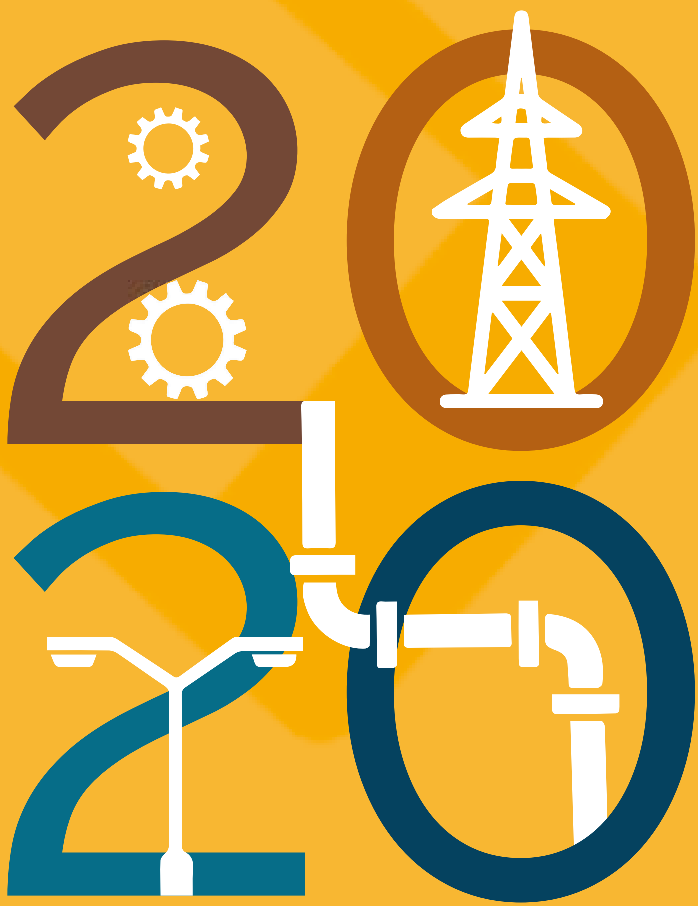

Optimism for future opportunities

SKIPPER
Limited

Annual Report 2019-20

Forward-looking statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

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

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Corporate information

Board of Directors

Chairman (Independent)
Mr. Amit Kiran Deb

Managing Director
Mr. Sajan Kumar Bansal

Wholetime Directors
Mr. Sharan Bansal
Mr. Devesh Bansal
Mr. Siddharth Bansal
Mr. Yash Pall Jain

Independent Directors
Mr. Joginder Pal Dua
Mrs. Mamta Binani
Mr. Ashok Bhandari
Mr. Pramod Kumar Shah

Chief Financial Officer
Mr. Sanjay Kumar Agrawal

Company Secretary
Mr. Manish Agarwal

Auditors

Singhi & Co.
Chartered Accountants
161, Sarat Bose Road,
Kolkata-700026
Ph. +91 33 2419 6000
Email: kolkata@singhico.com
Website: www.singhico.com

Bankers

Indian Bank (Erstwhile Allahabad Bank)
State Bank of India
Punjab National Bank
Union Bank of India
Bank of Baroda
Bank of India
Exim Bank
HDFC Bank
IDFC First Bank

Registered office

3A, Loudon Street
Kolkata-700017, India
Ph. +91 33 2289 5731/32
Fax +91 33 2289 5733
Email: mail@skipperlimited.com
Website: www.skipperlimited.com

Works

Jangalpur Unit (SL 1 & BCTL)
Jalan Complex, NH-6, Village:
Jangalpur,
Post: Andul Mouri, Howrah,
West Bengal- 711302

Uluberia Unit
NH-6, Village: Madhabpur,
Mahisrekha,
Post: Uluberia, Howrah,
West Bengal- 711303

Guwahati Unit
Village- Parlley
Mouza- Chayani
Revenue Circle- Palashbari
District- Kamrup Rural, Assam

Transmission Line Tower Testing and R&D Center
Village & P.O. - Barunda
P.S. - Bagnan
District- Howrah, West Bengal

Registrar & Share transfer agent

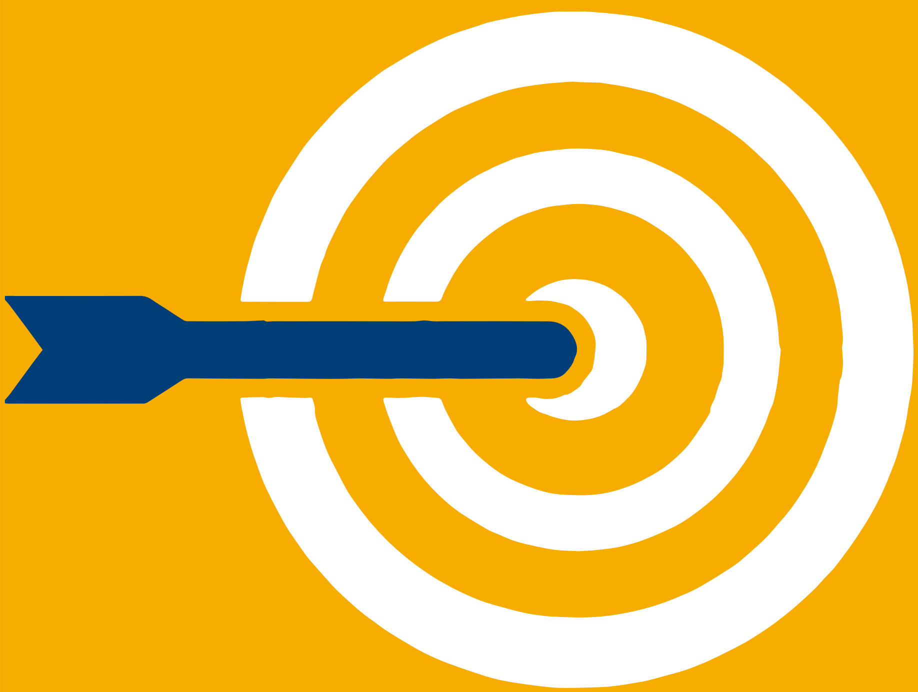
Maheshwari Datamatics Private Limited
23,R N Mukherjee Road, 5th Floor
Kolkata - 700001
Ph. 033 2248 2248 /2243 5029
Fax 033 2248 4787
Email: mdpldc@yahoo.com
Website: www.mdpl.com

SKIPPER 2020

The Skipper of 2020 is not focused on volume; its reliant on the value it creates for its stakeholder.

It focuses on maintaining the strength of the balance sheet.

It focuses on introduction of research-led products aimed at meeting the evolving requirements of its customers.



It is focusing on enhancing productivity on one hand and optimizing operating cost on the other to continuously strengthen profitability.

It is focusing more on the international markets to widen its presence and reduce dependence on a handful of geographies.

It is focusing on emerging segments to diversify presence and derisk from dependence on a single sector.

The Skipper of 2020 is set on solid foundation of achieving sustainable growth.

From being a pure manufacturing company to a turnkey Design & Testing solution provider with the strength of R&D

From government dependent sectors to a mix of government and private sector enterprises.

From presence in handful of markets to newer geographies with significant opportunities across segments.

From a monopolistic dependence on power transmission, Skipper widened its presence to relevant sectors like telecom and railways among others.

From high operating expenditure to a leaner organization.

From dominant domestic player to an international player with growing global competitiveness.

Steps towards growing international presence	Strong foundation created
International certifications	• Received majority of regulatory approvals
Brand positioning	• Established relations with 100 global EPC players
Audit approval for plants	• Our international bidding pipeline of ₹ 34,500 mn are at the highest level in company's history is a true testimony of our efforts
Registration with international EPC players	• Positioned to grow exports to 50% of our Engineering segment revenue in next 2 years
	• Implementation of TOC in both Engineering and Polymer business to significantly improve its working capital cycle and bottom-line profitability

SKIPPER Built on a robust foundation.

