rate of discount rate.

Assumptions	Change in assumption	Change in PV of obligation Gratuity	
		As at 31.03.2021	As at 31.03.2020
Discount rate	Increase by 1%	1,464.31	1,738.61
	Decrease by 1%	1,858.21	2,208.89
Salary escalation rate	Increase by 1%	1,855.92	2,207.29
	Decrease by 1%	1,463.89	1,737.28

Expected Payout

(₹. in Lakhs)

Particulars	First Year	Second Year	Third to fifth Year	More than 5 Year
PVO payout Gratuity as of 31 March 2021	131.90	38.47	314.84	554.32
PVO payout Gratuity as of 31 March 2020	173.48	90.89	371.52	569.80

Plan Assets

Plan assets comprise the following

(₹. in Lakhs)

Particular	As at 31 st March, 2021	As at 31 st March, 2020
Deposit with Insurance Company (LIC) Group Insurance Scheme	1,626.93	1,454.95

Risk Exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

a) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments are in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk with derivatives to minimize risk to an acceptable level. A portion of the funds are invested in equity securities and in alternative investments which have low correlation with equity securities.

The equity securities are expected to earn a return in excess of the discount rate and contribute to the plan deficit. the Company has a risk management strategy where the aggregate amount of risk exposure on a portfolio level is maintained at a fixed range. Any deviations from the range are corrected by rebalancing the portfolio. the Company intends to maintain the above investment mix in the continuing years.

b) Changes in discount rate

A decrease in discount rate will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.

c) Inflation risks

In the pension plans, the pensions in payment are not linked to inflation, so this is a less material risk.

d) Life expectancy

The pension plan obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

The Company ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plans. Within this framework, the Company's ALM objective is to match assets to the pension obligations by investing in long-term fixed interest securities with maturities that match the benefit payments as they fall due and in the appropriate currency.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods. The Company uses derivatives to manage some of its risk. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

C) Other Long Term Employee Benefit

Leave Policy

Other long term employee benefit includes earned leave to the employees of the Company which accrue annually 24 days. Earned leave can be accumulated up to 90 days while in service. These accumulated earned leave are encashable at the time of retirement or leaving the services of the Company. The scheme is unfunded and liability for the same is recognised on the basis of actuarial valuation. A provision of ₹ 28.47 Lakhs (Previous Year: ₹ 66.53 Lakhs) have been made on the basis of actuarial valuation and debited to the Statement of Profit and Loss.

Amount of ₹ 166.04 Lakhs (Previous Year; ₹ 242.85 Lakhs) is recognised as expenses and included in Note No 32 "Employee benefit expenses"

NOTE NO. '33' FINANCE COST

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Expense	2,746.32	3,995.85
Finance Lease Charge	6.66	13.78
Other Borrowing Cost	503.38	862.81
Total	3,256.36	4,872.44

NOTE NO. '34' DEPRECIATION AND AMORTISATION EXPENSES

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Right of Use Assets Depreciation (Refer Note 2A)	69.72	72.13
Depreciation (Refer Note 2 and 3)	4,577.80	5,048.32
Total	4,647.52	5,120.45

NOTE NO. '35' OTHER EXPENSES

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Stores & Spare Parts Consumed	2,538.28	4,712.76
Packing Material Consumed	1,143.41	2,087.22
Power	1,604.91	711.24
Fuels	5,765.41	11,232.15
Job Charges	1,007.14	2,914.96
Repairs to : Plant & Machinery	276.29	379.47
Building	205.27	215.32
Others	61.37	66.80
Rent	11.78	62.60
Rates and Taxes	126.06	95.37
Insurance	387.56	286.65
Payment to Auditors		
As Auditors -Fees	22.50	22.50
-Expenses	0.24	2.08
In other capacity		
-Certification	0.20	0.87
Directors' Fees (Refer Note No.44)	20.42	21.00
Travelling & Conveyance Expenses	110.69	642.07
Communication Expenses	289.65	436.16
Legal & Professional Fee	252.35	401.89
Charity & Donation	38.39	17.20
Expenditure incurred for Corporate Social Responsibility (CSR) (Refer Note No. 43)	28.86	45.11
Business Promotion Expenses	61.28	214.38
IT Outsourced Support Services	67.48	68.49
Data Processing Charges	5.63	54.76
Water & Electricity Charges	67.05	15.78
Commission to Selling Agents	869.24	1,316.99
Freight, Octroi and Forwarding Charges	2,098.45	2,674.56
Claims	379.13	530.15
Loss on Fair Value Measurement of Investment through FVTPL	-	7.86
Advertisements	8.87	17.09
Provision for Doubtful Trade Receivables	358.66	27.91
Provision for Doubtful Advances/Receivables	-	29.37
Advance/ Receivables Written Off	28.30	247.84
Miscellaneous Expenses	418.04	669.84
Total	18,252.91	30,228.44

NOTE NO. '36' EXCEPTIONAL ITEMS

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Profit on Sales of Property, Plant and Equipments	45.76	49.70
Profit on Disposal of Investment (Refer Note No 4)	290.69	-
Impairment of Investments	(7.04)	-
Loss on Assets Discarded	-	(4.89)
Total	329.41	44.81

NOTE NO. '37' EARNINGS PER SHARE

Particular		Year ended 31 st March, 2021	Year ended 31 st March, 2020
a) Profit for the year	Rs. In Lakhs	1,393.25	5,338.21
b) Weighted average number of equity shares outstanding	Nos.	17,116,042	17,116,042
c) Face value per share	₹	10.00	10.00
d) Earnings Per Share:			
- Basic	₹	8.14	31.19
- Diluted	₹	8.14	31.19

Disclosures
Note no 38. Disclosure as per Ind AS 12 'Income Tax'
a) Income Tax Expense
i) Income Tax recognised in the statement of profit and loss

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Current Tax Expenses		
Current Income Tax	436.79	1,053.45
Adjustment for earlier year	(0.76)	6.53
Total current Tax expenses	436.03	1,059.98
Deferred tax		
Deferred Tax Expenses	(194.63)	(640.97)
Total deferred tax expenses	(194.63)	(640.97)
Total Income tax expenses	241.40	419.01

ii) Income tax recognised in other comprehensive income (OCI)

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Current Tax Expenses		
Net actuarial gain/(loss) on defined benefit plan	84.45	(29.45)
Total current Tax expenses	84.45	(29.45)

iii) Reconciliation of tax expense and accounting profit multiplied by India's domestic rate

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Profit before tax	1,876.33	5,672.95
Tax using the company tax rate @ 34.944% (Previous Year @ 34.944%)	655.67	1,982.35
Tax effect of :		
Non deductible tax expenses (CSR)	10.08	15.76
Non deductible tax expenses (Donation)	13.42	6.01
Non deductible tax expenses (MSME Interest and Interest on Income Tax)	6.15	-
Tax Adjustment of Earlier Years	0.76	(6.53)
Profit on Sales of Investment in Joint Venture	58.14	-
Others	(418.36)	(1,608.04)
Total tax expenses in the statement of profit and loss	325.85	389.56

Movement in deferred tax balances

As at 31st March, 2021

(₹. in Lakhs)

Particulars	Net Balance 1 st April, 2020	Recog. in profit and loss	Recognised in OCI	Others	Net Balance 31 st March, 2021
Deferred Tax Liabilities					
i) Difference between accounting and tax depreciation	4,594.11	(440.57)	-	-	4,153.54
Deferred Tax Assets					
i) Provision for doubtful Trade Receivables	425.89	111.54	-	-	537.43
ii) Disallowances under section 43B of Income Tax Act, 1961	497.23	(16.85)	-	-	480.38
iii) Employee Benefits	273.28	(186.89)	-	-	86.39
iv) Deferred Tax on Account of Deferred Government Grant	87.92	(8.55)	-	-	79.37
(v) On account of Forward Contract	145.38	(145.38)	-	-	-
(vi) Lease Equalization Assets	0.19	0.18	-	-	0.37
(vii) MAT Credit Entitlement	387.00	-	-	119.68	267.32
Net tax assets/(liabilities)	2,777.22	(194.63)	-	(119.68)	2,702.28

As at 31st March, 2020

(₹. in Lakhs)

Particulars	Net Balance 1 st April, 2019	Recog. in profit and loss	Recognised in OCI	Others	Net Balance 31 st March, 2020
Deferred Tax Liabilities					
i) Difference between accounting and tax depreciation (cumulative)	5,095.17	(501.06)	-	-	4,594.11
ii) On account of Forward Contract	28.94	(28.94)	-	-	-
Deferred Tax Assets					
i) Provision for doubtful Trade Receivables	488.07	(62.18)	-	-	425.89
ii) Disallowances under section 43B of Income Tax Act, 1961	475.34	21.89	-	-	497.23
iii) Employee Benefits	259.77	13.51	-	-	273.28
iv) Deferred Tax on Account of Deferred Government Grant	95.74	(7.83)	-	-	87.92
(v) On account of Forward Contract	-	145.38	-	-	145.38
(vi) Lease Equalization Assets	-	0.19	-	-	0.19
(vii) MAT Credit Entitlement	455.00	-	-	68.00	387.00
Net tax assets/(liabilities)	3,350.19	(640.97)	-	(68.00)	2,777.22

Note no. 39. Disclosure as per Ind AS 2 'Inventories'

Amount of inventories recognised as expense during the year is as under:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Cost of Material Consumed	30,249.32	57,006.14
Changes in Inventories Of Finished Goods, Stock-In-Trade and Work-In-Progress	1,170.29	3,124.21
Power and Fuel (Coal)	5,765.41	11,232.15
Packing Material Consumed	1,143.41	2,087.22
Stores & Spare Parts Consumed	2,538.28	4,712.76
Total	40,866.71	78,162.48

Note No. 40. Disclosure as per Ind AS-116 "Leases"

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As Lessee

(A) Addition to right of use assets

Property, plant and equipment comprises owned and leased assets that do not meet the definition of investment property.

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Right-of-use assets, except for investment property	31.87	176.63
	31.87	176.63

(B) Carrying value of right of use ("ROU") assets at the end of the reporting period by class

(₹. in Lakhs)

Particulars	Land	Building	Plant & Machinery
Balance at 1 st April 2020	352.00	147.10	24.62
Add : Right of Use Building Recognized during the year	-	-	31.87
Less : Disposal of ROU during the year	-	17.69	-
Gross Block Value of Right of Use	352.00	129.41	56.49
Opening Accumulated Depreciation	21.48	57.26	12.31
Add : Depreciation charge for the year	6.66	52.46	10.60
Less : Depreciation on Disposal of ROU	-	11.06	-
Closing Accumulated Depreciation	28.14	98.66	22.91
Balance at 31 st March 2021	323.86	30.75	33.58

(C) Maturity analysis of lease liabilities

(₹. in Lakhs)

Maturity analysis-contractual undiscounted cash flows	As at 31 st March, 2021	As at 31 st March, 2020
Less than One year	55.21	89.21
One to five years	18.15	44.59
More than five years	-	-
Total undiscounted lease liabilities	73.36	133.80
Lease liabilities included in the statement of financial position	68.05	124.66

(D) Amounts recognised in the Statement of profit and loss

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Interest on lease liabilities	6.66	13.78
Amortization recognized	69.72	72.13
Expenses related to short term leases	11.79	62.60

(E) Amounts recognised in the statement of cash flows

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Total cash outflow for leases	84.91	83.11

As Lessor**(A) Operating Lease**

The Company has entered into operating leases on its office buildings. These leases have terms of 10 to 15 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. The total rents recognised as income during the year is ₹ 10.35 Lakhs (Previous Year: ₹ 10.35 Lakhs). Future minimum rentals receivable under non-cancellable operating leases as follows: (₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Within one year	9.47	10.35
After one year but not more than five years	21.65	25.54
More than five years	43.71	49.29

The Company has also recognized lease equalization assets amounting to ₹ 1.10 Lakhs (Previous Year: ₹ 0.55 Lakhs) on account of escalation clause in the lease arrangement.

Note No. 41. Disclosure as per Ind AS-27, Separate Financial Statement**Interest in Joint Venture**

Name of Entity	Place of Business/ Country Of Incorporation	Proportion Of Ownership Interest	
		As at 31.03.2021	As at 31.03.2020
Tesca Textiles & Seat Components (India) Private Limited	India	40%	50%

Nature of the business of Joint Venture Entity is Textile

The Company's share of assets, liabilities, income and expenses of Joint Venture is as follows: (₹. in Lakhs)

Name of the Joint Venture	Financial Year	Assets	Liabilities	Income	Expenses	Profit
Tesca Textiles & Seat Components (India) Private Limited	2020-21	1,501.86	1,201.53	2,550.08	2,476.74	61.79
	2019-20	994.67	696.51	1,491.58	1,494.74	(3.16)

Note No. 42. Disclosure as per Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'

The amount of exchange differences (net) credited to the Statement of Profit & Loss is ₹ 719.02 Lakhs (Previous Year: ₹ 674.95 Lakhs).

Note No. 43. Disclosure of Corporate social responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

A. Gross amount required to be spent by the Company during the year Current Year ₹ 60.00 Lakhs (Previous Year ₹ 45.11 Lakhs)

B. Amount spent during the year on: (₹. in Lakhs)

Particulars	Financial Year 2020-21			Financial Year 2019-20		
	In Cash	Yet to be paid in cash	Total	In Cash	Yet to be paid in cash	Total
(i) for Ongoing Project	0.50	32.00	32.50	-	-	-
(ii) Construction/Acquisition of any assets	-	-	-	-	-	-
(iii) Purposes other than (i) & (ii) above	28.36	-	28.36	45.11	-	45.11

Transfer of Unspent CSR Amount : In Compliance of Section 135(6) of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the company has deposited sum of ₹ 32 Lakh to a dedicated account opened with schedule Bank, as Unspent Corporate Social Responsibility Account (UCSRA) for the year 2020-21. The company has taken up long term (ongoing) project called Nathelav Talab beautification and expansion project at Banswara. The money so deposited in the bank account shall be utilized for the following developmental activities over a period of three years i.e. during the financial year 2021-22, 2022-23, 2023-24 . The brief description of above stated project is as under :-

- a) Building the entrance gate at the Nathelav Talab and fencing of the front side of talab.
- b) Construction of bridge to connect the two gardens.
- c) Installation of fountain to erate the water and beautification of the pond.
- d) Extension of walkway.
- e) Development and beautification of Ghat at the back of Talab."

Note no. 44. Disclosure as per Ind AS 24 'Related party Disclosures'

The Company has identified all the related parties as per details given below:

List of Related Parties:

a) Joint Venture:

Tesca Textiles & Seat Components (India) Private Limited

b) Key Management Personnel :

Shri Rakesh Mehra (Chairman)

Shri Ravindra Kumar Toshniwal (Managing Director)

Shri Shaleen Toshniwal (Joint Managing Director)

Shri J.K. Jain (Joint President & Chief Financial Officer)

Shri H.P. Kharwal (Company Secretary)

c) Independent/Non Executive Director

Shri Praduman Kumar

Shri Devendra Pal Garg

Dr. Shri Bhagwan Agarwal

Shri Vijay Kumar Agarwal

Shri Kamal Kishore Kacholia

Shri Vijay Mehta

Dr. Vijayanti Pandit

Shri Jagdeesh Mal Mehta

Shri David Vlerick

d) Enterprises where Key Management Personnel has control /interest:

Banrio Private Limited

e) Enterprises where Relative of Key Management Personnel has Control

Aanswr Fashion Private Limited

f) Relative of Key Management Personnel/Independent or Non Executive Director where transactions have taken place :

Shri Rameshwar Lal Ravindra Kr Toshniwal HUF

Shri Ravindra Kumar Toshniwal HUF

Shri Dhruv Toshniwal

Shri Udit Toshniwal

Smt. Prem Toshniwal

Smt. Navneeta Mehra

Smt. Radhika Toshniwal

Smt. Sonal Toshniwal
 Smt. Kavita Soni
 Smt. Sushila Devi Jain
 Smt. Anita Jain
 Shri Garvit Jain
 Shri J.K. Jain HUF
 Smt. Suman Jain
 Smt. Sonal Garg Pareek
 Smt. Radha Devendra Pal Garg
 Shri Saurabh Agarwal
 Shri Saurabh Agarwal And Sons HUF
 Shri S S Agarwal HUF
 Smt. Sunita Agarwal

Note: Related party relationship is as identified by the Company and relied upon by the Auditors.

All Related Party Transactions entered during the year were in ordinary course of the business and on arm's length basis.

2. Transactions carried out with related parties referred in 1 above, in ordinary course of business:

Nature of transaction	Influence	2020-21	2019-20
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture		
Sales of Goods and Materials*		1,886.94	748.16
Purchase of Goods and Materials*		3.15	6.80
Rendering of Services*		472.42	418.52
Business Support Services*		1.21	-
Claim on Fabrics		75.00	-
Purchase of Property, Plant & Equipments*		0.89	0.38
Aanswr Fashion Private Limited	Relative of Key Managerial Personnel has Control		
Sales of Goods and Materials*		56.54	-
Remuneration			
Shri Rakesh Mehra	Key Management Personnel	59.17	125.23
Shri Ravindra Kumar Toshniwal		67.19	124.96
Shri Shaleen Toshniwal		54.03	112.10
Shri J.K. Jain		51.57	72.29
Shri H P Kharwal		9.81	10.81

Nature of transaction	Influence	2020-21	2019-20	
Shri Dhruv Toshniwal	Relative of Key Management Personnel	27.08	30.83	
Shri Udit Toshniwal		21.26	24.40	
Smt Kavita Soni		37.12	53.30	
Smt Anita Jain		6.24	9.35	
Interest Expenses				
Shri Ravi Toshniwal	Key Management	0.93	9.50	
Shri Shaleen Toshniwal	Personnel	8.91	9.03	
Smt Prem Toshniwal	Relative of Key Management Personnel	28.20	24.45	
Smt Radhika Toshniwal		0.93	2.85	
Smt Sonal Toshniwal		0.19	0.19	
Shri Dhruv Toshniwal		0.19	0.38	
Shri Udit Toshniwal		0.10	0.19	
Smt Kavita Soni		27.75	27.00	
Shri J.K. Jain HUF		0.81	0.60	
Smt Anita Jain		0.81	0.57	
Smt Sushila Devi Jain		1.28	2.05	
Shri Garvit Jain		0.88	1.09	
Shri S.B. Agarwal & Sons HUF		Relative of Non Executive Director	0.29	0.30
Shri Saurabh Agarwal & Sons HUF			1.28	0.30
Shri S.S. Agarwal HUF	0.93		0.60	
Smt. Sonal Garg Pareek	1.04			
Smt. Radha Devendra Pal Garg	0.52			
Shri Saurabh Agarwal	0.04		-	
Smt Suman Jain	0.29		0.30	
Shri Vijay Mehta	Independent/Non	4.20	-	
Shri Devendra Pal Garg	Executive Director	2.71	-	
Sitting Fees - Non Executive Directors				
Dr. Shri Bhagwan Agarwal	Non Executive Director	1.65	3.60	
Shri Kamal Kishore Kacholia		1.90	1.60	
Shri Praduman Kumar		4.40	4.20	
Shri Devendra Pal Garg		1.60	2.70	
Shri Vijay Mehta		1.75	2.70	
Shri Jagdeesh Mal Mehta		1.45	2.10	
Shri Vijay Kumar Agarwal		1.05	1.10	
Dr. Vaijayanti Pandit		3.80	3.00	
Shri David Vlerick		2.82	-	

Nature of transaction	Influence	2020-21	2019-20
Fixed Deposit Accepted			
Shri Vijay Mehta	Independent/Non Executive Director	100.00	-
Shri Devendra Pal Garg		50.00	-
Smt Prem Toshniwal	Relative of Key Management Personnel	-	157.00
Mr. Garvit Jain		5.00	-
Shri J.K. Jain HUF		10.00	-
Smt. Anita Jain		14.00	-

