

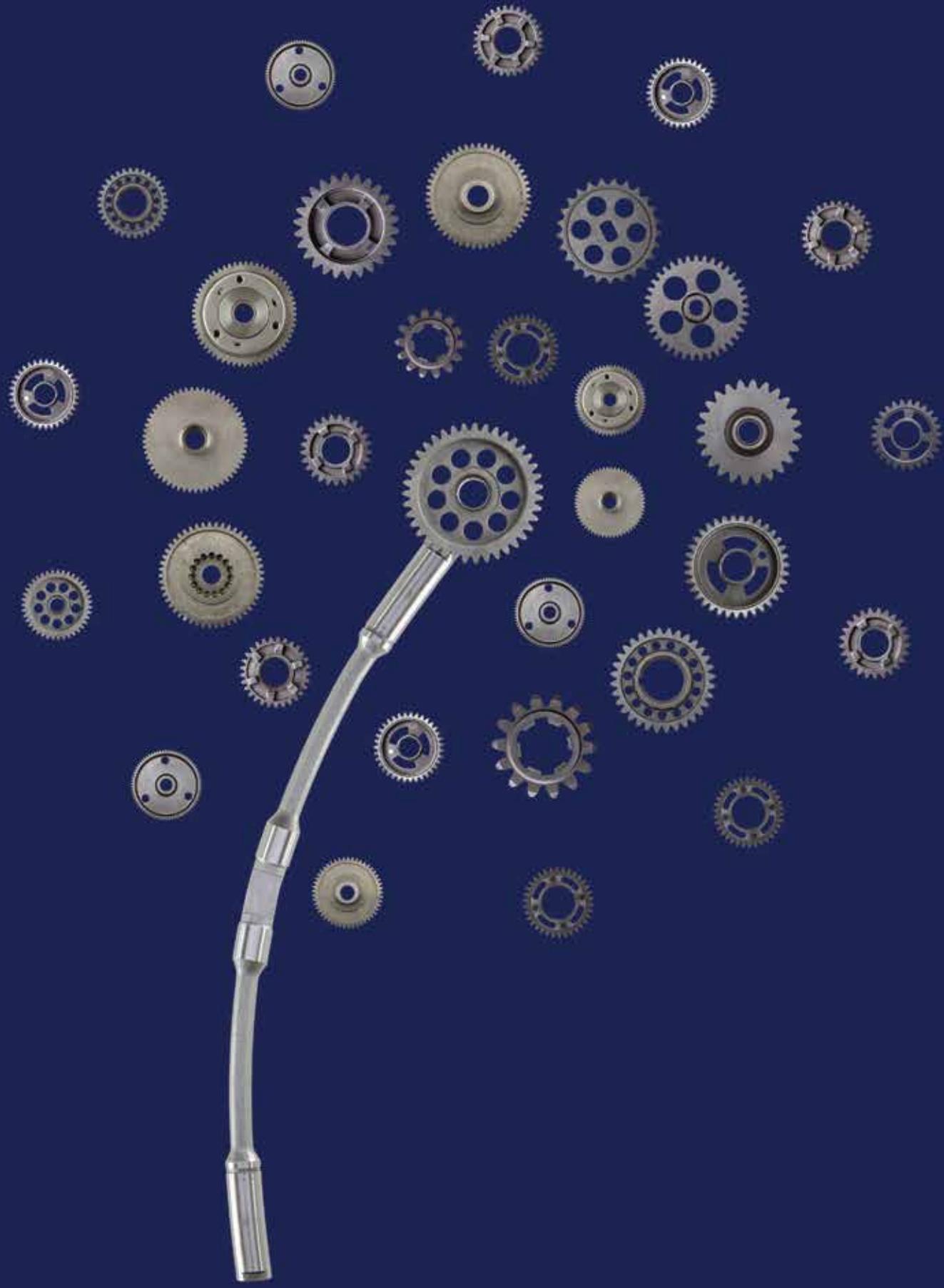


IT'S SUSTAINABLE. IT'S SINTERCOM.

ANNUAL REPORT 2019-2020

Delivering the best sintered components is our expertise. And while we at Sintercom do it successfully over the years, we are committed to making our manufacturing processes as environment-friendly as possible. We pledge our commitment to sintering through sustainability.







Contents

• Introduction	06
• From the Chairman's Desk	10
• Looking ahead with the MD	12
• Corporate Information	16
• AGM Notice	21
• Board of Directors Report with Annexures	36
• Auditors Report	73
• Financial Statement	85

Introduction

The Company, Sintercom, was established in 2007 and started commercial production in 2010. Starting with the supplies of stainless steel hego boss products, today, Sintercom is the one of the leader in manufacturing of sintered synchro hubs in India. Sintercom specialises in manufacturing of medium to high density sintered components for automotive engines, powertrain and exhaust applications for esteemed customers.

Sintercom provides its customers with high-volume, high-precision and low-cost components, tailored to their specific requirements. This is ensured by leveraging the integrated manufacturing facility adhering to rigorous quality standards. The engineering and development centre, and a well-equipped, in-house quality lab, help us achieve these goals better.

The company believes in adding value to their customer's business and always puts their needs in focus.





Brief History of Sintercom India Limited

- 2007: Set up as a joint venture between BRN Industries and Maxtech Manufacturing Inc. as MSPPL
- 2008: BRN Acquires MMI's stake in MSPPL
- 2011: MIBA Group forms a Joint Venture with MSPPL
- 2012: Renamed as Sintercom India Private Limited with ISO 14001:2004 Certification
- 2013: Started Product Supply to Maruti Suzuki India Ltd.
- 2015: Appreciated by Maruti Suzuki India Ltd. for Design and Development
- 2018: SIL Listed on NSE Emerge
- 2019: Appreciation from Maruti for VAVE & received Make in India Award



Strength of The Company

- Proven capability in producing medium to high density sintered parts
- Fully integrated manufacturing facility
- Adhering to superior quality standards
- Focus on automotive components and drivetrain parts
- In-house R&D and tool development
- Broad portfolio of sintered components and materials, including stainless steel parts



Vision and Mission

- Global leadership in sintering business by providing innovation technology for processes & people
- Increase sinter component leverage in automobile up to 10 kgs. per vehicle
- Improve the material yield using sintering technology
- Improve awareness about the sintering technology in Indian manufacturing industries



“

“Sintercom has risen to the challenge of operating during this unprecedented time by safeguarding our employees and every stakeholder.”

”

From the Chairman's Desk

Hari Nair, Chairman

To Our Shareholders,

My report on Sintercom's fiscal year 2019-2020 comes during incredibly challenging times, during which I hope you, your family and friends are safe and in good health. Across the globe, we are all battling Covid-19, an invisible and persistent enemy. As a result, for the first time in history, we experienced a complete lockdown across most countries with an enormous impact on all aspects of our societies, markets and economies. Secondary macro issues during this time included seeing some clarity on Brexit; however, trade issues between the U.S. and China still persist.

India was no exception to a challenging year. Despite the country re-electing the existing government with a large majority, the economic situation continued to worsen. The economy was impacted by falling demand in the first half of fiscal year 2019-2020 with the gross domestic product (GDP) declining to 4.4 percent. That decline continued in the last quarter with GDP falling to 3.1 percent. In addition, the Indian automotive sector underwent significant cyclical and structural changes during this period with the eventual slowdown impacting our total revenue.

I am proud of how Sintercom has risen to the challenge of operating during this unprecedented time. The company has been laser-focused on taking steps to safeguard our employees and support our customers, suppliers and local communities. The entire management team is aligned and committed to taking the necessary actions to keep moving forward in this complex and rapidly changing environment.

Dynamic Industry Landscape

Today's economies are transforming, driven by emerging markets, the acceleration of new technologies, sustainability policies, and changing consumer preferences. Digitization, increasing automation, and new business models are revolutionizing industries. In the automotive sector, these forces are fueling disruptive technology-driven trends including diverse mobility, autonomous driving, electrification, and connectivity.

Layered into these trends is the impact of Covid-19, which has shown that businesses must become more flexible, agile and prepared for new customer and mobility issues. While the long-term impact is still unknown, this unforeseen force may spur new trends and longer-term changes in the automotive industry, beginning with mobility. Communications without travel, continued work-at-home trends, and changes in commuter patterns will significantly impact the industry. Anticipating and getting ahead of this dynamic landscape with diversified product segments is key to de-risking the business and capturing new opportunities. Sintercom has taken the right steps in this direction and is well positioned to take on increasingly complex customer requirements with our outstanding product and technology offerings.

Growth Fueled by Innovation and Technology

As our industry evolves, Sintercom is delivering innovative solutions that support our customers' top priorities. We are strengthening our product and process technology capabilities as we expand our portfolio to serve the fast-growing commercial vehicle and off-road equipment segments.

We are also pursuing new opportunities in export markets, which offer significant growth for our existing product range with its inherent competitive advantages versus traditional offerings. Globally, there is scope to increase exports and we intend to leverage our relationships with global OEMs in India to strategically explore opportunities in overseas markets.

Looking Forward

I am cautiously optimistic as we look ahead. We will be dealing with the pandemic and its effects for some time so we must continue our focused and sustained efforts to overcome this challenge. However, as we look further down the road, the transformation of mobility is not slowing and will continue to drive the industry and demand for our products and solutions. Although Covid-19 will likely impact our 2020-2021 performance, and the timeframe for a full recovery is unclear, the overall direction and trends of our industry are positive and point to future opportunities.

Standing Together

On behalf of the entire Sintercom team, we are grateful for the support from our shareholders, especially during these challenging times. I also thank our employees for their unwavering commitment to serving our customers, growing our business and supporting the communities where we operate. Finally, we appreciate our customers for placing their trust in Sintercom, knowing that we are dedicated to meeting their expectations and committed to their success.

The entire leadership team is focused on capturing new opportunities by strategically achieving the right balance across our product portfolio, investments and regions where we operate. With a solid foundation and balance across our operations, we are positioning Sintercom to successfully leverage industry trends to drive long-term growth and shareholder value.

Hari Nair

Chairman



“ Sintercom has not only been able to hold its ground during the economic meltdown, but also helped people and employees during this crisis. ”

Looking ahead with the MD

Jignesh Raval, Managing Director

Dear Shareholders,

In my professional career of more than 25 years, the last fiscal year 2019-20 has been by far one of the most challenging years that I have experienced. As I write to you, I sincerely hope that you and your family are safe and healthy in these chaotic times. Needless to mention that the Covid cases are on rise and we need to practice highest standards of hygiene and health to overcome this pandemic.

The ongoing global pandemic has inflicted enormous psychological and economic impact on all of us and it may take much longer time for the world to recover from its aftereffects. Sintercom has not only been able to hold our ground but also help people and employees during this crisis.

The Indian Automotive sector reported one of its worst-ever performances during the year 2019-20. The entire financial year was quite challenging for the automotive industry due to several issues including the issues pertaining to NBFC's liquidity crunch, weak consumer sentiment and regulatory changes, the retail demand in the automotive industry deteriorated and worsened significantly during the latter part of the year. The Covid-19 outbreak further crippled the auto industry in the last financial year. Amid such tough times, we created history by leapfrogging to BS VI starting April 2020. This accelerated change, and demanded significant improvements and innovation. Original equipment manufacturers (OEMs) and new industry players are all participating and driving these dynamic changes. Sintercom is well positioned to support their increasingly complex requirements with our outstanding product and technology offerings.

The industry produced a total 26.36 million vehicles including passenger vehicles, commercial vehicles, three wheelers, two wheelers and quadricycle in April-March 2020 as against 30.91 million in April-March 2019, registering a de-growth of (-) 14.73 percent over the same period last year.

Company Performance:

For the financial year 2019-2020, your Company recorded net sales of Rs. 536 million as against Rs. 832 million in the previous year and thereby recorded decrease of 35.56% in the net sale.

The past 12 months have been quite turbulent due to various factors affecting the overall demand in the sector. As per the report from SIAM, the passenger vehicle sales dropped by about 17% during the FY 2019-20. The sales mix during the previous year has exhibited a significant shift of customer's demand from diesel engines to petrol engines. As has been announced by our major customer, the production for diesel engine was stopped from Q3/19-20, which had been our high runner revenue contributor in the past. Further, due to the BS IV inventories being carried over and due to the slowdown in the auto sales, the BS VI programs were delayed by the OEM's due to which our sales have been deferred for various new programs used in BS VI applications. The dip in the topline is a combined effect of the lower demand in the auto sector and the change in the powertrain mix as mentioned above combined with delay in production of BS VI vehicles. Further, the supply chain was also affected due to the pandemic towards the end of the financial year.

For the financial year 2019-2020, the Company bear the loss before tax of Rs. (34.07) million as against profit of Rs. 76.39 million for previous financial year. This was mainly due to the lower volumes. The loss was offset partially due to our immediate reductions in all variable costs related to lower production volumes. These actions included reductions in the production's shifts, planned production shut down of certain lines etc. In addition, we also took action to reduce our fixed costs structure in the areas of management and employee costs.

The Impact of Covid - 19 pandemic

As social distancing increased and countries went into lockdowns, there was a rapid decline in auto sales. This affected the offtake of the Company's products during the last 10 days of 2019-20 when we encountered complete loss of sales. The entire operation was temporarily suspended during the period of lockdown.

Our Awards and Recognitions

At Sintercom, we enjoy longstanding relationships with esteemed OEM's. During 2019-20, the Company received "Best Supplier - VAVE" from Maruti Suzuki.

Further, the company also received Business Excellence Award for "Best Supplier - Make in India" awarded by Dun & Bradstreet during the year 2019-20.

New Business wins

Your Company has been awarded various new programs from DANA Graziano for the sintered synchro rings. PSA for the mass balancer assembly and Saleri Italo group, has awarded pulley for the VW MQB India 2.0 platform.

We are moving in right direction of diversification of different segments. We have made our entry into Off-road equipment's and commercial segment. Further, we are also exploring opportunities in global market.

Acknowledgements

On behalf of the Board, I am grateful to all the stakeholders, particularly the shareholders. I would like to thank all our customers for reposing their trust in us and we will further strive to provide them with ultimate customer delight.

The wealth of experience and strategic guidance provided by the Board members has helped us during these challenging times. This overview will not be complete without mention of our employees, who stand by us to counter the prevailing challenges.

We stand firm in our commitment to achieve a sustainable growth and deliver value to all our stakeholders.

Jignesh Raval

Managing Director.

Achieving sustainability,
one sintered technology
at a time.





Corporate Information

Board Of Directors

Name of the Director	Nature of Directorship
Mr. Hari Nair	Chairman, Non-Executive Non-Independent Director
Mr. Jignesh Raval	Managing Director
Mr. Harald Neubert	Non-Executive Non Independent Director
Mr. Madan Godse	Independent Director
Ms. Preeti Ramdas	Independent Director *(resigned w.e.f. 26th June, 2020)

Key Managerial Personnel

Mr. Pankaj Bhatawadekar	Chief Financial Officer
Ms. Anuja Joshi	Company Secretary & Compliance Officer

Auditors

M/s. Kirtane & Pandit LLP, Chartered Accountants

Secretarial Auditor

M/s. Kanj & Co. LLP, Company Secretaries

Bankers

HDFC Bank Limited, Pune

Composition of Committees Of Board of Sintercom India Limited

Audit Committee

Name of the Director	Status in Committee	Nature of Directorship
Mr. Madan Godse	Chairman	Independent Director
Mr. Jignesh Raval	Member	Managing Director
Ms. Preeti Ramdasi*	Member	Independent Director

Nomination and Remuneration Committee

Name of the Director	Status in Committee	Nature of Directorship
Ms. Preeti Ramdasi*	Chairman	Independent Director
Mr. Hari Nair	Member	Non-Executive Director and Chairman
Mr. Madan Godse	Member	Independent Director

Stakeholder Relationship Committee

Name of the Director	Status in Committee	Nature of Directorship
Mr. Hari Nair	Chairman	Non-Executive Director and Chairman
Mr. Jignesh Raval	Member	Managing Director
Mr. Madan Godse	Member	Independent Director

Corporate Social Responsibility Committee

Name of the Director	Status in Committee	Nature of Directorship
Ms. Preeti Ramdasi*	Chairman	Independent Director
Mr. Hari Nair	Member	Non-Executive Director and Chairman
Mr. Jignesh Raval	Member	Managing Director
Mr. Harald Neubert	Member	Non-Executive Director & Non-Independent Director

*Ms. Preeti Ramdasi resigned from the Board and Committee's w.e.f. 26th June, 2020

Registered Office

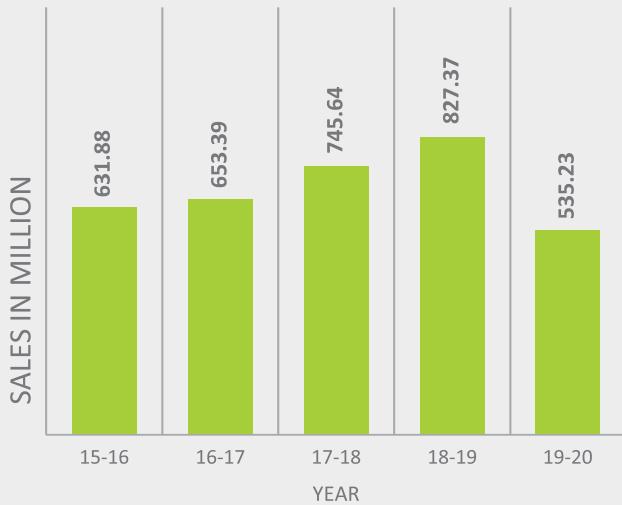
Sintercom India Limited.
Gat No 127, At post Mangrul
Taluka Maval, Talegaon Dabhade,
Pune-410507, Maharashtra, India
Phone: +91 20 4852 2679
Website: www.sintercom.co.in
CIN. L29299PN2007PLC129627

Share Transfer Agent

Link Intime India Pvt.Ltd.
Block No. 202, Akshay Complex, Near Ganesh
Temple, Off Dhole Patil Road, Pune - 411 001
Phone: +91 20 26160084
Email:- pune@linkintime.co.in