Long operational track record and experienced management

Almost 40 years of experience in the business, Skipper has evolved into one of the worlds leading manufacturers of Power T&D Structures and a leading brand in the polymer pipes and fittings sector.

Strong business profile with reputed clientele and healthy order book

A strong business profile which is reflected from its business diversification as it is engaged into manufacturing of power transmission towers, Telecom Towers, Railway Structures, Monopoles, Polymer pipes and also executes certain EPC contracts. Order book as on 31st March 2020 stood at ₹ 20,110 mn of which 30% was derived from international clients.

Healthy financial profile

A revenue of ₹ 13,905 mn was backed by a PAT of ₹ 415 mn. The strength of the balance sheet reflected in a gross debt-equity of 0.66(x).

Integrated Player

Skipper Ltd. Is the one and only integrated T&D company in the world to be present across the value chain - Angle Rolling, Tower and Monopole manufacturing, Load Testing and EPC line construction.

Fungible

Existing manufacturing capacities are fungible across sector (from one product to another with minimal capex).

₹ 13,905 mn
Revenues in FY 2019-20

₹ 415 mn
PAT in FY 2019-20

300,000 MTPA
Engineering Capacity (as on 31st March 2020)

51,000 MTPA
Polymer Production Capacity (as on 31st March 2020)

71.89%
Promoters' holding (as on 31st March 2020)

2000+
Team size (as on 31st March 2020)

Vision

To produce worldclass quality products, ensuring robust national infrastructure development and making India the preferred sourcing hub for global infrastructure needs.

Mission

To continue to add value-added products and services to its portfolio.

To continue to focus on sectors of power and water as per contemporary global demands.

To continue to tap newer geographies to add to the existing market.

To ensure the greater scale and technology, the greater longevity of product, and introduce more efficient technologies for a longer duration of existence.

To reduce carbon footprint and evolve towards reduced consumption of hydrocarbons and non-conventional and renewable energy sources.

Milestones

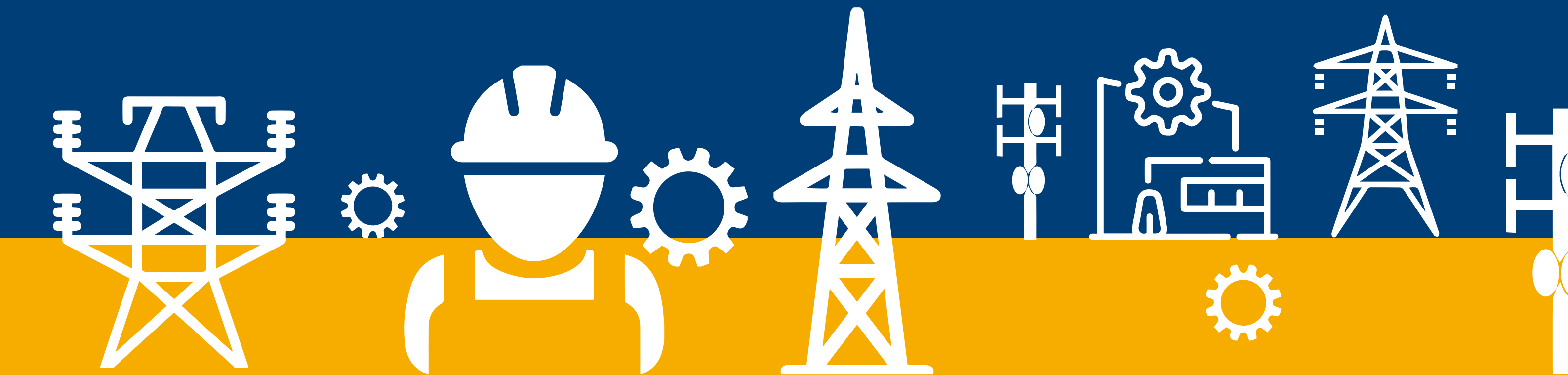
1981
- Our Company was incorporated as Skipper Investments Limited; we began our journey by manufacturing Hamilton Poles.

1990
- The Company's name was changed to Skipper Steels Ltd and it diversified into manufacturing towers and masts.

2001
- The Company set up an LPG cylinder unit.

2003
- Tube mill was set up.

2005
- Set up its first galvanising plant.



2006
- Crossed ₹ 1 billion in revenue.
- Got Powergrid's approval for tower units and received the first order of 400kV towers (the highest voltage level at that time).
- Entered into a manufacturing tie-up with Ramboll, Denmark - the world's largest tower designing company.

2008
- Conversion of tower production process from manual to automatic CNC.

2009
- Got India's first order for 800kV transmission towers from Power Grid Corporation of India Limited (PGCIL).
- Commissioned the Uluberia unit with first Polymer unit and India's first doubleside Tube GI plant.

2010
- Entered into backward integration of two major product verticals tubes and towers, by way of a Strip mill and Angle mill, respectively.

2011

- Focus on broader and diversified product verticals.

2013

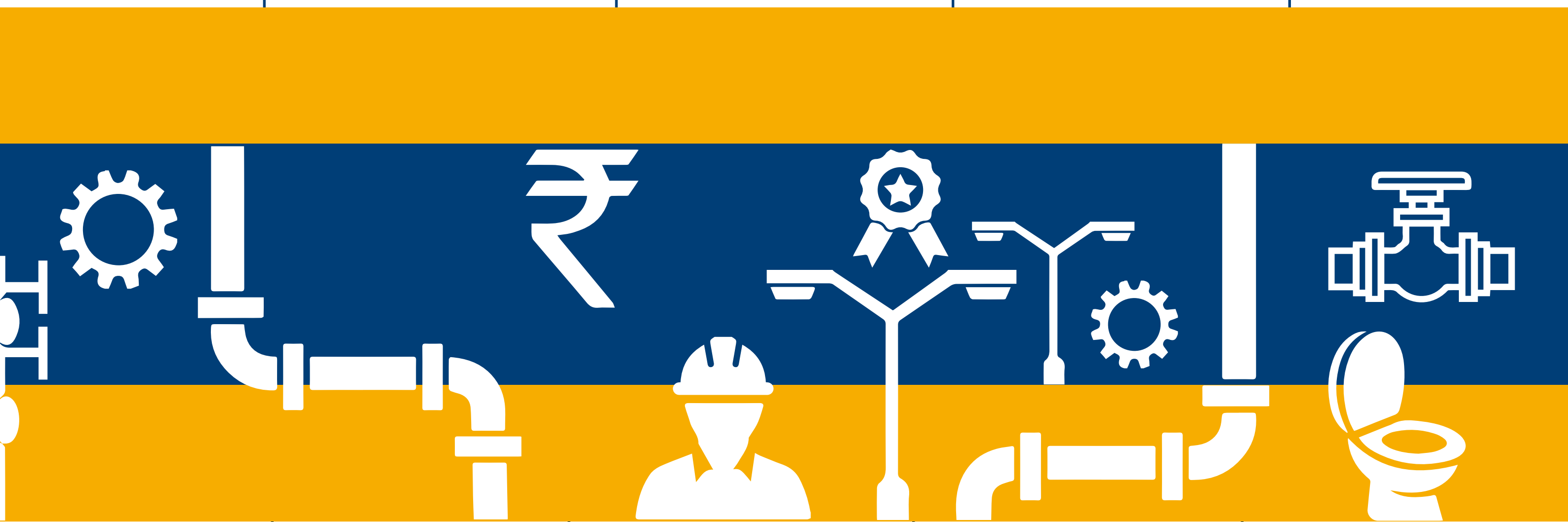
- Crossed ₹10 billion in revenue.
- Alliance agreement with South America's largest TSO for exclusive supply to its transmission projects.