Nature of transaction	Influence	2020-21	2019-20
Shri Saurabh Agarwal And Sons HUF	Relative of Non Executive Director	18.00	-
Shri S S Agarwal HUF		9.00	-
Smt. Sonal Garg Pareek		20.00	-
Smt. Radha Devendra Pal Garg		10.00	-
Shri Saurabh Agarwal		6.00	-
Fixed Deposit Repayment			
Shri Ravi Toshniwal	Key Management Personnel	90.00	-
Smt Prem Toshniwal	Relative of Key Management Personnel	-	17.00
Smt Radhika Toshniwal		20.00	-
Smt. Sushila Devi Jain		21.00	-
Shri Dhruv Toshniwal		4.00	-
Shri Udit Toshniwal		2.00	-
Mr. Garvit Jain		11.00	-
Smt. Anita Jain		6.00	-
Shri J.K. Jain HUF		6.00	6.00
Fixed Deposits Payable			
Shri Ravi Toshniwal	Key Management Personnel	10.42	104.28
Shri Shaleen Toshniwal		99.06	99.06
Smt Prem Toshniwal	Relative of Key Management Personnel	315.16	314.05
Smt Radhika Toshniwal		10.42	31.28
Smt Sonal Toshniwal		2.08	2.09
Shri Dhruv Toshniwal		-	4.17
Shri Udit Toshniwal		-	2.09
Smt Kavita Soni		313.15	312.15
Shri J.K. Jain HUF		10.34	6.26
Smt Anita Jain		14.48	6.26
Smt Sushila Devi Jain		-	21.90
Shri Garvit Jain		5.17	11.47
Shri S.B. Agarwal & Sons HUF	Relative of Non	3.13	3.13
Shri Saurabh Agarwal & Sons HUF	Executive Director	21.81	3.13
Shri S.S. Agarwal HUF		15.51	6.26
Smt. Sonal Garg Pareek		20.83	
Smt. Radha Devendra Pal Garg		10.42	
Shri Saurabh Agarwal		6.04	-
Smt Suman Jain		3.13	3.13
Shri Vijay Mehta		103.37	-
Shri Devendra Pal Garg	Independent/Non Executive Director	52.07	-
Investment			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	288.00	360.00

Nature of transaction	Influence	2020-21	2019-20
Amount Payable			
Shri Ravi Toshniwal	Key Management Personnel	-	4.85
Shri Rakesh Mehra		-	4.01
Shri Shaleen Toshniwal		-	4.01
Shri J.K. Jain		2.51	2.94
Shri H P Kharwal		0.44	0.63
Shri J.K. Jain (Received against Vehicle Scheme)		-	9.42
Shri H P Kharwal (Received against Vehicle Scheme)		0.47	0.47

Nature of transaction	Influence	2020-21	2019-20
Shri Dhruv Toshniwal	Relative of Key Management Personnel	-	3.19
Shri Udit Toshniwal		-	2.00
Smt Kavita Soni		-	2.10
Smt Anita Jain		-	0.57
Amount Receivable (net)			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	762.38	320.12
Aanswr Fashion Private Limited	Enterprises where Relative of Key Management Personnel has Control	54.02	-
Banrio Private Limited	Key Managerial Personnel has Control/Interest	-	0.30
Security Deposit Payable			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	0.88	0.88

*Above mentioned amount includes Goods and Services Tax (GST)

In respect of the outstanding balance recoverable from related parties as at 31st March 2021, no provision for doubtful debts is required to be made. During the year, there were no amounts written off or written back from such parties.

Compensation to key managerial personnel of the Company

Nature of benefits#	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Short term employee benefits	241.77	424.13
Post-employment benefits	-	21.26
Total	241.77	445.39

This aforesaid amount does not includes amount in respect of gratuity and leave as the same is not determinable.

Note no. 45. Disclosure as per Ind AS 37 'Provisions, contingent liabilities and contingent assets'

1. Contingent liabilities :-

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Bills discounted/Purchased with banks remaining outstanding		
a) With Banks		
(i) Against foreign Letter of Credit (LC)	2,101.83	1,285.02
(i) Against Inland Letter of Credit (LC)	431.02	-
(ii) Others	-	47.51
b) With Others	-	1,347.83
Claims against the company not acknowledged as debt: -		
(a) Under Tax Laws [payment made under protest ₹ 523.10 Lakhs (Previous Year ₹ 516.86 Lakhs) Shown under Non- Current Assets	2,268.59	2,253.14
(b) On account of electrical inspection fee (paid under protest ₹ 11 Lakhs (Previous Year ₹ 11 Lakhs)	23.78	23.78

There is no reimbursement possible on account of contingent liabilities.

2. Capital Commitments:

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows: (₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Estimated amount of contracts remaining to be executed on Capital account (Net of advance)	336.88	460.43
Future Export obligation against EPCG licenses	1,621.36	604.00

Note No. 46. Disclosure as per Ind AS 16 'Property, Plant and Equipment'

The carrying amounts of assets Hypothecated as security for current and non-current borrowings are:-

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Current Assets		
Financial Assets		
Trade Receivables	11,498.65	14,015.40
Term Deposits held as margin money	195.89	276.03
Non-Financial Assets		
Inventories	19,644.95	23,747.53
Total Current assets Hypothecated as security	31,339.49	38,038.97
Non-Current Assets		
Land	934.11	934.11
Building	11,939.81	12,340.33
Plant & Equipment	18,906.21	21,834.08
Furnitures	184.93	216.84
Others	1,118.58	1,310.39
Total Non-Current assets Hypothecated as security	33,083.64	36,635.75
Total Assets Hypothecated as security	64,423.13	74,674.72

Note No. 47. Disclosure as Per Ind AS 115 Revenue from Contracts with Customers**A. Applicability of Ind AS 115**

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Ministry of Corporate Affairs(MCA), on March 28, 2018, notified Ind AS 115 "Revenue from Contracts with Customers" as a part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The Company has followed the IND AS 115 accordingly.

All service contracts have an original duration of one year or less and therefore the company uses practical expedient to not disclose unsatisfied performance obligations

B. Disaggregation of revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Type of goods or service		
Sale of goods	76,715.21	127,069.64
Job Work Income	1,947.26	1,880.19
Total Revenue from contracts with customers	78,662.47	128,949.83
Geographical markets		
India	46,165.06	73,805.68
Outside India	32,497.41	55,144.15
Total Revenue from contracts with customers	78,662.47	128,949.83
Timing of revenue recognition		
Goods transferred at a point in time	76,715.21	127,069.64
Services transferred over time	1,947.26	1,880.19
Total Revenue from contracts with customers	78,662.47	128,949.83

Contract Balances

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Trade receivables	11,498.65	14,015.40
Contract Liabilities	535.26	1,030.33

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Revenue as per contracted price	78,760.15	129,004.61
Adjustments	-	-
Rebate/Cash Discount	97.68	54.79
Revenue from contracts with customers	78,662.47	128,949.83

Performance obligation

Information about the Company's performance obligations are summarised below:

a) Income from Sale of Goods

Revenue from sale of products are recognized at a point in time on transfer of promised product to customer upon transfer of control in an amount that reflects the consideration that the company expects to receive in exchange for those product. The performance obligation is satisfied upon delivery of goods and payment is generally due within 30 to 180 days from delivery. The contract generally provide customers with a right to early payment rebate which give rise to variable consideration subject to constraint.

b) Income from Rendering of Services

Income from sale of services is recognised when (or as) the company satisfies performance obligation by transferring promised services to the customer i.e. at a point in time.

Note No. 48. Disclosure as per Ind AS 108 'Operating segment'

- The Company is engaged in production of textile products having integrated working and captive power generation. For management purpose, Company is organized into major operating activity of the textile products. The Company has no activity outside India except export of textile products manufactured in India. Thereby, no geographical segment and no segment wise information is reported.
- The Company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below.

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Revenue from external customers	32,497.41	55,144.15
India	46,165.06	73,805.68
Total	78,662.47	128,949.83

Detail of Country wise Revenue from Major Countries

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Vietnam	257.20	3,303.27
Sri Lanka	3,287.07	3,311.23
South Korea	1,462.02	4,176.07
Turkey	3,389.12	6,229.39
United State of America	1,515.72	6,703.10
United Kingdom	2,780.01	3,838.22
Bangladesh	1,301.98	2,271.21
South Africa	1,814.86	2,033.04
Maxico	838.49	2,709.86
Others	15,850.93	20,568.76
Total	32,497.41	55,144.15

Note No. 49. Disclosure as per Ind AS 107 'Financial instrument disclosure'

A) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio and includes within net debt, interest bearing loans and borrowings less cash and short-term deposits (including other bank balance).

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Gross Debt	22,707.95	32,078.86
Less : Cash and cash equivalents	770.44	354.92
Net Debt (A)	21,937.51	31,723.94
Total Equity (B)	35,736.76	34,186.28
Gearing Ratio (A/B)	0.61	0.93

B) Financial risk management

Financial Risk Management

The Company's principal financial liabilities comprise Borrowings, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade & other receivables, loan given, cash & cash Equivalent, Investment, deposits.

Company is exposed to following risk from the use of its financial instrument:

- (a) Credit Risk
- (b) Liquidity Risk
- (c) Market Risk
- (d) Foreign Currency Risk
- (e) Interest Rate Risk

The Company's Financial Risk Management is an integral part of how to plan and execute its business strategies. The Company's financial risk management is set by the Managing Board.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from trade receivables, loans & advances, cash & cash equivalents and deposits with banks and financial institutions.

In addition to the historical pattern of credit loss, we have considered the likelihood of increased credit risk and consequential default considering emerging situation due to COVID-19. The Company closely monitors its customers who are going through financial stress and assesses actions such as change in payment terms, discounting of receivables etc.

Trade Receivable

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally on 30 days to 180 days credit term. Credit limits are established for all customers based on internal rating criteria. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit. The Company has no concentration of credit risk at the customer base is widely distributed both economically and geographically.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on actual incurred historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The requirement of impairment is analysed as each reporting date.

Other Financial Instruments and Cash & Cash Equivalent

The Company maintain its cash & cash equivalent in current account to meet the day to day requirements, in fixed deposits for bank margin & to meet regulatory requirements for repayment of deposits. Other financial instruments are loan given to employee, Investment and Deposit. The Company's maximum exposure to credit risk for the component of the Balance Sheet as of 31 March 2021 & 31 March 2020 is the carrying amount as disclosed in Note 9,11,12, 13, & 14.

Provision for Expected Credit or Loss

(a) Financial assets for which loss allowance is measured using 12 month expected credit losses.

The Company has assets where the counter-parties have sufficient capacity to meet the obligations and where the risk of default is very low. Accordingly, no loss allowance for impairment has been recognised.

(b) Financial assets for which loss allowance is measured using life time expected credit losses

The Company provides loss allowance on trade receivables using life time expected credit loss and as per simplified approach.

Ageing of trade receivables

The Ageing of trade receivables is as below:

(₹. in Lakhs)

Ageing	0-180 days past due	181-365 days past due	1-2 years past due	2-5 years past due	> 5 Years due	Total
Gross Carrying amount as on 31.03.2021	11,498.65	269.89	765.79	502.28	-	13,036.62
Impairment loss recognised on above	-	269.89	765.79	502.28	-	1,537.97
Gross Carrying amount as on 31.03.2020	14,015.42	507.43	304.03	377.96	-	15,204.84
Impairment loss recognised on above	-	507.43	304.03	377.96	-	1,189.43

(i) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

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

(₹. in Lakhs)

Particulars	On Demand	0 -1 years	1-5 years	More than 5 years	Total
As at 31 March 2021					
Term Loans*	-	4,709.70	10,417.50	1,033.62	16,160.82
Fixed Deposit Payable	-	800.83	2,285.00	-	3,085.83
Lease Liability	-	51.26	16.79	-	68.05
Trade Payables	-	9,249.25	-	-	9,249.25
Other Financial Liabilities#	3,397.56	756.80	-	-	4,154.36
Total	3,397.56	15,567.84	12,719.29	1,033.62	32,718.31
As at 31 March 2020					
Term Loans*	-	3,918.37	7,101.06	1,806.72	12,826.15
Fixed Deposit Payable	-	2,060.89	752.03	-	2,812.92
Lease Liability	-	81.27	43.39	-	124.66
Trade Payables	-	10,435.41	-	-	10,435.41
Other Financial Liabilities#	16,607.59	572.87	-	-	17,180.46
Total	16,607.59	17,068.81	7,896.48	1,806.72	43,379.60

*Includes contractual interest payment based on interest rate prevailing at the end of reporting period over tenure of the borrowings and also include fixed deposit received from Shareholders, Finance Lease Obligation.

Current maturity of long-term borrowings is included in interest bearing borrowing part in above note.

Overdraft or other on demand loan facility, if any available with the Company to be disclosed, to the extent undrawn

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

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Floating rate borrowings		
Term Loan	2,650.62	2,467.59
Cash Credit and Export Credit Packing Facility	23,406.74	10,499.94
Total	26,057.36	12,967.53

(ii) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Board of Directors is responsible for setting up of policies and procedures to manage market risks of the Company. All such transactions are carried out within the guidelines set by the Managing Board.

(iii) 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. The Company is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. The company uses forward contracts to mitigate its risk from foreign currency fluctuations.

Derivative instruments and unhedged foreign currency exposure

(a) Derivative outstanding as at the reporting date

(Foreign Currency in Lakhs)

Particulars	Currency	"As at 31 st March, 2021	"As at 31 st March, 2020
Forward Contract to sell {Number of Contracts (Current Year 17 ; Previous Year 20)}	USD	88.41	135.51
Forward Contract to sell {Number of Contracts (Current Year 1 ; Previous Year 1)}	EURO	2.00	1.88
Forward Contract to sell {Number of Contracts (Current Year Nil ; Previous Year 1)}	GBP	-	1.00

(b) Particulars of unhedged foreign currency exposure as at the reporting date

The currency profile of financial assets and financial liabilities as at 31st March 2021 and 31st March 2020 are as below:

31st March, 2021

(Foreign Currency in Lakhs)

Particulars	USD	EURO	GBP	Others	Total
Financial Assets					
Trade & other receivables	44.19	3.49	1.92	0.11	49.70
Cash & cash equivalents	0.00	-			0.00
Financial Liabilities					
Trade payable & other financial liabilities	6.17	1.26	0.13	-	7.55

31st March, 2020

(Foreign Currency in Lakhs)

Particulars	USD	EURO	GBP	Others	Total
Financial Assets					
Trade & other receivables	60.32	7.04	0.90	-	68.25
Cash & cash equivalents	0.19	-			0.19
Financial Liabilities					
Trade payable & other financial liabilities	8.21	0.87	0.39	-	9.47

Foreign Currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD ,EURO, GBP and AUD rates to the functional currency of respective entity, with all other variables held constant. The Company's exposure to foreign currency changes for all other currencies is not material. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹. in Lakhs)

Particulars	31 st March, 2021			
	USD	EURO	GBP	Others
1% Appreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	27.79	1.88	1.79	-
1% Depreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	(27.79)	(1.88)	(1.79)	-

(₹. in Lakhs)

Particulars	31 st March, 2020			
	USD	EURO	GBP	Others
1% Appreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	39.22	5.07	0.46	-
1% Depreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	(39.22)	(5.07)	(0.46)	-

The Company's investment consists of investments in publicly traded companies held for purposes other than trading. Such investments held in connection with non-consolidated investments represent a low exposure risk for the Company and are not hedged.

As at 31 March 2021 the Company does not have material exposure to listed or unlisted equity price risk.

(iv) Interest Rate Risk

Interest rate risk arises from the sensitivity of financial assets and liabilities to changes in market rates of interest.

The Company is exposed to interest rate risk arising mainly from long term borrowings with floating interest rates. The Company is exposed to interest rate risk because the cash flows associated with floating rate borrowings will fluctuate with changes in interest rates. The Company manages the interest rate risks by entering into different kinds of loan arrangements with varied terms.

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments is as follows: (₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Fixed Rate Instruments		
Loans	65.00	130.83
Bank Deposit	340.61	699.75
	405.61	830.58
Variable Rate Instruments		
Security Deposit	281.79	209.53
Total	687.40	1,040.11
Financial Liabilities		
Fixed Rate Instruments		
Security Deposit from Vendor	392.78	127.50
Deposits from Shareholders	3,085.83	2,812.92
	3,478.61	2,940.42
Variable Rate Instruments		
Term Loans	16,160.81	12,826.15
Loan repayable on demand	3,393.26	16,315.13
	19,554.07	29,141.28
Total	23,032.68	32,081.70

As at 31st March 2021, approximately 15.10 % of the Company's Borrowings are at fixed rate of interest (31st March 2020 : 9.17%)

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(₹. in Lakhs)

Particulars	Effect of Profit or Loss	
	50 BP increase	50 BP increase
31 March 2021		
Term Loans	80.80	(80.80)
Loan repayable on demand	16.97	(16.97)
	97.77	(97.77)
31 March 2020		
Term Loans	64.13	(64.13)
Loan repayable on demand	80.96	(80.96)
	145.09	(145.09)

Note No. 50. Disclosure as per Ind AS 113 'Fair Value Measurement'

Fair Value Hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are:-

- recognised and measured at fair value and;
- measured at amortised cost and for which fair values are disclosed in financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard.

Fair value are categorised into different level in a fair value hierarchy which are as follows:

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

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable market transactions and dealer quotes of similar instruments.

Valuation Techniques used to determine fair values:

A) Specific valuation technique is used to determine the fair value of the financial instruments which include:

- For financial instruments other than (ii) and (iii)- the use of quoted market prices.
- For financial liabilities (domestic currency loans) :- appropriate market borrowing rate of the entity as of each balance sheet date used.
- For financial assets (employee loans) : appropriate market rate of the entity as of each balance sheet date used.

B) Financial Instruments By Category

Set out below categorised table of financial instruments measured at FVTPL and Amortised Cost, no such instrument is measured at Fair value through Other Comprehensive Income (FVTOCI) :-

(₹. in Lakhs)

Particulars	31 st March, 2021			31 st March, 2020		
	At Cost	FVTPL	Amortized cost	At Cost	FVTPL	Amortized cost
Financial Assets:						
Investments in						
Equity instrument	-	3.44	-	-	2.98	-
Joint Venture	288.00	-	-	360.00	-	-
Others	-	-	-	-	6.97	-
Trade Receivables	-	-	11,498.65	-	-	14,015.40
Cash and Cash Equivalents	-	-	770.44	-	-	354.92
Bank balances other than cash and cash equivalent	-	-	1,008.99	-	-	1,318.64
Security deposit	-	-	281.79	-	-	209.53
Forward Contract Assets	-	55.59	-	-	-	-
Other Financial Assets	-	-	1,475.66	-	-	1,977.94
Total Financial Assets	288.00	59.03	15,035.53	360.00	9.95	17,876.42
Financial Liability:						
Borrowings	-	-	19,314.70	-	-	15,763.73
Trade Payables	-	-	9,249.25	-	-	10,435.41
Other Financial Liabilities	-	-	4,154.36	-	-	16,764.43
Forward Contract Liability	-	-	-	-	416.03	-
Total Financial Liability	-	-	32,718.31	-	416.03	42,963.57

C) Fair Value Hierarchy

(₹. in Lakhs)

Financial Instrument measured at Fair Value - recurring fair value measurement	Level	As at 31 st March, 2021	As at 31 st March, 2020
Investments in Equity Instruments	Level 1	3.44	2.98
Others	Level 1	-	6.97
Total		3.44	9.95
Forward Contract Receivables/(Payables)	Level 3	55.59	(416.03)
Total		55.59	(416.03)

D) Fair value disclosures of financial assets and liabilities

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 value:

(₹. in Lakhs)

Particulars	31 st March, 2021		31 st March, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
Measured at Fair value through Statement of Profit and Loss				
Investments in Equity Instruments	3.44	3.44	2.98	2.98
Investment Others	-	-	6.97	6.97
Investment in Joint Venture	288.00	288.00	360.00	360.00
Forward Contract Receivables	55.59	55.59	-	-
Measured through amortized cost				
Trade Receivables	11,498.65	11,498.65	14,015.40	14,015.40
Cash and Cash Equivalents	770.44	770.44	354.92	354.92
Bank balances other than cash and cash equivalent	1,008.99	1,008.99	1,318.64	1,318.64
Loan to Employees	65.00	65.00	130.83	130.83
Security deposit	281.79	281.79	209.53	209.53
Other Financial Assets	1,410.66	1,410.66	1,847.11	1,847.11
Financial Liabilities				
Measured at Fair value through Statement of Profit and Loss				
Forward Contract Payables	-	-	416.03	416.03
Measured through amortized cost				
Borrowings	19,314.70	19,314.70	15,763.73	15,763.73
Trade Payables	9,249.25	9,249.25	10,435.41	10,435.41
Other Financial Liabilities	4,154.36	4,154.36	16,764.43	16,764.43

Note No. 51.