PERFORMANCE AT A GLANCE

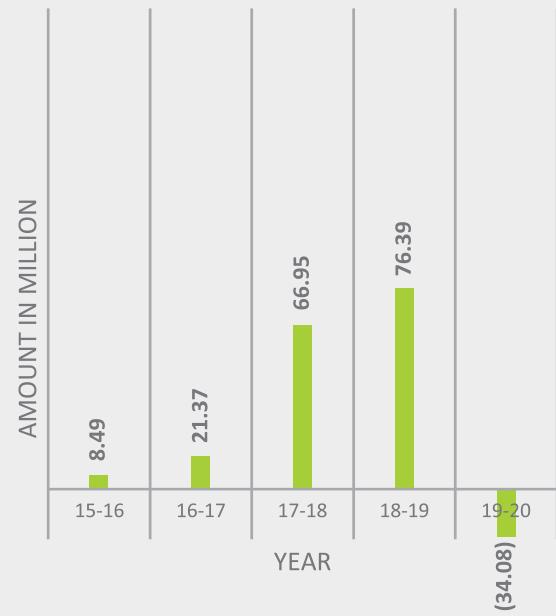
REVENUE



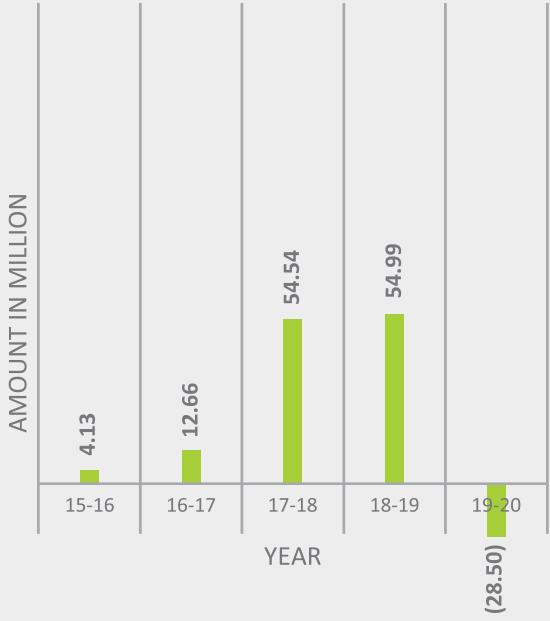
EBITDA



PBT



PAT



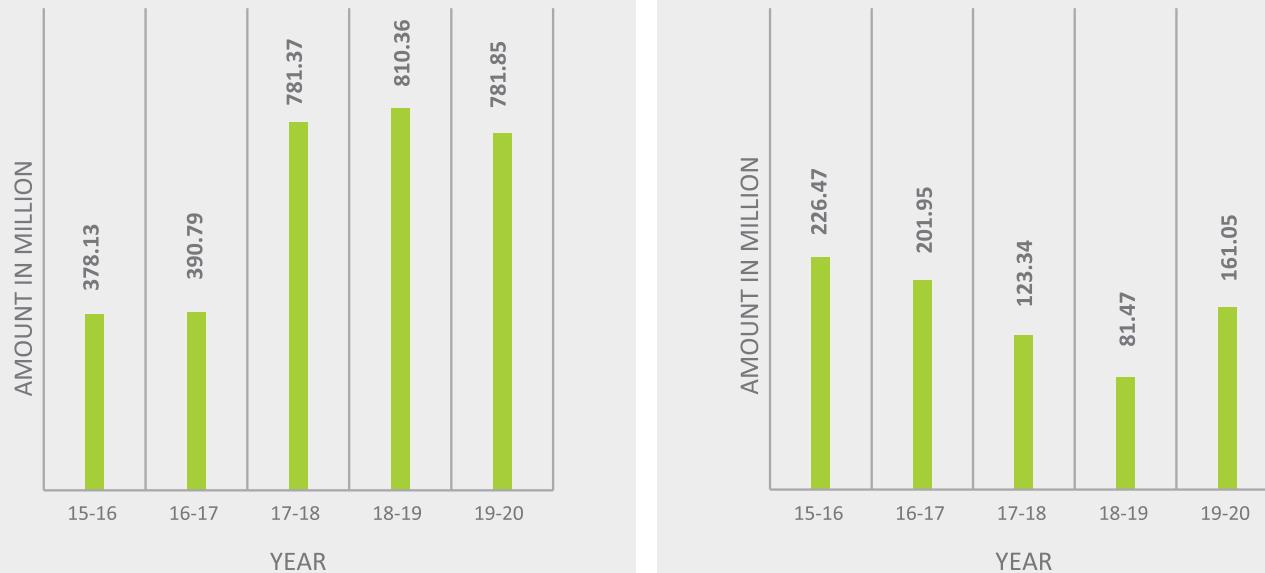
EPS



NETWORTH



DEBT



Reputed recognition for our passion and creations



While the satisfaction of our customers is the biggest appreciation we seek, we are proud of the industry awards we have won for our world-class products.

AGM Notice

NOTICE

Notice is hereby given that the 13th Annual General Meeting of the members of Sintercom India Limited will be held on Wednesday, 30th September, 2020 at 04.00 pm (IST) at be held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with Reports of Board of Directors and Auditors thereon and if thought fit, pass the following resolution as an Ordinary Resolution, with or without modification(s):

"RESOLVED THAT the audited financial statement of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon, as circulated to members be and are hereby considered and adopted."

2. To appoint Mr. Hari Nair (DIN 00471889), who retire by rotation as a Director and being eligible, offer himself for re-appointment as a Director and in this regard to consider if thought fit, pass the following resolution as an Ordinary Resolution, with or without modification(s):

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Hari Nair (DIN 00471889), who retires by rotation at this meeting and being eligible has offered himself for re-appointment and be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. To consider the appointment of Mr. Dara Kalyaniwala (DIN-03311200) as a Non-Executive Independent Director on the Board of the Company and if thought fit, pass the following resolution as a **Ordinary Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and pursuant to provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification(s) or re-enactment thereof), the appointment of Mr. Dara Kalyaniwala (DIN-03311200) as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years, from 02nd September, 2020 to 01st September, 2025 be and is hereby approved.”.

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes a Committee, constituted for the time being in force) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit.”

4. To consider the appointment of Ms. Madhavi Pandrangi (DIN-08841155) as a Non-Executive Independent Director on the Board of the Company and if thought fit, pass the following resolution as a **Ordinary Resolution**, with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and pursuant to provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification(s) or re-enactment thereof), the appointment of Ms. Madhavi Pandrangi (DIN-08841155) as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years, from 02nd September, 2020 to 01st September, 2025 be and is hereby approved.”.

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes a Committee, constituted for the time being in force) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit.”

By Order of the Board of Directors

Anuja Joshi
Company Secretary & Compliance Officer

Pune, 02nd September, 2020

Registered Office:

Gat No.127,
At Post Mangrul,
Taluka Maval Talegaon Dabhade, Pune 410507
CIN: L29299PN2007PLC129627
Website: www.sintercom.co.in
E-mail: investor@sintercom.co.in
Tel: +91 20 4852 2679
Fax: +91 20 4852 2698

Notes:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular No 20/2020 dated 05th May, 2020 read together with circulars, Circular No. 14/2020 dated 08th April, 2020 and Circular No.17/2020 dated 13th April, 2020 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
4. The relevant details pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business to be transacted at the Meeting is also annexed hereto.

5. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.

6. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. Institutional/Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend AGM through VC/OVAM on its behalf and vote through e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to sunil.nanal@kanjcs.com with a copy marked to evoting@nsdl.co.in.
8. Members are requested to contact the Company's Registrar & Share Transfer Agent (RTA), Link Intime India Pvt. Ltd, Address at Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune – 411001 (Phone No. 020 - 2616 1629 / 2616 0084 ; Fax No. 020 - 2616 3503; email id: pune@linkintime.co.in) for reply to their queries/ redressal of complaints, if any, or contact Ms. Anuja Joshi at the registered office of the Company (Phone +91 20 4852 2679 , Email: investor@sintercom.co.in).
9. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). **All the Shares of the Company are held in dematerialized form.*
10. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.

Dispatch of Annual Report through Electronic Mode:

11. In compliance with the MCA General Circular No. 20/2020 dated 5th May 2020 and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020, Notice of the AGM along with the Annual Report 2019-20 are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.sintercom.co.in , websites of the Stock Exchanges, i.e., National Stock Exchange of India Limited at www.nseindia.com and Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com

For receiving all communication (including Annual Report) from the Company electronically:

Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants. * In case of any queries / difficulties in registering the e-mail address, members may write to investor@sintercom.co.in

**All the Shares of the Company are held in dematerialized form.*

Procedure for Inspection of Documents:

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to

in the Notice will be available upon login at NSDL e-voting system at <https://www.evoting.nsdl.com> during the AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investor@sintercom.co.in

13. 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 on or before Wednesday, 23rd September 2020 through email on investor@sintercom.co.in The same will be replied by the Company suitably.

Instructions for Members for Attending the AGM through VC/OAVM are as under:

14. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system, which will open 30 minutes before the scheduled time of the AGM. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

A) Members who need assistance before or during the AGM with use of technology, can:

- Send a request at evoting@nsdl.co.in or use Toll free no.: 1800-222-990; or
- Contact Mr. Amit Vishal, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone number 022 24994360; or
- Contact Ms. Pallavi Mhatre, Manager, NSDL at the designated email ID: evoting@nsdl.co.in or pallavid@nsdl.co.in or at telephone number 022 24994545

B) Members can participate in the AGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.

C) 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 therefor recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

D) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id / Folio No., PAN, mobile number at investor@sintercom.co.in . Such request must reach the Company till 5.00 p.m. on or before Wednesday, 23rd September 2020. Those Members who have registered themselves as a speaker by 23rd September 2020 and have provided adequate details

as mentioned above will only be allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM. In the interest of time, each Speaker is requested to express his / her views in 2 minutes.

Procedure for Remote E-voting and E-voting at the AGM:

15. 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 SEBI Listing Regulations (as amended) and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means.

The remote e-voting period commences on Saturday, 26th September 2020 (9.00 a.m. IST) and ends on Tuesday, 29th September 2020 (5.00 p.m. IST). During this period, members as on cut-off date, i.e. as on Wednesday, 23rd September 2020 may cast their votes electronically. The remote e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on 23rd September 2020. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting.

Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

Mr. Sunil Nanal (Membership No. F5977, C.P. No: 2809), Partner M/s. Kanj & Co. LLP, Practicing Company Secretaries (email id: sunil.nanal@kanjcs.com) of Aishwarya Sankul, Near Joshi Railway Museum Kothrud, Pune- 411038 has been appointed as Scrutinizer to scrutinize the entire e-voting in a fair and transparent manner.

The results on the resolutions will be declared not later than 48 hours of conclusion of the AGM i.e. or any adjournment thereof. The declared results along with the Scrutinizer's Report will be available on the Company's website at www.sintercom.co.in and on the website of NSDL at www.evoting.nsdl.com and will also be forwarded to the National Stock Exchange of India where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM i.e. 30th September, 2020.

The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given herein below. Members whose email ids are not registered with the depositories

for procuring user id and password and registration of email-ids for e-voting for the resolutions are requested to refer the instructions provided at serial no. 11.

I. Procedure for remote e-voting:

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

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

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

- c) How to retrieve your ‘initial password’?
 - i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client I for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- 6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) “Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- 8. Now, you will have to click on “Login” button.
- 9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is mentioned below:

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

- 1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- 2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
- 3. Select “EVEN” of company for which you wish to cast your vote.
- 4. Now you are ready for e-Voting as the Voting page opens.
- 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
- 6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sunil.nanal@kanjcs.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or contact Mr. Amit Vishal, Senior Manager / Ms. Pallavi Mhatre, Manager at designated email ids at AmitV@nsdl.co.in or pallavid@nsdl.co.in or at telephone no. 022 - 24994360 / 022 - 24994545 who will address the grievances on e-voting.

II. Instructions for members for e-voting on the day of 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/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

By Order of the Board

Sd/-

Anuja Joshi

Company Secretary & Compliance Officer

Place: Pune

Date: 02nd September, 2020

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item 3:

The Board of Directors of the Company at its Meeting held on 02nd September, 2020, on the recommendation of the Nomination & Compensation Committee ('the Committee'), approved the appointment Mr. Dara Kalyaniwala as an Additional Director designated as Non- Executive Independent Director of the Company in terms of Provisions of Companies Act, 2013.

Mr. Dara Kalyaniwala as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) years on the Board of the Company till 01st September, 2025. Mr. Dara Kalyaniwala is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. Declaration of Disclosure of Independence as required under Section 149 (6) Companies Act, 2013 and SEBI (LODR), 2015 regulation is received by the Company. He has also given confirmation with regards registration in database of Independent Director as per Rule 6 of the Companies (Appointment and Qualification of Directors), 2019.

In the opinion of the Board, Mr. Dara Kalyaniwala fulfils the conditions for appointment as Independent Director as specified in the Act.

Brief Profile of Mr. Dara Kalyaniwala:

Mr. Dara Kalyaniwala a Bachelor of Commerce degree from the University of Rajasthan and an Member of The Institute of Chartered Accountants of India since 1982. He has over 27 years of work experience in Equity Capital Markets. He was Head- Investment Banking with PL Capital Markets Private Limited (Prabhudas Lilladher Group), Mumbai-- as an employee from January 2008 to April 2016 and currently working as a contracted professional from April 2016 till date. He has managed various Equity Capital Market transactions, raising funds through IPO, Rights, QIP's etc. advised companies in formulating Business Strategies and managed M&A's, Buybacks, Takeovers & Delisting.

As on the date of notice Mr. Dara Kalyaniwala hold NIL Equity Shares in the Company.

A Copy of draft letter of appointment of Mr. Dara Kalyaniwala, setting out the terms and conditions of appointment is available for inspection by the members.

A brief profile of Mr. Dara Kalyaniwala and other requisite details pursuant Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are annexed to this statement.

Mr. Dara Kalyaniwala is interested in the Ordinary Resolution set out at Item No. 3 with respect to his appointment.

The relative(s) of Mr. Dara Kalyaniwala may be deemed to be interested in the said Resolution to the extent of their shareholding interest, if any, in the Company.

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 the Ordinary resolution set out at Item No. 3 of the Notice.

The Board recommends the ordinary resolution set out at Item no. 3 to the Notice for approval of Members.

Item 4:

The Board of Directors of the Company at its Meeting held on 02nd September, 2020, on the recommendation of the Nomination & Compensation Committee ('the Committee'), approved the appointment Ms. Madhavi Pandrangi as an Additional Director designated as Non- Executive Independent Director of the Company in terms of Provisions of Companies Act, 2013.

Ms. Madhavi Pandrangi as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) years on the Board of the Company till 01st September, 2025. Ms. Madhavi Pandrangi is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director. Declaration of Disclosure of Independence as required under Section 149 (6) Companies Act, 2013 and SEBI (LODR), 2015 regulation is received by the Company. She has also given confirmation with regards registration in database of Independent Director as per Rule 6 of the Companies (Appointment and Qualification of Directors), 2019.

In the opinion of the Board, Ms. Madhavi Pandrangi fulfils the conditions for appointment as Independent Director as specified in the Act.

Brief Profile of Ms. Madhavi Pandrangi:

Ms. Madhavi Pandrangi an Member of The Institute of Chartered Accountants of India. She has over 20 years of work experience in valuation and business advisory. She was a Director in the Valuation team at PwC for around 15 years. Prior to PwC she was the financial advisory services team in Deloitte, specializing in valuation and deals. She is current working as an Independent Practicing Chartered Accountant.

As on the date of notice Ms. Madhavi Pandrangi hold NIL Equity Shares in the Company.

A Copy of draft letter of appointment of Ms. Madhavi Pandrangi, setting out the terms and conditions of appointment is available for inspection by the members.

A brief profile of Ms. Madhavi Pandrangi and other requisite details pursuant Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are annexed to this statement.

Ms. Madhavi Pandrangi is interested in the Ordinary Resolution set out at Item No. 4 with respect to his appointment.

The relative(s) of Ms. Madhavi Pandrangi may be deemed to be interested in the said Resolution to the extent of their shareholding interest, if any, in the Company.

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 the Ordinary resolution set out at Item No. 3 of the Notice.

The Board recommends the ordinary resolution set out at Item no. 4 to the Notice for approval of Members.

Annexure to the Notice dated 02nd September, 2020

The details of director's appointment or re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India is as below:

Name of Director	Mr. Hari Nair (DIN: 00471889)
Date of Birth	01-01-1960 (Age: 61)
Date of Appointment on current position	01-10-2015
Qualification	Bachelor's degree in engineering from Bradley University Master's degree in business administration from the University of Notre Dame Advanced-Management Program at Harvard Business School
Expertise in Specific functional areas	30+ years of experience in global auto industry. Please refer Company's website www.sintercom.co.in for detailed profile
Terms and Condition of Re-appointment	Non-Executive Director liable to retire by rotation
Remuneration last drawn (FY-19-20)	NIL
Remuneration proposed to be paid	NIL
List of other Companies in which directorship is held as on 31st March, 2020	Anitar Investments LLC BRN Industries Ltd Owens Illinois Delphi Technologies PLC Musashi Seimitsu Industry Co. Ltd (Japan) REE Auto (Israel)
Chairman/Member of Committee of Other Company	NIL
No. of Shares Held	NIL
Disclosure of relationship with Directors/ KMP's	NIL
No of Meetings of the Board attended during the year	4

Name of Director	Mr. Dara Kalyaniwala (DIN: 03311200)
Date of Birth	09-04-1956 (Age: 65)
Date of Appointment on current position	02-09-2020
Qualification	B.Com; Chartered Accountant
Expertise in Specific functional areas	Vast experience in Equity Market. Please refer Company's website www.sintercom.co.in for detailed profile
Terms and Condition of Re-appointment	Appointed for the period of 5 years. For terms and condition please refer Company's website www.sintercom.co.in
Remuneration last drawn (FY-19-20)	NIL
Remuneration proposed to be paid	Sitting Fees (Rs. 25,000/-) per meeting (i.e. Board Meeting and Committee meeting attended)
List of other Companies in which directorship is held as on 31st March, 2020	NIL
Chairman/Member of Committee of Other Company	NIL
No. of Shares Held	NIL
Disclosure of relationship with Directors/ KMP's	NIL
No of Meetings attended during the year	NIL

Name of Director	Ms. Madhavi Pandrangi (DIN: 08841155)
Date of Birth	15-10-1974 (Age: 46)
Date of Appointment on current position	02-09-2020
Qualification	Chartered Accountant
Expertise in Specific functional areas	Vast experience in Valuation and Business Advisory. Please refer Company's website www.sintercom.co.in for detailed profile
Terms and Condition of Re-appointment	Appointed for the period of 5 years. For terms and condition please refer Company's website www.sintercom.co.in
Remuneration last drawn (FY-19-20)	NIL
Remuneration proposed to be paid	Sitting Fees (Rs. 25,000/-) per meeting (i.e. Board Meeting and Committee meeting attended)
List of other Companies in which directorship is held as on 31st March, 2020	NIL
Chairman/Member of Committee of Other Company	NIL
No. of Shares Held	NIL
Disclosure of relationship with Directors/ KMP's	NIL
No of Meetings attended during the year	NIL

By Order of the Board of Directors

Anuja Joshi

Company Secretary & Compliance Officer

Pune, 02nd September, 2020



Tree plantation drive for a greener tomorrow





What can be a better contribution to the environment than planting trees that nurture and make our planet a happier place. At Sintercom we managed to have a small tree-plantation drive on World Environment Day. We planted saplings together! Along with a meaningful initiative for the World Environment Day, Sintercom is proud to have made this small contribution to making the world a little more greener! It was a delightful experience with the added enthusiasm of our people!