2015

- Awarded 'Fastest Growing Transmission Tower Manufacturing Company' award by CNBC TV-18.
- Got listed on NSE in May 2015.
- Entered into an alliance with Sekisui Chemicals Co Ltd of Japan.

2016

- Won the 'Best Industry in Water Resources Sector' award by CBIP.
- Recognised as 'Star Performer' by EEPC.
- Recognised 'Largest Tower Supplier' by PGCIL.
- Became one of India's pioneer companies in production of Transmission Monopoles.
- Commissioned our first Transmission line EPC project – 400 KV Punchkula Patiala for Powergrid Corporation.



2017

- Emerged as the largest manufacturer of T&D structures in India.
- Commissioned a second Guwahati plant in Palashbari.
- Given Largest Tower Supplier Award by PGCIL (second time).

2018

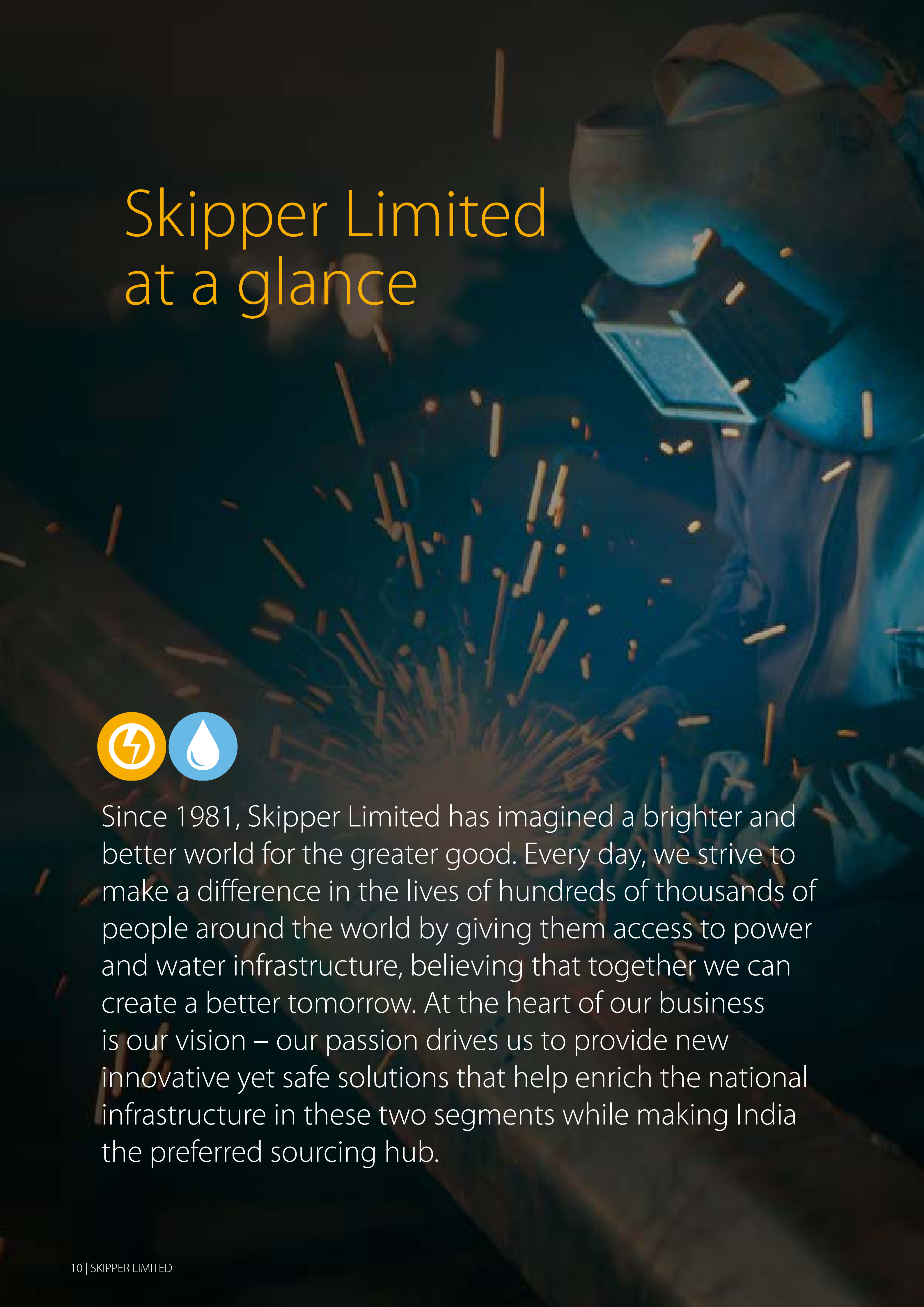
- Entered into a joint venture with Metzerplas for micro-irrigation products.
- Ventured into new product categories such as railway electrification etc.
- Won the 'Largest Tower Supplier' award from PGCIL for the third successive time.

2019

- The company wins the prestigious SKOCH Order of Merit West Bengal.
- Best Employee Engagement Strategy by ET Now.
- Produced and Type Tested India's first 765 KV monopole.

2020

- Dept. of Scientific and Industrial Research (DSIR), Govt. Of India approves and recognizes In House R&D Center.
- Ranked 14 in Dream Companies To Work For presented by ET Now.
- The company commissioned the largest Tower & Monopole Load Testing Station in India, which is also one of the largest in the world.



Skipper Limited at a glance

Since 1981, Skipper Limited has imagined a brighter and better world for the greater good. Every day, we strive to make a difference in the lives of hundreds of thousands of people around the world by giving them access to power and water infrastructure, believing that together we can create a better tomorrow. At the heart of our business is our vision – our passion drives us to provide new innovative yet safe solutions that help enrich the national infrastructure in these two segments while making India the preferred sourcing hub.

We aim to

create a brighter tomorrow

by developing world-class infrastructure facilities that creates a platform for a faster and consistent transmission of power and water across length and breadth of the nation and for its people.

We delivered

steady performance

by keeping our debts under control and by efficiently managing our working capital cycle.

We do this

by powering opportunities

to our clients, our people and our communities.

We believed and empowered

our people

Their competence and enthusiasm helped us standout amongst the crowd and stand tall even in difficult times.

We live by

our values.

How we work is as important as what we do.

We play the role

that benefits everyone

Helps businesses grow, people prosper, and communities thrive.

We transform

our DNA and culture.

Drive growth by focusing on our people.

We

believe passionately

in doing things the right way and have a culture that pushes our people to outperform, every day.

Skipper Limited is the largest manufacturer of T&D structures in India and amongst the top 10 globally.

Carrying a rich legacy of nearly four decades, Skipper Limited has evolved to into one of the world's leading manufacturers for T&D structures in its engineering products segment.

As part of its diversification strategy, the Company ventured into the manufacturing of plastic water pipes. Today, it is one of the leading and respected players within the piping industry manufacturing a wide range of premium quality pipes and fittings, which finds application in different sectors such as plumbing, sewage, agriculture and borewell. Further, the Company widened its spread by entering the EPC infrastructure space and today Skipper is a trusted partner for executing critical Infrastructure EPC projects.

Yesterday

We started in a nascent market. Committed ourselves to addressing the longstanding need of the nation for an efficient and widespread power transmission infrastructure. Focussed on providing the Indian power sector with electricity transmission infrastructure that facilitates the nation's growth. Carved out our distinct USP – a modern, technology-driven, integrated, and innovative power T&D Structures manufacturing company.