Some of the balances shown under Trade Receivables, Advances and Trade Payables are subject to confirmation. The Company has been sending letter for confirmation to parties and does not expect any material dispute w.r.t. the recoverability/payment of the same.

Note No. 52.

Due to the COVID-19 Pandemic the business operation of the company was adversely affected in the first half of the current financial year. Presently, most of the states in India are affected due to the second wave of pandemic.

In preparation of these financial results for the year ended 31 March 2021, the Company has taken into account internal and external information for assessing possible impacts of COVID-19, including impact on its business operations, liquidity, financial position and recoverability of its assets. Based on the current indicators of future economic condition, the Company expects to recover the amount of these assets as stated in Financial Statements.

The Company will continue to monitor any material changes to future economic conditions. Considering the impact of COVID-19 pandemic.

Note No 53

For the purpose of preparation and presentation of Financial Statements, the management is required to make certain estimates of assets/liabilities and one of important area is related to valuation of inventories. As per Ind-AS 2 the inventories are required to be valued at "Lower of cost and net realisable value"

Accordingly, the management had provided norms for making adequate reductions in valuation of inventories (Finished Goods) under various situations estimating the movements and were strictly adhered to.

The laid down norms presently do not address the situation like COVID-19; and as such it was decided by the management to revisit the same, in consultation with Marketing/Accounting Team for fair valuation, to ensure no deviation from Generally Accepted Accounting Principles and Ind-AS.

After comprehensive study and deliberations it was decided to move on from extant policy of reductions in valuation of slow and non-moving based on percentage depending on aging of inventories to the assessment of individual lot of inventories and make adequate provision/ reductions in valuation.

The aforesaid change is a move towards more realistic valuation of inventories with no deviation from Generally Accepted Accounting Principles and applicable Ind-AS.

It is clarified that it is not a change in the Accounting Policy, it is a process of change in estimates of the provision on non-moving/ slow moving inventory.

In the light of the change of estimate as stated above, the company has premeasured the amount of inventory of finished goods and the financial impact of the same on the current year profit is not material."

Note No. 54.

Due to COVID-19 Pandemic, the supply and delivery of the inventories have been impacted adversely, based on the internal and external information the management has marked down the valuation by ₹ 790.27 Lakhs.

Note No. 55. Proposed Dividend

The Board of Directors of the Company have proposed a final dividend of ₹ 1.50 per equity share in respect of the year ended 31 March 2021 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹ 256.74 lakhs."

Note No. 56. Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

A. Loans and advances in the nature of loans

To Joint Venture : Nil

B. Investment by the loanee : Nil

Note No. 57. Certain Prior year amounts have been reclassified for consistency with the current period presentation. These reclassification have no effect on the reported results of Operations.

Significant Accounting Policies 1

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date:

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants
FRN – 06591N
Sd/-

Kavita Goyal

Partner
M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321
Chairman
Sd/-

Praduman Kumar

DIN : 00179074
Chairman(Audit Committee)
Sd/-

J. K. Rathi

President
Place : Mumbai
Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789
Managing Director
Sd/-

Shaleen Toshniwal

DIN : 00246432
Jt. Managing Director
Sd/-

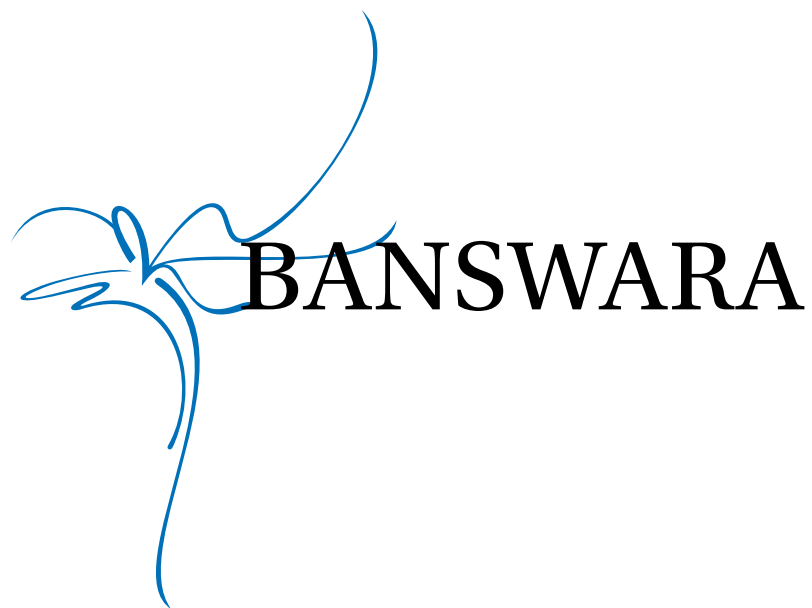
J.K. Jain

Jt. President & CFO
Place : Banswara
Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary



Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BANSWARA SYNTAX LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS financial statements of **BANSWARA SYNTAX LIMITED** (hereinafter referred to as the 'Holding Company') and its Joint venture (Holding Company and its Joint Venture together referred to as "the Group") and its Joint venture, which comprise the Consolidated Balance Sheet as at **March 31st, 2021**, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flows Statement for the year ended on that date, and notes to the Consolidated Ind AS financial statements, including a summary of significant accounting policies (hereinafter referred to as "the Consolidated

Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed

Key Audit Matters

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

Key Audit Matter	How our audit addressed the matter
<p>Evaluation of System of recovery and impairment of trade receivables</p> <p>System of recoverability of trade receivables and the level of impairment for doubtful trade receivable involves significant judgements by management in making appropriate impairment.</p> <p>Further, The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with. The Company has also taken into account estimate of possible effect of default in trade receivables from the pandemic related to Covid-19.</p> <p>For detail refer Note-10 to Consolidated Ind AS Financial Statements.</p>	<p>We evaluated the Company's credit policy and procedure. We have divided our procedure into two categories of trade receivables i.e., Domestic and Export. While the export receivables are secured against Letter of Credit in majority of cases, recovery is certain therein. In respect of domestic trade receivables, we have performed the following procedure;</p> <ul style="list-style-type: none"> We have analyzed the Customer Ageing Report as on March 31, 2021 We have obtained the Direct External Balance Confirmations from Customers for confirming the balance as on March 31, 2021 on samples basis. We have enquired with the management to ascertain whether there are delays in collections from Trade Receivables beyond the normal credit days allowed We have verified subsequent collections from debtors after the reporting date March 31, 2021. <p>Where there were indicators that trade receivables were unlikely to be collected within contractual payment terms and due to possible effect of pandemic COVID-19, we assessed the adequacy of the allowance for impairment of trade receivables. To do this:</p>

under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at March 31, 2021, the Consolidated profit, Consolidated total comprehensive income, Consolidated changes in equity and its Consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter	How our audit addressed the matter
	<ul style="list-style-type: none"> We assessed the ageing of trade receivables, dispute with customers, the past payment and credit history of the customer. We have ensured that proper impairments are made in books with respect to bad and doubtful trade receivables if there is a condition of uncertainty about its recoverability. We considered the historical accuracy of forecasting the allowance for impairment of trade receivables. <p>We have also verified Expected Credit Loss (ECL) provisions are made as required under IND AS 109.</p>

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

The Holding's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report, but does not include the Consolidated Ind AS financial statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Ind AS financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the Consolidated financial position, Consolidated financial performance including other comprehensive income, Consolidated change in equity and Consolidated cash flows of the Group including its Joint venture 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 companies (Indian Accounting Standard) Rules, 2015, as amended from time to time.

The respective Board of Directors of the companies included in the Group and of its Joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its Joint venture are responsible for assessing the ability of the Group and of its Joint venture 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its Joint venture company are responsible for overseeing the financial reporting process of the Group and of its Joint venture company.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Ind AS 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 Consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding and its Joint venture which are Companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS financial statements, including the disclosures, and whether the Consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Ind AS financial statements.

Materiality is the magnitude of misstatements in the Consolidated Ind AS financial a statement that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified

misstatements in the financial statements.

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

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

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

Other Matters

We did not audit the financial statements of one Joint Venture included in these consolidated financial results, whose financial statements reflects total assets of ₹ 3,754.64 Lakhs as at 31st March, 2021, total revenues of ₹ 6,375.19 Lakhs and net decrease in cash flows amounting to ₹ 48.51 Lakhs for the year ended on that date as considered in the Consolidated Ind AS financial statements. The consolidated audited financial results also include the Group's share of net profit/ (loss) after tax of ₹ 57.83 Lakhs and total comprehensive income of ₹ 0.42 Lakhs for the year ended March 31st, 2021 respectively, as considered in the consolidated audited financial results, in respect of one Joint venture, whose financial statements / financial information/ financial results have not been audited by us. These financial statements / financial information / financial results have been audited by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of one Joint venture is based solely on the reports of the other auditors and the procedures performed by us as stated in para "Auditor's Responsibilities" above. Our opinion on the Consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters (a) with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

- As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS financial statements.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid

Consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Ind AS financial statements.
- (d) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rules issued there under.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the Statutory Auditors of its joint companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) The matter described in the Emphasis of matter Paragraph above, in our opinion, may or may not have an adverse effect on the functioning of the company due to uncertainties.
- (g) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in **Annexure A**.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Consolidated Ind AS financial statements disclose the impact of pending litigations on the Consolidated financial position of the Group, and its Joint venture refer Note No.45 to the Consolidated Ind AS financial statements.
 - ii) Provision has been made in the Consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii) There has been no delay in transferring amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Joint Venture incorporated in India, read with Note 24 to the Consolidated Ind AS financial statement.

For K. G. Somani & Co.

Chartered Accountants

Firm Registration No: 06591N

Sd/-

(Kavita Goyal)

Partner

Membership No: 063419

UDIN: 21063419AAAAAH8192

Place: New Delhi

Date: 18th June, 2021

“Annexure A” to the Independent Auditor’s Report of even date on the Consolidated Ind AS Financial Statements of BANSWARA SYNTAX 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 of **BANSWARA SYNTAX LIMITED** (hereinafter referred to as “the Holding Company”) and its Joint venture (the Holding Company and its Joint venture together referred to as “the Group”) as of **March 31st, 2021** in conjunction with our audit of the Consolidated Ind AS financial statements of the Group and its Joint venture for the year ended on that date. We did not audit the internal financial controls over financial reporting of one Joint Venture Company Incorporated in India as of that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures

selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report, is sufficient and appropriate to provide a basis for our audit opinion on the Group’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and its Joint Venture which are companies incorporated in India, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2021, based on the internal control over financial reporting criteria established by the Holding 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 as it appears from our examination of the books and records of the Holding company and the reports of the other auditors in respect of entities audited by them.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act include the information of the Holding Company and its Joint venture companies in respect of the adequacy and operating effectiveness of the internal financial controls over financial reporting. It did not contain such information in respect of the Joint Venture companies for which no corresponding reports of the auditor have been obtained as reporting requirements not applicable to it, in terms of the exemption granted to eligible private company.

Our opinion is not modified in respect of the above matter.

For K. G. Somani & Co.

Chartered Accountants

Firm Registration No: 06591N

Sd/-

(Kavita Goyal)

Partner

Membership No: 063419

UDIN: 21063419AAAAAH8192

Place: New Delhi

Date: 18th June, 2021

**CONSOLIDATED BALANCE SHEET
AS AT 31ST MARCH 2021**

(₹ In Lakhs)

PARTICULARS	Note No.	As at 31 st March, 2021	As at 31 st March, 2020
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	33,083.64	36,635.75
(b) Right of Use Asset	2A	388.19	432.67
(c) Capital Work-in-Progress	2B	27.42	59.51
(d) Other Intangible Assets	3	293.85	332.98
(e) Intangible Assets Under Development		40.96	-
(f) Financial Assets			
(i) Investment in Joint Venture	4	266.23	279.99
(ii) Loans	5	281.79	209.53
(iii) Others	6	339.50	382.15
(g) Other Non-Current Assets	7	1,284.39	951.65
		36,005.97	39,284.23
Current Assets			
(a) Inventories	8	19,644.95	23,747.53
(b) Financial Assets			
(i) Investments	9	3.44	9.95
(ii) Trade Receivables	10	11,498.65	14,015.40
(iii) Cash and Cash Equivalents	11	770.44	354.92
(iv) Bank balances other than (iii) above	12	669.49	936.49
(v) Loans	13	65.00	489.97
(vi) Others	14	1,466.25	1,487.97
(c) Other current assets	15	5,201.30	4,863.75
		39,319.52	45,905.98
Total Assets		75,325.49	85,190.21
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	16	1,711.60	1,711.60
(b) Other Equity	17	34,003.39	32,394.67
		35,714.99	34,106.27
LIABILITIES			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	13,752.92	9,703.20
(b) Provisions	19	166.37	524.38
(c) Deferred Tax Liabilities (Net)	20	2,702.28	2,777.22
(d) Government Grant	21	589.20	636.66
		17,210.77	13,641.46
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	3,393.26	16,315.13
(ii) Trade Payables	23		
a) Total outstanding dues of micro enterprises and small enterprises;		224.35	156.32
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		9,024.90	10,279.09
(iii) Other Financial Liabilities	24	6,322.89	6,925.86
(b) Other Current Liabilities	25	3,118.24	3,428.52
(c) Government Grant	21	82.34	79.87
(d) Provisions	26	80.86	257.69
(e) Current Tax Liabilities (Net)	27	152.89	-
		22,399.73	37,442.48
Total Equity and Liabilities		75,325.49	85,190.21
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date:

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants

FRN - 06591N

Sd/-

Kavita Goyal

Partner

M.No.063419

Place: New Delhi

Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321

Chairman

Sd/-

Praduman Kumar

DIN : 00179074

Chairman(Audit Committee)

Sd/-

J. K. Rath

President

Place : Mumbai

Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789

Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432

Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara

Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST MARCH 2021**

(₹ In Lakhs)

PARTICULARS	Note No.	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Income:			
Sale of Products & Services	28	77,730.21	126,980.76
Other Operating Revenue	28	932.26	1,969.07
Revenue From Operations		78,662.47	128,949.83
Other Income	29	1,622.78	1,286.78
Total Income (I)		80,285.25	130,236.61
Expenses :			
Cost of Materials Consumed	30	30,249.32	57,006.14
Purchase of Traded Goods		6,089.07	-
Changes in Inventories Of Finished Goods, Stock-In-Trade and Work-In-Progress	31	1,170.29	3,124.21
Employee Benefits Expenses	32	15,314.54	24,172.52
Finance Costs	33	3,256.36	4,872.44
Depreciation And Amortization Expenses	34	4,647.52	5,120.45
Other Expenses	35	18,252.91	30,228.44
Total Expenses(II)		78,980.01	124,524.20
Profit before exceptional items and tax (III) = (I-II)		1,305.24	5,712.41
Exceptional Item (IV)	36	329.41	44.81
Profit before share of Net Profit of Investment accounted using Equity Method and tax (V) = (III+IV)		1,634.65	5,757.22
Share of Profit of Joint Venture (VI)		69.79	(10.83)
Profit before tax (VII) = (V+VI)		1,704.44	5,746.39
Tax Expense :			
(1) Current tax			
Current Year		450.21	1,053.45
Tax Adjustment of Earlier Years		(0.76)	6.68
(2) Deferred Tax		(196.08)	(642.48)
Total Tax Expenses (VIII)		253.37	417.65
Profit After Tax (IX) = (VII)-(VIII)		1,451.07	5,328.74
Other Comprehensive Income			
A. Item that will not be reclassified to profit or loss			
(i) Remeasurment of defined benefit plan		241.68	(84.27)
(ii) Tax relating to Remeasurment of defined benefit plan		(84.45)	29.45
(iii) Share of other comprehensive income of Joint Venture accounted Equity Method		0.42	(0.46)
B. Item that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income (X)		157.65	(55.28)
Total Comprehensive Income for the Period (XI) = (IX+X)		1,608.72	5,273.46
Earnings per equity share (in ₹)	37		
(1) Basic (Face Value of ₹ 10 each)		8.48	31.13
(2) Diluted (Face Value of ₹ 10 each)		8.48	31.13
Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date: For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants
FRN – 06591N

Sd/-

Kavita Goyal

Partner

M.No.063419

Place: New Delhi

Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321

Chairman

Sd/-

Praduman Kumar

DIN : 00179074

Chairman(Audit Committee)

Sd/-

J. K. Rathi

President

Place : Mumbai

Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789

Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432

Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara

Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2021**

(₹ In Lakhs)

PARTICULARS	Year ended 31 st March, 2021		Year ended 31 st March, 2020	
A) Cash Flow From Operating Activities :-				
Net Profit Before Tax as per Statement of Profit and Loss		1,704.44		5,746.39
Adjusted for :				
Depreciation and Amortization Expenses	4,647.52		5,120.45	
Unrealised Exchange (Gain)/Loss	(303.15)		(209.19)	
Provision for Doubtful Trade Receivables	358.66		-	
Impairment of Invesments	(7.04)		-	
Loss on Discard of Property, Plant & Equipment	-		4.89	
Share of Profit/(Loss) of Joint Venture	(69.79)		10.83	
Deferred Government Grant transferred to Statement of Profit and Loss	(81.96)		(79.87)	
Loss/(Profit) on Sale of Property, Plant & Equipment (net)	(45.76)		(49.70)	
Profit on Disposal of Investment	(290.69)		-	
Interest Income	(153.12)			
Interest paid	3,256.36		4,872.44	
Fair value (gain)/loss transferred to Statement of Profit and Loss	(0.54)		7.86	
Rental Income	(31.80)	7,278.69	(54.61)	9,623.10
Operating profit before working capital changes		8,983.13		15,369.49
Adjusted for :				
(Increase)/Decrease in trade & other receivables	2,107.52		3,691.35	
(Increase)/Decrease in inventories	4,102.58		5,043.06	
(Increase)/Decrease in Bank balance and Term Deposits other than Cash and Cash Equivalents"	267.00		22.46	
Increase/(Decrease) in trade and others payables	(1,950.43)	4,526.67	(2,211.57)	6,545.30
Cash generated from operations		13,509.80		21,914.79
Direct Tax paid (net of tax refund)		266.42		1,076.27
Net cash from operating activities (A)		13,243.38		20,838.52
B) Cash Flow From Investing Activities :-				
Acquisition of Property, Plant and Equipment		(973.27)		(796.76)
Proceeds from sale of investment		362.69		-
Processds from sale Property, Plant and Equipment		88.86		156.38
Interest Income		153.12		
Government Grant Received		36.97		-
Term Deposit with Banks		42.65		(100.21)
Rent received		31.80		54.61
Net cash used in investing activities (B)		(257.18)		(685.98)
C) Cash Flow From Financing Activities :-				
Proceeds from Term Loan borrowings		8,111.00		259.28
Repayment of Term Loan borrowings		(4,775.70)		(3,458.33)
Interest paid		(3,251.11)		(4,807.95)
Increase /(Decrease) in bank borrowings		(12,921.87)		(11,635.95)
Proceeds from unsecured loans		587.00		280.00
Repayment of unsecured loans		(320.00)		(725.00)
Dividend and tax thereon Paid		-		(515.86)
Net cash from financing activities (C)		(12,570.68)		(20,603.81)
Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)		415.52		(451.27)
Opening balance of cash and cash equivalents		354.92		806.19
Closing balance of cash and cash equivalents		770.44		354.92