Board's Report

Dear Members,

Your Board of Directors is pleased to present the Thirteenth Annual Report of Sintercom India Limited ("Sintercom" or "Company") together with the audited accounts for financial year ended on 31st March 2020. Further, in compliance with the Companies Act, 2013 the Company has made all requisite disclosures in the Board Report with the objective of accountability and transparency in its operations and to make you aware about its performance and future perspective.

1. Financial Results:

The Company's performance during the financial year ended 31st March 2020 as compared to the previous financial year is summarized as below:

Particulars	For the year ended on 31st March, 20	For the year ended on 31st March, 19
Net Revenue	53,61,42,193	83,20,09,529
Profit before Interest and depreciation	7,18,14,351	18,41,25,765
Finance Charges	3,77,92,195	3,93,78,217
Provision for Depreciation	6,80,97,746	7,00,16,409
Profit / (loss) before Taxation (PBT)	(3,40,75,590)	7,63,88,140
Tax Adjustments	5,572,619	2,13,95,520
Balance of Profit brought forward	(2,85,02,971)	5,49,92,620
Balance available for appropriation	(2,85,02,971)	5,49,92,620
Proposed Dividend on Equity Shares	-	-
Tax on proposed Dividend	-	-
Transfer to General Reserve	-	-
Amount carried to Balance Sheet	(2,85,02,971)	5,49,92,620

2. Operational Performance:

For the financial year 2019-2020, your Company recorded net sales of Rs. 536 million as against Rs. 832 million in the previous year and thereby recorded decrease of 35.56% in the net sale.

FY 2019-20 has been a challenging year for the auto sector. The past 12 months have been quite turbulent due to various factors affecting the overall demand in the sector. As per the report from SIAM, the passenger vehicle sales dropped by about 17% during the FY 2019-20. The sales mix during the previous

year has exhibited a significant shift of customer's demand from diesel engines to petrol engines. As has been announced by our major customer, the production for diesel engine was stopped from Q3/19-20, which had been our high runner revenue contributor in the past. Further, due to the BS IV inventories being carried over and due to the slowdown in the auto sales, the BS VI programs were delayed by the OEM's due to which our sales have been deferred for various new programs used in BS VI applications. The dip in the topline is a combined effect of the lower demand in the auto sector and the change in the powertrain mix as mentioned above combined with delay in production of BS VI vehicles. Further, the supply chain was also affected due to the pandemic towards the end of the financial year.

For the financial year 2019-2020, the Company bear the loss before tax of Rs. (34.07) million as against profit of Rs. 76.39 million for previous financial year. This was mainly due to the lower volumes. The loss was offset partially due to our immediate reductions in all variable costs related to lower production volumes. These actions included reductions in the production's shifts, planned production shut down of certain lines etc. In addition, we also took action to reduce our fixed costs structure in the areas of management and employee costs.

3. Industry Update & Future Outlook:

The Indian Automotive sector reported one of its worst-ever performances during the year 2019-20. The entire financial year was quite challenging for the automotive industry due to several issues including the issues pertaining to NBFC's liquidity crunch, weak consumer sentiment and regulatory changes, the retail demand in the automotive industry deteriorated and worsened significantly during the latter part of the year. COVID further significantly impacted the auto sector during the last 2 months of the financial year. The Government of India announced the total lockdown across the country since 23rd March 2020 to prevent the spread of the disease. Sales crashed across the segments in March and the automotive industry, which was already going through a difficult phase, posted a severe decline in all the segments.

The sale of Passenger Vehicles declined by (-) 17.88 percent in April-March 2020 over the same period last year. Within the Passenger Vehicles, the sales of Passenger Cars and Vans declined by (-) 23.58, percent and (-) 39.23 percent respectively while sales of Utility Vehicles marginally increased by 0.48 percent in April-March 2020 over the same period last year.

4. Economic Environment:

The financial year 2019-20 had started on a sour note for the Indian economy with falling demand across the industry, particularly in the first half. Though some recovery was seen by January 2020, the significant blow to the economy was dealt by COVID-19 pandemic and the lockdown imposed towards the end of March 2020 to prevent its spread. This lockdown brought the production and sales to a halt. Barring a few essential sectors, production, sales and movement of people was halted completely. This disease not only impacted lives but also the livelihoods.

The Indian economy was affected by the falling demand in the first half of 2019-20. The growth rate of gross domestic product (GDP) came down to 4.4 per cent during this period. Further, the growth rate reduced further to 3.1% during the last quarter of the financial year 2019-20.

The inflation grew from 3.3 per cent as witnessed in the first half of the fiscal year to 7.59 per cent in January 2020, largely due to food inflation.

The year 2020-21 started with two months of near complete lockdown in all the sectors of the economy. This did a considerable damage to the economy. In a way, the entire demand and supply has come to a standstill. The unemployment rate which was normally at around 8 per cent during the fiscal 2019-20 shot up to 23 per cent during these first 2 months.

The Governor of the Reserve Bank of India has predicted that the Indian economy is expected to contract for the first time in nearly 4 decades in the fiscal year 2020-21. The combined effect of demand compression and supply disruption will depress economic activity in the first half of the year with a gradual recovery expected in the second half of the fiscal 2020-21. The situation is volatile and will continue to remain so for some time. A forecast made today could change tomorrow. Such uncertainties are going to be the new normal and we have to adapt our way of doing business to these risk.

5. Quality and Information Security:

Our focus on quality, productivity and innovations has helped us deliver increased value to our customers. The Company is certified for IATF 16949: 2016 & ISO 14001: 2015 & ISO 45001: 2018 (Quality Management Systems)

6. Dividend:

With a view to provide cushion for any financial contingencies in the future and to strengthen the financial position of the Company, your Directors have decided not to recommend any dividend for the period under review.

7. Details of Subsidiaries, Joint Ventures (JV) or Associate Companies (AC):

The Company has no subsidiary, joint venture or associate companies.

8. Amounts proposed to be carried to any Reserves:

The company has not transferred any amount to the reserves during the Financial Year ended on 31st March 2020.

9. Listing Information

The Equity Shares in the Company are continued to be listed with NSE EMERGE Platform and in dematerialized form through depositories in order to eliminate all risks associated with physical shares and for ease of portfolio management. The Listing Fee has been paid to the Stock Exchanges for the year 2020-21. The ISIN No. of the Company is INE129Z01016.

10. Change in nature of business, if any, Details of significant orders passed by Regulators and Material Changes if any between the end of the Financial year 31st March,2020 of the Company and the date of the report:

As per the provisions of Rule 8 (5)(vii) of the Companies (Accounts) Rules, 2014 below are the material changes occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report, which is affecting the financial position of the Company:

- Due to Pandemic Covid-19 Central Government declared nationwide lockdown vide order No. 40-3/2020 dated 24th March, 2020. Company temporarily suspended its operations commencing from 23rd March, 2020. With partial opening of lockdown, the operations resumed on 05th May, 2020 after obtaining permissions from the appropriate Government authorities. The Company has evaluated the impact of this pandemic on business operations and based on its review and current indicators of future economic conditions, there is no significant impact on its business. However, the Company is closely monitoring the business environment and material changes to future economic conditions.
- Postal Ballot - 04th April, 2020
- Migration of Equity Shares of the Company from Emerge Platform of National Stock Exchange of India Limited to Main Board of National Stock Exchange of India Limited.
- Resignation of Ms. Preeti Ramdasi on 26th June, 2020- Independent Director of the Company

11. Board of Directors and Key Managerial Personnel:

The Board of the Company comprises an optimum combination of executive and non-executive independent directors.

As on the date of this report, Board of Directors of the Company comprises of total five directors. The Composition of the Board of Directors is as under:

Name of Director	Category and Designation
Mr. Jignesh Raval	Managing Director
Mr. Hari Nair	Chairman Non-Executive Non-Independent Director
Mr. Harald Neubert	Non-Executive Non-Independent Director
Mr. Madan Godse	Non- Executive Independent Director
Ms. Preeti Ramdasi*	Non- Executive Independent Director

*Ms. Preeti Ramdasi resigned from the position of Independent Director on 26th June 2020 due to personal reason.

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 1/3rd of the Directors are liable to retire by rotation and if eligible offer themselves for re-appointment. In the ensuing Annual General Meeting Mr. Hari Nair director of the Company liable to retire by rotation and being eligible offer themselves for re-appointment.

In pursuant to provisions of Section 203 of the Companies Act, 2013 read with the applicable rules and other applicable provisions of the Companies Act, 2013, the designated Key Managerial Personnel (KMP) of the Company as on 31st March, 2020 are as follows:

Name of KMP	Category and Designation
Mr. Jignesh Raval	Managing Director
Mr. Pankaj Bhatawadekar	Chief Financial Officer
Ms. Anuja Joshi	Company Secretary and Compliance Officer

12. Number of Board Meetings held:

Total 4 (four) Board Meetings were held during the financial year 2019-20 as required u/s 134 (3) (b) of the Companies Act, 2013 and rules made thereunder. The intervening gap between two board meetings was within the period prescribed under the Companies Act, 2013 and as per Secretarial Standard-1. The prescribed quorum was present for all the Meetings.

- 10th May 2019.
- 05th September 2019.
- 11th November 2019.
- 27th February 2020

Attendance of Directors in the Board Meeting:

Sr. No	Name of Director	Board Meeting Held	Board Meeting Attended
1	Hari Nair	4	4
2	Jignesh Raval	4	4
3	Harald Neubert	4	3
4	Madan Godse	4	4
5	Preeti Ramdasi*	4	2

*Ms. Preeti Ramdasi resigned from the position of Independent Director on 26th June 2020

13. Committees:

Presently, the Board has Four (4) Committees i.e. Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee which has been established as a part of the better corporate governance practices and is in compliance with the requirements of the relevant provisions of applicable laws and statutes

Audit Committee:

The Board of Directors in their meeting held on 29th November 2017 constituted an Audit committee in compliance with the provision of Section 177 of the Companies Act, 2013.

During the year under review, meeting of Audit Committee was held on 10th May 2019 and 11th November 2019 the attendance record of the members of the committee are as follows:

Audit Committee:

Name of Director	Status in Committee	Meeting Held	Meeting Attended
Mr. Madan Godse (Independent Director)	Chairman	2	2
Mr. Jignesh Raval (Managing Director)	Member	2	2
Ms. Preeti Ramdasi* (Independent Director)	Member	2	2

*Ms. Preeti Ramdasi resigned from the position of Independent Director on 26th June 2020

All the recommendation made by the Audit Committee in the financial year 2019-20 were approved by the Board.

Nomination and Remuneration Committee:

The Board of Directors in their meeting held on 29th November 2017 constituted a Nomination and Remuneration Committee in compliance with the provision of Section 178 of the Companies Act, 2013.

During the year under review, meeting of Nomination and Remuneration Committee meeting was not conducted

The salient features of the policy of Nomination & Remuneration Committee same has been disclosed under Annexure VI. Policy is available on www.sintercom.co.in

Stakeholder Relationship Committee:

The Board of Directors in their meeting held on 29th November 2017 constituted Stakeholder Relationship Committee in compliance with the provision of Section 178 of the Companies Act, 2013.

During the year under review, the shareholders were below 1000, so the Company has not conducted meeting of Stakeholder Relationship Committee, whereas the grievances reports if any, with regards to shareholders were presented in every Board Meeting.

Corporate Social Responsibility Committee:

The Board of Directors in their meeting held on 19th April 2018 constituted Corporate Social Responsibility Committee in compliance with the provision of Section 135 of the Companies Act, 2013.

During the year under review, meeting of Corporate Social Responsibility Committee was held on 27th February 2020 the attendance record of the members of the committee is as follows:

Name of Director	Status in Committee	Meeting Held	Meeting Attended
Ms. Preeti Ramdasi * (Independent Director)	Chairman	1	0
Mr. Hari Nair (Non-Executive Director and Chairman)	Member	1	1
Mr. Jignesh Raval (Managing Director)	Member	1	1
Mr. Harald Neubert (Independent Director)	Member	1	1

*Ms. Preeti Ramdasi resigned from the position of Independent Director on 26th June 2020

Additionally, during the financial year ended 31st March, 2020 the Independent Directors held separate meeting on 10th May, 2019 in Compliance with requirement of Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of the SEBI (Listing Obligations & Disclosure Requirements).

14. Evaluation of Board of Directors, Committees and Individual Director:

The Nomination & Remuneration Committee has set up formal mechanism to evaluate the performance of the Board of Directors as well as that its Committee and individual Directors, including Chairman of the Board, Key Managerial Personnel/ Senior Management etc. The exercise was carried out through an evaluation process covering aspects such as composition of the Board, experience competencies, government issues, attendances, specific duties etc.

The performance of each of the non-independent directors (including chairman) was also evaluated by the independent directors at the separate meeting held of the Independent Directors of the Company.

15. Disclosure by Directors:

The Board of Directors have submitted notice of interest in Form MBP 1 under Section 184(1) as well as intimation by directors in Form DIR 8 under Section 164(2) and declaration as to compliance with the Code of Conduct of the Company.

16. Declaration from Independent Directors:

During the year under review all Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149 of the Companies Act, 2013 that the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Regulation 16 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further the Company has received confirmation from Mr. Madan Godse, Independent Director that he has

registered his name in the Independent Director's Database. Whereas, Ms. Preeti Ramdasi, Independent Director has not registered under the Independent Director's Database and she has resigned from the position of Independent Director w.e.f. 26th June 2020 due to personal reason.

None of the Independent Directors serve as an Independent Director in more than the maximum permissible limit on number of directorships as an Independent Director and also has not crossed the maximum tenure of Independent Director. The Board confirms that both the Independent directors are proficient and performing their duties with integrity.

17. Code of Conduct for Prohibition of Insider Trading:

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the code of conduct for prevention of insider trading and the code for corporate disclosures ("Code"), as approved by the Board from time to time, are in force at the Company. The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees, connected persons and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees, connected persons and other employees from trading in the shares of the company at the time when there is unpublished price sensitive information. The Policy is available on the website of the Company www.sintercom.co.in

18. Corporate Governance:

Your Company is listed on Emerge SME platform of National Stock Exchange, by virtue of Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the Corporate Governance provisions as specified in Regulation 17 to 27 and clause (b) to (i) of sub- regulation (2) of regulation 46 and para (C), (D) and (E) of Schedule V are not applicable to the Company. Hence Corporate Governance Report does not form the part of this Board Report.

However, as per Para (F) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company do not have and is not required to have the Demat suspense account neither unclaimed suspense account.

19. Management Discussion and Analysis Report:

Management Discussion & Analysis report for the year under review as stipulated under Regulation 34(2) (e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as Annexure I hereto and forms part of this Report. For sake of brevity the items covered in Board's Report are not repeated in the Management Discussion and Analysis Report.

20. Code of Conduct:

The Board has also laid down a Code of Conduct for Independent Directors pursuant to Section 149(8) and Schedule IV to the Companies Act, 2013 via terms and conditions for appointment of Independent Directors, which is a guide to professional conduct for Independent Directors and has been uploaded on the website of the Company at following web link:

<http://www.sintercom.co.in/investor-financial/corporate-governance.html>

21. Particulars of Employee and Remuneration

Disclosures of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, are provided as "Annexure II".

During the financial year 2019-20, no employee, whether employed for whole or part of the year, was drawing remuneration exceeding the limits mentioned under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The details of remuneration paid to the Directors including the Managing Director of the Company are given in Form MGT-9 forming part of the Directors Report.

22. Risk Management:

The Company is the supplier of various automobile parts and is therefore exposed to risk associated with automotive industry in particulars. The Company has in place a mechanism to identify, assess, monitor, and mitigate various risks to key business set for the Company. As a part of Risk Management policy, the relevant parameters for protection of environment, safety of operations and health of people at work are monitored regularly.

The successful management of opportunities and risks is part of operating a business and is the primary task of all management personnel. During the regular management meetings at all management levels, opportunities, risks and optimization measures are reviewed in detail. Any exceptional situations having potential risk are identified and treated at the early stage to minimize their impact on financial and income positions.

23. Deposits:

The Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 as amended from time to time, during the year under review and therefore details mentioned in Rule 8(5) (v) & (vi) of Companies (Accounts) Rules, 2014 relating to deposits, covered under Chapter V of the Act is not required to be given.

Whereas, the Company has borrowed unsecured loan of Rs. 2,74,75,000/- from Mr. Jignesh Raval, Managing Directors and he has given declaration that amount is not being given out of funds acquired by him by borrowing or accepting loans or deposits from others. This borrowing is exempted deposit as per Rule 2 (c) (viii) Companies (Acceptance of Deposits) Rules, 2014. The principal and interest outstanding as on date of the Balance Sheet is Rs. 2,21,23,297/-

24. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given herein below:

A. Conservation of Energy

There is constant focus at all level in the organization to conserve the energy and use it efficiently. This is also key to financial success, as energy is one of the important cost element of conversion cost. Your Company has been implementing short- and long-term actions to improve the energy efficiency as its commitment towards minimizing the effects of factors of climate change. It has grounded mechanism to excel in this area. Regular review is conducted for evaluating the progress and effectiveness of various ongoing initiatives to reduce the energy consumption.

Energizing Low Carbon, Sustainable Operations

Sintercom has tied up with M/s RMK Infrastructure and has successfully commissioned captive solar power projects in Village Mangrul, Tal Maval, Pune with plant capacity of 1 MW power generation. This project is estimated to generate around 2 million kWh of electricity per year helping to reduce Sintercom's carbon footprint by approx. 1900 tonnes of CO2 emission per year.



B. Technology Absorption

The Company has entered into Joint Venture agreement with M/s MIBA Sinter Holding GmbH & Co KG, Austria. The Company has also entered into technology agreement with MIBA Austria. Under this agreement, the MIBA has transferred technology for development of high strength sinter hardened Synchro hub, Cam to Cam gears and Cam to Cam Backlash Gears. The plant has been designed to suit the said technology. The products using these technologies have demand in Indian market. The Company continuously run inhouse programs for product improvement, cost reduction, product development or import substitutions. The Company also takes help of external consultants whenever required on these aspects. During the year under review, the Company incurred Rs. 1,718,871/- on research and development.

C. Foreign Exchange Earnings & Outgo:

Foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows.

Particulars	Amount in Rs.	
	2019-2020	2018-2019
Foreign Exchange Earnings in terms of actual inflows	77,850	1,200,330
Foreign Exchange Outgo in terms of actual outflows	1,433,397	8,471,068
CIF Value of Imports	1,669,639	11,985,447

25. Corporate Social Responsibility (CSR):

The report as per Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached as Annexure VIII. Policy is available on company's website www.sintercom.co.in

26. Auditors:

Statutory Auditor:

The Company at its Annual General Meeting held in the year 2017-18 appointed M/s. Kirtane & Pandit LLP, Chartered Accountants (Firm Registration Number 105215W) as Statutory Auditors of the Company for a period of five years.