Today

We are India's leading and integrated T&D Structures manufacturing company. We have a deep resident capacity that gives us an edge. We are comfortable handling significantly large volumes on the existing platform. We ventured into newer segments that helps us augment our growth strategy. Today, we are truly a multi-product, multi-location, and multi-market company.

Tomorrow

We will continue to strengthen our position as leaders in our segment by pursuing further technological advancement, widening our sectoral presence, enhance customization, and superior service.

Yesterday

We had a humble start as a manufacturer of T&D structures, dedicated to address the longstanding needs of the nation.

2000 (as on 31.03.2000)

Today

Skipper Limited is not just India's largest Power Transmission & Distribution (T&D) structure manufacturing company but also amongst the top 10 largest manufacturers globally.

2020 (as on 31.03.2000)

	2000	2020
Revenue	₹64 mn	₹13,905 mn
Networth	₹50 mn	₹6,876 mn
Gross Block	₹58 mn	₹8,242 mn

Where we are

Headquartered in Kolkata, India, Skipper Limited has its manufacturing presence spread across the two states of West Bengal (3 units: 2 in Jangalpur and 1 in Uluberia) and Assam (1 unit in Guwahati).

Our management

Helmed by Mr. Sajan Kumar Bansal, Managing Director, Skipper Limited is managed by a team of reputed industry professionals. Its Board of Directors is comprised of some of the top names from diverse industries, finance and other professional services. Mr. Bansal heads the day to day operations of the Company along with his highly qualified and experienced team, and together they oversee a company that employs 2000+ professionals (as of March 2020).

International certifications

Certifications	Country
CFE/LAPEM	Mexico
CWB	Canada & USA
DEWA	Dubai
ROHAS	Malaysia
CE CERTIFICATION	Europe
ACHILLES/STATNET	Nordic
Saudi Electric Company	Saudi Arabia
The Jordanian Electric Power Company Ltd	Jordan
RETIE	Colombia
EETC	Egypt
BPC	Bhutan
KETRACO	Kenya
TCN	Nigeria
NGCP	Philippines

Our offerings basket

Over four decades, Skipper has evolved into one of the world's leading manufacturers of transmission and distribution structures (towers and poles) in the engineering products segment.

The Company is a leading brand in the polymer-based water pipes sector. It is a trusted partner in the execution ofcritical infrastructure EPC projects.

The Company is also strengthening its presence in the margin-driven infrastructure project business.

Engineering Products

With an installed T&D structure capacity of over 300,000 MTPA, Skipper Limited is India's largest and amongst the top 10 value-added engineered products manufacturers.

Product portfolio

- Power transmission towers
- Transmission line monopoles
- Light & Distribution Poles
- Mild steel & high tensile angles
- Fasteners & tower accessories
- Railway electrification structures
- Telecom Towers

Highlights

Positioned as one of the world's leading transmission tower manufacturers; largest in India

Revenue (2019-20)

₹ 11,425 mn

82% contribution to total revenue (2019-20)

EPC Infrastructure Projects

Known for successfully executing big-ticket projects while being cost effective, Skipper specializes in providing services such as transmission line EPC and underground utility laying by HDD (Horizontal Directional Drilling).

Highlights

- Forward integration activity
- Aimed at high-margin projects

Revenue (2019-20)

₹ 1,116 mn

8% contribution to total revenue (2019-20)

Polymer Products

With an installed capacity of over 51000 MTPA, Skipper differentiates itself by offering high quality but cost-effective piping solutions.

Product portfolio

- UPVC Pipes
- CPVC Pipes
- SWR Pipes
- Agriculture Pipes
- Borewell Pipes
- CPVC Solvent Cement
- Bath accessories
- Fitting accessories (for all the above types of pipe)

Highlights

Only polymer pipe company in India to implement the Theory of Constraints in its Operations

Revenue (2019-20)

₹ 1,363 mn

10% contribution to total revenue (2019-20)

How Skipper plans to drive efficiency and innovation?

By investing in contemporary technology, thereby building stronger foundations and enabling future growth.

Investment in contemporary technology is expected to help deliver more customised outcome = Accurate and timely project completion and management + Better operational functionality and flexibility + Improved data analytics i.e. better understanding the customer need

Our Strategy

Building on a proud past; creating a stronger future.

1 **Diverse ecosystem:**
We operate in an open system of collaboration to support our clients with customised products and services that matches their needs.

2 **Innovative solutions and technology:**
We offer innovative solutions and technology to drive efficiency and deliver benefits to our customers, employees and the wider energy exchange marketplace.

3 **Enduring trust, integrity and resilience:**
We earn trust and deliver resilience by making sure our processes are stable, secure, reliable and fair, and that our people act with integrity towards the market and each other.

4 **Customer-centric:**
We are constantly brainstorming ways to improve the experience for our customers and to deliver just the right product with the right time.

5 **Collaborative culture:**
We foster collaboration and agility within our businesses, across our teams and among our people by empowering them.

Managing Director's overview

Dear Shareholders,

This financial year remained one of the most challenging years for the entire economy. Sectoral slowdown resulted in an overall investment in the infrastructure sector, which resulted in a slowing order book and its execution during the year under review. In the fourth quarter, the emergence of the nationwide lockdown from the third week of March 2020, arising from the COVID-19 situation, led to marginal loss of revenue in the quarter. However, we remain optimistic on various counts!

During the year, the Company reported a revenue of ₹ 13,905 mn in 2019-20 against ₹ 18,709 mn in 2018-19; PAT was reported at ₹ 415 mn in 2019-20 against ₹ 312 mn in 2018-19. The order book at the end of the year stood at ₹ 20,110 mn.

As discussed above, the year 2019-20 was one of the pivotal challenging years for the Company. This was primarily on account of a slowing economy and a deceleration in the infrastructure sector, where access to credit was impeded. Also the conditions of the domestic T&D business were unfavourable for growth. In such a scenario, we took a conscious decision to stagger supplies to the customer unwilling to give secured payment terms. Considering the liquidity situation in the market, we also limited our credit risk exposure across our customers, choosing to be more judicious and prudent and thought it advisable not to chase growth in revenue at the cost of financial discipline. In the first three quarters of 2019-20, we received smaller contracts in the domestic market, compared to the last two years, and this heavily compromised our performance. Coupled with a dearth of short term orders in the market and our Polymer segment undergoing structural changes Skipper's turnover was impacted. The profitability was also negatively affected by the steep depreciation of the rupee. The Company had to take an impact of forex loss worth Rs 194.5 mn in Q4 FY20 and Rs 155.1mn in FY20 which is largely notional in nature. Despite the challenges, the Company was able to improve its operating EBIDTA margin (Net of Forex) to 11.1% in 2019-20 against 9.8% in 2018-19, driven by superior operating efficiencies and lean manufacture. We expect that the margin will start improving hereon driven by the execution of engineering projects both in the domestic and international market.

We are proud to announce recently, the company's credit rating has been assigned as "A-"/Stable by ACUITE on account of improved operational & financial performance in conjunction with better growth prospects.

The Indian economy

The Indian economy reported a growth of 4.2% during 2019-20, making it the 11-year low number. The slowdown was driven by the fall of another major financing company during the year which impacted the NBFC credit flow in turn impacting the consumer credit during the year. This impacted consumer demand and hence a prolonged slowdown.

The situation was further complicated owing to the outbreak of Covid-19 pandemic, lowering sales further during the last week of March 2020. We believe that we are in a sector which is a key to drive the turnaround of the country' economy and gives us optimism related to the Company's future.