Cash and Cash Equivalent includes:-

PARTICULARS	As at 31st March 2021	As at 31st March 2020
Cash on hand	27.36	65.70
Balance in current account	743.08	289.22
Total	770.44	354.92

Note:

1. The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.
2. Figures in bracket indicate cash outflow.

In terms of our Audit Report of even date: For and on behalf of the Board of Directors

For K.G. Somani & Co.
Chartered Accountants

FRN – 06591N
Sd/-

Kavita Goyal

Partner
M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321
Chairman

Sd/-

Praduman Kumar

DIN : 00179074
Chairman(Audit Committee)

Sd/-

J. K. Rathi

President
Place : Mumbai
Date : 18th June, 2021

Ravindra Kumar Toshniwal

DIN : 00106789
Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432
Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO
Place : Banswara
Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

Consolidated Statement of changes in Equity for the year ended 31st March 2021

A. Equity Share Capital

(₹. in Lakhs)

Particulars	As at 31 st March, 2021		As at 31 st March, 2020	
	No of Shares	Amount	No of Shares	Amount
Balance at the beginning of the year	17,116,042	1,711.60	17,116,042	1,711.60
Balance at the end of the year	17,116,042	1,711.60	17,116,042	1,711.60

B. Other Equity

(₹. in Lakhs)

Particulars	Reserves and Surplus						Total
	Capital Reserve	Securities Premium	Capital Redemption Reserve	Share of Equity Component directly credited to Equity	General Reserve	Retained Earnings	
As at 1st April 2020	20.43	2,959.00	173.00	4.82	18,137.10	11,100.32	32,394.67
Profit for the year	-	-	-	-	-	1,451.07	1,451.07
Other comprehensive income	-	-	-	-	-	157.65	157.65
Total comprehensive income	-	-	-	-	-	1,608.72	1,608.72
Transfer from Surplus	-	-	-	-	1,000.00	(1,000.00)	-
As at 31st March 2021	20.43	2,959.00	173.00	4.82	19,137.10	11,709.04	34,003.39

(₹. in Lakhs)

Particulars	Reserves and Surplus						Total
	Capital Reserve	Securities Premium	Capital Redemption Reserve	Share of Equity Component directly credited to Equity	General Reserve	Retained Earnings	
As at 1st April 2019	20.43	2,959.00	173.00	4.82	17,137.10	7,368.44	27,662.79
Profit for the year	-	-	-	-	-	5,328.74	5,328.74
Effect of Transition Provision IND AS 116 (Refer Note No 40) Net of Tax	-	-	-	-	-	(25.72)	(25.72)
Other comprehensive income	-	-	-	-	-	(55.28)	(55.28)
Total comprehensive income	-	-	-	-	-	5,247.74	5,247.74
Transfer from Surplus	-	-	-	-	1,000.00	(1,000.00)	-
Dividends on Equity Shares for the year	-	-	-	-	-	(427.90)	(427.90)
Dividend distribution tax on cash dividend	-	-	-	-	-	(87.96)	(87.96)
As at 31st March 2020	20.43	2,959.00	173.00	4.82	18,137.10	11,100.32	32,394.67

Significant Accounting Policies

1

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date:

For and on behalf of the Board of Directors

For K.G. Somani & Co.

Chartered Accountants

FRN – 06591N

Sd/-

Kavita Goyal

Partner

M.No.063419

Place: New Delhi

Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321

Chairman

Sd/-

Praduman Kumar

DIN : 00179074

Chairman(Audit Committee)

Sd/-

J. K. Rathi

President

Place : Mumbai

Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789

Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432

Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO

Place : Banswara

Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

Consolidated Financial Statement for the year ended 31st March 2021**1. Overview & Significant Accounting Policies****A. Corporate Information**

Banswara Syntex Limited ("the Group") is a Company domiciled in India and limited by shares (CIN: L24302RJ1976PLC001684). The shares of the Company are publicly traded on the National Stock Exchange of India Limited and Bombay Stock Exchange Limited. The address of the Company's registered office is Industrial Area, Dahod Road subsequent amendments thereto, the Companies Act, 2013 (to the extent applicable) and applicable provisions of the Companies Act, 1956.

These Consolidated financial statements were authorized for issue by Board of Directors on 18th June 2021.

B. Statement of Compliance and Basis of Preparation**1. Compliance with Ind AS**

These Consolidated Financial Statements are prepared on going concern basis following accrual basis of accounting and comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereto, the Companies Act, 2013 (to the extent applicable) and applicable provisions of the Companies Act, 1956.

2. Basis of measurement/Use of Estimates

- (i) The Financial Statements are prepared on accrual basis under the historical cost convention except certain financial assets and liabilities (including derivatives instruments) that are measured at fair value. The methods used to measure fair values are discussed in notes no. 50 to financial statements.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

- (ii) The preparation of financial statements requires judgments, estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized. Major Estimates are discussed in Part D.
- (iii) The Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, Inventories, loan sand Property, Plant & Equipment (Including Intangible assets). In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group as at the date of approval of these financial statements has used internal and external sources of information including credit reports and related information, economic forecasts and consensus estimates from market sources on the expected future performance of the Group.
- (iv) The impact of COVID-19 on the Group financial statements may differ from that estimated as at the date of approval of these financial statements.

3. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Group's functional currency. All financial information presented in INR has been rounded to the nearest Lakhs (up to two decimals), except as stated otherwise.

4. Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

C. Significant accounting policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

1. Basis of Consolidation

The financial statements of Joint venture are drawn up to the same reporting date as of the Group for the purpose of consolidation.

1.1. Joint arrangements

Under Ind AS 111 'Joint Arrangements', investment in joint arrangements are classified as either joint operations or joint venture. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The group has only joint venture.

Joint Venture

Interests in joint venture are accounted for using the equity method (see C.1.2 below), after initially being recognized at cost in the consolidated balance sheet.

1.2. Equity Method

Under the equity method of accounting, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

Upon loss of internal control over joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the joint venture upon loss of or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

2. Property, plant & equipment

2.1. Initial recognition and measurement

An item of property, plant and equipments recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Items of property, plant and equipments are measured at cost less accumulated depreciation/amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset, inclusive of non-refundable taxes & duties, to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipments have different useful lives, they are recognized separately.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized.

2.2. Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of Property, Plant and Equipment are recognized in the statement of profit and loss as incurred.

2.3. Derecognition

Property, Plant and Equipment are derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized in the statement of profit and loss.

2.4. Depreciation

Depreciation is recognized in statement of profit and loss on Straight Line Method (SLM) over the estimated useful life of property, plant and equipment as mentioned in Schedule II of the Companies Act, 2013, except in case of Plant & Machinery where the useful life has been taken as ascertained by the Independent Chartered Engineer and technical experts of the Group. The useful life of the Plant & Machinery so ascertained is ranging from 5 to 20 years on triple shift basis in certain plants as against the life of 15 years given in Part C of Schedule II of the Companies Act, 2013. Further, considering materiality of assets costing less than ₹ 5,000 are fully depreciated in the year of purchase/acquisition. The Group provide pro-rata depreciation from/to the date on which asset is acquired or put to use/ disposed off as appropriate.

Leasehold lands are amortized over the lease term unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

Where it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably, subsequent expenditure on a property, plant and equipment along-with its unamortized depreciable amount is charged off prospectively over the revised useful life determined by technical assessment.

In circumstance, where a property is abandoned, the cumulative capitalized costs relating to the property are written off in the same period.

3. Capital work-in-progress

The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

4. Intangible assets and intangible assets under development

4.1. Initial recognition and measurement:

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group and the cost of the asset can be measured reliably.

Intangible assets acquired by the Group are measured on initial recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses. Cost includes any directly attributable incidental expenses necessary to make the assets ready for its intended use.

Expenditure on development activities is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has

sufficient resources to complete development and to use or sell the asset.

Expenditure incurred which are eligible for capitalizations under intangible assets are carried as intangible assets under development till they are ready for their intended use.

4.2. Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

4.3. Derecognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of intangible assets are determined by comparing the proceeds from disposal with the carrying amount of intangible assets and are recognized in the statement of profit and loss.

4.4. Amortization

Intangible assets having definite life are amortized on straight line method in their useful lives. Useful life of computer software is estimated at six years.

5. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction/exploration/ development or erection of qualifying assets are capitalized as part of cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use or sale. Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of (a) interest expense calculated using the effective interest method as described in Ind AS 109 – ‘Financial Instruments’ (b) finance charges in respect of finance leases recognized in accordance with Ind AS 116 – ‘Leases’ and (c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are charged to revenue as and when incurred.

6. Inventories

Inventories are valued at the lower of cost or net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Spare parts other than those capitalized as Property, Plant and Equipment are carried as inventory.

The diminution in the value of obsolete, unserviceable and surplus stores & spares is ascertained on review and provided for.

7. Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

8. Government Grants

Government grants are recognized only when its reasonable certainty that economics benefit flow to the entities and attached conditions will be complied with it

Government Grants related to income are recognized in the statement of profit and loss in the same period as the related cost which they are intended to compensate are accounted for. Government Grant/subsidy related to subvention of a particular expense is deducted from that expense in the year of recognition of that Government grant/subsidy.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on straight –line basis over the expected lives of related assets and presented within other income.

9. Provisions, Contingent liabilities and Contingent Assets

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect

of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Group. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

10. Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of profit or loss in the year in which it arises.

Non-monetary items are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

11. Revenue

Revenue is to be recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Group expects to receive in exchange for those products or services. To recognize revenues, the Group apply the following five step approach:

- (1) Identify the contract with a customer
- (2) Identify the performance obligations in the contract
- (3) Determine the transaction price,
- (4) Allocate the transaction price to the performance obligations in the contract
- (5) Recognize revenues when a performance obligation is satisfied.

Control implies the ability to obtain the benefits from and direct the usage of the asset while also preventing other entities from obtaining benefits and directing usage.

a) Income from Sale of Goods

Revenue from sale of products are recognized at a point in time on transfer of promised product to customer upon transfer of control in an amount that reflects the consideration that the Group expects to receive in exchange for those product.

b) Income from Rendering of Services

Income from sale of services is recognised when (oras) the Group satisfies performance obligation by transferring promised services to the customer i.e. at a point in time.

Other Export Benefit

Export benefits arising from Duty Drawback scheme, Merchandise Export Incentive Scheme and other eligible export incentives are recognised on post export basis at the rate at which the entitlements accrue and is included in the 'Other

Operating Income.' (Revenue from operation).

Export Benefits are accounted for in the year of export at net market realizable value.

Interest Income

For all financial instruments classified and measured at amortized cost, interest income is recorded using the effective interest rate (EIR). The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the Statement of Profit or loss.

Dividend

Dividend Income is recognized when the Group's right to receive is established which generally occurs when the shareholders approve the dividend.

Other Income

Other income is recognized in the statement of profit and loss when increase in future economic benefits related to an increase in an asset or a decrease of a liability has arisen that can be measured reliably

Variable consideration

If the consideration in a contract includes a variable amount, the Group 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 contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognized will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

The Group has classified prompt payment discount i.e. cash discount as variable consideration and deducted from the sales consideration accordingly.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade receivables

A receivable represents the Group'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).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

12. Employee Benefits

12.1 Short Term Employee Benefit

Short-term employee benefit obligations are measured on an un discounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

12.2 Post-Employment benefits

Employee benefit that are payable after the completion of employment are Post-Employment Benefit (other than termination benefit). These are of two type:

12.2.1. Defined contribution plans

Defined contribution plans are those plans in which an entity pays fixed contribution into separate entities and will have no legal or constructive obligation to pay further amounts. Provident Fund and Employee State

Insurance are Defined Contribution Plans in which the Group pays a fixed contribution and will have no further obligation.

12.2.2. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

Group pays Gratuity as per provisions of the Gratuity Act, 1972. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a liability to the Group, the present value of liability is recognized as provision for employee benefit. Any actuarial gains or losses are recognized in Other Comprehensive Income ("OCI") in the period in which they arise.

12.3 Other long-term employee benefits

Benefits under the Group's leave encashment, long-service award and economic rehabilitation scheme constitute other long term employee benefits. The Group's net obligation in respect of leave encashment is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Group's obligations. The calculation is performed using the projected unit credit method. Actuarial gains or losses are recognized in statement of profit or loss in the period in which they arise. In case of funded plans, the fair value of plant asset is reduced from the gross obligation, to recognize the obligation on the net basis.

13. Taxes

Tax expense comprises current tax and deferred tax. Current tax expense is recognized in the statement of profit or loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in OCI or equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years. Current taxes are recognized under 'Income tax payable' net of payments on account, or under 'Tax receivables' where there is a debit balance.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

Deferred tax is recognized in the statement of profit or loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Tax credit is recognized in respect of Minimum Alternative Tax (MAT) paid in terms of section 115JAA of the Income Tax, 1961 based on convincing evidence that the Group will pay normal income tax within statutory time frame and the same is reviewed at each balance sheet date. MAT credit are in the form of unused tax credits that are carried forward by the Group for a specified period of time, hence it is grouped with Deferred Tax Assets.

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized.

14. Leases

As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful life of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Group's incremental borrowing rate.

Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at a mortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position. (Refer note 2A & 18 respectively)

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Group recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

Arrangements in the nature of lease

The Group enters into agreements, comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments. In case of such arrangements, the Group applies the requirements of Ind AS 116 – Leases to the lease element of the arrangement. For the purpose of applying the requirements under Ind AS 116 – Leases, payments and other consideration required by the arrangement are separated at the inception of the arrangement into those for lease and those for other elements.

15. Impairment of Non-financial Assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in

use. 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. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in statement of profit or loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of goodwill of that CGU, if any and then the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

16. Dividends

Dividends and interim dividends payable to a Group's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders' meeting and the Board of Directors respectively.

17. Material Prior Period Errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest prior period presented, the opening balances of assets, liabilities and equity for the earliest prior period presented, are restated.

18. Earnings Per Share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

19. Statement of Cash Flows

Statement of cash flows is prepared in accordance with the indirect method prescribed in Ind AS-7 'Statement of cash flows'.

20. 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.

20.1. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition or issue of the financial asset.

Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized 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.

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate method ("EIR"). Amortized 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 amortization is included in finance income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI (Fair Value through OCI)

A 'debt instrument' 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. Fair value movements are recognized in the OCI. However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On Derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL (Fair value through profit or loss)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments

All equity investments in entities are measured (except equity investment joint venture) at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instruments, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However the Group may transfer cumulative gain or loss within the equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments in joint ventures are measured at cost.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e. removed from the Group's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group 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 Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- Trade receivables or any contractual right or receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract assets resulting from transactions within the scope of Ind AS 115 if they do not contain a significant financing component.
- Trade receivables or contract assets resulting from transactions within the scope of Ind AS 115 that contain a significant financing component, if the Group applies practical expedient to ignore separation of time value of money, and

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any material transaction that are any integral part of the EIR. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

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

Derivative financial instruments

The Group uses forwards to mitigate the risk of changes in interest rates, exchange rate and commodity prices. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

D. Major Estimates made in preparing Financial Statements

1. Useful life of property, plant and equipment and intangible assets

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Useful life of the assets other than Plant and machinery are in accordance with Schedule II of the Companies Act, 2013.

The Group reviews at the end of each reporting date the useful life of property, plant and equipment, and are adjusted prospectively, if appropriate.

Intangible assets is being amortized on straight line basis over the period of six years.

2. Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal

rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Group considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

3. Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

4. Asset Held for Sale

Significant judgment is required to apply the accounting of non-current assets held for sale under Ind AS 105 'Non-current Assets Held for Sale and Discontinued Operations'. In assessing the applicability, management has exercised judgment to evaluate the availability of the asset for immediate sale, management's commitment for the sale and probability of sale within one year to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.

NOTE NO. '2' NON CURRENT ASSETS: PROPERTY, PLANT AND EQUIPMENTAs at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions during the year	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
Free Hold Land (Refer Note 2.1 Below)	934.11	-	-	934.11	-	-	-	-	934.11
Building (Refer Note 2.2 Below)	14,231.11	82.58	-	14,313.69	1,890.78	483.10	-	2,373.88	11,939.81
Plant & Equipment	39,400.78	736.96	307.04	39,830.71	17,566.70	3,638.90	281.11	20,924.48	18,906.21
Electric & Water Supply Installation	1,244.90	16.62	-	1,261.51	596.92	126.11	-	723.03	538.49
Furniture & Fixtures	526.60	18.41	6.46	538.56	309.77	48.13	4.27	353.62	184.93
Office Equipments	536.45	29.53	2.26	563.72	374.81	54.13	2.02	426.92	136.80
Vehicles	512.66	28.19	71.82	469.03	232.17	51.60	57.08	226.69	242.33
Capital Spares	541.27	79.07	-	620.34	320.99	98.39	-	419.38	200.96
	57,927.88	991.36	387.58	58,531.67	21,292.14	4,500.36	344.48	25,448.00	33,083.64

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2019	Additions during the year	Disposals/ Adjustment	As at 31.03.2020	As at 1.04.2019	For the Year	Deductions/ Adjustments	Up to 31.03.2020	As at 31.03.2021
Free Hold Land	934.11	-	-	934.11	-	-	-	-	934.11
Building (Refer Note 2.2 Below)	14,231.11	-	-	14,231.11	1,406.14	484.64	-	1,890.78	12,340.33
Plant & Equipment	39,107.31	489.89	196.42	39,400.78	13,659.10	4,056.04	148.44	17,566.70	21,834.08
Electric & Water Supply Installations	1,239.31	5.59	-	1,244.90	462.74	134.18	-	596.92	647.98
Furniture & Fixtures	526.89	7.46	7.75	526.60	255.92	57.38	3.54	309.77	216.84
Office Equipments	497.20	45.55	6.30	536.45	310.09	70.50	5.78	374.81	161.64
Vehicles	543.04	100.57	130.95	512.66	249.69	54.56	72.09	232.17	280.49
Capital Spares	499.88	41.39	-	541.27	207.16	113.82	-	320.99	220.28
	57,578.85	690.45	341.42	57,927.88	16,550.84	4,971.12	229.85	21,292.14	36,635.75

2.1 During the year the company has entered an agreement for sale of Daman Land and Building situated at village Dabhel, District Daman for consideration of ₹ 351 lakhs. In this regard the Company has received an advance of ₹ 5.51 Lakhs. Awaiting No Objection Certificate ("NOC") from the Banks for above stated sale, the land and building has not been transferred to the buyer till date.

2.2. The Company has also been allotted 876 Equity shares of M/s Rastogi Estate & Construction Co. (Pvt.) Ltd. to establish permanent ownership in respect of Building situated at Mumbai.