The Notes on financial statements referred to in the Auditors report are self-explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation or adverse remark.

There is no incident of fraud requiring reporting by the Auditors under Section 143(12) of the Companies Act, 2013.

Secretarial Auditor:

Pursuant to the Section 204 of Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Kanj & Associates, Practicing Company Secretary, Pune to undertake the Secretarial Audit of the Company. The Secretarial Audit Report in Form MR-3 issued by Secretarial Auditor for the financial year ended on 31st March 2020 is enclosed to this Report as "Annexure III". The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Internal Auditor:

In accordance with provision of Section 138 of the Companies Act, 2013 and Rules made thereunder, your Company has appointed Ms. Anuja Joshi as the Internal Auditor of the Company for Financial Year 2020-21 and takes their suggestions and recommendation to improve and strengthen the internal control system.

27. Compliance with Secretarial Standard:

The Company has generally complied with all the applicable Secretarial Standards in the Financial Year 2019-20.

28. Directors Responsibility Statement:

Pursuant to the requirement of section 134(5) of the Companies Act, 2013, the Directors state that:

1. that in the preparation of the Annual Accounts for the year 31st March, 2020, the applicable Accounting Standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;
2. that they 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 at the end of the financial year and of the profit of the Company for the year ended on that date;
3. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. that the annual financial statements have been prepared on a going concern basis.
5. that they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively and.
6. that they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

29. Finance and Accounts:

Financial Statement has been prepared in accordance with accounting standards as issued by the Institute of Chartered Accountants of India and as specified in Section 133 of the Companies act, 2013 and the relevant rules thereof and in accordance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. IND AS is not applicable to the Company because Companies listed on SME exchanges are not required complying with IND AS. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's.

30. Fraud Reporting:

There have been no frauds reported by the Auditors of the Company to the Audit Committee or the Board of Directors under sub-Section (12) of Section 143 of the Companies Act, 2013 during the financial year.

31. Extract of Annual Return:

The extract of Annual Return u/s 134 (3)(a) and u/s 92 (3) read with Rule 12 of Companies (Management and Administration) Rules, 2014 in Form MGT-9 is attached to the Report as Annexure IV.

As per the requirement of section 134 (3) (a) , the Annual Return referred to Section 92 (3) for the year 2020 will be uploaded on www.sintercom.co.in, once filed with the ROC.

32. Particulars of Loans, Guarantees and Investments:

The Company has not given any loan or guarantee or security or made investment under Section 186 of the Companies Act, 2013 during the financial year.

33. Particulars of Related Party Transactions:

During the year under review, contract or arrangements entered into with related party as defined under Section 2(76) of the Companies Act, 2013 were in ordinary course of business on arm's length basis. Details pursuant to the transactions to compliance of section 134(3) (h) of the Companies Act, 2013 and Rule 8 (2) of the Companies (Accounts) Rules, 2014 are annexed herewith as per prescribed Form AOC-2 -Annexure V.

The Company has formulated a policy on materiality of Related Party Transactions and dealing with Related Party Transactions which has been uploaded on the Company's website www.sintercom.co.in

34. Internal Financial Control System:

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls. An extensive program of internal audits and management reviews supplements the process of internal financial control framework. Properly documented policies, guidelines and procedures are laid down for this purpose. The internal financial control framework has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets. In addition, the Company has identified and documented the risks and controls for each process that has a relationship to the financial operations and reporting.

The Company also has an Audit Committee to interact with the Statutory Auditors, Internal Auditors and Management in dealing with manner within its terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

35. Disclosure under the Sexual Harassment of Women at Workplace (prevention, prohibition and Redressal), Act 2013:

As per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 a committee called Internal Complaints Committee has been established to provide a mechanism to redress grievances pertaining to sexual harassment at workplace and Gender Equality of working women. During the year Company has not received any complaint pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

36. Vigil Mechanism / Whistle Blower:

The Company has adopted a Vigil Mechanism Policy through a Whistle Blower Policy, to provide a formal

mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Audit Committee.

The Whistle Blower Policy is disclosed on website of the Company at www.sintercom.co.in

37. Non-Disqualification of Directors:

All the directors of the Company are non- disqualified and certificate for the same from the Practicing Company Secretary in annexed as Annexure VII.

38. Policy of preservation of Documents:

Pursuant to the Regulation 9 of SEBI (LODR), 2015 the Company has maintained the policy of preservation of documents to keep the documents preserve as per Regulation 9 (a) & 9 (b) of SEBI (LODR), 2015 and the same has been uploaded on the website of the Company on www.sintercom.co.in

39. Details of significant and material order passed by the regulators or courts or tribunals:

There were no significant and material orders issued against the Company by any regulating authority or court or tribunal that could affect the going concern status and Company's operations in future.

40. Order of SEBI & NSE

There are no orders received by the Company from SEBI and NSE Limited which would impact the listing of the Company's shares.

41. Cost Records:

The provisions of section 148(1) of the Companies Act, 2013 and other applicable rules and provisions are not applicable on the company. Therefore, no cost record has been maintained by the Company.

42. Credit Rating:

Type	Rating
Long Term Rating	CRISIL BBB-/ Negative (Outlook Revised from Stable and Rating Reaffirmed.
Short Term Rating	CRISIL A3 (Reaffirmed)

43. Investor Education and Protection Fund (IEPF):

During the year under review, the provision of Section 125(2) of Companies Act, 2013 does not apply as the company was not required to transfer any amount to the Investor Education Protection Fund (IEPF) established by Central Government of India.

44. Unpaid and Unclaimed amount of Dividend and Share Application Money:

There is no unpaid or unclaimed Share Application Money and Dividend is pending to be paid to the investors and shareholders till 31st March 2020.

45. Insurance

Our Company generally maintains insurance covering our inventories/ stock at such levels that we believe to be appropriate. The insurance policy covers stock lying in the premises, stock in transit and the stock which is in our custody and specified person like warehouse or vendors locations.

46. Business Responsibility Report:

Your Company does not fall under Top 1000 listed entities as per Market Capitalization. Hence, the Business Responsibility Report for the financial year, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ,2015 is not enclosed to this Annual Report.

47. Registrar and Share transfer Agent Information:

Link Intime India Pvt. Ltd

Block No. 202,

2nd Floor, Akshay Complex,

Near Ganesh Temple,

Off Dhole Patil Road,

Pune – 411001

Tel: 020 - 2616 1629 / 2616 0084

Fax: 020 - 2616 3503

Email: pune@linkintime.co.in Website: <https://www.linkintime.co.in>

48. Event Based Disclosures:

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these items during the year under review:

- the Company has neither issued shares with differential voting rights as to dividend or otherwise. nor has granted any stock options or sweat equity to the employee of the Company. As on March 31, 2020, none of the Directors of the company hold instruments convertible into equity shares of the Company.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustee for the benefit of employees.

49. Acknowledgements:

Your directors would like to place on record their appreciation and gratitude for the support to the Company received from the Employees, Clients, Customers and Shareholders of the Company for their trust and patronage, as well as to the Bankers, Securities and Exchange Board of India, National Stock Exchange, Government of India and other Regulatory Authorities for their continued co-operation, support and guidance.

FOR AND ON BEHALF OF THE BOARD
SINTERCOM INDIA LIMITED

Hari Nair
Chairman

Place: Pune

Date: 26th June 2020

Annexure I

Management Discussion and Analysis Report

Forward Looking Statement

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

ECONOMIC OVERVIEW:

The financial year 2019-20 had started on a sour note for the Indian economy with falling demand across the industry, particularly in the first half. Though some recovery was seen by January 2020, the significant blow to the economy was dealt by COVID-19 pandemic and the lockdown imposed towards the end of March 2020 to prevent its spread. This lockdown brought the production and sales to a halt. Barring a few essential sectors, production, sales and movement of people was halted completely. This disease not only impacted lives but also the livelihoods.

The Indian economy was affected by the falling demand in the first half of 2019-20. The growth rate of gross domestic product (GDP) came down to 4.4 per cent during this period. Further, the growth rate reduced further to 3.1% during the last quarter of the financial year 2019-20.

The inflation grew from 3.3 per cent as witnessed in the first half of the fiscal year to 7.59 per cent in January 2020, largely due to food inflation.

The year 2020-21 started with two months of near complete lockdown in all the sectors of the economy. This did a considerable damage to the economy. In a way, the entire demand and supply has come to a standstill. The unemployment rate which was normally at around 8 per cent during the fiscal 2019-20 shot up to 23.5 per cent during these first 2 months.

The Governor of the Reserve Bank of India has predicted that the Indian economy is expected to contract for the first time in nearly 4 decades in the fiscal year 2020-21. The combined effect of demand compression and supply disruption will depress economic activity in the first half of the year with a gradual recovery expected in the second half of the fiscal 2020-21. The situation is volatile and will continue to remain so for some time. A forecast made today could change tomorrow. Such uncertainties are going to be the new normal and we have to adapt our way of doing business to these risks.

SECTOR OVERVIEW

The Indian Automotive sector reported one of its worst-ever performances during the year 2019-20. The entire financial year was quite challenging for the automotive industry due to several issues including the issues pertaining to NBFC's liquidity crunch, weak consumer sentiment and regulatory changes, the retail demand in the automotive industry deteriorated and worsened significantly during the latter part of the year. COVID further significantly impacted the auto sector during the last 2 months of the financial year. The Government of India announced the total lockdown across the country since 23rd March 2020 to prevent the spread of the disease. Sales crashed across the segments in March and the automotive industry, which was already going through a difficult phase, posted a severe decline in all the segments.

The industry produced a total 26.36 million vehicles including passenger vehicles, commercial vehicles, three wheelers, two wheelers and quadricycle in April-March 2020 as against 30.91 million in April-March 2019, registering a de-growth of (-) 14.73 percent over the same period last year.

The sale of Passenger Vehicles declined by (-) 17.88 percent in April-March 2020 over the same period last year. Within the Passenger Vehicles, the sales of Passenger Cars and Vans declined by (-) 23.58, percent and (-) 39.23 percent respectively while sales of Utility Vehicles marginally increased by 0.48 percent in April-March 2020 over the same period last year.

The overall Commercial Vehicles segment registered a de-growth of (-) 28.75 percent in April- March 2020 as compared to the same period last year. Within the Commercial Vehicles, Medium & Heavy Commercial Vehicles (M&HCVs) and Light Commercial Vehicles declined by (-) 42.47 percent and (-) 20.06 percent respectively in April-March 2020 over the same period last year.

Sale of Three Wheelers declined by (-) 9.19 percent in April-March 2020 over the same period last year. Within the Three Wheelers, Passenger Carrier and Goods Carrier declined by (-) 8.28 percent and (-) 13.27 percent respectively in April-March 2020 over April-March 2019.

Two Wheelers sales registered a de-growth of (-) 17.76 percent in April-March 2020 over April-March 2019. Within the Two Wheelers segment, Scooters, Motorcycles and Mopeds declined by (-) 16.94 percent, (-) 17.53 percent and (-) 27.64 percent respectively in April-March 2020 over April-March 2019.

In April-March 2020, overall automobile exports registered a growth of 2.95 percent. While Commercial Vehicles and Three Wheelers exports declined by (-) 39.25 percent and (-) 11.54 percent, respectively. However, Passenger Vehicles exports marginally increased by 0.17 percent and Two wheelers exports registered a growth of 7.30 percent in April-March 2020 over the same period last year.

COMPANY AND PERFORMANCE OVERVIEW:

Your Company mainly caters to the domestic OEM buyers in automotive segment like Maruti Suzuki Limited, Mahindra & Mahindra Limited, Bajaj Auto Limited and Fiat India Automobiles Private Limited. We have an in-house dedicated Research & Development team and have been developing new products in engines, transmission systems and body chassis for OEMs and Tier-1 customers. The main product

line of the Company is manufacturing of high strength structural sintered components of Engine and Transmissions. One of our Body Corporate Promoter, MIBA Sinter Holding GmbH & CO KG, which is part of MIBA group, has track record of more than five decades in sintered technology.

Below are the key highlights of the new programs under development –

- SOP for Maruti rotor sensor has started from Feb 20 & is likely to go up further during the current year as we shall substitute current imports at Maruti.
- We have stepped up to supply full assemblies to Bajaj for Gear Assembly from Jan 2020 instead of the supply of individual gear components for their major engines.
- Further various other components like the bearing caps for petrol and diesel engines for Mahindra, sprockets for Schaeffler which is for Hyundai and Kia, synchro hubs for FIAT etc. which are mainly for the BS VI applications are ready for start of commercial production at the customer end. The production for several of these components has started since June 2020 we expect significant ramp up from Sept 2020.

Company has been awarded various new programs as under –

- DANA Graziano for the sintered synchro rings. This is strategically important for us as it make our entry into Off Highway segment and opens big opportunity for us in near future.
- PSA for the mass balancer assembly can now be confirmed as awarded. This begins our journey with the PSA group and plays an important role as this supply is for their global engine Euro 6 & Euro 7 and opens opportunities for us to access the European market.
- Saleri Italo group, has awarded pulley for the VW MQB India 2.0 platform.

For the financial year 2019-2020, your Company recorded net sales of Rs. 536 million as against Rs. 832 million in the previous year and thereby recorded decrease of 35.56% in the net sale.

The past 12 months have been quite turbulent due to various factors affecting the overall demand in the sector. As per the report from SIAM, the passenger vehicle sales dropped by about 17% during the FY 2019-20. The sales mix during the previous year has exhibited a significant shift of customer's demand from diesel engines to petrol engines. As has been announced by our major customer, the production for diesel engine was stopped from Q3/19-20, which had been our high runner revenue contributor in the past. Further, due to the BS IV inventories being carried over and due to the slowdown in the auto sales, the BS VI programs were delayed by the OEM's due to which our sales have been deferred for various new programs used in BS VI applications. The dip in the topline is a combined effect of the lower demand in the auto sector and the change in the powertrain mix as mentioned above combined with delay in production of BS VI vehicles. Further, the supply chain was also affected due to the pandemic towards the end of the financial year.

For the financial year 2019-2020, the Company bear the loss before tax of Rs. (34.07) million as against profit of Rs. 76.39 million for previous financial year. This was mainly due to the lower volumes. The loss was offset partially due to our immediate reductions in all variable costs related to lower production volumes. These actions included reductions in the production's shifts, planned production shut down of certain lines etc. In addition, we also took action to reduce our fixed costs structure in the areas of management and employee costs.

OUTLOOK

The outlook in the current fiscal, in the middle of covid pandemic, remains pessimistic. the IMF has slashed the growth estimate for India by 4.9 per cent for the fiscal year 2020-21 to 1.9 percentage owing to longer period of lockdown and slower recovery than expected.

India Ratings and Research has revised its outlook on the auto sector to negative for FY21 from stable to negative, on the expectation of weak sales amid macroeconomic headwinds, leading to weak consumer sentiments. Furthermore, sector-specific factors such as an uncertain regulatory environment, limited credit availability and increased cost of ownership after Bharat Stage (BS) – VI implementation will add to negative consumer sentiments. India Ratings expects flat-to-low single-digit growth in the total domestic sales volumes in FY21.

OPPORTUNITIES AND THREATS:

a) Opportunities

- ❖ With the introduction of new BS VI models, there could be an increase in production, leading to an increased demand for automotive parts.
- ❖ Increasing demand for lightweight sintered components in vehicles to meet BS VI standards.
- ❖ Anti-China sentiment post Covid-19 could prove beneficial for Indian exporters.

b) Threats

- ❖ The lockdown due to the pandemic could affect all business aspects including manufacturing, exports, raw material procurement, distribution network etc.
- ❖ An ensuing negative consumer sentiment could moderate spending due to lockdown.

SEGMENT WISE OR PRODUCT WISE PERFORMANCE

The Company works only in one segment i.e. manufacturing of sintered auto components.

IN ACCORDANCE WITH THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS 2018) (AMENDMENT) REGULATIONS, 2018, THE COMPANY IS REQUIRED TO GIVE DETAILS OF SIGNIFICANT CHANGES (CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS

Sr. No.	Key Financial Ratios	2020	2019	Remark
1	Debtors Turnover	2.36%	3.22%	No Material Change
2	Inventory Turnover	1.29%	1.88%	Due to lockdown in March 2020
3	Interest Coverage Ratio	0.10%	3.03%	Due to lower profits
4	Current Ratio	1.05%	1.06%	No Material Change
5	Debt Equity Ratio	0.40%	0.38%	No Material Change
6	Operating Profit Margin (%)	13.00%	22.00%	Due to lower volumes leading to underutilization of capacity
7	Net Profit Margin (%)	(05.3%)	06.65%	Due to lower volumes leading to underutilization of capacity
8	Return on Net Worth	(04.00%)	07.00%	Due to lower profits as explained above

MANAGERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

The Company believes and recognizes that its employees are important resource in its growth and to give competitive advantage in the present business scenario. The Company takes pride in the commitment, competence and dedication shown by its employees in all areas. The Company has always worked to give opportunity to its people irrespective of their education background at shop floor. Subordinates mentoring and responsible candidature goes a long way in ensuring company's success.

Professional with required amount of experience and knowledge are hired on need to need basis by the Company. The Industrial relation of the Company with various clients, supplier, financial lenders and employees is cordial. There are total 99 employees on the payroll of the Company.

DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed all the treatments in the Financial Statements as per the prescribed Accounting Standards.

Note:

For sake of brevity the items covered in Board's Report are not repeated in the Management Discussion and Analysis Report.

Cautionary Statement:

Certain Statements in the Management Discussion and Analysis describing the company's objectives, projections, estimates and expectation or predictions may be forward looking statements within the meaning of applicable laws and regulations. It cannot be guaranteed that these assumptions and expectations are accurate or will be realized. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic markets, changes in the Government Regulations, tax laws and other statutes and incidental factors.

Annexure II

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3) (Q) OF THE COMPANIES ACT, 2013
READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Requirements of Rule 5 (1)	Details
The ratio of the remuneration of Managing Director to the median remuneration of the employees of the company for the financial year	55.67
The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Director : Mr. Jignesh Raval 0% Key Managerial Personnel: Mr. Pankaj Bhatawadekar 0% Ms. Anuja Joshi 0%
The percentage increase in the median remuneration of employees in the financial year	2.66%
The number of permanent employees on the rolls of Company	99 As on 31st March, 2020
Average percentile increases 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 Salary increase of non-managerial employees is 12.96% Average Salary increase of managerial employees is 0%
Affirmation that the remuneration is as per the remuneration policy of the Company	Remuneration paid during the year ended 31st March, 2020 is as per the Remuneration Policy of the Company.