Green shoots visible

There have been signs of recovery in the demand for the transmission and distribution sector:

- The domestic T&D activities are showing signs of pickup after witnessing two years of lull reflected in the strengthening order book.
- The company has the highest ever bidding pipeline of ₹ 51.5bn as on FY20.A large aggregation of orders thatremained postponed and ₹ 500bn of GEC related projects are slated to come up for bidding this year and will provide the much-needed boost to the domestic transmission industry. The process has already kickstarted with tenders worth ₹ 250 bn and are under different phases of bidding for new Interstate & Intrastate 765 kV & 400 kV transmission Lines. The company's existing engineering order book stood at 20.1bn which is almost 1.5x of sales as on FY20. Exports order inflow grew by 54% to ₹ 4.62 bn in FY20 and constitutes 30% of total order book in FY20 as compared with 13% in FY19.
- We target to further double the order inflow from the international markets in FY21E.

Polymer business

The implementation of TOC in its polymer business was a masterstroke. With its strong product profile and sectoral presence, we expect that the business will continue to add to the company's overall topline and bottomline in the coming years.

Making Skipper ready beyond 2020

At Skipper we have worked over the past few years to make the organization a resilient one.

It widened portfolio, expanded market presence, implemented TOC all across department to make Skipper's one of the attractive proxies of Indian infrastructure industry.

The Company strengthened its customer focus through the reinforcement of a service-driven mindset and higher service benchmarks.

Over the years, Skipper has focused on creating a business model which has strong foundation. The Company is present in a sector which is directly related to the growth of the nation. We are optimistic that infrastructure will continue be the focus to drive India towards the coveted US$5 tn mark and being a prominent player in the segment, we are optimistic that we will continue to grow in the coming years.

Besides the domestic market, the Company is optimistic about the international market as it has regulatory approval from more than 30+ countries.

The success of our domestic business model is now being replicated in our international business. In between 2005 and 2015 Skipper supported multiple Indian non-integrated T&D EPC Contractors (holding major market share) with low cost reliable Transmission Tower supplies (Towers are almost 50% of the value of any project). The same model is now being implemented in the international market.

The Company protected the foundation of its balance sheet by staying relatively under-leveraged. A moderated working capital outlay will enhance competitiveness.

We have continued to stay in the minds of our customers through enhanced brand visibility exercises. We participated in around 25 global exhibitions in two years.

As a business strengthening measure, we are also implementing TOC in the engineering business along with the polymer business to strengthen working capital cycle and enhance profitability.

Over the past few years, Skipper has invested in its DSIR approved R&D lab which has strengthened its innovation capabilities. Backed by a strong design team as well as an R&D team, the Company has been able to introduce various innovative products for the first time in the country which is expected to create a favorable position for the Company in the industry in the coming years. Besides, the Company's state-of-the-art testing centre has been helping in conducting tests (a first in the Eastern part of the country), making it a preferred centre for contractors and manufacturers for prototype testing.

Impact of Covid-19

The lockdown owing to the onset of Covid-19 pandemic impacted the company's revenue in the last week of March 2020. However, we think that it is more of revenue deferment for the company rather than revenue loss and any revenue shortfall would be covered up in the subsequent quarters. Also, none of the projects we were part of, got cancelled and neither faced any significant deferment.

Skipper has implemented safe working conditions for its employees such as social distancing at work, allowance for working from home, sanitizing check points, using masks and an overall conducive environment. The company has also launched term insurance if ever in an event of unfortunate circumstances a staff member succumbs terminally to Covid, the family receives upto ₹ 20 lakhs as compensation.

Outlook

At Skipper we strongly believe that the Skipper of 2020 will be more nimble and quick to adapt to the sectoral evolutions. With its focus on innovation and cost rationalization, it is expected to create a stronger growth path.

I must take this opportunity to thank our shareholders for staying invested in the company. We expect that the growth may be temporarily delayed, but we are on course to drive the value for all our stakeholders.

Sajan Kumar Bansal

Managing Director

The validation of Skipper's business model

Profitability in a downturn is a validation of Skipper's business model

Conscious slowing down: Not chase growth at the cost of financial discipline

Sectoral consolidation to lead to next rebound; opportunity to switch sectors based on margin positive

Skipper opportunity-ready through re-navigated business model

Progressive broadbasing to strengthen revenues and margins – overall quality of business

Rising global competitiveness

Higher Price:
Chinese manufacturers are almost 10-15% higher priced than Indian manufacturers, owing to unfavorable currency and much higher labour costs.

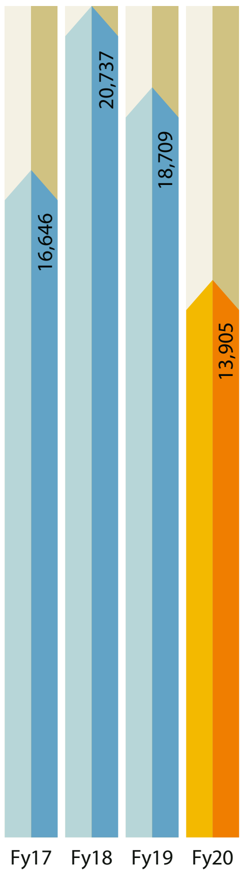
Limited Capacities to offer:
Chinese manufacturers have cut capacities owing to pollution issues and the remaining capacity is tied up in their Belt – Road project so are quoting very long lead times.

Reliability:
More and more global utilities are interested to source from Indian manufacturers compared to Chinese due to regular quality issues over the years.

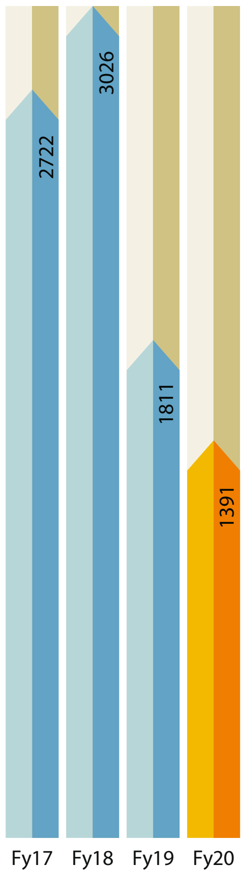
Anti-Chinese business sentiment:
The impact of the COVID-19 pandemic on the globalisation process has forced many nations to re-think trade ties with China. As tensions between India and China over the Indo-Chinese border grow, Indian government has come up with a strategy for self-reliance. Boycotting Chinese products, shifting towards local products is an essential component of that strategy. Replacing Chinese imports with Indian home brands will gradually replace China as a global manufacturing hub in the post-COVID-19 world.

Skipper's financial performance over the years

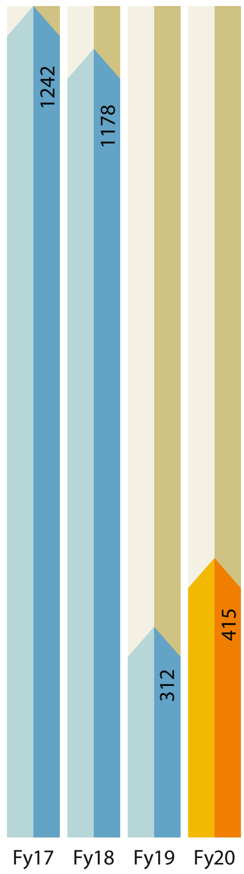
Revenues (₹ mn)