NOTE NO. '2A' NON CURRENT ASSETS: RIGHT OF USE ASSET (ROU)As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions during the year	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
(Refer Note no 40)									
Land	352.00	-	-	352.00	21.48	6.66	-	28.14	323.87
Buildings	147.10	-	17.69	129.41	57.26	52.46	11.06	98.67	30.74
Plant & Machinery	24.62	31.87	-	56.49	12.31	10.60	-	22.91	33.58
TOTAL	523.72	31.87	17.69	537.90	91.05	69.72	11.06	149.72	388.19

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2019	Additions during the year	Disposals/ Adjustment	As at 31.03.2020	As at 1.04.2019	For the Year	Deductions/ Adjustments	Up to 31.03.2020	As at 31.03.2020
(Refer Note no 40)									
Land	322.47	29.53	-	352.00	14.82	6.66	-	21.48	330.52
Building	-	147.10	-	147.10	-	57.26	-	57.26	89.84
Plant & Machinery	24.62	-	-	24.62	4.10	8.21	-	12.31	12.31
TOTAL	347.09	176.63	-	523.72	18.92	72.13	-	91.05	432.67

NOTE NO. '2B' NON CURRENT ASSETS: CAPITAL WORK-IN-PROGRESS

As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	As at 01.04.2020	Additions	Capitalized	As at 31.03.2021
Capital Work In Progress for				
- Buildings	31.66	58.76	82.58	7.84
- Plant & Equipments	24.87	728.06	736.96	15.97
- Water & Electric Installation	-	16.62	16.62	-
- Furniture and Fixtures	-	18.41	18.41	-
- Office Equipements	-	29.53	29.53	-
- Vehicles	-	28.19	28.19	-
- Capital Spares	2.98	79.70	79.07	3.61
TOTAL	59.51	959.27	991.36	27.42

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	As at 01.04.2019	Additions	Capitalized	As at 31.03.2020
Capital Work In Progress for				
- Buildings	-	31.66	-	31.66
- Plant & Equipments	4.09	510.67	489.89	24.87
- Water & Electric Installations	0.97	4.62	5.59	-
- Furniture and Fixtures	-	7.46	7.46	-
- Office Equipements	-	45.55	45.55	-
- Vehicles	-	100.57	100.57	-
- Capital Spares	-	44.37	41.39	2.98
TOTAL	5.06	744.90	690.45	59.51

NOTE NO. '3' NON CURRENT ASSETS: OTHER INTANGIBLE ASSETS

As at 31st March, 2021

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
Computer Software	487.59	38.32	-	525.91	154.61	77.45	-	232.06	293.85
	487.59	38.32	-	525.91	154.61	77.45	-	232.06	293.85

As at 31st March, 2020

(₹. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK
	As at 01.04.2020	Additions	Disposals/ Adjustment	As at 31.03.2021	As at 1.04.2020	For the Year	Deductions/ Adjustments	Up to 31.03.2021	As at 31.03.2021
Computer Software	487.59	-	-	487.59	77.41	77.20	-	154.61	332.98
	487.59	-	-	487.59	77.41	77.20	-	154.61	332.98

NOTE NO. '4' NON CURRENT FINANCIALS ASSETS : INVESTMENT IN JOINT VENTURES

(₹. in Lakhs)

Particulars	No. of shares/ C.Y./ (P.Y.)	Face value per share/ C.Y./ (P.Y.)	As at 31 st March, 2021	As at 31 st March, 2020
Investment in Equity Instrument fully paid up (Unquoted) Tesca Textiles & Seat Components (India) Private Limited	2880000 (3600000)	10 (10)	266.23	279.99
TOTAL			266.23	279.99
Aggregate value of Unquoted Investment			266.23	279.99

C.Y. = Current Year ; P.Y. = Previous Year

In the Previous Year, the Group had 50% share capital (36 Lakhs Equity Shares) of Tesca Textiles and Seat Components (India) Private Limited (A Joint Venture Company). It has sold 7.20 Lakhs Equity Shares on 24 June 2020. Now the Group holds 40% share capital in the Joint Venture Company. Profit on Sales of Investment amounting to ₹ 290.69 Lakhs. is shown as Exceptional Item (Refer Note No 36)

NOTE NO. '5' NON CURRENT FINANCIAL ASSETS : LOANS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considered good Security Deposits	281.79	209.53
Total	281.79	209.53

NOTE NO. '6' OTHER NON CURRENT FINANCIAL ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Term deposits held as margin money* (with maturity more than 12 months)	48.74	26.74
Term deposits held against Deposit Repayment Reserve (with maturity more than 12 months)	280.72	108.83
Other Term Deposits (with maturity more than 12 months)	2.69	238.58
Interest Accrued on Term deposits	7.35	8.00
Total	339.50	382.15

* To avail Non fund based facilities from banks.

NOTE NO. '7' OTHER NON CURRENT ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considered good Capital Advances	130.74	157.70
Advance Other than Capital Advances Lease Equalization Asset	1.10	0.55
Paid Under Protest to Others	11.00	11.00
Prepaid Expenses	19.16	23.45
Advance Income Tax (Net of Provision of ₹ 2,422.74 Lakhs, {Previous Year ₹ 1,431.86 Lakhs})*	599.29	242.09
Income Tax Paid Under Protest	523.10	516.86
Total	1,284.39	951.65

*The Group is claiming deduction under section 80IA of the Income Tax Act, 1961 on its income from Thermal Power Plant In the books of account based on the Hon'ble Rajasthan High Court Decision in favour of other assessee.

NOTE NO. '8' INVENTORIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, st 2020
(At the lower of Cost and Net Realizable Value)		
Raw Materials	6,107.02	8,327.02
Works-in-Progress	3,321.44	4,149.59
Finished goods		
Yarn	3,434.12	4,348.22
Cloth (Processed)	3,923.62	3,601.89
Garment	1,508.72	1,223.73
Stores & Spares	1,206.81	1,919.10
Waste	143.22	177.98
(Refer Note 54)		
Total	19,644.95	23,747.53

The above inventories includes goods in transit as under

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Finished goods		
Yarn	308.26	34.21
Cloth (Processed)	340.79	233.58
Garment	23.02	-
	672.07	267.79

8.1 Inventories include stocks lying with third parties ₹ 46.79 Lakhs (Previous Year ₹ 123.77 Lakhs)

8.2 Inventories are hypothecated to the banks for availing the fund based and non-fund based working capital facilities.

NOTE NO. '9' CURRENT FINANCIAL ASSETS: INVESTMENTS

(₹. in Lakhs)

Particulars	No. of shares/ C.Y./ (P.Y.)	Face value per share/units C.Y./ (P.Y.)	As at 31 st March, 2021	As at 31 st March, 2020
Measured at fair value through Statement of profit and loss Quoted				
In Equity Shares				
Union Bank of India	10114 (10114)	10 (10)	3.44	2.91
Unquoted				
In Equity Shares				
Ambojini Property Developers Private Limited	360 (360)	10 (10)	0.07	0.07
Unquoted				
In Debentures				
10% Ambojini Property Developers Private Limited	3542 (3542)	100 (100)	6.97	6.97
Less : Impairment of Investment			(7.04)	-
Total			3.44	9.95

C.Y. = Current Year ; P.Y. = Previous Year

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
In Equity (Quoted)		
Aggregate Book Value	18.87	18.87
Aggregate Market Value	3.44	2.91
Provision for Impairment	15.43	15.96
In Equity (Unquoted)		
Aggregate Book Value	-	0.04
Aggregate Market Value	-	0.07
Provision for Impairment	0.07	-
In Debenture (Unquoted)		
Aggregate Book Value	-	3.54
Aggregate Market Value	-	6.97
Provision for Impairment	6.97	-

NOTE NO. '10' CURRENT FINANCIAL ASSETS: TRADE RECEIVABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Trade receivables, Unsecured		
- Trade Receivables considered good	11,441.25	13,968.99
- Trade Receivables which have significant increase in credit risk	57.40	46.41
- Trade Receivables-credit impaired	1,537.97	1,189.43
	13,036.62	15,204.83
Less: Impairment allowance for doubtful trade receivables	1,537.97	1,189.43
Total	11,498.65	14,015.40

a) Trade receivables are hypothecated to the banks for availing the fund based and non-fund based working capital facilities.

b) Amount Receivables from Related Parties (Refer Note 44)

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Tesca Textiles & Seat Components (India) Private Limited (A Joint Venture Company)	762.38	320.12
Aanswr Fashion Private Limited	54.02	-
Banrio Private Limited	-	0.30

MOVEMENT IN IMPAIRMENT ALLOWANCE FOR DOUBTFUL TRADE RECEIVABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Balance at the beginning of the year	1,189.43	1,396.72
Impairment Allowance for the year	358.66	27.91
Write off Trade Receivables (net of recovery)	(10.12)	(235.20)
Balance at the end of the year	1,537.97	1,189.43

NOTE NO. '11' CASH AND CASH EQUIVALENTS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
A. Balances with Banks		
- Current Account	743.08	289.22
B. Cash On Hand	27.36	65.70
Total	770.44	354.92

NOTE NO '12' BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENT

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unpaid Dividend Account	26.85	32.34
Term Deposits held as margin money* (with maturity more than 3 months & less than 12 months)	195.89	276.03
Term Deposits held as against Deposit Repayment Reserve (with maturity more than 3 months & less than 12 months)	108.83	166.95
Other Term Bank Deposits (with maturity more than 3 months & less than 12 months)	337.92	461.17
Total	669.49	936.49

*To avail Non fund based facilities from banks.

NOTE NO. '13' CURRENT FINANCIAL ASSETS: LOANS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, Considered good		
Loans & Advances to Employees	65.00	130.83
Advance Income Tax and Tax deducted at source	383.70	1,383.14
Less: Provision for Taxation (as per contra)	383.70	1,024.00
Total	65.00	489.97

NOTE NO. '14' OTHER CURRENT FINANCIAL ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, considered good		
Forward Contract Receivables	55.59	-
Other Claim Receivables	601.17	456.14
Other Receivables	-	0.01
Export Incentive Receivables	809.49	1031.82
Total	1,466.25	1,487.97

NOTE NO. '15' OTHER CURRENT ASSETS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Unsecured, considered good, unless otherwise stated		
Advances Other than Capital Advance		
Advance to Suppliers	2,125.92	966.52
Recoverable from Revenue Authorities : Considered Good	2,924.82	3,745.18
Recoverable from Revenue Authorities : Considered Doubtful	71.52	71.52
Prepaid Expenses	150.57	152.05
	5,272.82	4,935.27
Impairment allowance for doubtful recoverable from revenue Authorities	71.52	71.52
Total	5,201.30	4,863.75

NOTE NO. '16' EQUITY SHARE CAPITAL

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Authorized		
6,08,50,000 Equity Shares of ₹10/- each (6,08,50,000 Equity Shares of ₹ 10/- each as at 31 st March 2020)	6,085.00	6,085.00
5,00,000 3% Redeemable Preference Shares of ₹ 100/- each (5,00,000, 3% Redeemable Preference Share of ₹ 100/- each as at 31 st March 2020)	500.00	500.00
3,00,000 3% Redeemable Cumulative Preference Shares of ₹ 100/- each (3,00,000 3% Redeemable Cumulative Preference Share of ₹ 100/- each As at 31 st March 2020)	300.00	300.00
	6,885.00	6,885.00
Issued		
1,71,43,057 Equity Shares of ₹ 10/- each (1,71,43,057 Equity Shares of ₹ 10/- each as at 31 st March 2020)	1,714.31	1,714.31
	1,714.31	1,714.31
Subscribed and fully Paid		
1,71,16,042 Equity Shares of ₹ 10/- each (1,71,16,042 Equity Shares of ₹ 10/- each as at 31 st March 2020)	1,711.60	1,711.60
	1,711.60	1,711.60

16.1 Reconciliation of Number of Equity Shares Outstanding

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
At the beginning of the year	17,116,042	17,116,042
At the end of the year	17,116,042	17,116,042

16.2 Rights, preferences and restrictions to the shareholders : Equity Shares

All equity shareholders are having right to get dividend in proportion to paid up value of each equity share as and when declared.

The Group has equity shares having at par value of ₹ 10 each. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Group after distribution of all preferential amounts, in proportion to their shareholding.

16.3 Details of Shareholder's holding more than 5% of each class of shares issued by the Group -

Name of shareholder	As at 31 st March, 2021		As at 31 st March, 2020	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Equity Shares				
Shri Ravindra Kumar Toshniwal	2,248,667	13.14%	2,248,267	13.14%
Shri Shaleen Toshniwal	2,140,745	12.51%	2,125,180	12.42%
Smt. Radhika Toshniwal	1,182,482	6.91%	1,182,482	6.91%
Smt. Prem Toshniwal	896,359	5.24%	896,359	5.24%
Kotak Mahindra (International) Limited	1,289,556	7.53%	1,289,556	7.53%

NOTE NO. '17' OTHER EQUITY

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Reserves and Surplus		
Capital Reserve	20.43	20.43
Capital Redemption Reserve	173.00	173.00
Securities Premium	2,959.00	2,959.00
Share of Equity Component directly credited to equity of Joint Venture	4.82	4.82
General Reserve	19,137.10	18,137.10
Retained Earnings	11,709.04	11,100.32
Total	34,003.39	32,394.67

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
(A) Capital Reserve		
Opening Balance	20.43	20.43
Closing Balance	20.43	20.43
(B) Capital Redemption Reserve		
Opening Balance	173.00	173.00
Closing Balance	173.00	173.00
(C) Securities Premium		
Opening balance	2,959.00	2,959.00
Closing Balance	2,959.00	2,959.00
(D) Share of Equity Component		
Opening balance	4.82	4.82
Closing Balance	4.82	4.82
(E) General Reserve		
Opening Balance	18,137.10	17,137.10
Add: Transfer from Surplus	1,000.00	1,000.00
Closing Balance	19,137.10	18,137.10
(F) Retained Earnings		
Opening Balance	11,100.32	7,368.44
Add : Profit for the year	1,451.07	5,328.74
Add: Remeasurment Gain/(Loss) of defined benefit plan	157.65	(55.28)
Less: Effect of Transition Provision IND AS 116	-	25.72
Less : Transfer to General Reserve	1,000.00	1,000.00
Less : Dividend on Equity Shares paid during the Year	-	427.90
Less : Dividend Distribution Tax paid during the Year	-	87.96
	11,709.04	11,100.32
Total	34,003.39	32,394.67

NOTE NO. '18' NON CURRENT FINANCIAL LIABILITIES: BORROWINGS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
TERM LOAN (SECURED)		
FROM BANK AND FINANCIAL INSTITUTIONS		
IDBI BANK LIMITED		
Term Loan - II		
Repayable in 30 variable quarterly installments	204.34	307.83
Term Loan - III		
Repayable in 30 variable quarterly installments	127.49	192.06
Term Loan - IV		
Repayable in 30 variable quarterly installments	304.09	458.07
Term Loan - V		
Repayable in 30 variable quarterly installments	1,010.87	1,158.46
Term Loan - VI		
Repayable in 32 variable quarterly installments	295.78	380.56
Term Loan (GECL 2.0 Loan)		
Repayable in 48 equal monthly installments	494.00	-

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
EXPORT IMPORT BANK OF INDIA		
Term Loan - I	-	430.35
Repayable in 23 variable quarterly installments		
Term Loan - II	139.00	694.83
Repayable in 24 variable quarterly installments		
Term Loan - VII	177.32	531.82
Repayable in 26 variable quarterly installments		
BANK OF BARODA		
Term Loan - III	677.10	1,554.88
Repayable in 27 variable quarterly installments		
Term Loan - IV	915.15	1,044.38
Repayable in 32 variable quarterly installments		
PUNJAB NATIONAL BANK		
Term Loan - III	378.31	617.57
Repayable in 32 variable quarterly installments		
Term Loan (COVID-19)	1,825.23	-
Repayable in 18 equal monthly installments		
Term Loan (GECL 2.0 Loan)	2,895.40	-
Repayable in 48 equal monthly installments		
BANK OF INDIA		
Term Loan (GECL 2.0 Loan)	500.11	
Repayable in 48 equal monthly installments		
UNION BANK OF INDIA		
Term Loan - III	1,300.34	1,513.31
Repayable in 32 variable quarterly installments		
Term Loan - IV	1,353.21	1,519.19
Repayable in 32 variable quarterly installments		
Term Loan - V	547.85	623.14
Repayable in 32 variable quarterly installments		
Term Loan - VI	1,086.61	1,187.03
Repayable in 32 variable quarterly installments		
Term Loan - VII	483.87	529.45
Repayable in 32 variable quarterly installments		
Term Loan - VIII	219.23	7.84
Repayable in 32 equal quarterly installments		
Term Loan - IX	452.84	75.38
Repayable in 32 equal quarterly installments		
Term Loan (GECL 2.0 Loan)	772.67	-
Repayable in 48 equal monthly installments		
Sub-Total (A)	16,160.81	12,826.15
Less : Current Maturities		
IDBI Bank Ltd.	574.29	622.44
Export-Import Bank of India	316.32	1,343.50
Bank of Baroda	1,064.25	1,125.26
Punjab National Bank	1,918.64	242.57
Bank of India	10.53	-
Union Bank of India	825.65	584.60
Sub-Total (B)	4,709.68	3,918.37
Total (I) = (A-B)	11,451.13	8,907.78

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Fixed Deposits (Unsecured)		
From Directors (Including Independent Directors)	264.92	203.34
From Others	2,820.91	2,609.58
Includes ₹ 751.66 Lakhs (Previous years ₹ 727.34 Lakhs) from related parties	3,085.83	2,812.92
Less : Current Maturities	800.83	2,060.89
Total (II)	2,285.00	752.03
Lease Liability	68.05	124.66
Less : Current Maturities	51.26	81.27
Long term maturities of finance lease obligation (III)	16.79	43.39
Lease Liability Secured	29.74	13.54
Lease Liability Unsecured	38.31	111.12
Total (I+II+III)	13,752.92	9,703.20

18.1 Securities/ Guarantees

A. For Term Loans from Financial Institutions and Banks:

- Terms Loans from Financial Institutions and Banks are secured by a joint equitable mortgage and /or hypothecation charges ranking pari-passu on immovable/movable properties situated at Banswara, Daman and Surat, both present and future of the the Group and are also secured by second charge on current assets of the the Group ranking pari-passu.
- Working Capital Term Loans from Banks are secured by first charge on current assets of the the Group ranking pari-passu and are also secured by second charge on fixed assets of the the Group ranking pari-passu.
- Term Loans and Working Capital Term Loans from Financial Institutions and Banks amounting to ₹ 7,414.51 Lakhs (Previous Year ₹ 8,672.17 Lakhs) are guaranteed by Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities as per sanctions of the respective Financial Institutions and Banks.
- During the year the the Group has availed working capital Term Loan (WCTL) under GECL 2.0 Scheme from Financial Institutions and Banks . These loans are secured by second pari passu charge on entire present and future current and fixed assets of the the Group in terms of GECL guidelines. These loans are also covered under guarantee (GECL) coverage from NCGLT .
- Term Loan and Working Capital Term Loan Interest rate ranging from 7.80 % to 12.50% (Previous Year 9.80% to 12.70%)
- Term Loan from Punjab National Bank Under Covid-19 Emergency Credit Facility (CECF) is secured by extension of charges on all exiting primary and collector security on pari-passu basis and also personally guaranteed Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities as per the sanction of the Bank.

B. For Fixed deposits

- Fixed Deposits accepted by the the Group are in accordance with the provisions of section 73(2)(a) and section 76 of the Companies Act, 2013 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014 are unsecured. Fixed Deposits are repayable within 1 to 3 years depending upon the terms of deposits.
- Fixed Deposits Interest rate ranging from 8.50% to 9.50% (Previous Year 9% to 9.50%).