Annexure III

Secretarial Audit Report

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2020

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

To,
The Members,
Sintercom India Limited

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

Based on our verification of Sintercom India Limited’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

3. The Depositories Act, 2018 and the Regulations and Bye-laws framed thereunder;
4. 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;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable)
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable)
 - 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)
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable) and;
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (As per Regulation 15 of SEBI LODR, Regulation 17 to Regulation 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 and para C, D & E Schedule V are not applicable 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;

We further report that subject to our observations:

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 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.

All decisions at Board Meetings and Committee Meetings were carried out unanimously. As per the records available in the said minutes there were no dissenting views expressed by any director in the meetings.

We further report that the systems and processes in the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines need further improvement considering the size and operations of the Company.

The company has duly filled the E-Forms with the Registrar of Companies, Ministry of Corporate Affairs, except for a few instances, where the forms were filed beyond prescribed time with payment of additional fees.

We further report that during the audit period:

During the audit period the company has not initiated any actions such as Public/Right/Preferential issue of shares / debentures/sweat equity, etc., Redemption / buy-back of securities, decisions taken by the members in pursuance to section 180 of the Companies Act, 2013, Merger / amalgamation / reconstruction, etc and Foreign technical collaborations having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above).

For **KANJ & Co. LLP**

Company Secretaries

Sd/-

Sunil Nanal

Partner

M. No: 5977

CP. No: 2809

Date: 24th June 2020

UDIN: F005977B000377205

Place: Pune

Annexure IV

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2020

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

I. REGISTRATION & OTHER DETAILS:

I	CIN	L29299PN2007PLC129627
ii	Registration Date	22nd February, 2007
iii	Name of the Company	Sintercom India Limited (Formerly known as Sintercom India Private Limited)
iv	Category/Sub-category of the Company	Company Limited by Shares
v	Address of the Registered office & contact details	GAT No. 127, At Post Mangrul, Tal Maval, Talegaon, Dabhade Pune- 410507. Contact No: +91 20 4852 2679
vi	Whether listed company	Yes (National Stock Exchange -SME Platform NSE Emerge)
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any	Link Intime India Pvt. Ltd, Address : Block no. 202, Akshay Complex, Near Ganesh Temple, off Dhole Patil Road, Pune - 411 001. email-id : pune@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name & Description of main Product /services	NIC Code of the Product /services	% to total turnover of the company
1	Forging, Pressing, Stamping and roll forming of metal, Powder Metallurgy	25910	100.00%

III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name & Address of the Company	CIN / GLN	HOLDING/SUBSIDIARY ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
			N/A		

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

Category of Shareholders	No. of Shares held at the beginning of the year 01 st April, 2019			No. of Shares held at the end of the year 31 st March, 2020			% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares
A. Promoters								
(1) Indian								
a) Individual/HUF	11,33,035	-	11,33,035	4.68	11,33,035	-	11,33,035	4.68
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-
SUB TOTAL (A) (1)	11,33,035	-	11,33,035	4.68	11,33,035	-	11,33,035	4.68
(2) Foreign								
a) NRIs- Individuals	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-
c) Bodies Corp.	1,45,41,785	-	1,45,41,785	60.08	1,45,41,785	-	1,45,41,785	60.08
d) Banks/FI	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	1,45,41,785	-	1,45,41,785	60.08	1,45,41,785	-	1,45,41,785	60.08
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	1,56,74,820	-	1,56,74,820	64.76	1,56,74,820	-	1,56,74,820	64.76
B. PUBLIC SHAREHOLDING								
(1) Institutions								
a) Mutual Funds	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-
g) FIs	2,26,000	-	2,26,000	0.93	82,000	-	82,000	0.34
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1)	2,26,000	-	2,26,000	0.93	82,000	-	82,000	0.34
(2) Non Institutions								

Category of Shareholders	No. of Shares held at the beginning of the year 01 st April, 2019			No. of Shares held at the end of the year 31 st March, 2020			% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares
a) Bodies corporates								
i) Indian	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	23,51,982	23,51,982	9.72	25,48,001	25,48,001	-	25,48,001	10.53 (0.81)
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	24,10,001	24,10,001	9.96	22,02,001	-	-	22,02,001	9.10 0.86
c) Others (specify)	35,40,019	35,40,019	14.63	36,96,000	-	-	36,96,000	15.27 (0.64)
Trusts	40,000	40,000	0.17	40,000	40,000	-	40,000	0.17 -
Hindu Undivided Family	2,09,360	2,09,360	0.87	1,42,000	1,42,000	-	1,42,000	0.59 0.28
Non Resident Indians (Non Repat)	1,42,000	1,42,000	0.59	3,32,000	3,32,000	-	3,32,000	1.37 (0.78)
Non Resident Indians (Repat)	8,04,000	8,04,000	3.32	9,54,000	9,54,000	-	9,54,000	3.94 (0.62)
Clearing Member Bodies Corporate	1,00,659	1,00,659	0.42	22,28,000	22,28,000	-	22,28,000	9.21 0.42
22,44,000	22,44,000	9.27						0.06
SUB TOTAL (B)(2):	83,02,002	-	83,02,002	34.30	84,46,002	-	84,46,002	34.90 (0.59)
“Total Public Shareholding(B)= (B)(1)+(B)(2)”	85,28,002	-	85,28,002	35.24	85,28,002	-	85,28,002	35.24 (0.00)
“C. Shares held by Custodian for GDRs & ADRs”	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2,42,02,822	-	2,42,02,822	100	2,42,02,822	-	2,42,02,822	100 (0.00)

(v) SHARE HOLDING OF PROMOTERS

Sr. No.	Shareholders Name	Shareholding at the beginning of the year 01 st April, 2019			Shareholding at the end of the year 31 st March, 2020			% change is share holding during the year
		No. of the shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of the shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Jignesh Raval	11,33,035	4.68	-	11,33,035	4.68	-	-
2	BRN Industries Limited	95,52,700	39.47	-	95,52,700	39.47	-	-
3	Miba Sinter Holding GmbH H & Co KG	49,89,085	20.61	-	49,89,085	20.61	-	-
Total		1,56,74,820	64.76	-	1,56,74,820	64.76	-	-

(vi) CHANGE IN PROMOTERS SHAREHOLDING

Name		Share holding at the beginning of the year		Cumulative Share holding during the year	
		No. of the shares	% of total shares of the company	No. of the shares	% of total share shares of the company
Jignesh Raval	At the beginning of the year	11,33,035	4.68	11,33,035	4.68
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease. (e.g. allotment/transfer/bonus/sweat equity etc.)			No Change	
	At the end of the year	11,33,035	4.68	11,33,035	4.68

Name		Share holding at the beginning of the year		Cumulative Share holding during the year	
		No. of the shares	% of total shares of the company	No. of the shares	% of share spleaded encumbered to total shares
BRN Industries Limited	At the beginning of the year	95,52,700	39.47	95,52,700	39.47
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease. (e.g. allotment/transfer/bonus/sweat equity etc.)			No Change	
	At the end of the year	95,52,700	39.47	95,52,700	39.47

Name		Share holding at the beginning of the year		Cumulative Share holding during the year	
		No. of the shares	% of total shares of the company	No. of the shares	% of share spleaded encumbered to total shares
Miba Sinter Holding GmbH & Co KG	At the beginning of the year	49,89,085	20.61	49,89,085	20.61
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease. (e.g. allotment/transfer/bonus/sweat equity etc.)			No Change	
	At the end of the year	49,89,085	20.61	49,89,085	20.61

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

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Transactions during the Year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	Date of Transactions	No. of shares	No. of shares	% of total shares of the company
KIFS INTERNATIONAL LLP	10,00,000	4.13				
Market Sale			07th June, 2019	(1,50,000)	8,50,000	3.51
Market Sale			29th Nov, 2019	(26,000)	8,24,000	3.40
Market Purchase			6th Dec, 2019	2,000	8,26,000	3.41
Market Sale			13th Dec, 2019	(7,98,000)	28,000	0.12
Market Purchase			20th Dec, 2019	4,000	32,000	0.13
Market Purchase			27th Dec, 2019	94,000	1,26,000	0.52
Market Purchase			31st Dec, 2019	4,000	1,30,000	0.54
Market Sale			10th Jan, 2020	(56,000)	74,000	0.31
Market Sale			17th Jan, 2020	(22,000)	52,000	0.21
Market Sale			24th Jan, 2020	(32,000)	20,000	0.08
Market Sale			31st Jan, 2020	(10,000)	10,000	0.04
Market Purchase			7th Feb, 2020	4,000	14,000	0.06
Market Purchase			14th Feb, 2020	22,000	36,000	0.15
Market Purchase			21st Feb, 2020	8,000	44,000	0.18
Market Purchase			28th Feb, 2020	1,30,000	1,74,000	0.72
Market Purchase			6th Mar, 2020	54,000	2,28,000	0.94
Market Purchase			13th Mar, 2020	12,000	2,40,000	0.99
Market Purchase			27th Mar, 2020	8,26,000	10,66,000	4.40
At the end of the year					10,66,000	4.40
VIKAS SEHGAL	4,64,000	1.92				
At the end of the year					4,64,000	1.92
UDAIPUR COTTON MILLS COMPANY LTD	1,52,000	0.63				
Market Purchase			4th Oct, 2019	1,52,000	3,04,000	1.26
At the end of the year					3,04,000	1.26
SMITA SACHIDANAD DAS	80,000	0.33				
Market Purchase			11th Oct, 2019	56,000	1,36,000	0.56
Market Purchase			25th Oct, 2019	80,000	2,16,000	0.89
At the end of the year					2,16,000	0.89
NIRANJAN MEHTA	1,26,000	0.52				
At the end of the year					1,26,000	0.52
PUSHKAR HARIVADAN DALAL	1,26,000	0.52				
At the end of the year					1,26,000	0.52
BHAMINI GAURANG DALAL	1,24,000	0.51				
At the end of the year					1,24,000	0.51

For Each of the Top Shareholders	Shareholding		Transactions during the Year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	Date of Transactions	No. of shares	No. of shares	% of total shares of the company
PARIMAL D NATHWANI	1,10,000	0.45				
At the end of the year					1,10,000	0.45
RONSON TRADERS LTD.	28,000	0.12				
Market Purchase			07th June, 2019	28,000	56,000	0.23
Market Purchase			02nd Aug, 2019	50,000	1,06,000	0.44
At the end of the year					1,06,000	0.44
POONAM PRANAY PATEL	-	-				
Market Purchase			13th Sept, 2019	1,04,000	1,04,000	0.43
At the end of the year					1,04,000	0.43

(viii) Shareholding of Directors & KMP

Name						Increase / Decrease in Shareholding	Cumulative Shareholding during	
	For Each of the Directors & KMP	No. of shares	% of total shares of the company	Date & Reason	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Jignesh Raval	At the beginning of the year	11,33,035	4.68		0	0.00	11,33,035	4.68
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					NIL / No Change		
	At the end of the year	11,33,035	4.68					
Pankaj Bhatawadekar	At the beginning of the year	72,000	0.30		0	0.00	72,000	0.30
	Date wise increase/decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					NIL / No Change		
	At the end of the year	72000	0.30					

(ix) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
I) Principal Amount	12,43,15,724	-	-	12,43,15,724
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	12,43,15,724	-	-	12,43,15,724
Change in Indebtedness during the financial year				
Additions	-	9,24,75,000	-	9,24,75,000
Reduction	3,81,89,885	1,88,86,315	-	5,70,76,200
Net Change	(3,81,89,885)	7,35,88,685	-	3,53,98,800
Indebtedness at the end of the financial year				
I) Principal Amount	8,61,25,839	7,35,88,685	-	15,97,14,524
ii) Interest due but not paid	-	13,35,946	-	13,35,946
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	8,61,25,839	7,49,24,631	-	16,10,50,470

(x) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr.No	Particulars of Remuneration	Jignesh Raval	Total Amount
1	Gross salary	1,42,64,836	1,42,64,836
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	1,13,88,856	1,13,88,856
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	28,75,980	28,75,980
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-
2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission as % of profit	-	-
5	others (specify)	-	-
	Others, please specify	-	-
	Total (A)	1,42,64,836	1,42,64,836
	Ceiling as per the Act *	84,00,000	84,00,000
	Ceiling as per Special Resolution passed by the members on 05th September, 2020	2,61,20,370	2,61,20,370

B. Remuneration to other directors:

Sr.No	Particulars of Remuneration	Name of the Directors		Total Amount
1	Independent Directors	Madan Godse	Preeti Ramdasi*	
	(a) Fee for attending board/ committee meetings	1,50,000	1,00,000	2,50,000
	(b) Commission	-	-	-
	(c) Others, please specify	-	-	-
	Total (1)	1,50,000	1,00,000	2,50,000
2	Other Non Executive Directors	Hari Nair	Harald Neubert	
	(a) Fee for attending board committee meetings	-	-	-
	(b) Commission	-	-	-
	(c) Others, please specify.	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	1,50,000	1,00,000	2,50,000
	Total Managerial Remuneration Overall Ceiling as per the Act.	All the Directors are Non executive Directors or Independent Director, only Sitting Fees is paid which is not exceeding Rs. 1 Lac per meeting		

* Ms. Preeti Ramdasi, Non Executive Independent Director resigned from Board w.e.f. 26th June, 2020

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	8,22,904	27,65,264	35,88,168
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	2,64,000	2,64,000
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
5	others, specify	-	-	-	-
	Others, please specify	-	-	-	-
	Total	-	8,22,904	30,29,264	38,52,168

(xi) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

There were no penalties, punishment, compounding of offences for the year ending 31st March 2020 on Company, Directors & Officer in Default.

Annexure V

Form AOC-2

Particulars of contracts / arrangements made with related parties
**[Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013,
and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

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

A] Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered in to during the year ended March 31, 2020, which were not at arm's length basis.

Sr. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	There were no contracts or arrangements or transactions entered in to during the year ended March 31, 2020, which were not at arm's length basis.
2	Nature of contracts/arrangements/transactions	
3	Duration of the contracts / arrangements/transactions	
4	Salient terms of the contracts or arrangements or transactions including the value, if any	
5	Justification for entering into such contracts or arrangements or transactions	
6	Date(s) of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

B] Details of material contracts or arrangement or transactions at arm's length basis

Sr. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.
2	Nature of contracts/arrangements/ transactions	
3	Duration of the contracts / arrangements / transactions	
4	Salient terms of the contracts or arrangements or transactions including the value, if any	
5	Date(s) of approval by the Board	There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.
6	Amount paid as advances, if any	Members may refer Note 35 to the Financial Statement.

Annexure VI

Nomination and Remuneration Policy:

A. Remuneration Policy for Executive Directors

- a) The remuneration paid to the Executive Directors of the Company is approved by the Board of Directors on the recommendations of the Nomination and Remuneration Committee.

B. Remuneration Policy for Non-Executive Directors

Non-Executive Directors of a Company's Board of Directors add substantial value to the Company through their contribution to the Management of the Company. In addition they also play an appropriate control role. For best utilizing the Non-Executive Directors, the Company has constituted certain Committees of the Board.

Remuneration payable:

SR No	Nature of Meeting	Sitting Fee (Amount in INR)
1.	Board Meeting	25,000 (Per Meeting per Director)
2.	Committee Meeting	25,000 (Per Meeting per Director)

C. Remuneration Policy for Senior Managers including Key Managerial Personnel

- 1. The Company while deciding the remuneration package of the senior management members takes into consideration the employment scenario and remuneration package of the managerial talent of other comparable industries.
- 2. The remuneration to Senior Management employees comprises of two broad terms - Fixed Remuneration and Variable remuneration in the form of performance incentive.
- 3. Remuneration of Senior Management members and other employees in the management cadre largely consists of basic remuneration, perquisites, allowances and performance incentives. The components of remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled his/her individual performance etc. The annual variable pay of senior managers is linked to the Company's performance, the performance of the respective divisions/ functions they are attached to and their individual performance for the relevant year is measured against specific major performance areas which are closely aligned to the Company's objectives.
- 4. The performance incentive is based on internally developed detailed performance related matrix which is verified by the HR department.
- 5. Annual increase in fixed remuneration is reviewed and then approved by the Nomination and Remuneration Committee.

Annexure VII

CERTIFICATE ON NON-DISQUALIFICATIONS OF DIRECTORS

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

To,
The Members of
Sintercom India Limited
Gat no.127, At Post Mangrul,
Taluka Maval, Talegaon Dabhade
Pune - 410507.

We have examined the relevant records, registers, forms, returns and disclosures received from the **Sintercom India Limited** (hereinafter referred to as "Company") and made available to us for the purpose of issuing this Certificate. In accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby certify that:

None of the following Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other statutory authority, for the period commencing from 1st April 2019 to 31st March 2020:

Sr. No.	Name of Director	DIN
1.	Hari Narayan Nair	00471889
2.	Jignesh Vasantrai Raval	01591000
3.	Harald Neubert	03446380
4.	Madan Madhusudan Godse	06987767
5.	Preeti Anil Ramdasi	07976863

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 matters 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.

For **KANJ & CO. LLP**,
Company Secretaries

CS Sunil Nanal

Partner Date:
M. No. 5977
CP No. - 2809

26th June 2020
Place: Pune

Annexure VIII

REPORT ON CORPORATE SOCIAL RESPONSIBILITY

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

Focus areas:

The Company supports various bodies in carrying out activities in the areas of rural development, education, health care, general semantics etc.

CSR Objectives:

To attain its CSR objectives in a professional and integrated manner, the main objectives are:

- (1) To promote, carry out, support activities relating to: Education and Training including Science and Technology, Humanities; Healthcare; Welfare of Children, Women, Senior Citizens, and Differently Abled Persons; Employment enhancing Vocational skills; Sanitation; Water management; Agriculture; Horticulture; promotion of Culture; Art & Craft; Conservation of Natural Resources; Promotion and development of traditional Arts & Handicrafts; Employment Generation; Environment Sustainability; Science & Technology; Rural Development; Animal Welfare; welfare and development measures towards reducing inequalities faced by Socially and Economically Backward groups; and such activities may include establishing, supporting and / or granting aid to institutions engaged in any of the activities referred to above.
- (2) To conduct and support studies & research;
- (3) To promote, carry out, support any activities covered in Schedule VII to the Companies Act, 2013, as amended from time to time.

In the financial year 2019-20, the Company has not undertaken any activities but the Company is in regular discussion with the Gram panchayat of nearby village for rural development and as per the discussion the Gram panchayat has request the Company to wait for few months as they are analyzing the requirement.