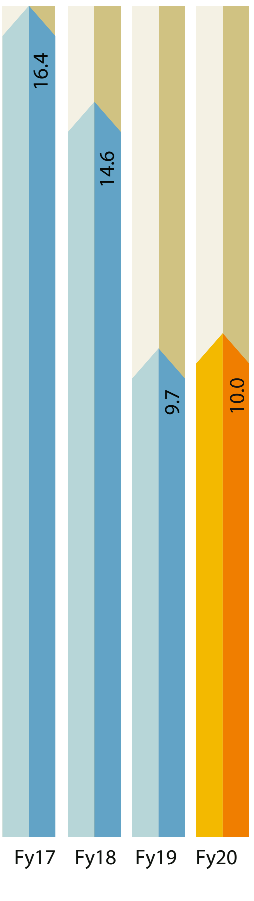
EBIDTA (₹ mn)



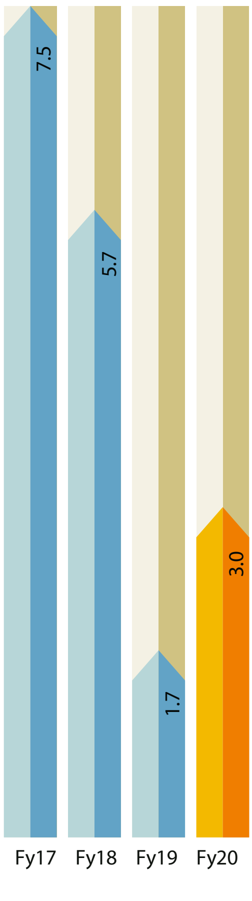
Profit after tax (₹ mn)



EBITDA Margin (%)



Net Profit Margin (%)



Gearing (x)

Our business model

Skipper is India's largest and amongst the global leader in transmission tower manufacturing segment with a broad-based portfolio.

We have a broad portfolio across different categories and price points, and our products are available in more than 30 countries.

Over the years we have developed a wide range of complex value-added products, which are relatively insulated from competition. A presence across the sub segments like towers, tubular poles, monopoles and EPC, has not only enables us to have a control over the value chain but also ensured a high degree of performance.

Our portfolio and geographic reach enable us to deliver sustainable performance by finding application in a wide range of industries, thereby creating value for our different stakeholders.

The consumer is at the heart of our business. Using world-class technology and innovation skills, we aim to deliver products that play a positive role and helps us stay ahead of competition.

Our integrated plant, close proximity to raw material sources, and local labour employment strategy in our manufacturing plants has helped us with the required edge to overcome any crisis situation. It has also helped us control our operations and supply chain management, in challenging times.

Our organisation is structured in a market-based model. This means we have greater agility and can better apply our strategy in different markets to meet the varied needs of our consumers. It also enables us to quickly identify and act on consumer trends to support growth.

We use our local and global market expertise to identify and deliver against the most valuable growth opportunities.

Our supply capabilities and wide spread distribution network with more touch points enable us to manufacture and distribute our products efficiently and effectively.

We are passionate about our role in society and the responsibility we have to our stakeholders, communities and the environment.

The four key elements of our business model

We make

Skipper Limited is one of the world's largest integrated Power T&D structures manufacturing companies with Angle Rolling, Tower, Accessories & Fastener manufacturing and EPC line construction. Our manufacturing capacity is the largest in India and among the top 10 in the world. Skipper Limited is a national powerhouse in the Polymer Pipe business. Under the brand name of 'Skipper', the company manufactures huge range of premium quality pipes and fittings, which are used in different areas such as Plumbing, Sewage, Agriculture and Borewell sectors.

We innovate

Led by consumer insights and backed by state-of-the-art machineries, we unlock new opportunities by bringing new features to our products. We innovate with new offerings that meet changing consumer demands.

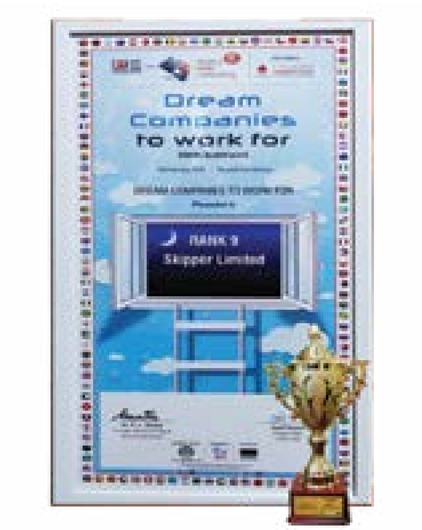
We market

We invest in world-class marketing to responsibly build aspirational brands that resonate with our consumer's needs and the trust of our customers.

We sell

We extend our sales reach through spread across 30+ countries.

Our Achievements



Awards

- Dream Companies to Work for - ET Now
- Best Reward & Recognition Strategy - ET Now
- ICC Social Impact Awards "Special Jury Recognition" By Indian Chamber of Commerce
- "The Most Iconic Brand" by Et Edge
- Largest Tower Supplier by Power Grid Corporation of India Limited - 2016 to 18
- HR Talent Management Award By ET Now
- Economic Times Bengal Corporate Award
- Star Export House - 2 Stars by FIEO
- Dream Companies to Work For in Manufacturing Sector by Times Ascent

One of the few Indian companies in the transmission tower segment to have a presence across 5 continents.

One of the few Indian companies in the transmission tower and EPC segment to have existing and scalable relationship with more than 100 global EPC players.

First

Skipper is the First Polymer Pipe company in India to successfully implement Theory of Constraints (TOC) in its operations.

Few

Skipper is among a Few handful companies around the world pioneering the production of Monopoles upto 765 KV for High Voltage Transmission Lines.

Only

Skipper is the Only truly integrated T&D company in the world present in the entire value chain with Angle Rolling, Tower, Pole and Fasteners manufacturing, Tower & Pole Load Testing and EPC Line construction.

What makes us different?

We are capturing **higher** market share with each passing year.

We are becoming **stronger** in terms of our product offerings.

This is how Skipper Limited has been able to differentiate itself from the competition.

By strengthening our core business

We are strengthening and extending our businesses to ensure we can respond to evolving customer needs in quick time. This means we are increasing the range of products and services we provide and thereby making Skipper more appealing to our customers – in so doing we emerge as a solution provider, rather just a product manufacturer.

By being fast, efficient and effective

We are improving our performance by increasing the efficiency and productivity of our assets, processes, operations and balance sheet. A fast, efficient and effective manufacturing process helps the company by saving time and by increasing the manufacturing churn within the existing capacities, thereby enabling the business to sustain profitability.

By investing for future growth

We are building on our strong foundations for long-term, sustainable growth by investing in the infrastructure required to meet long-term customer needs. This enables us to innovate in our offerings and also helps us in adapting the changing trends in quick time.

By diversifying to drive growth

We have evolved from just a Hamilton pole manufacturer to the largest Power T&D Structures manufacturer in India with a wide range of core and value-added products. This synergic business extension has helped the company continuously grow its business and client base.

Where we are present?

Our footprints

Driven by innovation and cutting-edge technology, Skipper Limited has its product presence spread across more than 30+ countries across the world.

South America

Peru

Colombia

Chile

Paraguay

Panama

Uruguay

Europe

UK

Spain

Africa

Kenya

Egypt

Ghana

Nigeria

Zambia

Sierra Leone

Guinea

South Africa

Botswana

Burundi

Angola

Middle East

Jordan

Saudi Arabia

UAE

Qatar

South and South East Asia

India

Nepal

Bangladesh

Sri Lanka

Indonesia

Philippines

Malaysia

Australia

By taking a measured approach to achieving our long-term aspiration, our strategic plan was to enhance and further strengthen our presence in the global market, which would help us deliver continual and sustainable growth to our stakeholder.

A growing global presence not just adds value to the Company's brand image, but helps us in growing our revenues and profits at an attractive pace, while substantially de-risking our business from an excessive dependence on a handful of geographies.