NOTE NO. '19' NON CURRENT LIABILITIES: PROVISIONS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provisions for Employee benefits		
- Gratuity	14.83	494.59
Less : Short Term	14.83	173.48
	-	321.11
-Leave Encashment	232.40	287.48
Less : Short Term	66.03	84.21
	166.37	203.27
Total	166.37	524.38

As of 31 st March, 2021		
Movement of Provision as required by Para 84 of IND AS 37	Gartuity	Leave Encashment
Opening Balance	494.59	287.48
Less : Amount Utilized during the year	479.76	55.08
Closing Balance	14.83	232.40

As of 31 st March, 2020		
Movement of Provision as required by Para 84 of IND AS 37	Gartuity	Leave Encashment
Opening Balance	882.36	311.57
Less : Amount Utilized during the year	387.77	24.09
Closing Balance	494.59	287.48

NOTE NO. '20' NON CURRENT LIABILITIES: DEFERRED TAX LIABILITIES (Net)

Considering accounting procedure prescribed by the IND AS 12 "Income Taxes", the following amounts have been worked out and provided in books:

Major components of deferred tax balances

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Deferred Tax Liabilities		
i) Difference between accounting and tax depreciation	4,153.54	4,594.11
TOTAL (I)	4,153.54	4,594.11
Deferred Tax Assets		
i) Provision for doubtful Trade Receivables /Advances	537.43	425.89
ii) Disallowances under section 43B of Income Tax, 1961	480.38	497.23
iii) Employee Benefits	86.39	273.28
iv) Deferred Tax on Account of Deferred Government Grant	79.37	87.92
(v) On account of forward Contract	-	145.38
(vi) Lease Equilization Assets	0.37	0.19
(vi) MAT Credit Entitlement	267.32	387.00
TOTAL (II)	1,451.26	1,816.89
Net Deferred Tax Liabilities (I-II)	2,702.28	2,777.22

NOTE NO. '21' GOVERNMENT GRANT

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Non Current		
Deferred Income	589.20	636.66
Current		
Deferred Income	82.34	79.87
Total	671.54	716.53

Government Grant : Movement during the year :-

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
At the beginning of the year	716.53	796.40
Add: Received during the Year	36.97	-
Less: Transferred to statement of profit and loss	81.96	79.87
As the end of the year	671.54	716.53

NOTE NO. '22' CURRENT FINANCIAL LIABILITIES: BORROWINGS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
(Cash credits and packing credits)		
From Banks (Secured)		
Punjab National Bank	1,685.68	9,348.80
Union Bank of India	638.52	2,806.08
Bank of Baroda	853.00	1,966.36
Bank of India	216.06	2,070.32
Unsecured Loan from		
Other	-	123.57
Total	3,393.26	16,315.13

Terms and Condition
Secured Loan
22.1 Securities and Guarantees

- (i) Cash Credit Facility and Export Packing Credit Facility from banks are secured by way of hypothecation (Floating charges) of Raw material, Dyes-Chemicals, Packing Materials, Stores & Spares, Stock-in-process, Finished goods, Book debts, Export Incentives and second charge on all the Property, Plant and Equipments (situated at Banswara, Daman & Surat) of the Group and also guaranteed by Shri Ravindra Kumar Toshniwal (Managing Director) and Shri Shaleen Toshniwal (Jt. Managing Director) in their personal capacities.
- (ii) Cash Credit Facility and Export Packing Credit Facility Interest rate ranging from 7.35 % to 10.25 % (Previous Year 8.50% to 11.20%).

Unsecured Loan
22.2 Securities and Guarantees

- (i) Unsecured Loan from others sanctioned by "Aditya Birla Finance Ltd" under Channel Finance duly secured by personal guarantee of Shri Ravindra Kumar Toshniwal (Managing Director).
- (ii) Interest rate 10.70% (Previous Year 10.80%).

NOTE NO. '23' CURRENT FINANCIAL LIABILITIES: TRADE PAYABLES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Micro and Small Enterprises@	224.35	156.32
Others	9,024.90	10,279.09
Total	9,249.25	10,435.41

@ To the extent information received for status under the Micro, Small and Medium Enterprises Development Act, 2006.

23.1 Details of Dues to Micro Enterprises and Small Enterprises

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Principal amount due to suppliers registered under the Micro Enterprises and Small Enterprise Development Act, 2006, and remaining unpaid as at year end	224.35	156.32
Amount of Interest due to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, Act and remaining unpaid as at year end	1.74	1.66
Principal amounts paid to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, beyond the appointed day during the year	103.14	118.92
Amount of Interest paid, under the Micro Small and Medium Enterprise Development Act, 2006, to suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, beyond the appointed day during the year	Nil	Nil
Interest due and payable towards suppliers registered under the Micro Small and Medium Enterprise Development Act, 2006, for payment already made	3.15	1.27

NOTE NO. '24' OTHER CURRENT FINANCIAL LIABILITIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Current Maturities of Borrowings, Fixed Deposit & Lease Liability		
Term Loans (Secured)	4,709.70	3,918.37
Fixed Deposit (Unsecured)	800.83	2,060.89
Lease Liability	51.26	81.27
Other Liabilities		
Unclaimed Dividend	26.85	32.34
Investor Education and Protection Fund Payable*	4.30	-
Securities Deposits	392.78	127.50
Other Liabilities	337.17	289.46
Forward Contract Liability	-	416.03
Total	6,322.89	6,925.86

* The Group has deposited ₹ 4.30 Lakhs representing unpaid dividend for the Financial Year 2011-12 to the Investor Education and Protection Fund ("IEPF") vide Challan No.U56885791 dated 04 December 2019. The Group also filed a Statement in Form IEPF on 22 October 2019. The said amount was erroneously returned by IEPF authority with out any reason and credited to our Bank account. The Group have lodged a complaint to IEPF authority in this regard and awaiting clearance from their side.

Except the amount stated as above, there are no amounts due and outstanding to be credited to the Investor Education and Protection Fund at year end.

NOTE NO. '25' OTHER CURRENT LIABILITIES

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Contract Liabilities	535.26	1,030.33
Advance against sale of Land and Building (Refer Note 2.1)	5.51	-
Statutory Liabilities	2,577.47	2,398.19
Total	3,118.24	3,428.52

NOTE NO. '26' CURRENT LIABILITIES: PROVISIONS

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provisions for Employee benefits		
- For Gratuity	14.83	173.48
- For Leave Encashment	66.03	84.21
Total	80.86	257.69

NOTE NO. '27' CURRENT TAX LIABILITIES (NET)

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Provision for Income Tax	536.59	1,024.00
Less : Advance Tax and TDS (as per contra)	383.70	1,024.00
Total	152.89	-

NOTE NO. '28' REVENUE FROM OPERATIONS

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
(a) Sale of products	75,782.95	125,100.57
(b) Sale of services (Job Work Income)	1,947.26	1,880.19
Sale of Products & Services	77,730.21	126,980.76
(c) Other Operating Revenue		
- Export Incentives	932.26	1,969.07
Total	78,662.47	128,949.83

NOTE NO. '29' OTHER INCOME

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Income		
Interest Income from Bank Fixed Deposits	71.08	82.75
Interest Income from Others	82.04	219.76
Rental Income	31.80	54.61
Other Non Operating Income		
Exchange Rate Fluctuation (net)	719.02	674.95
Insurance Claim Received	38.89	25.94
Liabilities/Excess Provisions written back (net)	577.63	127.35
Government Grants	81.96	79.87
Miscellaneous Receipts	19.82	21.55
Gain on Fair Value Measurement of Investment through FVTPL	0.54	-
Total	1,622.78	1,286.78

NOTE NO. '30' COST OF MATERIALS CONSUMED

(₹. in Lakhs)

Particular	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Raw Material Consumed		
Opening stock	8,327.02	10,393.37
Add : Purchases	25,087.85	50,731.86
	33,414.87	61,125.23
Less : Closing stock	6,107.02	8,327.02
	27,307.85	52,798.21
Dyes & Chemicals Consumed	2,941.47	4,207.93
Total	30,249.32	57,006.14

NOTE NO. '31' CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹. in Lakhs)

Particulars	Year ended 31 st March 2021	Year ended 31 st March 2020
A. Finished Goods		
Opening Stock		
Yarn	4,348.22	4,691.52
Cloth	3,601.89	5,112.25
Garment	1,223.73	1,728.28
	9,173.84	11,532.05
Closing Stock		
Yarn	3,434.12	4,348.22
Cloth	3,923.62	3,601.89
Garment	1,508.72	1,223.73
	8,866.46	9,173.84
B. Work-in Progress		
Opening Stock		
Yarn	1,499.18	1,895.01
Cloth	2,285.68	2,676.32
Garment	364.73	356.01
	4,149.59	4,927.34
Closing Stock		
Yarn	1,267.95	1,499.18
Cloth	1,602.94	2,285.68
Garment	450.55	364.73
	3,321.44	4,149.59
C. Waste		
Opening Stock	177.98	166.23
Closing Stock	143.22	177.98
Total	1,170.29	3,124.21

NOTE NO. '32' EMPLOYEE BENEFITS EXPENSES

(₹. in Lakhs)

Particulars	Year ended 31 st March 2021	Year ended 31 st March 2020
Salaries, Wages and Benefits etc.	13,851.07	21,928.04
Contribution to Provident and Other Funds	1,172.22	1,714.50
Workmen & Staff Welfare Expenses	291.25	529.98
Total	15,314.54	24,172.52

Disclosure as per Ind AS 19 'Employee Benefit'

A) Defined contribution plan

Employer's contribution to provident fund paid ₹ 891.91 Lakhs (Previous year ₹ 1,270.49 Lakhs) has been recognized as expense for the year.

Employer's contribution to Employee State Insurance Corporation paid ₹ 202.16 Lakhs (Previous year ₹ 330.04 Lakhs) has been recognized as expense for the year.

In accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, employees are entitled to receive benefits under the Provident Fund. Both the employees and the employer make monthly contributions to the plan at a predetermined rate of an employee's basic salary. These contributions are made to the fund administered and managed by the Employees Provident Fund Organisation (EPFO). The Group has no further obligations under the fund managed by the EPFO beyond its monthly contributions which are charged to the statement of profit and loss in the period they are incurred.

B) Defined benefits plan

The Group has following post employment benefits which are in the nature of defined benefit plans:

Gratuity

The Group provides for gratuity payable to employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary divided by 26 days multiplied for the number of years of service. The gratuity plan is a funded plan administered by a Trust and the Group makes contributions to recognised Trust.

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Change in defined benefit obligations:		
Defined benefit obligation at the beginning of the year	1,949.54	1,749.58
Current service cost	441.14	393.55
Interest cost	111.31	118.48
Past service cost	-	-
Benefits paid	(625.24)	(397.65)
Actuarial (gains)/losses	(234.98)	85.58
Defined benefit obligation, end of the year	1,641.77	1,949.54

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Fair value of plan assets at the beginning of the year	1,454.95	1,278.19
Return on plan assets, (excluding amount included in net Interest expense)	6.70	1.31
Interest income	101.12	100.51
Employer's contributions	689.40	472.59
Benefits paid	(625.24)	(397.65)
Fair value of plan assets, end of the year	1,626.93	1,454.95

Amount recognized in the balance sheet consists of:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Present value of defined benefit obligation	1,641.77	1,949.54
Fair value of plan assets	1,626.93	1,454.95
Net liability	14.84	494.59
Amounts in the balance sheet:		
Current Liability	14.84	173.48
Non-current liabilities	-	321.11
Net liability	14.84	494.59

Total amount recognized in Profit or Loss consists of:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Current service cost	441.14	393.55
Past Service Cost	-	-
Net Interest	10.19	17.97
Total Expense recognised in statement of profit or loss	451.33	411.52

Net Interest Consists:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Expenses	111.31	118.48
Interest Income	101.12	100.51
Net Interest	10.19	17.97

Amount recognized in other comprehensive income consists of:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actuarial (Gain)/Loss on Obligation	(234.98)	85.58
Return on Plan Assets excluding net Interest	(6.70)	(1.31)
Total Actuarial (Gain)/Loss recognised in (OCI)	(241.68)	84.27

Actuarial (Gain)/Loss on obligation Consists:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actuarial (gains)/losses arising from changes in demographic assumptions	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	1.95	179.95
Actuarial (gains)/losses arising from changes in experience adjustments on plan liabilities	(236.93)	(94.38)
Total Actuarial (Gain)/Loss	(234.98)	85.58

Return on Plan Assets excluding net Interest Consists

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Actual Return on plan assets	107.82	101.82
Interest Income included in Net Interest	101.12	100.51
Return on Plan Assets excluding net Interest	6.70	1.31

Information for funded plans with a defined benefit obligation less than plan assets:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Defined benefit obligation	1,641.77	1,949.54
Fair value of plan assets	1,626.93	1,454.95
Net Liability	14.84	494.59

The assumptions used in accounting for the Gratuity are set out below:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Discount rate	6.79%	6.80%
Mortality	IALM (2006-08) Ult.	IALM (2006-08) Ult.
Rate of increase in compensation level of covered employees	4.00%	4.00%
Expected Return on Plan Assets	6.79%	6.80%
Expected average remaining services	21.01	21.56
Retirement age	60 Years	60 Years
Employee Attrition rate	Upto Age 45: 2% 46 and above: 1%	Upto Age 45: 2% 46 and above: 1%

Sensitivity Analysis:

The table below outlines the effect on the service cost, the interest cost and the defined benefit obligation in the event of a decrease/increase of 1% in the assumed rate of discount rate.

Assumptions	Change in assumption	Change in PV of obligation Gratuity	
		As at 31.03.2021	As at 31.03.2020
Discount rate	Increase by 1%	1,464.31	1,738.61
	Decrease by 1%	1,858.21	2,208.89
Salary escalation rate	Increase by 1%	1,855.92	2,207.29
	Decrease by 1%	1,463.89	1,737.28

Expected Payout

(₹. in Lakhs)

Particulars	First Year	Second Year	Third to fifth Year	More than 5 Year
PVO payout Gratuity as of 31 st March 2021	131.90	38.47	314.84	554.32
PVO payout Gratuity as of 31 st March 2020	173.48	90.89	371.52	569.80

Plan Assets

Plan assets comprise the following

(₹. in Lakhs)

Particular	As at 31 st March, 2021	As at 31 st March, 2020
Deposit with Insurance Company (LIC)		
Group Insurance Scheme	1,626.93	1,454.95

Risk Exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

a) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments are in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk with derivatives to minimize risk to an acceptable level. A portion of the funds are invested in equity securities and in alternative investments which have low correlation with equity securities.

The equity securities are expected to earn a return in excess of the discount rate and contribute to the plan deficit. the Group has a risk management strategy where the aggregate amount of risk exposure on a portfolio level is maintained at a fixed range. Any deviations from the range are corrected by rebalancing the portfolio. the Group intends to maintain the above investment mix in the continuing years.

b) Changes in discount rate

A decrease in discount rate will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.

c) Inflation risks

In the pension plans, the pensions in payment are not linked to inflation, so this is a less material risk.

d) Life expectancy

The pension plan obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

The Group ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plans. Within this framework, the Group's ALM objective is to match assets to the pension obligations by investing in long-term fixed interest securities with maturities that match the benefit payments as they fall due and in the appropriate currency.

The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Group has not changed the processes used to manage its risks from previous periods. The Group uses derivatives to manage some of its risk. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

C) Other Long Term Employee Benefit**Leave Encashment**

Other long term employee benefit includes earned leave to the employees of the Group which accrue annually 24 days. Earned leave can be accumulated up to 90 days while in service. These accumulated earned leave are encashable at the time of retirement or leaving the services of the Group. The scheme is unfunded and liability for the same is recognised on the basis of actuarial valuation. A provision of ₹ 28.47 Lakhs (Previous Year: ₹ 66.53 Lakhs) have been made on the basis of actuarial valuation and debited to the Statement of Profit and Loss.

Amount of ₹ 166.04 Lakhs (Previous Year; ₹ 242.85 Lakhs) is recognised as expenses and included in Note No 32 ""Employee benefit expenses

NOTE NO. '33' FINANCE COST

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Interest Expense	2,746.32	3,995.85
Finance Lease Charge	6.66	13.78
Other Borrowing Cost	503.38	862.81
Total	3,256.36	4,872.44

NOTE NO. '34' DEPRECIATION AND AMORTISATION EXPENSES

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Right of Use Asset Depreciation (Refer Note 2A)	69.72	72.13
Depreciation (Refer Note 2 and 3)	4,577.80	5,048.32
Total	4,647.52	5,120.45

NOTE NO. '35' OTHER EXPENSES

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Stores & Spare Parts Consumed	2,538.28	4,712.76
Packing Material Consumed	1,143.41	2,087.22
Power	1,604.91	711.24
Fuels	5,765.41	11,232.15
Job Charges	1,007.14	2,914.96
Repairs to : Plant & Machinery	276.29	379.47
Building	205.27	215.32
Others	61.37	66.80
Rent	11.78	62.60
Rates and Taxes	126.06	95.37
Insurance	387.56	286.65
Payment to Auditors		
As Auditors - Fees	22.50	22.50
- Expenses	0.24	2.08
In other capacity		
- Certification	0.20	0.87
Directors' Fees (Refer Note No.44)	20.42	21.00
Travelling & Conveyance Expenses	110.69	642.07
Communication Expenses	289.65	436.16
Legal & Professional Fee	252.35	401.89
Charity & Donation	38.39	17.20
Expenditure incurred for Corporate Social Responsibility (CSR) (Refer Note No. 43)	28.86	45.11
Business Promotion Expenses	61.28	214.38
IT Outsourced Support Services	67.48	68.49
Data Processing Charges	5.63	54.76
Water & Electricity Charges	67.05	15.78
Commission to Selling Agents	869.24	1,316.99
Freight, Octroi and Forwarding Charges	2,098.45	2,674.56
Claims	379.13	530.15
Loss on Fair Value Measurement of Investment through FVTPL	-	7.86
Advertisements	8.87	17.09
Provision for Doubtful Trade Receivables	358.66	27.91
Provision for Doubtful Advances/Receivables	-	29.37
Advance/ Receivables Written Off	28.30	247.84
Miscellaneous Expenses	418.04	669.84
Total	18,252.91	30,228.44

NOTE NO. '36' EXCEPTIONAL ITEMS

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Profit on Sales of Property, Plant and Equipments	45.76	49.70
Profit on Disposal of Investment (Refer Note No 4)	290.69	-
Impairment of Invesments	(7.04)	-
Loss on Assets Discarded	-	(4.89)
Total	329.41	44.81

NOTE NO. '37' EARNINGS PER SHARE

Particulars		Year ended 31 st March, 2021	Year ended 31 st March, 2020
a) Profit for the year	₹ In Lakhs	1,451.07	5,328.74
b) Weighted average number of equity shares outstanding	Nos.	17,116,042	17,116,042
c) Face value per share	₹	10.00	10.00
d) Earnings Per Share:			
- Basic	₹	8.48	31.13
- Diluted	₹	8.48	31.13

Disclosures**Note no 38. Disclosure as per Ind AS 12 'Income Tax'****a) Income Tax Expense****i) Income Tax recognised in the statement of profit and loss**

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Current Tax Expenses		
Current Income Tax	450.21	1,053.45
Adjustment for earlier year	(0.76)	6.68
Total current Tax expenses	449.45	1,060.13
Deferred tax		
Deferred Tax Expenses	(196.08)	(642.48)
Total deferred tax expenses	(196.08)	(642.48)
Total Income tax expenses	253.37	417.65

ii) Income tax recognised in other comprehensive income (OCI)

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Current Tax Expenses		
Net actuarial gain/(loss) on defined benefit plan	84.45	(29.45)
Total current Tax expenses	84.45	(29.45)

iii) Reconciliation of tax expense and accounting profit multiplied by India's domestic rate

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Profit before tax	1,946.12	5,662.12
Tax using the Group tax rate @ 34.944% (Previous Year @ 34.944%)	680.05	1,978.57
Tax effect of :		
Non deductible tax expenses (CSR)	10.08	15.76
Non deductible tax expenses (Donation)	13.42	6.01
Non deductible tax expenses (MSME Interest and Interest on Income Tax)	6.15	-
Tax Adjustment of Earlier Years	0.76	(6.68)
Profit on Sales of Investment in Joint Venture	58.14	-
Others	(430.78)	(1,605.46)
Total tax expenses in the statement of profit and loss	337.82	388.20

Movement in deferred tax balances

31st March, 2021

(₹. in Lakhs)

Particulars	Net Balance 1 st April, 2020	Recog. in profit and loss	Recognised in OCI	Others	Net Balance 31 st March, 2021
Deferred Tax Liabilities					
i) Difference between accounting and tax depreciation	4,594.11	(440.57)	-	-	4,153.54
Deferred Tax Assets					
i) Provision for doubtful Trade Receivables	425.89	111.54	-	-	537.43
ii) Disallowances under section 43B of Income Tax Act, 1961	497.23	(16.85)	-	-	480.38
iii) Employee Benefits	273.28	(186.89)	-	-	86.39
iv) Deferred Tax on Account of Deferred Government Grant	87.92	(8.55)	-	-	79.37
(v) On account of Forward Contract	145.38	(145.38)	-	-	-
(vi) Lease Equilization Assets	0.19	0.18	-	-	0.37
(vii) MAT Credit Entitlement	387.00	-	-	119.68	267.32
Net tax assets/(liabilities)	2,777.22	(194.63)	-	(119.68)	2,702.28

31st March, 2020

(₹. in Lakhs)