Web-Link to the CSR Policy:

<http://www.sintercom.co.in/pdf/corporate-policies/csr-policy.pdf>

2. The Composition of the CSR Committee as on 31st March 2020 is as follows:

*Ms. Preeti Ramdasi

Mr. Hari Nair

Mr. Jignesh Raval

Mr. Harald Neubert

*Ms. Preeti Ramdasi Independent Director has resigned w.e.f. 26th June, 2020

3. Average net profit of the Company (calculated as per Section 198 of the Companies Act, 2013) for last three financial years:

Year	Amount (In Million)
FY 2016-17	Rs. 21.37 Million
FY 2017-18	Rs. 65.91 Million
FY 2018-19	Rs. 76.38 Million

The average net profit before tax: Rs. 54.56 Million

4. Prescribed CSR Expenditure (2% of the amount as in item 3 above): Rs. 1.09 Million

5. Details of CSR spent during the financial year:

- a) Total amount to be spent for the financial year: NIL
- b) Amount unspent, if any: Rs. 1.09 Million
- c) Manner in which the amount spent during the financial year: In the financial year 2019-20, the Company has not undertaken any activities but the Company is in regular discussion with the Gram panchayat of nearby village for rural development and as per the discussion the Gram panchayat has request the Company to wait for few months as they are analyzing the requirement.

In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report:

Sintercom considers social responsibility as an integral part of its business activities and endeavors to utilize allocable CSR budget for the benefit of society.

Sintercom CSR initiatives are on the focus areas approved by the Board benefitting the community. However, the Company is exploring new avenues for CSR and would be utilizing remaining funds in the next financial year.

6. Responsibility statement:

The CSR Committee confirms that the implementation and monitoring of Company's CSR Policy, is in compliance with CSR objectives and CSR Policy of the Company.

Managing Director and Chief Financial Officer Certification

To,
The Board of Directors,
Sintercom India Limited

We, Jignesh Raval, Managing Director and Pankaj Bhatawadekar, Chief Financial Officer of Sintercom India Limited ("the Company") to the best of our knowledge and belief, certify that:

- A. We have reviewed the financial statements and the Cash flow statement for the year ended on 31st March, 2020 and to the best of our knowledge and belief:
 - 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- B. To the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- D. We have indicated to the auditors and the Audit Committee that:
 - 1. there are no significant changes in internal control over financial reporting during the year;
 - 2. there are no significant changes in accounting policies during the year;
 - 3. there are no instances of significant fraud of which we have become aware;

Jignesh Raval
Managing Director

Pankaj Bhatawadekar
Chief Financial Officer

Pune, 26th June, 2020

Independent Auditors' Report

**TO THE MEMBERS OF
SINTERCOM INDIA LIMITED
Report on the Audit of the Financial Statements**

Opinion

We have audited the accompanying financial statements of Sintercom India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit and the cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 financial statements of the current period. These matters were addressed in the context of our audit of the 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 that there are no key audit matters to communicate in our report.

Information Other than the 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 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 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 Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of accounts.
 - d) In our opinion, the aforesaid financial statements comply with the accounting standards 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 March 31, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
2. 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 current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

For **Kirtane & Pandit LLP**
Chartered Accountants
Firm Registration No.105215W/W100057

Parag Pansare
Partner
Membership No.: 117309
UDIN: 20117309AAAAGJ9299

Pune, June 26, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **SINTERCOM INDIA LIMITED** of even date)

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

We have audited the internal financial controls over financial reporting of Sintercom India Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions

are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

For Kirtane & Pandit LLP

Chartered Accountants

Firm Registration No.105215W/W100057

Parag Pansare

Partner

Membership No.: 117309

UDIN: 20117309AAAAGJ9299

Pune, June 26, 2020

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of SINTERCOM INDIA LIMITED of even date.

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a policy of verifying all the Fixed Assets once in three years, which is reasonable having regard to the size of the Company and nature of its fixed assets. As explained to us, physical verification has not been carried out during the year.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As informed to us, the physical verification of inventory has been conducted by the management at reasonable intervals and the discrepancies noticed during such physical verification were not material. Stocks lying with third parties at the year-end have been confirmed.

The discrepancies noticed on physical verification of Inventory as compared to the book records have been properly dealt with in the Books of Accounts.
- iii. The Company has not granted any loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act. Accordingly, paragraph 3(iii) of the Order is not applicable.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given loans, made investments, given guarantees and provided securities which are covered by the provisions of Section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company. No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal for contravention of these sections or any other relevant provision(s) of the Act and the relevant rules.
- vi. The Central Government has specified maintenance of cost records under Sub-Section (1) of Section 148 of the Act and we are of the opinion that *prima facie* such accounts and records are made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
 - (c) According to the information and explanations given to us, there are no amounts of Excise Duty, Customs Duty, Value Added Tax, Service Tax, Income Tax, Goods and Services Tax

and Provident fund which have not been deposited as at March 31, 2020 on account of dispute.

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders.
- ix. In our opinion and according to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they were raised. The Company had not raised money by way of further public offer (including debt instruments) during the year.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Kirtane & Pandit LLP**

Chartered Accountants

Firm Registration No.105215W/W100057

Pune, June 26, 2020

Parag Pansare

Partner

Membership No.: 117309

UDIN: 20117309AAAAGJ9299

Balance Sheet as at 31st March, 2020

Particulars	Note No.	31 st March, 2020 (₹)	31 st March, 2019 (₹)
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	3	24,20,28,220	24,20,28,220
(b) Reserves and surplus	4	61,98,26,671	64,83,29,642
		86,18,54,891	89,03,57,862
(2) Non-current liabilities			
(a) Long-term borrowings	5	11,90,88,952	8,14,68,477
(b) Deferred tax liabilities (Net)	6	3,81,56,659	4,46,75,705
(c) Long term provisions	7	3,50,57,859	2,22,41,191
		19,23,03,470	14,83,85,373
(3) Current liabilities			
(a) Short-term borrowings	8	12,05,19,555	15,88,69,665
(b) Trade payables			
(i) Total outstanding dues of micro enterprises and small enterprises and	9	5,06,90,841	3,85,99,436
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9	9,55,70,296	7,56,83,711
(c) Other current liabilities	10	15,30,20,368	17,12,09,707
(d) Short-term provisions	11	3,19,934	1,58,65,597
		42,01,20,994	46,02,28,117
	Total	1,47,42,79,356	1,49,89,71,351
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Property, Plant & Equipment	12	79,79,43,352	83,60,77,423
(ii) Intangible assets	12	12,54,30,361	8,86,27,159
(iii) Capital work-in-progress	12	4,01,01,257	2,27,66,709
(b) Long term loans & advances	13 (a)	47,50,188	82,50,188
(c) Other non current assets	13 (b)	6,45,99,853	5,63,97,346
		1,03,28,25,011	1,01,21,18,824
(2) Current assets			
(a) Inventories	14	15,83,31,091	14,46,59,830
(b) Trade receivables	15	18,71,37,593	24,80,67,441
(c) Cash and cash equivalents	16	78,99,709	87,87,533
(d) Short-term loans and advances	17	22,64,130	17,61,890
(e) Other current assets	18	8,58,21,822	8,35,75,831
		44,14,54,345	48,68,52,526
	Total	1,47,42,79,356	1,49,89,71,351

The accompanying notes form an integral part of the financial statements

1-2

As per our report of even date attached.

For and on behalf of the Board of Directors

For M/s Kirtane & Pandit LLP
Chartered Accountants
Firm Registration No. 105215W/W100057

Jignesh Raval
Managing Director
DIN: 01591000

Hari Nair
Chairman
DIN: 00471889

Parag Pansare
Partner
Membership No. 117309

Pankaj Bhatawadekar
Chief Financial Officer

Anuja Joshi
Company Secretary
Membership No. A32971

Pune, 26th June, 2020

Pune, 26th June, 2020

Profit and loss statement for the period ended 31st March, 2020

Particulars	Note No.	31 st March, 2020 (₹)	31 st March, 2019 (₹)
I. Gross revenue from operations	19	53,52,32,499	82,73,72,600
II. Other income	20	9,09,694	46,36,929
III. Total Revenue (I +II)		53,61,42,193	83,20,09,529
IV. Expenses:			
Cost of materials consumed	21	17,04,46,155	27,69,36,642
Changes in inventory -work in progress	22 (a)	(69,52,658)	(3,38,28,991)
Changes in inventory -finished goods in transit	22 (b)	67,61,218	(79,38,050)
Other Manufacturing expenses	23	11,02,90,939	16,97,70,501
Employee benefit expense	24	6,15,40,755	6,83,75,371
Finance costs	25	3,77,92,195	3,93,78,217
Depreciation and amortization expense	26	6,80,97,746	7,00,16,409
Other expenses	27	12,22,41,433	17,29,11,289
Total expenses		57,02,17,782	75,56,21,389
V. Profit before tax (III - IV)		(3,40,75,589)	7,63,88,140
VI. Tax expense:			
(1) Current tax	41	-	(1,55,74,663)
(2) Deferred tax	40	65,19,047	(2,13,95,520)
(3) MAT Credit Entitlement	41	-	1,55,74,663
(4) Taxes related to previous period		(9,46,428)	-
VII. Profit for the period (V -VI)		(2,85,02,971)	5,49,92,620
VIII. Earning per equity share:			
Basic & Diluted	37	(1.18)	2.27

The accompanying notes form an integral part of the financial statements
As per our report of even date attached.

For and on behalf of the Board of Directors

For M/s Kirtane & Pandit LLP
Chartered Accountants
Firm Registration No. 105215W/W100057

Jignesh Raval
Managing Director
DIN: 01591000

Hari Nair
Chairman
DIN: 00471889

Parag Pansare
Partner
Membership No. 117309

Pankaj Bhatawadekar
Chief Financial Officer

Anuja Joshi
Company Secretary
Membership No. A32971

Pune, 26th June, 2020

Pune, 26th June, 2020

Cash Flow Statement for the year ended 31st March, 2020

Sr. No.	Particulars	31st March, 2020 (₹)	31st March, 2019 (₹)
A.	Cash flow from operating activities		
	Net profit / (loss) before tax	(3,40,75,589)	7,63,88,140
	Adjusted for:		
	Deferred Tax Adjustment	65,19,047	(2,13,95,520)
	Tax Adjustment (Current/Previous)	(9,46,428)	(1,55,74,663)
	MAT Credit entitlement	-	1,55,74,663
	Depreciation, amortisation and impairment	6,80,97,746	7,00,16,409
	Interest earned	(9,09,694)	(30,78,396)
	Interest charged	3,77,92,195	3,77,21,215
	Operating profit before working capital changes	7,64,77,277	15,96,51,848
	Changes in:		
	(Increase)/decrease in sundry debtors	6,09,29,848	(6,09,59,822)
	(Increase)/decrease in inventories	(1,36,71,261)	(4,88,27,098)
	(Increase)/decrease in loans and advances	(27,48,229)	5,90,31,020
	Increase/(decrease) in current liabilities	45,40,610	10,30,01,546
	NET CASH FROM OPERATING ACTIVITIES	12,55,28,244	21,18,97,494
B.	Cash flow from investing activities		
	Purchase of fixed assets and intangibles	8,41,01,426	25,67,23,081
	Changes in non current assets	47,02,507	1,16,245
	Interest received	9,09,694	30,78,396
	NET CASH USED IN INVESTING ACTIVITIES	8,78,94,239	25,37,60,930
C.	Cash flow from financing activities		
	Proceeds from issue of Shares	-	(2,60,01,823)
	Proceeds from long term loans	46,57,363	3,66,20,155
	Proceeds from other borrowings (Net)	3,65,74,521	(4,08,25,964)
	Repayment of long term borrowings	(4,19,61,518)	(4,28,47,247)
	Finance charges	(3,77,92,195)	(3,77,21,215)
	NET CASH FROM FINANCING ACTIVITIES	(3,85,21,830)	(11,07,76,094)
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	(8,87,824)	(15,26,39,531)
	Opening Balance of Cash or Cash equivalent	87,87,533	16,14,27,064
	Cash and cash equivalents at the end of the period (Refer note no 16)	78,99,709	87,87,533

The accompanying notes form an integral part of the financial statements
As per our report of even date attached.

<p>For M/s Kirtane & Pandit LLP Chartered Accountants Firm Registration No. 105215W/W100057</p> <p>Parag Pansare Partner Membership No. 117309</p> <p>Pune, 26th June, 2020</p>	<p>For and on behalf of the Board of Directors</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; vertical-align: top;"> <p>Jignesh Raval Managing Director DIN: 01591000</p> <p>Pankaj Bhatawadekar Chief Financial Officer</p> <p>Pune, 26th June, 2020</p> </td><td style="width: 50%; vertical-align: top;"> <p>Hari Nair Chairman DIN: 00471889</p> <p>Anuja Joshi Company Secretary Membership No. A32971</p> </td></tr> </table>	<p>Jignesh Raval Managing Director DIN: 01591000</p> <p>Pankaj Bhatawadekar Chief Financial Officer</p> <p>Pune, 26th June, 2020</p>	<p>Hari Nair Chairman DIN: 00471889</p> <p>Anuja Joshi Company Secretary Membership No. A32971</p>
<p>Jignesh Raval Managing Director DIN: 01591000</p> <p>Pankaj Bhatawadekar Chief Financial Officer</p> <p>Pune, 26th June, 2020</p>	<p>Hari Nair Chairman DIN: 00471889</p> <p>Anuja Joshi Company Secretary Membership No. A32971</p>		

Notes to the Financial Statements

1 General Information :

Sintercom India Limited is engaged in manufacturing of sintered metal components and auto components. The Company is into manufacture of various auto components required in various automobile applications and is supplying to various Auto Original Equipment Manufacturers (OEM's). The Company has its manufacturing plant in Talegaon Dabhade.

2 Summary of Significant Accounting Policies :

2.1 Basis of preparation of financial statements -

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India, ('ICAI') and the relevant provisions of the Companies Act 2013. Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles.

The preparation of financial statements in accordance with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results may differ from those estimates. Any revisions to accounting estimates are recognised prospectively in current and future periods.

2.2 Inventories -

Stock of Raw materials, finished goods, and work in progress, packing material, tools & spares, stores & consumables and goods in transit are valued at cost or realizable value whichever is less. Cost is arrived at on FIFO basis .

2.3 Property, Plant & Equipment -

Property, plant & equipment are stated at original cost net of accumulated depreciation and impairment loss, if any except for free hold land which is carried at revalued amount based on the report from Government approved valuer. The cost of the property, plant & equipment includes the purchase price and the incidental or directly attributable expenses incurred in bringing the asset to its working condition for its intended use.

The Company has adopted cost model to measure the gross carrying amount of property, plant & equipment.

Gains and Losses arising from disposal of the property, plant & equipment which are carried at cost are recognised in the Statement of Profit & Loss.

The Company identifies and determines the cost of each component / part of the asset separately, if component / part have a cost which is significant to the total cost of asset and has useful life that is materially different from that of the remaining asset.

Spares and Parts which are in Inventory and which meet the definition of Property, Plant and Equipment, such items are accounted for in accordance with the AS10, Property, Plant and Equipment.

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognised in the Statement of Profit and Loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment as prescribed in Schedule II of the Companies Act 2013, as assessed by the management of the Company based on technical evaluation except in the case of following assets:

Class of Assets	Useful Economic life considered	Justification for deviation
a) Building	45 years	
b) Plant & Machinery (Including electrical installations)	20 years	
c) Office Equipments	10 years	Based on past history of usage and supported by technical evaluation report.

2.4 Intangible assets -

Development costs of some new sintered technology applications are capitalized considering the certainty of economic benefits likely to arise from the same over a long period. The said capitalized costs are amortized for the purpose of depreciation / impairment over a period based on the management estimates which are considered as per the expected useful product life of the intangible asset. Cost of development of the intangible assets consists of material cost, manpower cost, plant overheads and depreciation on machinery. The expected useful product life of each intangible asset is re-assessed on yearly basis.

2.5 Depreciation -

Pursuant to Companies Act 2013, being effective from April 01,2014, the Company has provided depreciation as per provisions of Schedule II & Management estimates as applicable. Depreciation on property, plant & equipments added / disposed off during the year has been provided on pro-rata basis with reference to the date of addition / disposal.

2.6 Revenue Recognition -

Revenue (Income) from sales of product is recognized when risk and rewards of ownership are passed on to the customers, which generally coincide with the dispatch of goods. Sales are stated on net basis i.e. exclusive of GST.

2.7 Foreign Currency Transactions -

Recording:-

Transactions in foreign currency are recorded at original rates of exchanges in force at the time when the transactions are effected.

Realization / Payment:-

Exchange differences arising on realization / payment of foreign exchange during the year are accounted in the relevant year as income or expense.

Year end adjustment:-

Foreign exchange difference on monetary items unrealized / outstanding as on year end date is quantified as per year end exchange rates or forward rate agreement as applicable and are charged to Profit & Loss account.

Hedging:-

In respect of Forward Exchange contracts entered into to hedge foreign currency risks, the difference between the forward rate and exchange rate at the inception of the contract is recognized as income or expense over the life of the contract. Further, the exchange differences arising on such contracts are recognised as income or expense along with the exchange differences on the underlying assets/ liabilities. Further, in case of other contracts with committed exchange rates, the underlying is accounted at the rate so committed. Profit or loss on cancellations/renewals of forward contracts is recognised during the year.

2.8 Retirement and other employee Benefits -

The Company contributes towards Provident Fund, Family Pension fund which are defined contribution schemes. Contribution expenses are recognized as an expense in the Profit and loss account in the year in which the contribution is due. The Company has a policy of accounting gratuity on actuarial basis & leave encashment liability on actual basis.

2.9 Borrowing Cost -

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as a part of the cost of such assets. A qualifying asset is one that takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of Profit and Loss in the period in which they are incurred.

2.10 Related Party Transactions -

Related parties under clause 3 of the Accounting Standard 18 issued by ICAI have been identified on the basis of representations made by key managerial personnel and Information available with the Company.

2.11 Earnings per share -

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period for all periods presented is adjusted for events, such as bonus shares, other than conversion of potential equity shares, that have changed the number of equity shares outstanding, without corresponding change in the resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.12 Taxes on Income -

Income-tax comprises of current tax and deferred tax (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Deferred tax assets are recognised only to the extent there is reasonable certainty that they will be realised in future; however, where there is unabsorbed depreciation and carry forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

2.13 Impairment of assets -

In accordance with (AS-28) – Impairment of Assets, the carrying amounts of the Company's assets including intangible assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indications exist, the assets recoverable amount is estimated, as the higher of the net selling price and the value in use. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is assessed at the recoverable amount subject to a maximum of depreciable historical cost.

2.14 Provisions and Contingent Liabilities -

Provision is recognized in the Balance sheet when, the Company has a present obligation as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the obligation; and a reliable estimate of the amount of the obligation can be made. A disclosure by way of a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made. These estimates are reviewed at each Balance-Sheet date and adjusted to reflect current best estimates.

A Contingent liability is a possible obligation that arises from past event(s) whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. It also includes a present obligation that is not recognised as it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Accordingly, the Company does not recognise a contingent liability but discloses obligation the existence of a contingent liability when there is a possible obligation or present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood outflow of resources is remote, no provision or disclosure is made.