Manufacturing presence

Location	Engineering Product (MTPA)	Polymer Pipes & Fittings Products (MTPA)
Uluberia - Kolkata (WB)	1,30,000	44,000
Unit 1 -Kolkata (WB)	104000	
BCTL - Kolkata (WB)	36,000	
Guwahati - Assam	30,000	7,000
Total - Capacity	**3,00,000**	**51,000**

The Company ventured into the micro irrigation industry by entering into a partnership with Metzerplas Cooperative Agricultural Organization Limited of Israel. The first plant of Skipper- Metzer India LLP (SMIL), the Joint Venture was inaugurated on 29th April, 2019 at Hyderabad. Within the first year of operations, SMIL has achieved a turnover of ₹ 324 mn.

Skipper's strategic advantage

Technology leader

- Unique expertise in technology integration for solution delivery
- Industry-leading quality product and design
- Leading technology portfolio
- An integrated and automated manufacturing set-up ensuring highest standards of quality
- Unparalleled breadth of product
- Best-in-industry infrastructure of global and local technology and application centres

Market leader

- Largest manufacturer of Power T&D structures in India
- Amongst the top 10 manufacturers of transmission towers in the world
- One of the leading polymer piping solutions providers in India

Growth potential

- Industry-leading business model
- Unique product portfolio and positioning with strong customer relationship
- Extensive global footprint platform to cater to a wide range of customers
- Strong growth potential in developing markets

People

- Proven leadership and management capability
- Ambitious, results driven and collaborative culture
- Investment in leadership, professional and technical capabilities for the future
- Opportunities for personal growth and career fulfilment
- Diverse and inclusive teams

At Skipper, Safety of our people stands to be our first priority.
Celebrating 49th National Safety Week 2020 in our Plants.

Innovation will drive the next phase of growth for Skipper

Skipper's continuous investments in research and development

Skipper is among the handful in its sector to invest heavily in research and innovation. The Company's R&D department is approved by DSIR reinforcing the Company's strong commitment to innovative products and solution for its customers. The R&D Unit will not only facilitate in house load testing and proto type testing but will also help improve and customize the tower design resulting in customer satisfaction.

The Company's tower testing facility is one of the largest in India and first of its kind in Eastern India. The centre is capable of full-scale load testing, a reliable tool for validating the structural design. The facility is designed to test all kinds of lattice towers, monopoles & guyed towers with world class technical parameters. It has emerged as a preferred destination for OHTL contractors & manufacturers for prototype testing.

New products developed under the R&D projects in the year 2019-20

Firsts

For the first time in India, designed, manufactured and type tested 400 kV quad-moose type monopole using high tensile steel.

For the first time in India, designed, manufactured and type tested 765 kV hexa-zebra monopole using innovative design methodologies and high tensile steel to optimize weight of the structures.

Innovative

Designed 220 kV D/C towers for application in Hilly Area. These towers are subject to negative vertical load (Uplifting loads) due to hilly terrain. Our design team has successfully designed bracings and cross-arm connections to ensure higher reliability Developed the use of high yield strength 500 MTPA material for use in power distribution structures. This was successfully designed, built and tested. These poles will serve as a good alternative because of lower base diameter of the monopoles by 20% and 33% lower weight as compared to Yst 350 grade material. This in-turn results in huge cost savings for the customer in terms of pole structure and land cost Successfully implemented use of controlled chemistry steels for their tower and pole products to ensure better galvanizing finish.

Benefits of DSIR recognition

- Custom duty waiver on R&D capital equipment/raw materials procurement
- Allows the company to avail certain expenditures (including Capital expenditures other than Land & Building) as exemptions under the Income Tax act.

Agenda for the coming year

- 33 kV multi-circuit multipurpose utility poles for power distribution
- 220 kV and 400 kV Y-shaped pole for multicircuit applications where reduced footprint is available
- Use of camera and image processing for breakdown analysis, defect analysis and efficiency improvement
- Utilization of PLS CAD data for calculation of input loads
- Use of welded joints in place of bolted joints for bottom tower sections
- Rectangular and Narrow base towers for use in areas with limited space availability
- Use of pole or tubular structures for substation gantries and beams
- Use of single pole structures for Railway electrification
- Development of high strength unique crash barrier system

Fully Integrated In-House Research & Development Center

Skipper's In House Research & Development Center located in Howrah, West Bengal is approved and recognized by Dept. of Scientific and Industrial Research (DSIR), Govt. Of India. The R&D Unit will not only facilitate in house load testing and proto type testing but will also help improve and customize the tower design resulting in customer satisfaction.

Key USP of Skipper's R&D centre

- Towers up to 1200kV with 120m height (highest in the country) can be tested seamlessly
- Automated central loading and supervision system to regulate the actual loading
- Customized designs by our designers for optimum efficiency
- Dual-speed VFD-driven electrical winches for smooth loading
- Exceptionally heavy towers can be loaded optimally (1000t per leg) and large base width (up to 35m)
- Skipper's dedicated in-house R&D center allows study and up gradation of various transmission tower testing methodologies. The center helps our team offer customized and break-through solutions to our clients every time

SKIPPER TOWER TEST STATION SALIENT FEATURES

TOWERS THAT CAN BE TESTED	LATTICE TOWERS (SQUARE/RECTANGULAR BASED) AND MONOPOLES
Maximum base width of test tower	Square: 35 x 35 m, rectangular: 30 x 20 m
Maximum height of test tower	120 M
Maximum voltage of test tower	1200 Kv
Maximum foundation uplift	1000 Tons
Erection facility	Free standing tower crane of height 115 m
Loading method	Steel wire ropes & electrical winches
Number of pulling points (winches)	60 Nos.
Minumum individual winch capacity	5 / 10 Tons
Maximum transverse load	110 Tons per point
Maximum longitudinal load	85 Tons per point
Maximum vertical load	60 Tons per point
Maximum crossarm span	70 M
Height of transverse mast	110 M
Height of longitudinal mast	110 M
Maximum kV of test pole	765 Kv
Maximum overturning moment	6000 T-m
Load measurement	Strain gauge type load cells, signal conditioners
Load control system	Plc/scada with customized software for fully automated testing
Calibration	Utm capacity: 60mt
Deflection measurement	Digital theodolites
Standards	Iso/iec 60652-2002 & is 802 part iii

Business segment review

Business segment I

Engineering Products

Contributing more than 80% to the overall revenue mix, Skippers engineered product segment is the largest power transmission & distribution (T&D) structure manufacturing companies in India and amongst the top 10 in the world.

T&D Structures are highly critical for manufacturing as every project has its own unique design for structures and products are 100% made-to-order only, making the engineering and supply chain challenging. Some projects require as many as 50 different types of structures with as many as 10,000 unique parts.

Skipper, leveraging its multi-decade experience, excels at understanding these unique requirements of each project and with its dedicated team of project managers, ensure that 100% of customer requirements are met on time, every time.

With a deep domain expertise, the Company has developed the ability to manufacture products around high-quality benchmarks, address new products, extend into contiguous spaces and create a strong brand recall.

Equipped to address the needs of a wide range of customers, Skipper's four state-of-the art engineered products manufacturing facilities are spread across the states of West Bengal and Assam.

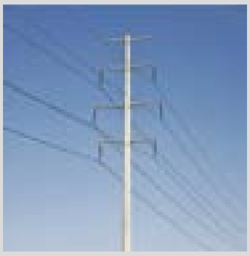
Skipper manufactures high-quality transmission towers and value-added products marketed to prominent labels within India and abroad. The Company has evolved into a one-stop shop for all kinds of transmission towers and accessory needs.

Skipper's engineered product segment has been globally recognized and it has many international certifications to its name.