Particulars	Net Balance 1 st April, 2019	Recog. in profit and loss	Recognised in OCI	Others	Net Balance 31 st March, 2020
Deferred Tax Liabilities					
i) Difference between accounting and tax depreciation	5,095.17	(501.06)	-	-	4594.11
ii) On account of Forward Contract	28.94	(28.94)	-	-	-
Deferred Tax Assets					
i) Provision for doubtful Trade Receivables	488.07	(62.18)	-	-	425.89
ii) Disallowances under section 43B of Income Tax Act, 1961	475.34	21.89	-	-	497.23
iii) Employee Benefits	259.77	13.51	-	-	273.28
iv) Deferred Tax on Account of Deferred Government Grant	95.74	(7.83)	-	-	87.92
(v) On account of Forward Contract	-	145.38	-	-	145.38
(vi) Lease Equilization Assets	-	0.19	-	-	0.19
(vi) MAT Credit Entitlement	455.00	-	-	68.00	387.00
Net tax assets/(liabilities)	3,350.19	(640.97)	-	(68.00)	2,777.22

Note no. 39. Disclosure as per Ind AS 2 'Inventories'

Amount of inventories recognised as expense during the year is as under:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Cost of Material Consumed	30,249.32	57,006.14
Changes in Inventories Of Finished Goods, Stock-In-Trade and Work-In-Progress	1,170.29	3,124.21
Power and Fuel	5,765.41	11,232.15
Packing Material Consumed	1,143.41	2,087.22
Stores & Spare Parts Consumed	2,538.28	4,712.76
Total	40,866.71	78,162.48

Note No. 40. Disclosure as per Ind AS-116 "Leases"

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

As Lessee**(A) Addition to right of use assets**

Property, plant and equipment comprises owned and leased assets that do not meet the definition of investment property. (₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Right-of-use assets, except for investment property	31.87	176.63
	31.87	176.63

(B) Carrying value of right of use ("ROU") assets at the end of the reporting period by class

(₹. in Lakhs)

Particulars	Land	Building	Plant & Machinery
Balance at 1 st April 2020	352.00	147.10	24.62
Add : Right of Use Building Recognized during the year	-	-	31.87
Less : Disposal of ROU during the year	-	17.69	-
Gross Block Value of Right of Use	352.00	129.41	56.49
Opening Accumulated Depreciation	21.48	57.26	12.31
Add : Depreciation charge for the year	6.66	52.46	10.60
Less : Depreciation on Disposal of ROU	-	11.06	-
Closing Accumulated Depreciation	28.14	98.66	22.91
Balance at 31 st March 2021	323.86	30.75	33.58

(C) Maturity analysis of lease liabilities

(₹. in Lakhs)

Maturity analysis-contractual undiscounted cash flows	As at 31 st March 2021	As at 31 st March 2020
Less than One year	55.21	89.21
One to five years	18.15	44.59
Total undiscounted lease liabilities	73.36	133.80
Lease liabilities included in the statement of financial position	68.05	124.66

(D) Amounts recognised in the Statement of profit and loss

(₹. in Lakhs)

Particulars	As at 31 st March 2021	As at 31 st March 2020
Interest on lease liabilities	6.66	13.78
Amortization recognized	69.72	72.13
Expenses related to short term leases	11.79	62.60

(E) Amounts recognised in the statement of cash flows

(₹. in Lakhs)

Particulars	Year ended 31 st March 2021	Year ended 31 st March 2020
Total cash outflow for leases	84.91	83.11

As Lessor

(A) Operating Lease

The Group has entered into operating leases on its office buildings. These leases have terms of 10 to 15 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. The total rents recognised as income during the year is ₹ 10.35 Lakhs (Previous Year: ₹ 10.35 Lakhs). Future minimum rentals receivable under non-cancellable operating leases as follows:

Particulars	As at 31 st March 2021	As at 31 st March 2020
Within one year	9.47	10.35
After one year but not more than five years	21.65	25.54
More than five years	43.71	49.29

The Group has also recognized lease equalization assets amounting to ₹ 1.10 Lakhs (Previous Year : ₹ 0.55 Lakhs) on account of escalation clause in the lease arrangement.

Note No. 41. Disclosure as per Ind AS-27

Interest in Joint Venture

Name of Entity	Place of Business/ Country Of Incorporation	Proportion Of Ownership Interest	
		As at 31.03.2021	As at 31.03.2020
"Tesca Textiles & Seat Components (India) Private Limited	India	40%	50%

Accounting Method used for consolidation purpose is Equity Method

Nature of the business of Joint Venture Entity is Textile.

The Company's share of assets, liabilities, income and expenses of Joint Venture is as follows:

(₹. in Lakhs)

Name of the Joint Venture	Financial Year	Assets	Liabilities	Income	Expenses	Profit
Tesca Textiles & Seat Components (India) Private Limited	2020-21	1,501.86	1,201.53	2,550.08	2,476.74	61.79
	2019-20	994.67	696.51	1,491.58	1,494.74	(3.16)

Movement of Investment in Joint Venture accounted for using Equity Method.

(₹. in Lakhs)

Particulars	As at 31 st March 2021	As at 31 st March 2020
Tesca Textiles & Seat Components (India) Private Limited		
Interest as at 1 April	279.99	289.91
Investment sold during the year	(72.00)	-
Share of Profit for the year ended	69.79	(10.83)
Share of Other Comprehensive Income ("OCI") for the year ended	0.42	(0.46)
Tax Expenses	(11.96)	1.37
	266.23	279.99

Note No. 42. Disclosure as per Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'

The amount of exchange differences (net) credited to the Statement of Profit & Loss is ₹ 719.02 Lakhs (Previous Year: ₹ 674.95 Lakhs).

Note No. 43. Disclosure of Corporate social responsibility(CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

- A. Gross amount required to be spent by the Company during the year Current Year ₹ 60.00 Lakhs (Previous Year ₹ 45.11 Lakhs)
- B. Amount spent during the year on: (₹. in Lakhs)

Particulars	Financial Year 2020-21			Financial Year 2019-20		
	In Cash	Yet to be paid in cash	Total	In Cash	Yet to be paid in cash	Total
(i) for Ongoing Project	0.50	32.00	32.50	-	-	-
(ii) Construction/Acquisition of any assets	-	-	-	-	-	-
(iii) Purposes other than (i) & (ii) above	28.36	-	28.36	45.11	-	45.11

Transfer of Unspent CSR Amount : In Compliance of Section 135(6) of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the company has deposited sum of ₹ 32 Lakh to a dedicated account opened with schedule Bank, as Unspent Corporate Social Responsibility Account (UCSRA) for the year 2020-21. The Group has taken up long term (ongoing) project called Nathelav Talab beautification and expansion project at Banswara. The money so deposited in the bank account shall be utilized for the following developmental activities over a period of three years i.e. during the financial year 2021-22, 2022-23, 2023-24. The brief description of above stated project is as under:-

- Building the entrance gate at the Nathelav Talab and fencing of the front side of talab.
- Construction of bridge to connect the two gardens.
- Installation of fountain to erate the water and beautification of the pond.
- Extension of walkway.
- Development and beautification of Ghat at the back of Talab.

Note no. 44. Disclosure as per Ind AS 24 'Related party Disclosures'

The Group has identified all the related parties as per details given below:

List of Related Parties:

- Joint Venture:**
Tesca Textiles & Seat Components (India) Private Limited
- Key Management Personnel:**
Shri Rakesh Mehra (Chairman)
Shri Ravindra Kumar Toshniwal (Managing Director)
Shri Shaleen Toshniwal (Joint Managing Director)
Shri J.K. Jain (Joint President & Chief Financial Officer)
Shri H.P. Kharwal (Company Secretary)
- Independent/Non Executive Director**
Shri Parduman Kumar
Shri Devendra Pal Garg
Dr. Shri Bhagwan Agarwal
Shri Vijay Kumar Agarwal
Shri Kamal Kishore Kacholia
Shri Vijay Mehta
Dr. Vijayanti Pandit
Shri Jagdeesh Mal Mehta
Shri David Vlerick

d) Enterprises where Key Management Personnel has control /interest:

Banrio Private Limited

e) Enterprises where Relative of Key Management Personnel has Control

Aanswr Fashion Private Limited

f) Relative of Key Management Personnel/Independent or Non Executive Director where transactions have taken place :

Shri Rameshwar Lal Ravindra Kr Toshniwal HUF

Shri Ravindra Kumar Toshniwal HUF

Shri Dhruv Toshniwal

Shri Udit Toshniwal

Smt. Prem Toshniwal

Smt. Navneeta Mehra

Smt. Radhika Toshniwal

Smt. Sonal Toshniwal

Smt. Kavita Soni

Smt. Sushila Devi Jain

Smt. Anita Jain

Shri Garvit Jain

Shri J.K. Jain HUF

Smt. Suman Jain

Smt. Sonal Garg Pareek

Smt. Radha Devendra Pal Garg

Shri Saurabh Agarwal

Shri Saurabh Agarwal And Sons HUF

Shri S S Agarwal HUF

Smt. Sunita Agarwal

Note: Related party relationship is as identified by the Group and relied upon by the Auditors.

All Related Party Transactions entered during the year were in ordinary course of the business and on arm's length basis.

2. Transactions carried out with related parties referred in 1 above, in ordinary course of business:

Nature of transaction	Influence	2020-21	2019-20
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture		
Sales of Goods and Materials*		1,886.94	748.16
Purchase of Goods and Materials*		3.15	6.80
Rendering of Services*		472.42	418.52
Business Support Services*		1.21	-
Claim on Fabrics		75.00	-
Purchase of Property, Plant & Equipments*		0.89	0.38
Aanswr Fashion Private Limited	Relative of Key Managerial Personnel has Control		
Sales of Goods and Materials*		56.54	-
Remuneration			
Shri Rakesh Mehra	Key Management Personnel	59.17	125.23
Shri Ravindra Kumar Toshniwal		67.19	124.96
Shri Shaleen Toshniwal		54.03	112.10
Shri J.K. Jain		51.57	72.29
Shri H P Kharwal		9.81	10.81

Nature of transaction	Influence	2020-21	2019-20	
Shri Dhruv Toshniwal	Relative of Key Management Personnel	27.08	30.83	
Shri Udit Toshniwal		21.26	24.40	
Smt Kavita Soni		37.12	53.30	
Smt Anita Jain		6.24	9.35	
Interest Expenses				
Shri Ravi Toshniwal	Key Management Personnel	0.93	9.50	
Shri Shaleen Toshniwal		8.91	9.03	
Smt Prem Toshniwal	Relative of Key Management Personnel	28.20	24.45	
Smt Radhika Toshniwal		0.93	2.85	
Smt Sonal Toshniwal		0.19	0.19	
Shri Dhruv Toshniwal		0.19	0.38	
Shri Udit Toshniwal		0.10	0.19	
Smt Kavita Soni		27.75	27.00	
Shri J.K. Jain HUF		0.81	0.60	
Smt Anita Jain		0.81	0.57	
Smt Sushila Devi Jain		1.28	2.05	
Shri Garvit Jain		0.88	1.09	
Shri S.B. Agarwal & Sons HUF		Relative of Non Executive Director	0.29	0.30
Shri Saurabh Agarwal & Sons HUF			1.28	0.30
Shri S.S. Agarwal HUF	0.93		0.60	
Smt. Sonal Garg Pareek	1.04			
Smt. Radha Devendra Pal Garg	0.52			
Shri Saurabh Agarwal	0.04		-	
Smt Suman Jain	0.29		0.30	
Shri Vijay Mehta	Independent/Non Executive Director	4.20	-	
Shri Devendra Pal Garg		2.71	-	
Sitting Fees - Non Executive Directors				
Dr. Shri Bhagwan Agarwal	Non Executive Director	1.65	3.60	
Shri Kamal Kishore Kacholia		1.90	1.60	
Shri Praduman Kumar		4.40	4.20	
Shri Devendra Pal Garg		1.60	2.70	
Shri Vijay Mehta		1.75	2.70	
Shri Jagdeesh Mal Mehta		1.45	2.10	
Shri Vijay Kumar Agarwal		1.05	1.10	
Dr. Vaijayanti Pandit		3.80	3.00	
Shri David Vlerick		2.82		

Nature of transaction	Influence	2020-21	2019-20
Fixed Deposit Accepted			
Shri Vijay Mehta	Independent/Non	100.00	-
Shri Devendra Pal Garg	Executive Director	50.00	-
Smt Prem Toshniwal	Relative of Key Management Personnel	-	157.00
Mr. Garvit Jain		5.00	-
Shri J.K. Jain HUF		10.00	-
Smt. Anita Jain		14.00	-

Nature of transaction	Influence	2020-21	2019-20
Shri Saurabh Agarwal And Sons HUF	Relative of Non Executive Director	18.00	-
Shri S S Agarwal HUF		9.00	-
Smt. Sonal Garg Pareek		20.00	-
Smt. Radha Devendra Pal Garg		10.00	-
Shri Saurabh Agarwal		6.00	-
Fixed Deposit Repayment			
Shri Ravi Toshniwal	Key Management Personnel	90.00	-
Smt Prem Toshniwal	Relative of Key Management Personnel	-	17.00
Smt Radhika Toshniwal		20.00	-
Smt. Sushila Devi Jain		21.00	-
Shri Dhruv Toshniwal		4.00	-
Shri Udit Toshniwal		2.00	-
Mr. Garvit Jain		11.00	-
Smt. Anita Jain		6.00	-
Shri J.K. Jain HUF		6.00	6.00
Fixed Deposits Payable			
Shri Ravi Toshniwal	Key Management Personnel	10.42	104.28
Shri Shaleen Toshniwal		99.06	99.06
Smt Prem Toshniwal	Relative of Key Management Personnel	315.16	314.05
Smt Radhika Toshniwal		10.42	31.28
Smt Sonal Toshniwal		2.08	2.09
Shri Dhruv Toshniwal		-	4.17
Shri Udit Toshniwal		-	2.09
Smt Kavita Soni		313.15	312.15
Shri J.K. Jain HUF		10.34	6.26
Smt Anita Jain		14.48	6.26
Smt Sushila Devi Jain		-	21.90
Shri Garvit Jain		5.17	11.47
Shri S.B. Agarwal & Sons HUF	Relative of Non	3.13	3.13
Shri Saurabh Agarwal & Sons HUF	Executive Director	21.81	3.13
Shri S.S. Agarwal HUF		15.51	6.26
Smt. Sonal Garg Pareek		20.83	
Smt. Radha Devendra Pal Garg		10.42	
Shri Saurabh Agarwal		6.04	-
Smt Suman Jain		3.13	3.13
Shri Vijay Mehta		103.37	-
Shri Devendra Pal Garg	Independent/Non Executive Director	52.07	-
Investment			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	288.00	360.00

Nature of transaction	Influence	2020-21	2019-20
Amount Payable			
Shri Ravi Toshniwal	Key Management Personnel	-	4.85
Shri Rakesh Mehra		-	4.01
Shri Shaleen Toshniwal		-	4.01
Shri J.K. Jain		2.51	2.94
Shri H P Kharwal		0.44	0.63
Shri J.K. Jain (Received against Vehicle Scheme)		-	9.42
Shri H P Kharwal (Received against Vehicle Scheme)		0.47	0.47

Nature of transaction	Influence	2020-21	2019-20
Shri Dhruv Toshniwal	Relative of Key Management Personnel	-	3.19
Shri Udit Toshniwal		-	2.00
Smt Kavita Soni		-	2.10
Smt Anita Jain		-	0.57
Amount Receivable (net)			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	762.38	320.12
Aanswr Fashion Private Limited	Enterprises where Relative of Key Management Personnel has Control	54.02	-
Banrio Private Limited	Key Managerial Personnel has Control/Interest	-	0.30
Security Deposit Payable			
Tesca Textiles & Seat Components (India) Private Limited	Joint Venture	0.88	0.88

*Above mentioned amount includes Goods and Services Tax (GST)

In respect of the outstanding balance recoverable from related parties as at 31st March 2021, no provision for doubtful debts is required to be made. During the year, there were no amounts written off or written back from such parties.

Compensation to key managerial personnel of the Company

Nature of benefits#	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Short term employee benefits	241.77	424.13
Post-employment benefits	-	21.26
Total	241.77	445.39

This aforesaid amount does not includes amount in respect of gratuity and leave as the same is not determinable.

Note no. 45. Disclosure as per Ind AS 37 'Provisions, contingent liabilities and contingent assets'

1. Contingent liabilities :-

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Bills discounted/Purchased with banks remaining outstanding		
a) With Banks		
(i) Against foreign Letter of Credit (LC)	2,101.83	1,285.02
(i) Against Inland Letter of Credit (LC)	431.02	-
(ii) Others	-	47.51
b) With Others	-	1,347.83
Claims against the Group not acknowledged as debt: -		
(a) Under Tax Laws [payment made under protest ₹ 523.10 Lakhs (Previous Year ₹ 516.86 Lakhs)]		
Shown under Non- Current Assets	2,268.59	2,253.14
(b) On account of electrical inspection fee (paid under protest ₹ 11 Lakhs (Previous Year ₹ 11 Lakhs)	23.78	23.78

There is no reimbursement possible on account of contingent liabilities.

2. Capital Commitments:

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows:

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Estimated amount of contracts remaining to be executed on Capital account (Net of advance)	336.88	460.43
Future Export obligation against EPCG licenses	1,621.36	604.00

Note No. 46. Disclosure as per Ind AS 16 'Property, Plant and Equipment'

The carrying amounts of assets Hypothecated as security for current and non-current borrowings are:-

(₹. in Lakhs)

Particulars	As at 31 st March, 2020	As at 31 st March, 2019
Current Assets		
Financial Assets		
Trade Receivables	11,498.65	14,015.40
Term Deposits held as margin money	195.89	276.03
Non-Financial Assets		
Inventories	19,644.95	23,747.53
Total Current assets Hypothecated as security	31,339.49	38,038.97
Non-Current Assets		
Land	934.11	934.11
Building	11,939.81	12,340.33
Plant & Equipment	18,906.21	21,834.08
Furnitures	184.93	216.84
Others	1,118.58	1,310.39
Total Non-Current assets Hypothecated as security	33,083.64	36,635.75
Total Assets Hypothecated as security	64,423.13	74,674.72

Note No. 47. Disclosure as Per Ind AS 115 Revenue from Contracts with Customers
A. Applicability of Ind AS 115

The Ministry of Corporate Affairs(MCA), on March 28, 2018, notified Ind AS 115 "Revenue from Contracts with Customers" as a part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The Group has followed the IND AS 115 accordingly.

All service contracts have an original duration of one year or less and therefore the company uses practical expedient to not disclose unsatisfied performance obligations

B. Disaggregation of revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers:

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Type of goods or service		
Sale of goods	76,715.21	127,069.64
Job Work Income	1,947.26	1,880.19
Total Revenue from contracts with customers	78,662.47	128,949.83
Geographical markets		
India	46,165.06	73,805.68
Outside India	32,497.41	55,144.15
Total Revenue from contracts with customers	78,662.47	128,949.83
Timing of revenue recognition		
Goods transferred at a point in time	76,715.21	127,069.64
Services transferred over time	1,947.26	1,880.19
Total Revenue from contracts with customers	78,662.47	128,949.83

Contract Balances

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Trade receivables	11,498.65	14,015.40
Contract Liabilities	535.26	1,030.33

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Revenue as per contracted price	78,760.15	129,004.61
Adjustments	-	-
Rebate/Cash Discount	97.68	54.79
Revenue from contracts with customers	78,662.47	128,949.83

Performance obligation

Information about the Group's performance obligations are summarised below:

a) Income from Sale of Goods

Revenue from sale of products are recognized at a point in time on transfer of promised product to customer upon transfer of control in an amount that reflects the consideration that the Group expects to receive in exchange for those product. The performance obligation is satisfied upon delivery of goods and payment is generally due within 30 to 180 days from delivery. The contract generally provide customers with a right to early payment rebate which give rise to variable consideration subject to constraint.

b) Income from Rendering of Services

Income from sale of services is recognised when (or as) the Group satisfies performance obligation by transferring promised services to the customer i.e. at a point in time.