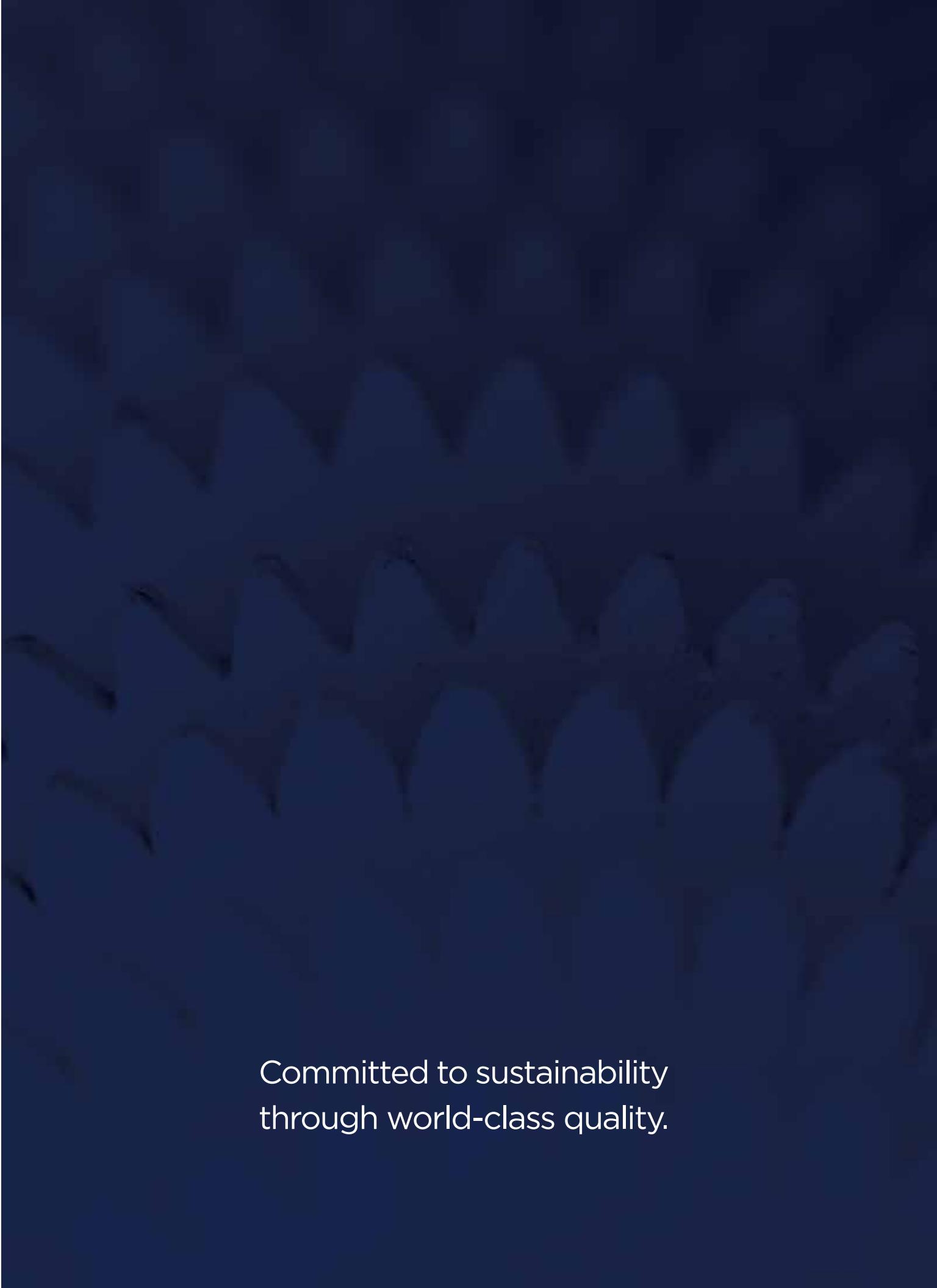
2.15 Other Income -

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable

Income from duty drawback is recognised on as accrual basis.

2.16 Cash and Cash Equivalents -

In the cash flow statement, cash and cash equivalents includes cash in hand, demand deposits with banks, other short term highly liquid investments with original maturities of three months or less.



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Notes to the Financial Statements

3	Share capital	31 st March, 2020 ₹	31 st March, 2019 ₹
	Authorised share capital 2,50,00,000 Equity shares of Rs. 10 each (Previous year - 2,50,00,000 Equity shares of Rs. 10 each)	25,00,00,000	25,00,00,000
	Issued 2,42,02,822 Equity shares of Rs. 10 each fully paid (Previous year - 2,42,02,822 Equity shares of Rs. 10 each fully paid)	24,20,28,220	24,20,28,220
	Subscribed & paid up share capital 2,42,02,822 Equity Shares of Rs. 10 each fully paid (Previous Year - 2,42,02,822 Equity Shares of Rs. 10 each fully paid)	24,20,28,220	24,20,28,220
	Total	24,20,28,220	24,20,28,220

3a	Reconciliation of number of shares	31 st March, 2020		31 st March, 2019	
	Equity shares	No. of Shares	Amount (in ₹)	No. of Shares	Amount (in ₹)
	Balance at the beginning of the year	2,42,02,822	24,20,28,220	2,42,02,822	24,20,28,220
	Add: Shares issued during the year	-	-	-	-
	Balance at the end of the year	2,42,02,822	24,20,28,220	2,42,02,822	24,20,28,220

The company has only one class of share having par value of Rs 10. Each holder of equity share is entitled to one vote per share.

3b	Details of shares held by shareholders holding more than 5% of the aggregate shares in company					
	Name of Shareholders	31 st March, 2020		31 st March, 2019		
		No. of shares	Shareholding %	No. of shares	Shareholding %	
	BRN Industries Ltd	95,52,700	39.47%	95,52,700	39.47%	
	MIBA Sinter Holding GmbH & Co KG	49,89,085	20.61%	49,89,085	20.61%	

4	Reserves and surplus		
		31st March, 2020 ₹	31st March, 2019 ₹
	Securities premium account Balance at the beginning of the year Add: Additions during the year	45,41,15,888 -	48,01,17,711 -
		45,41,15,888	48,01,17,711
	Less: Utilised during the year	-	2,60,01,823
	Balance at the end of the year	45,41,15,888	45,41,15,888
	Revaluation reserve	8,00,00,000	8,00,00,000
	Profit & loss account Balance at the beginning of the year Add: Surplus /(Deficit) for the year	11,42,13,754 (2,85,02,971)	5,92,21,134 5,49,92,620
	Balance at the end of the year	8,57,10,783	11,42,13,754
	Total	61,98,26,671	64,83,29,642

5	Long term borrowings		
		31st March, 2020 ₹	31st March, 2019 ₹
	Secured Term loan from Banks Vehicle loan	4,27,58,475 14,05,846	7,74,09,722 40,58,755
	Unsecured loans -		
	From related parties - - Directors From others	2,21,23,296 5,28,01,335	- -
	Total	11,90,88,952	8,14,68,477

5a	Nature of security and terms of repayment for secured borrowings	
	Nature of security	Terms of repayment
	The term loans totally amounting to Rs.8,46,18,844 (Previous year total Rs. 11,65,26,389) from the bank is secured by way of hypothecation of plant and machinery of the company and mortgage of factory land and building.	Repayable in equal monthly installments ranging from 48 installments starting from July 2018 to December 2022 along with interest. The company has opted for 6 month moratorium period of EMI for all Term Loans.
	The vehicle loan amounting to Rs.40,58,753 (Previous year total Rs. 65,13,219) from the bank is secured by way of hypothecation of the said vehicle.	Repayable in equal monthly installments of 48 installments starting Oct'17.
	The above mentioned term loans are secured by personal guarantee of Mr. Jignesh Raval, Managing Director. There is no continuing default, as at the balance sheet date, in repayment of any of the above loans.	

6	Deferred tax adjustment		
		31st March, 2020 ₹	31st March, 2019 ₹
	Deferred tax asset Deferred tax liabilities	6,96,69,634 10,78,26,292	5,43,46,315 9,90,22,019
	Total	(3,81,56,658)	(4,46,75,705)

7	Other long term liabilities & provisions		
		31st March, 2020 ₹	31st March, 2019 ₹
	Long Term Provisions Provision for retirement benefits - Gratuity Others : Provision for taxation	45,36,544 3,05,21,315	38,84,539 1,83,56,652
	Total	3,50,57,859	2,22,41,191

8	Short term borrowings		
		31st March, 2020₹	31st March, 2019₹
	Secured Working capital loans payable on demand from banks HDFC Bank Limited HDFC Bank Ltd. - L/C Limit	9,17,75,343 2,87,44,212	11,90,02,920 3,98,66,745
	Total	12,05,19,555	15,88,69,665
8a	Working Capital loans from the banks are secured by hypothecation of inventories, book debts and receivable. Further the above mentioned working capital limits are secured by personal guarantee of Mr. Jignesh Raval, Managing Director		

9	Trade Payables	31st March, 2020 ₹	31st March, 2019 ₹
	Total outstanding dues of micro enterprises and small enterprises and (Refer Note 38)	5,06,90,841	3,85,99,436
	Total outstanding dues of creditors other than micro enterprises and small enterprises	9,55,70,296	7,56,83,711
	Total	14,62,61,137	11,42,83,147

10	Other Current Liabilities	31st March, 2020 ₹	31st March, 2019 ₹
	Current maturities of long term borrowings*	4,19,61,518	4,28,47,247
	Other Payables:		
	Capital Creditors	96,38,009	90,23,672
	Other contractual liabilities	7,62,80,449	9,61,74,538
	Duties & taxes	23,45,460	17,86,874
	Dues payable to government authorities	78,72,315	77,82,748
	Salary payable	53,68,793	55,08,382
	Provision for other expenses	95,50,843	80,86,246
	Advance from customers	2,982	-
	Total	15,30,20,368	17,12,09,707
	* The company has opted 6 month Moratorium period of EMI for all term loans.		

11	Short term provisions	31st March, 2020 ₹	31st March, 2019 ₹
	Provision for retirement benefits - Gratuity	3,19,934	2,90,934
	Others:		
	Provision for taxation	-	1,55,74,663
	Total	3,19,934	1,58,65,597

12) Property, Plant & Equipment and Intangible Assets

Particulars	Gross Block			Depreciation			Net Block		
	As at 31 st March 2019	Additions during the period	Deletions during the period	As at 31 st March 2020	Up to 31 st March 2019	During the period	Deletions during the period	Total upto 31 st March 2020	As at 31 st March 2020
Property									
Land	9,20,46,534	-	-	9,20,46,534	-	-	-	9,20,46,534	9,20,46,534
Building	6,48,77,108	17,74,367	-	6,66,51,475	1,48,42,874	13,83,170	-	6,62,26,044	5,04,25,431
Plant & Equipment									
Plant & Machinery	98,60,90,149	2,08,02,208	-	1,00,68,92,357	30,90,58,813	5,56,84,323	-	36,47,43,136	64,21,49,221
Furniture & Fixture	1,41,44,602	2,40,000	-	1,43,84,602	81,48,999	12,35,851	-	93,84,850	49,99,752
Office Equipment	55,60,051	-	-	55,60,051	38,95,177	5,49,889	-	44,45,066	11,14,985
Vehicles	1,21,96,614	-	-	1,21,96,614	37,35,489	15,42,116	-	52,77,605	69,19,009
Computer	98,55,109	1,87,492	-	1,00,42,601	90,11,391	7,42,790	-	97,54,181	2,88,420
Sub-Total	1,18,47,70,165	2,30,04,068	-	1,20,77,74,233	34,86,92,743	6,11,38,139	-	40,98,30,882	79,79,43,352
Previous Year	94,97,06,274	23,50,63,892	-	118,47,70,165	28,77,96,001	6,08,96,742	-	34,86,92,743	83,60,77,423
Intangible Assets									
Technical Knowhow	15,01,87,646	4,37,62,811	-	19,39,50,457	6,15,60,488	69,59,608	-	6,85,20,096	12,54,30,361
Sub-Total	15,01,87,646	4,37,62,811	-	19,39,50,457	6,15,60,488	69,59,608	-	6,85,20,096	12,54,30,361
Previous Year	15,01,87,646	-	-	15,01,87,646	5,24,40,821	91,19,667	-	6,15,60,488	8,86,27,158
Grand Total	1,33,49,57,811	6,67,66,879	-	1,40,17,24,690	41,02,53,230	6,80,97,747	-	47,83,50,977	92,33,73,713
Previous Year	1,09,98,93,920	23,50,63,892	-	1,33,49,57,811	34,02,36,821	7,00,16,409	-	41,02,53,230	92,47,04,581
									75,96,57,098

Capital Work in Progress

Particulars	Gross Block		
	As at 31 st March 2019	Additions during the period	Capitalised during the period
Capital work in progress	2,27,66,708	6,85,24,783	5,11,90,234
Total	2,27,66,708	6,85,24,783	5,11,90,234
			4,01,01,257
			4,01,01,257

Amount in Rs

13a	Long term loans and advances			
		31st March, 2020 ₹	31st March, 2019 ₹	
	Unsecured, considered good			
	Security deposits	32,16,229	32,16,229	
	Others:			
	Fixed deposits	15,33,959	50,33,959	
	(The above deposit is kept with Oriental Bank of Commerce as margin for the bank guarantee issued to Customs department for clearance under EPCG scheme & MPCB)			
	Total	47,50,188	82,50,188	

13b	Other non current assets			
		31st March, 2020 ₹	31st March, 2019 ₹	
	Others :			
	Advance Income Tax	2,81,85,652	1,99,42,520	
	MAT credit entitlement (Refer Note 41)	3,62,29,826	3,62,29,826	
	Prepaid Expenses	1,84,375	2,25,000	
	Total	6,45,99,853	5,63,97,346	

14	Inventories			
		31st March, 2020 ₹	31st March, 2019 ₹	
	Raw materials	40,01,806	52,84,561	
	Work in progress	7,30,04,657	6,60,51,999	
	Loose tools	6,73,21,509	5,36,90,907	
	Stores & spares	83,08,907	71,76,933	
	Finished Goods in Transit	56,94,212	1,24,55,430	
	(As taken, valued and certified by management)			
	Total	15,83,31,091	14,46,59,830	

15	Trade Receivables			
		31st March, 2020 ₹	31st March, 2019 ₹	
	Unsecured, considered good			
	(Subject to confirmation and reconciliations if any)			
	Debts outstanding for more than six months from the date due for payment	1,60,96,251	86,63,497	
	Other Debts	17,10,41,342	23,94,03,944	
	Total	18,71,37,593	24,80,67,441	

Impact of Covid -19 (Global Pandemic)

Trade receivables of Rs. 18,71,37,593/- as at March 31, 2020 form a significant part of the assets base of the Company. The Company closely monitors its customers who are going through financial stress and assesses actions such as such as change payment terms like advance against supplies, letter of credit limits, etc. depending on severity of each case.

16	Cash and cash equivalents	31st March, 2020 ₹	31st March, 2019 ₹
	Cash in hand	2,26,963	1,13,903
	Bank Balances	11,98,343	24,82,949
	Current accounts		
	Other bank balances	14,25,306	25,96,851
	Margin money deposits	64,74,403	61,90,682
		64,74,403	61,90,682
	Total	78,99,709	87,87,533

(The above margin deposit is kept with HDFC Bank Ltd. for margin for the letter of credit limit)

17	Short Term loans and advances	31st March, 2020 ₹	31st March, 2019 ₹
	Unsecured, considered good		
	Others: Employees Advances	22,64,130	17,61,890
	Total	22,64,130	17,61,890

18	Other current assets	31st March, 2020 ₹	31st March, 2019 ₹
	Unsecured, considered good		
	Supplier advances	99,80,047	1,38,13,073
	Other current assets:-		
	Interest accrued but not due on bank deposits	8,67,363	16,92,912
	Advance income tax	73,08,378	67,55,807
	Unbilled Revenue	6,46,45,625	5,77,73,191
	Others	30,20,409	35,40,848
	Total	8,58,21,822	8,35,75,831

19	Revenue From operations	31st March, 2020 ₹	31st March, 2019 ₹
	Sale of Products		
	Finished Products - domestic	53,18,88,040	82,17,08,934
	Finished Products - export	6,75,141	6,13,261
	Other operating revenue:-		
	Scrap sales	20,47,614	39,72,487
	Export Incentive received	6,21,704	10,77,917
	Total	53,52,32,499	82,73,72,600

Impact of Covid -19 (Global Pandemic)

In view of global nature of the pandemic Covid-19 and the uncertainty around its severity and duration of the impact, it is difficult to determine a potential impact on financial performance of the Company in near future. The Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.