Note No. 48. Disclosure as per Ind AS 108 'Operating segment'

- (a) The Group is engaged in production of textile products having integrated working and captive power generation. For management purpose, Company is organized into major operating activity of the textile products. The Company has no activity outside India except export of textile products manufactured in India. Thereby, no geographical segment and no segment wise information is reported.
- (b) The Company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below.

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Revenue from external customers	32,497.41	55,144.15
India	46,165.06	73,805.68
Total	78,662.47	128,949.83

Detail of Country wise Revenue from Major Countries

(₹. in Lakhs)

Particulars	Year ended 31 st March, 2021	Year ended 31 st March, 2020
Vietnam	257.20	3,303.27
Sri Lanka	3,287.07	3,311.23
South Korea	1,462.02	4,176.07
Turkey	3,389.12	6,229.39
United State of America	1,515.72	6,703.10
United Kingdom	2,780.01	3,838.22
Bangladesh	1,301.98	2,271.21
South Africa	1,814.86	2,033.04
Maxico	838.49	2,709.86
Others	15,850.93	20,568.76
Total	32,497.41	55,144.15

Note No. 49. Disclosure as per Ind AS 107 'Financial instrument disclosure'

A) Capital management

For the purpose of the Group's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio and includes within net debt, interest bearing loans and borrowings less cash and short-term deposits (including other bank balance).

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Gross Debt	22,707.95	32,078.86
Less : Cash and cash equivalents	770.44	354.92
Net Debt (A)	21,937.51	31,723.94
Total Equity (B)	35,714.99	34,106.27
Gearing Ratio (A/B)	0.61	0.93

B) Financial risk management

Financial Risk Management

The Group's principal financial liabilities comprise Borrowings, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Group's principal financial assets include trade & other receivables, loan given, cash & cash Equivalent, Investment, deposits.

Group is exposed to following risk from the use of its financial instrument:

- Credit Risk
- Liquidity Risk
- Market Risk
- Foreign Currency Risk
- Interest Rate Risk

The Group's Financial Risk Management is an integral part of how to plan and execute its business strategies. The Company's financial risk management is set by the Managing Board.

(a) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from trade receivables, loans & advances, cash & cash equivalents and deposits with banks and financial institutions.

In addition to the historical pattern of credit loss, we have considered the likelihood of increased credit risk and consequential default considering emerging situation due to COVID-19. The Company closely monitors its customers who are going through financial stress and assesses actions such as change in payment terms, discounting of receivables etc.

Trade Receivable

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally on 30 days to 180 days credit term. Credit limits are established for all customers based on internal rating criteria. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit. The Group has no concentration of credit risk at the customer base is widely distributed both economically and geographically.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on actual incurred historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10. The Group does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The requirement of impairment is analysed as each reporting date.

Other Financial Instruments and Cash & Cash Equivalent

The Group maintain its cash & cash equivalent in current account to meet the day to day requirements, in fixed deposits for bank margin & to meet regulatory requirements for repayment of deposits. Other financial instruments are loan given to employee, Investment and Deposit. The Company's maximum exposure to credit risk for the component of the Balance Sheet as of 31st March 2021 & 31st March 2020 is the carrying amount as disclosed in Note 9, 11, 12, 13, & 14.

Provision for Expected Credit or Loss**(a) Financial assets for which loss allowance is measured using 12 month expected credit losses.**

The Group has assets where the counter-parties have sufficient capacity to meet the obligations and where the risk of default is very low. Accordingly, no loss allowance for impairment has been recognised.

(b) Financial assets for which loss allowance is measured using life time expected credit losses

The Group provides loss allowance on trade receivables using life time expected credit loss and as per simplified approach.

Ageing of trade receivables

The Ageing of trade receivables is as below:

(₹. in Lakhs)

Ageing	0-180 days past due	181-365 days past due	1-2 years past due	2-5 years past due	> 5 Years due	Total
Gross Carrying amount as on 31.03.2021	11,498.65	269.89	765.79	502.28	-	13,036.62
Impairment loss recognised on above	-	269.89	765.79	502.28	-	1,537.97
Gross Carrying amount as on 31.03.2020	14,015.42	507.43	304.03	377.96	-	15,204.84
Impairment loss recognised on above	-	507.43	304.03	377.96	-	1,189.43

(b) Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

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

(₹. in Lakhs)

Particulars	On Demand	0 - 1 years	1-5 years	More than 5 years	Total
As at 31st March 2021					
Term Loans*	-	4,709.70	10,417.50	1,033.62	16,160.82
Fixed Deposit Payable		800.83	2,285.00	-	3,085.83
Lease Liability		51.26	16.79		68.05
Trade Payables	-	9,249.25	-	-	9,249.25
Other Financial Liabilities	3,397.56	756.80	-	-	4,154.36
Total	3,397.56	15,567.84	12,719.29	1,033.62	32,718.31
As at 31st March 2020					
Term Loans*	-	3,918.37	7,101.06	1,806.72	12,826.15
Fixed Deposit Payable	-	2,060.89	752.03	-	2,812.92
Lease Liability	-	81.27	43.39	-	124.66
Trade Payables	-	10,435.41	-	-	10,435.41
Other Financial Liabilities	16,607.59	572.87	-	-	17,180.46
Total	16,607.59	17,068.81	7,896.48	1,806.72	43,379.60

*Includes contractual interest payment based on interest rate prevailing at the end of reporting period over tenure of the borrowings and also include fixed deposit received from Shareholders, Finance Lease Obligation.

Current maturity of long-term borrowings is included in interest bearing borrowing part in above note.

Overdraft or other on demand loan facility, if any available with the Group to be disclosed, to the extent undrawn

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

(₹. in Lakhs)

Particulars	As at 31 st March, 2021	As at 31 st March, 2020
Floating rate borrowings		
Term Loan	2,650.62	2,467.59
Cash Credit and Export Credit Packing Facility	23,406.74	10,499.94
Total	26,057.36	12,967.53

(ii) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Board of Directors is responsible for setting up of policies and procedures to manage market risks of the Company. All such transactions are carried out within the guidelines set by the Managing Board.

(iii) 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. The Group is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. The company uses forward contracts to mitigate its risk from foreign currency fluctuations.

Derivative instruments and unhedged foreign currency exposure

(a) Derivative outstanding as at the reporting date

(Foreign Currency in Lakhs)

Particulars	Currency	As at 31 st March, 2021	As at 31 st March, 2020
Forward Contract to sell {Number of Contracts (Current Year 17 ; Previous Year 20)}	USD	88.41	135.51
Forward Contract to sell {Number of Contracts (Current Year 1 ; Previous Year 1)}	EURO	2.00	1.88
Forward Contract to sell {Number of Contracts (Current Year Nil ; Previous Year 1)}	GBP	-	1.00

(b) Particulars of unhedged foreign currency exposure as at the reporting date

The currency profile of financial assets and financial liabilities as at 31st March 2021 and 31st March 2020 are as below:31st March, 2021

(Foreign Currency in Lakhs)

Particulars	USD	EURO	GBP	Others	Total
Financial Assets					
Trade & other receivables	44.19	3.49	1.92	0.11	49.70
Cash & cash equivalents	0.00	-			0.00
Financial Liabilities					
Trade payable & other financial liabilities	6.17	1.26	0.13	-	7.55

31st March, 2020

(Foreign Currency in Lakhs)

Particulars	USD	EURO	GBP	Others	Total
Financial Assets					
Trade & other receivables	60.32	7.04	0.90	-	68.26
Cash & cash equivalents	0.19	-			0.19
Financial Liabilities					
Trade payable & other financial liabilities	8.21	0.87	0.39	-	9.47

Foreign Currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD ,EURO, GBP and AUD rates to the functional currency of respective entity, with all other variables held constant. The Group's exposure to foreign currency changes for all other currencies is not material. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹. in Lakhs)

Particulars	31 st March, 2021			
	USD	EURO	GBP	Others
1% Appreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	27.79	1.88	1.79	-
1% Depreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	(27.79)	(1.88)	(1.79)	-

(₹. in Lakhs)

Particulars	31 st March, 2020			
	USD	EURO	GBP	Others
1% Appreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	39.22	5.07	0.46	-
1% Depreciation in INR				
Impact on Equity	-	-	-	-
Impact on Statement of Profit and Loss	(39.22)	(5.07)	(0.46)	-

The Group's investment consists of investments in publicly traded companies held for purposes other than trading. Such investments held in connection with non-consolidated investments represent a low exposure risk for the Group and are not hedged.

As at 31st March 2021 the Group does not have material exposure to listed or unlisted equity price risk.

(iv) Interest Rate Risk

Interest rate risk arises from the sensitivity of financial assets and liabilities to changes in market rates of interest.

The Group is exposed to interest rate risk arising mainly from long term borrowings with floating interest rates. The Group is exposed to interest rate risk because the cash flows associated with floating rate borrowings will fluctuate with changes in interest rates. The Group manages the interest rate risks by entering into different kinds of loan arrangements with varied terms.

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments is as follows:

(₹. in Lakhs)

Particulars	As at 31 st March 2021	As at 31 st March 2020
Financial Assets		
Fixed Rate Instruments		
Loans	65.00	130.83
Bank Deposit	340.61	699.75
	405.61	830.58
Variable Rate Instruments		
Security Deposit	281.79	209.53
Total	687.40	1,040.11
Financial Liabilities		
Fixed Rate Instruments		
Security Deposit from Vendor	392.78	127.50
Deposits from Shareholders	3,085.83	2,812.92
	3,478.61	2,940.42
Variable Rate Instruments		
Term Loans	16,160.81	12,826.15
Loan repayable on demand	3,393.26	16,315.13
	19,554.07	29,141.28
Total	23,032.68	32,081.70

As at 31st March 2021, approximately 15.10 % of the Group's Borrowings are at fixed rate of interest (Previous Year : 9.17%)

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

(₹. in Lakhs)

Particulars	Effect of Profit or Loss	
	50 BP increase	50 BP increase
31st March 2021		
Term Loans	80.80	(80.80)
Loan repayable on demand	16.97	(16.97)
	97.77	(97.77)
31st March 2020		
Term Loans	64.13	(64.13)
Loan repayable on demand	80.96	(80.96)
	145.09	(145.09)

Note No. 50. Disclosure as per Ind AS 113 'Fair Value Measurement'**Fair Value Hierarchy**

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are:-

- (a) recognised and measured at fair value and;
- (b) measured at amortised cost and for which fair values are disclosed in financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into three levels prescribed under the accounting standard.

Fair value are categorised into different level in a fair value hierarchy which are as follows:

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

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable market transactions and dealer quotes of similar instruments.

Valuation Techniques used to determine fair values:**A) Specific valuation technique is used to determine the fair value of the financial instruments which include:**

- i) For financial instruments other than (ii) and (iii)- the use of quoted market prices.
- ii) For financial liabilities (domestic currency loans) :- appropriate market borrowing rate of the entity as of each balance sheet date used.
- iii) For financial assets (employee loans) : appropriate market rate of the entity as of each balance sheet date used.

B) Financial Instruments By Category

Set out below categorised table of financial instruments measured at FVTPL and Amortised Cost, no such instrument is measured at Fair value through Other Comprehensive Income (FVTOCI) :-

(₹. in Lakhs)

Particulars	31 st March, 2021		31 st March, 2020	
	FVTPL	Amortized cost	FVTPL	Amortized cost
Financial Assets:				
Investments in				
Equity instrument	3.44	-	2.98	-
Joint Venture	266.23	-	279.99	-
Others	-	-	6.97	-
Trade Receivables	-	11,498.65	-	14,015.40
Cash and Cash Equivalents	-	770.44	-	354.92
Bank balances other than cash and cash equivalent	-	1,008.99	-	1,318.64
Security deposit	-	281.79	-	209.53
Forward Contract Assets	55.59	-	-	-
Other Financial Assets	-	1,475.66	-	1,977.94
Total Financial Assets	325.26	15,035.53	289.94	17,876.42
Financial Liability:				
Borrowings	-	17,146.18	-	26,018.33
Trade Payables	-	9,249.25	-	10,435.41
Other Financial Liabilities	-	6,322.89	-	6,509.83
Forward Contract Liability	-	-	416.03	-
Total Financial Liability	-	32,718.32	416.03	42,963.57

C) Fair Value Hierarchy

(₹. in Lakhs)

Financial Instrument measured at Fair Value - recurring fair value measurement	Level	As at 31 st March, 2021	As at 31 st March, 2020
Investments in Equity Instruments	Level 1	3.44	2.98
Others	Level 1	-	6.97
Total		3.44	9.95
Investments in Equity Instruments of Joint Venture	Level 3	266.23	279.99
Forward Contract Receivables/(Payables)	Level 3	55.59	(416.03)
Total		321.82	(136.04)

D) Fair value disclosures of financial assets and liabilities

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

(₹. in Lakhs)

Particulars	31 st March, 2021		31 st March, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
Measured at Fair value through Statement of Profit and Loss				
Investments in Equity Instruments	3.44	3.44	2.98	2.98
Investment Others	-	-	6.97	6.97
Investment in Joint Venture	266.23	266.23	279.99	279.99
Forward Contract Receivables	55.59	55.59	-	-
Measured through amortized cost				
Trade Receivables	11,498.65	11,498.65	14,015.40	14,015.40
Cash and Cash Equivalents	770.44	770.44	354.92	354.92
Bank balances other than cash and cash equivalent	1,008.99	1,008.99	1,318.64	1,318.64
Loan to Employees	65.00	65.00	130.83	130.83
Security deposit	281.79	281.79	209.53	209.53
Other Financial Assets	1,410.66	1,410.66	1,847.11	1,847.11
Financial Liabilities				
Measured at Fair value through Statement of Profit and Loss				
Forward Contract Payables	-	-	416.03	416.03
Measured through amortized cost				
Borrowings	19,314.70	19,314.70	15,763.73	15,763.73
Trade Payables	9,249.25	9,249.25	10,435.41	10,435.41
Other Financial Liabilities	4,154.36	4,154.36	16,764.43	16,764.43

Note No. 51. Some of the balances shown under Trade Receivables, Advances and Trade Payables are subject to confirmation. The Group has been sending letter for confirmation to parties and does not expect any material dispute w.r.t. the recoverability/payment of the same.

Note No. 52. Due to the COVID-19 Pandemic the business operation of the company was adversely affected in the first half of the current financial year. Presently, most of the states in India are affected due to the second wave of pandemic.

In preparation of these financial results for the year ended 31st March, 2021, the Company has taken into account internal and external information for assessing possible impacts of COVID-19, including impact on its business operations, liquidity, financial position and recoverability of its assets. Based on the current indicators of future economic condition, the Company expects to recover the amount of these assets as stated in Financial Statements.

The Group will continue to monitor any material changes to future economic conditions. Considering the impact of COVID-19 pandemic.

Note No 53

For the purpose of preparation and presentation of Financial Statements, the management is required to make certain estimates of assets/liabilities and one of important area is related to valuation of inventories. As per Ind-AS 2 the inventories are required to be valued at "Lower of cost and net realisable value.

Accordingly, the management had provided norms for making adequate reductions in valuation of inventories (Finished Goods) under various situations estimating the movements and were strictly adhered to.

The laid down norms presently do not address the situation like COVID-19; and as such it was decided by the management to revisit the same, in consultation with Marketing/Accounting Team for fair valuation, to ensure no deviation from Generally Accepted Accounting Principles and Ind-AS.

After comprehensive study and deliberations it was decided to move on from extant policy of reductions in valuation of slow and non-moving based on percentage depending on aging of inventories to the assessment of individual lot of inventories and make adequate provision/ reductions in valuation.

The aforesaid change is a move towards more realistic valuation of inventories with no deviation from Generally Accepted Accounting Principles and applicable Ind-AS.

It is clarified that it is not a change in the Accounting Policy, it is a process of change in estimates of the provision on non-moving/ slow moving inventory.

In the light of the change of estimate as stated above, the company has premeasured the amount of inventory of finished goods and the financial impact of the same on the current year profit is not material.

Note No. 54.

Due to COVID-19 Pandemic, the supply and delivery of the inventories have been impacted adversely, based on the internal and external information the management has marked down the valuation by ₹ 790.27 Lakhs.

Note No. 55. Proposed Dividend

The Board of Directors of the Group have proposed a final dividend of ₹ 1.50 per share in respect of the year ended 31st March 2021 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹ 256.74 lakhs.

Note No. 56. Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

A. Loans and advances in the nature of loans

To Joint Venture: Nil

B. Investment by the loanee: Nil

Note No 57: Disclosure as mandate by schedule III of the Companies Act, 2013

Particulars	Amount ₹ In Lakhs	%
Net Assets. i.e. total assets minus total liabilities	750.81	40%
Share of Profit or Loss	153.42	40%
Share of Other Comprehensive Income	1.06	40%
Share of Total Comprehensive Income	154.48	40%

Note No. 58. Certain Prior year amounts have been reclassified for consistency with the current period presentation. These reclassification have no effect on the reported results of Operations.

Significant Accounting Policies 1

The accompanying notes are an integral part of the financial statements.

In terms of our Audit Report of even date: For and on behalf of the Board of Directors

For K.G. Somani & Co.
Chartered Accountants

FRN – 06591N
Sd/-

Kavita Goyal
Partner

M.No.063419
Place: New Delhi
Date: 18th June, 2021

Sd/-

Rakesh Mehra

DIN : 00467321
Chairman

Sd/-

Praduman Kumar

DIN : 00179074
Chairman(Audit Committee)

Sd/-

J. K. Rathi

President
Place : Mumbai
Date : 18th June, 2021

Sd/-

Ravindra Kumar Toshniwal

DIN : 00106789
Managing Director

Sd/-

Shaleen Toshniwal

DIN : 00246432
Jt. Managing Director

Sd/-

J.K. Jain

Jt. President & CFO
Place : Banswara
Date : 18th June, 2021

Sd/-

H.P. Kharwal

Company Secretary

[illegible]

NOTE

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NATIONAL AUTOMATED CLEARING HOUSE FORM (NACH)

(Not required to be filed by shareholders holding shares in dematerialized form)

Date :

To,
M/s Computech Sharecap Limited
Unit: Banswara Syntex Limited : 147 Mahatma Gandhi Road,
Fort, Mumbai 400 001

Dear Sir/Madam:

I/We do hereby authorise Banswara Syntex Limited to Credit my dividend amount directly to my Bank Account as per details furnished below by National Automated Clearing House (NACH)

My bank details are as follows:-

Folio No.	
Name	
Bank Name	
Bank Branch Address	
Account Type	
Account Number (as appearing in your cheque book)	
9 Digit Bank MICR Code Number	
11 Digit IFSC Code	
Telephone Number (with STD Code of shareholder)	
E-mail ID of Shareholders	

I/We shall not hold the Company responsible if the NACH mandate cannot be implemented for reasons beyond the control of the Company.

.....
Signature of shareholder(s) (as per specimen lodged with the Company)

COMPANY'S RECOMMENDATIONS TO THE SHAREHOLDERS/INVESTORS

Register NACH Mandate and furnish correct bank account particulars to Company's R&TA/ Depository Participant (DP)
Investors holding shares in physical form should provide the NACH Mandate form to the Company's R&TA of the above mentioned address and investors holding shares in demat form should ensure that correct and updated particulars of their bank account are available with the Depository Participant (DP). This would facilitate in receiving direct credits of dividends, refunds etc., from companies and avoid postal delays and loss in transit. Investors must update their new bank account numbers allotted after implementation of Core Banking Solution (CBS) to the Company's R&TA in case of shares held in physical form and to the DP in case of shares held in demat form.

* Please attach a photo copy of a Cheque or Blank Cancelled cheque issued by your bank for verifying the accuracy of the Code number.

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Banswara Syntex Limited

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Post Box No. 21, BANSWARA-327 001 (Rajasthan)
CIN:L24302RJ1976PLC001684

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Phone No. (02962) 257676, 257679-681; **Fax No.** (02962) 240692