20	Other income		
		31st March, 2020 ₹	31st March, 2019 ₹
	Interest income	9,09,694	30,78,396
	Other non-operating income : Insurance claim received	-	15,58,533
	Total	9,09,694	46,36,929

21	Cost of materials consumed		
		31st March, 2020 ₹	31st March, 2019 ₹
	Opening Stock of Raw material Add : Purchases during the period	52,84,561 16,91,63,400	51,20,877 27,71,00,326
		17,44,47,961	28,22,21,203
	Less : Closing Stock of Raw material	40,01,806	52,84,561
	Raw material consumed	17,04,46,155	27,69,36,642

21a	Value of imported and indigenous consumed				
		31st March, 2020 ₹		31st March, 2019 ₹	
		Amount	%	Amount	%
	<u>Raw Materials</u>				
	Imported	-	0.00%	-	0.00%
	Indigenous	17,04,46,155	100.00%	27,69,36,642	100.00%
	Total	17,04,46,155		27,69,36,642	

22	Changes in inventory of finished Goods and work in progress		
		31st March, 2020 ₹	31st March, 2019 ₹
a	Changes in inventories of work in progress		
	Stock at the beginning of year		
	work in progress	6,60,51,999	3,22,23,008
	Total (A)	6,60,51,999	3,22,23,008
	Stock at the end of the year		
	Work in Progress	7,30,04,657	6,60,51,999
	Total (B)	7,30,04,657	6,60,51,999
	Changes in inventories (A) - (B)	(69,52,658)	(3,38,28,991)
b	Changes in inventories of finished goods in transit		
	Stock at the beginning of the year		
	Finished Goods in Transit	1,24,55,430	45,17,380
	Total (A)	1,24,55,430	45,17,380
	Stock at the end of the year		
	Finished Goods in Transit	56,94,212	1,24,55,430
	Total (B)	56,94,212	1,24,55,430
	Changes in inventories (A) - (B)	67,61,218	(79,38,050)

23	Other Manufacturing Expenses		
		31st March, 2020 ₹	31st March, 2019 ₹
	Machining charges	4,90,57,805	7,24,46,247
	Power & fuel expenses	2,85,94,317	3,98,00,754
	Gas consumption	1,14,04,611	2,12,14,988
	Heat treatment expenses	1,68,12,235	3,03,96,798
	Other manufacturing expenses	44,21,971	59,11,715
	Total	11,02,90,939	16,97,70,501

24	Employee Benefits Expenses		
		31st March, 2020 ₹	31st March, 2019 ₹
	Salaries wages and incentives	4,46,70,856	5,03,59,728
	Contribution to provident and other funds	45,52,256	44,39,471
	Staff welfare expenses	1,23,17,643	1,35,76,172
	Total	6,15,40,755	6,83,75,371

25	Finance Cost		
		31st March, 2020 ₹	31st March, 2019 ₹
	Interest Expenses	1,32,36,742	1,42,42,323
	- on term loan	97,38,188	1,01,97,810
	- on working capital facilities	1,48,17,266	1,49,38,084
	Other borrowing costs		
	Total	3,77,92,195	3,93,78,217

26	Depreciation and Amortization Expenses		
		31st March, 2020 ₹	31st March, 2019 ₹
	Depreciation on property, plant & equipment	6,11,38,138	6,08,96,742
	Amortization on intangible assets	69,59,608	91,19,667
	Total	6,80,97,746	7,00,16,409

27	Other expenses		
		31 st March, 2020 ₹	31 st March, 2019 ₹
	Repairs & maintenance - electricals	13,98,036	23,39,766
	Repairs & maintenance -machinery	1,02,84,460	1,76,11,133
	CSR expenses	-	6,38,695
	Consumable & spares	1,22,62,078	2,02,33,455
	Contract labour charges	2,15,49,190	2,73,12,746
	Transportation & octroi	43,95,892	1,18,99,893
	Freight outward	2,59,06,837	3,18,02,520
	Rejection/rework costs	11,66,233	35,23,462
	Packing expenses	96,23,788	1,25,00,523
	Selling expenses	25,58,213	40,61,205
	Foreign exchange loss	1,53,771	1,50,227
	Payments to auditor		
	(a) as auditor	7,00,000	6,00,000
	(b) for taxation matter	25,000	75,000
	(c) for other services	30,600	1,80,600
	Development cost	17,18,871	52,35,515
	Insurance expenses	13,79,672	11,04,592
	Legal, professional & consultancy charges	36,20,543	82,37,747
	Directors sitting fees	3,25,000	2,50,000
	Other expenses	48,28,231	55,87,206
	Bank Charges	15,74,709	7,21,777
	Other interest Cost	33,63,408	43,30,414
	Postage & courier expenses	2,35,316	88,017
	Rents; rates & taxes	19,40,969	11,12,369
	Repairs & maintenance - building	3,15,817	2,41,965
	Repairs & maintenance - others	10,32,950	15,25,691
	Security & housekeeping expenses	53,32,799	51,55,293
	Telephone & internet expenses	9,22,004	9,51,082
	Travelling & conveyance expenses	46,14,171	45,25,914
	Vehicle expenses	9,82,875	9,14,482
	Total	12,22,41,433	17,29,11,289

28	Contingent Liabilities		
		31 st March, 2020 ₹	31 st March, 2019 ₹
	Bank Guarantee	9,74,110	48,70,196
	Claims against the Company not acknowledged as debt :-		
	Income Tax	10,54,826	-
	Total	20,28,936	48,70,196

28 a	The Company does not expect any payment in respect of the above contingent liabilities.
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29	Capital commitments and other commitments		
		31st March, 2020 ₹	31st March, 2019 ₹
	Capital commitments Estimated value of contracts on capital account remaining to be executed not provided for	-	-
	Total	-	-
30	Other commitments Counter guarantee given to bank for bank guarantee issued to customs department for clearance of capital goods under EPCG scheme	1,56,01,505	3,10,65,202
	Total	1,56,01,505	3,10,65,202

31	CIF value of imports		
		31st March, 2020 ₹	31st March, 2019 ₹
	Raw materials	-	-
	Stores, Spares & Consumables	13,26,176	1,00,91,328
	Capital goods	3,43,463	10,97,66,119
	Total	16,69,639	11,98,57,447

32	Earnings in foreign currency		
		31st March, 2020 ₹	31st March, 2019 ₹
	Revenue from exports (FOB Value)	77,850	12,00,330
	Total	77,850	12,00,330

33	Expenditure in foreign currency		
		31st March, 2020 ₹	31st March, 2019 ₹
	Travelling expenses	4,10,529	16,68,844
	Repair Maintenance	10,22,868	-
	Technology Fee	-	68,02,224
	Total	14,33,397	84,71,068

34	Remuneration to auditors		
		31st March, 2020 ₹	31st March, 2019 ₹
	Audit fees	7,00,000	6,00,000
	For taxation matters	25,000	75,000
	Other services	30,600	1,80,600
	Total	7,55,600	8,55,600

35	Related Party Disclosures	
35a	Names of the related parties and Nature of relationship	
	i) Associate Companies	BRN Industries Limited Miba Sinter Holding GmbH & CO KG Miba Sinter Austria GmbH Miba Sinter Slovakia AJ Fibertek India Pvt Ltd. Unique Auto Sourcing Pvt. Ltd.
	ii) Key management personnel	Mr. Jignesh Raval Mr. Pankaj Bhatawadekar Ms. Anuja Joshi

35 b) Related Party Disclosures

Sl. No.	Nature of Transaction	Transaction Description	For the year ended March 31 st , 2020 ₹	For the year ended March 31 st , 2019 ₹	For the year ended March 31 st , 2020 For the year ended March 31 st , 2019		
					Receivable	Payable	Receivable
1	Sale Unique Auto Sourcing Pvt. Ltd. AJ Fiberteck India Pvt. Ltd. MIBA Sinter Slovakia	Domestic Sales Domestic Sales Export Sales	3,22,140 19,187 77,850	- - -	20,168 - 8,210	- - -	- - -
2	Purchase Services AJ Fiberteck India Pvt. Ltd. Unique Auto Sourcing Pvt. Ltd.	Purchase Other payable	7,422 -	- -	- -	14,07494 -	14,17,594 -
3	Reimbursement receivable AJ Fiberteck India Pvt. Ltd.	Reimbursement	-	-	6,96,439	-	46,008 -
4	Royalty / Technical Fees Miba Sinter Austria GmbH	Royalty/ Technical Fees	-	68,02,224	-	27,92,122	-
5	Reimbursement payable Miba Sinter Austria GmbH	Reimbursement	4,10,529	-	-	4,10,529	-
6	Remuneration Paid To Managing Director To Other KMP's	Remuneration Remuneration	1,42,64,836 38,52,168	1,81,94,272 54,31,283	- -	- -	- -
7	Advance given To Managing Director To Other KMP's	Advance Advance	- -	-	4,29,454	-	8,66,848 5,18,578
8	Loans Taken (Unsecured) Jignesh V Raval	Loan	2,74,75,000	-	-	2,13,56,201	-
9	Interest on loans Taken Jignesh V Raval	Interest	9,93,605	-	-	7,67,096	-

35 c) Details of payment and provision on account of remuneration to Managing Director & KMP'S in the statement of profit and loss is as under

Sl. No.	Particulars	Managing Director	CFO	CS			
				31 st March, 2020 ₹	31 st March, 2019 ₹	31 st March, 2020 ₹	31 st March, 2019 ₹
1	Salaries & Allowances	1,12,08,856	1,41,38,292	26,99,240	32,78,631	7,36,148	7,71,279
2	Performance incentive	-	10,00,000	-	10,50,000	65,156	3,749
3	Perquisites	28,75,980	28,75,980	2,64,000	2,40,000	-	-
4	Contribution to provident fund	1,80,000	1,80,000	66,024	66,024	21,600	21,600
	Total	1,42,64,836	1,81,94,272	30,29,264	46,34,655	8,22,904	7,96,628

36	Disclosure as per Accounting Standard - 15		
	<p>Defined contribution plans</p> <p>Provident fund:</p> <p>Contribution towards provident fund for certain employees is made to the regulatory authorities, same is in line with the Provident Fund and Miscellaneous Provisions Act, 1952. The plan guarantees interest at the rate notified by the provident fund authorities. The contribution by the employer and employee together with the interest accumulated thereon are payable to employees at the time of their separation from the Company or retirement, whichever is earlier. The benefits vest immediately on rendering of the services by the employee. Amount of Rs. 28,43,802 (previous year Rs. 25,51,902) is recognised as an expense and included in the contributions to provident & other funds under Note 24.</p> <p>Defined benefit plans</p> <p>Gratuity:</p> <p>Under the plan every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.</p>		
	The following table set out the status of the defined benefit plans as required under AS 15 (Revised 2005):		
(a)	A reconciliation of opening and closing balances of the present value of the defined benefit obligation (DBO):		
	Opening DBO as at the beginning of the year	41,75,473	35,01,802
	Acquisition Adjustment	-	-
	Transfer In/Out	-	-
	Current service cost	8,55,926	6,68,969
	Curtailment Cost/(Credit)	-	-
	Settlement Cost/ (Credit)	-	-
	Past service cost	-	-
	Interest cost	3,05,399	2,53,445
	Actuarial (gain)/ loss	(2,73,349)	1,71,886
	Benefits paid/Direct payments from Company	(2,06,971)	(4,20,629)
	Closing DBO as at the end of the year		
(b)	A reconciliation of the opening and closing balances of the fair value of plan assets:		
	Opening fair value of plan assets	-	-
	Acquisition Adjustment	-	-
	Transfer In/Out	-	-
	Expected return on plan assets	-	-
	Actuarial gain / (loss)	-	-
	Contribution by the employer	-	-
	Mortality Charges & Taxes	-	-
	Benefits paid	-	-
	Closing fair value of plan assets		
	Actual Return on Plan Asset:	-	-
(c)	Actuarial (Gain)/ Loss Recognized:		
	Actuarial (gain) / loss for the period - Obligations	(2,73,349)	1,71,886
	Actuarial (gain) / loss for the period - Plan assets	-	-
	Total (gain) / loss for the period	(2,73,349)	1,71,886
	Actuarial (gain) / loss recognised for the period	(2,73,349)	1,71,886
	Unrecognised actuarial (gain) / loss for the period	-	-

		31 st March, 2020 ₹	31 st March, 2019 ₹
(d)	A reconciliation of the present value of the defined benefit obligation and the fair value of the plan assets to the assets recognised in the balance sheet:		
	Present value of the defined benefit obligation at the end of the year	48,56,478	41,75,473
	Fair value of the plan assets at the end of the year	-	-
	Asset/(Liability) recognised in the Balance Sheet	48,56,478	41,75,473
	Presented as follows		
	Short tem liability	3,19,934	2,90,934
	Long tem liability	45,36,544	38,84,539
		48,56,478	41,75,473
	Unrecognised past service cost	-	-
	Amount not recognised as assets (Para 59 (b) limit)	-	-
	Asset/(Liability) recognised in the Balance Sheet:	48,56,478	41,75,473
(e)	The total expense recognised in the Statement of profit and loss:		
	Current service cost	8,55,926	6,68,969
	Acquisition Gain/(Loss)	-	-
	Past service costs	-	-
	Interest cost	3,05,399	2,53,445
	Expected return on plan assets	-	-
	Curtailment Gain/(Loss)	-	-
	Settlement Gain/ (Loss)	-	-
	Transfer In/ (Out)	-	-
	Actuarial (gain) / loss	(2,73,349)	1,71,886
	Total expense	8,87,976	10,94,300
(f)	For each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the total plan assets:		
	Government of India securities	-	-
	High quality corporate bonds	-	-
	Equity shares of listed companies	-	-
	Property	-	-
	Special deposit scheme	-	-
	Funds managed by insurer	-	-
	Others	-	-
	Total	-	-
(g)	Following are the principal actuarial assumptions used as at the balance sheet date:		
	Discount rate	6.00%	7.50%
	Expected rates of return on any plan assets	-	-
	Salary escalation rate	10.00%**	10.00%
	Attrition rate	10.00%	10.00%
	Mortality table	IALM (2012-14) ult	IALM (2012-14)
	Expected average remaining working lives of employees	9.03%*	9.17%
	* It is actuarially calculated terms of the plan using probabilities of death, withdrawal & retirement		
	** Salary escalation for first year is assumed 0% & thereafter average 10%		

		31 st March, 2020 ₹	31 st March, 2019 ₹		
(h)	Amount recognised in the current year and previous year for experience adjustment				
	Defined benefit obligation	48,56,478	41,75,473		
	Plan assets	-	-		
	Surplus / (Deficit)	(48,56,478)	(41,75,473)		
(i)	Experience adjustment history for five years				
Experience History	31 st March, 2016 ₹	31 st March, 2017 ₹	31 st March, 2018 ₹	31 st March, 2019 ₹	31 st March, 2020 ₹
Present value of obligation	21,90,877	22,92,538	35,01,802	41,75,473	48,56,478
Plan assets	38,415	-	-	-	-
Surplus/Deficit	21,52,462	22,92,538	35,01,802	41,75,473	48,56,478
Experience (Gain) or Loss on plan liabilities	(77,522)	(2,32,692)	10,87,904	(8,46,047)	(5,02,721)
Experience (Gain) or Loss on plan assets	-	-	-	-	-

37	Earnings per share	31 st March, 2020 ₹	31 st March, 2019 ₹
	Net profit as per statement of profit and loss attributable to equity shareholders	(2,85,02,971)	5,49,92,620
	Weighted average number of equity shares	2,42,02,822	2,42,02,822
	Basic earnings per share	(1.18)	2.27

38	Details of dues to micro enterprises and small enterprises registered under Micro, Small and Medium Enterprises Development Act, 2006 (the 'MSMED Act')	31 st March, 2020 ₹	31 st March, 2019 ₹
	Particulars	31 st March, 2020 ₹	31 st March, 2019 ₹
	Principal amount due	5,06,90,841	3,10,40,850
	Interest due on above	23,18,739	3,10,767
	Amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act 2006	-	-
	Amount of interest due and payable for the period of delay	23,18,739	3,10,767
	Amount of interest accrued and remaining unpaid as at the year end	23,18,739	3,32,554
	Amount of further interest remaining due and payable in the succeeding year	-	-

39	Balance confirmations
	In respect of the balance confirmations sought for by the Company from its debtors and creditors, few parties have responded to the request. As such, balances in the accounts of debtors, creditors, advances and deposits are taken as appearing in the accounts and subject to confirmation and reconciliations if any.

40	Statement of computation of deferred tax liabilities/assets (Net)		
	Particulars	31st March, 2020 ₹	31st March, 2019 ₹
	Net deferred tax assets / (liability) as on the beginning of reporting period	(4,46,75,706)	(2,32,80,186)
	Tax effect of items constituting deferred tax asset routed through general reserve		
	Net opening deferred tax liability	(4,46,75,706)	(2,32,80,186)
	Difference in net block as per books of account and as per Income Tax Act,1961	38,75,85,523	35,59,38,244
	Tax effect of items constituting deferred tax liability	10,78,26,292	9,90,22,019
	Provision disallowed under Sec 43B, Sec 40(a)(1) and Sec 40A(7)	1,35,76,161	89,72,645
	Carry forward losses		
	a) Business losses	23,68,53,867	18,63,77,156
	b) Unabsorbed depreciation	-	-
	(Carry forward loss allowable as per income tax at the year end)		
	Tax effect of items constituting deferred tax Asset	6,96,69,634	5,43,46,313
	Net Deferred tax assets/(liability) (A-B) as on end of reporting period	3,81,56,659	4,46,75,706
	Deferred Tax expense/(benefit) recognized in profit and loss account	(65,19,048)	2,13,95,520

41	MAT Credit Entitlement:-
	<p>"Section 115JAA of the Income Tax Act, 1961 provides for tax credit in respect of MAT paid under section 115JA (hereinafter referred to as 'MAT Credit') which could be carried forward for set-off for fifteen succeeding years, in accordance with the provisions of the Income Tax Act 1961. The amount of MAT credit would be equal to the excess of MAT over normal income tax for the assessment year for which MAT is paid. The said MAT credit can be set off only in the year in which the Company is liable to pay tax as per the normal provisions of the act and such tax is in excess of MAT for that year.</p> <p>The Company has paid MAT over and above normal tax assessment & such credit of Rs. 3,62,29,826 has been recognised as an asset in the books."</p>

42	CSR expenditure:-		
	Particulars	31st March, 2020 ₹	31st March, 2019 ₹
	Unspent amount of previous year	6,38,695	2,06,082
	Amount to be spent in the current year	-	6,38,695
	Total to be spent	6,38,695	8,44,777
	Amount Spent in cash during the year		
	Others	-	2,06,082
	Total spent during the year	-	2,06,082
	Total Unspent	6,38,695	6,38,695
43	Information about business segments		
	The Company is operating in one segment only i.e. Sintered Metal Components & Auto Components.		

44	Details of unhedged foreign currency exposure- Derivative instruments outstanding as at year end. Exposures in Foreign Currency which are not hedged by derivative Instrument or otherwise	NIL
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Particulars	31st Mar, 2020		31st March, 2019	
	Amount in FC	Amount in ₹	Amount in FC	Amount in ₹
Outstanding Liability in foreign currency in respect of loans & Creditors	€ 38,956.86	32,03,643	€ 43,022.86	33,44,845
Advances to Creditors	\$ 19,880.79	14,85,890	-	-
Outstanding receivable in foreign currency	€ 17,464.00	14,35,715	€ 13,566.00	10,54,744

45	Impact of Covid-19 (Global Pandemic) on Going Concern: The outbreak of Covid-19 pandemic globally & in India is causing significant disturbances & slowdown of economic activity. To contain the spread of Covid-19 in India, the Ministry of Home Affairs vide order No. 40-3/2020 dated 24 March, 2020 notified the first ever nationwide lockdown. Due to Covid-19 concerns, the company temporarily suspended its operations commencing from 23-March-2020. Subsequently, considering the permissions granted by the Local Authorities based on the guidelines issued by the Government of India & State Governments from time to time & the demand for the products from our customers; the operations of the Company resumed as on 5th May 2020. The Company has evaluated the impact of this pandemic on business operations & based on its review & the current indicators of future economic conditions, there is no significance impact on its business. However, the Company is closely monitoring the business environment & material changes to future economic conditions.
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46	Previous Year Figures The previous year figures have also been reclassified to conform to this year's classification.
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As per our attached Report of even date

For and on behalf of the Board of Directors

For M/s Kirtane & Pandit LLP
Chartered Accountants
Firm Registration No. 105215W/W100057

Jignesh Raval
Managing Director
DIN: 01591000

Hari Nair
Chairman
DIN: 00471889

Parag Pansare
Partner
Membership No. 117309

Pankaj Bhatawadekar
Chief Financial Officer

Anuja Joshi
Company Secretary
Membership No. A32971



SINTERCOM India Limited

(Previously known as Sintercom India Private Limited)

Regd. Office: Gat No. 127, At Post Mangrul, Tal. Maval
(Talegaon Dabhade), Pune - 410 507. India.
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