Product portfolio

Transmission Towers:

Skipper offers the full range of diverse products – from 66 kV to 800 kV towers. Its towers comply with Indian and international material grades (BSEN to ASTM to GOST). Skipper's competitiveness has been derived from its deep design capabilities and product understanding. The Company possesses the competence to respond to the customised design needs of every project. This capability has been reinforced by the ability to address engineering and supply chain challenges even before manufacturing can commence. Some projects require nearly 50 different structures and 10,000 unique parts, addressed through Skipper's proprietary manufacturing and supply chain capabilities resulting in timely product delivery.



Transmission Monopoles:

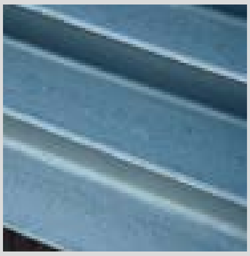
Monopoles are used for a variety of communication applications and are ideal for use when zoning is difficult. We design monopoles using the internationally recognized software PLS-POLE by power line systems following standards IS 802, IS-5613, IEC 60826, ASCE 48-05 and EIA-TIA 222G. Codal provisions are software managed and linear and non-linear analysis is performed by finite element modelling. Our bouquet includes both shallow and pile foundation as per IS 456, IS 291.We design, manufacture and supply transmission line monopoles from 33KV up to 765KV. Skipper is the only company in India to have successfully designed, fabricated and type tested a 765 kV monopole.

Telecom Towers:

Skipper commissioned a state-of- the-art facility for the manufacture of all types of ground-based telecom towers and monopoles. It invested in advanced technologies to provide towers like monopoles that resemble palm and pine trees. The Company addresses growing opportunities for telecom towers. India needs around 1,00,000 additional towers to address sectoral growth, comprising the expansion of 4G and 5G, Artificial Intelligence, Virtual Reality, Internet of Things and M2M.

Lighting & Distribution Poles:

Skipper manufactures poles of 5m to 16m, usually used in street lighting, telecom aerial cabling, power distribution lines and signboards. The Company manufactures poles as per the highest quality standards of IS: 2713/BS 4360. The products manufactured can be customised according to demand specifications and applications. Additionally, Skipper can also design and supply poles of different dimensions as per the structural design. The company also manufactures 6 or 12-sided poles as per the client requirements.



Angles:

Skipper commissioned in a manufacturing facility to roll angles of any grade and length. The Company's integrated approach empowers the Company to exercise full control over the quality of the end product.

Fasteners:

Skipper manufactures a range of bolts, nuts and washers coupled with galvanising, helping the Company reduce the need for storing surplus on-site inventory.

Railway structures:

The Company is a leading manufacturer of galvanised steel structures and SPS for railways OHE and TSS. The Company also provides various services for railway electrification.

Raw material security:

The Company has a backward integrated manufacturing model wherein most raw materials used for manufacturing of towers are sourced in-house. The company is also proximate to its raw material sources to ensure a seamless delivery of components

Advanced technology:

The company continues to consistently invest in asset modernization and in the last decade has evolved as a partner of choice.

Relationship driven:

The Company evolved from a just a product manufacturer to a partner to a solutions provider, marked by the ability to convert incipient trends into tangible products, address value-added customer needs and respond with speed to post-sale customer requirements.

Core strengths

Beyond commodity:

The Company's strong presence in the core products and value-added segment, coupled with Skipper's proprietary manufacturing and supply chain capabilities results in the timely product delivery of large and complex project.

Comprehensive distribution:

The Company's extensive network comprises numerous touchpoints across India making it possible to service the growing needs of customers.

International brand:

The Company is one of the largest Indian exporters of T&D structures.

Highlights FY 20

- Export share in T&D Order book increased to 34% against 16% previous year
- Achieved highest-ever bidding pipeline of ₹ 51,500 mn
- Emerged as the first Company in India to have successfully designed, fabricated and type tested a 765 kV S/C Monopole
- The Company's Tower & Pole Testing Bed got commissioned on 23rd March, 2020. The said facility has also been recognized by Department of Scientific and Industrial Research (DSIR, GOI) as an In-House R&D unit

Steps taken by Skipper to enhance its international presence

- Associate with credential establishments
- Ensure audit approval of plant
- Registration with International EPC players

Outlook

The Indian transmission and distributions sector witnessed increased activity during FY20 after two successive slow years. Besides, the country's increasing focus on the renewables sector is expected to drive the sector further in the coming years. The Company, being a leading player in the sector,, is expected to strengthen order book substantially over the medium term. Large bunching up of order that remained postponed to the tune of ₹ 500 billion of GEC related projects expected to come up for bidding this year and will provide much needed boost to the domestic transmission industry

- The process already kick-started with tenders worth of ₹ 250 billion are under different phase of bidding for new interstate and intrastate 765 kV & 400 kV transmission lines.
- Besides, its growing acceptance across a number of global markets is expected to further bolster its order book position from the international market. The Company has already established relationship with more than 100 global EPC players. The Company is favourably positioned to grow exports to 50% of revenue in next two years.

Key authorities certifying Skippers product qualities

- Bureau of Indian Standards (ISI) ISO 9001, ISO 14001, ISO 18001
- Power Grid Corporation of India Limited (PGCIL)
- Egyptian Electricity Transmission Company (EETC)
- Major State Electricity Board of India (SEBs)
- Ministry of Railways (RDSO)
- Damodar Valley Corporation
- Transmission Corporation of Andhra Pradesh Limited (APTRANSCO)
- Odisha Power Transmission Corporation Limited (OPTCL)
- The Karnataka Power Transmission Corporation Limited (KPTCL)
- Bhutan Power Corporation
- Budcentral - Certificate of Conformity
- Kenya Transmission Company (KETRACO)
- Transmission Company of Nigeria (TCN)
- National Grid Corporation of Philippines (NGCP)
- Saudi Electric Company
- The Jordanian Electric Power Company Ltd.
- Amman-Jordan
- RETIE, Colombia
- UKSEPRO
- LAPEM
- CE (Certificate of Europe)

Business segment II

Polymer Products

Skipper is one of the fastest growing polymer pipe manufacturing companies with a strong product portfolio of pipes (including CPVC and SWR pipes), making it a major player in rural agricultural and urban plumbing applications.

Marketing its product under the brand name of 'Skipper', the Company manufactures premium quality polymer pipes and fittings which serve both the agricultural as well as plumbing sectors. The Company's pipes are built using cutting-edge technology and are created after years of research and development.

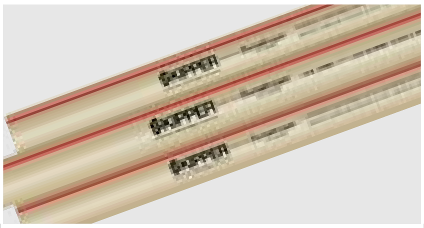
Sourcing the best quality raw material for the pipes is what underpins the quality of our output. Then with the help of our state-of-the-art machineries and our highly skilled labour, Skipper has been successful in developing piping solutions for our customers which not only meets our customer's requirement but are also of top-notch quality.

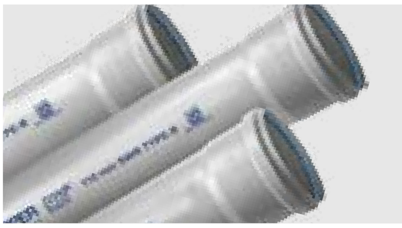
Our pillars of success

- Rich industry experience
- Strong technical knowledge
- Research and development
- State-of-the-art manufacturing facilities
- Strong manufacturing assets and economies-of scale

Product portfolio

Plumbing and sewage





UPVC Pipes & Fitting

Our UPVC pipes have an economical installation up-take, down-take lines, terrace looping, and concealed pipe work. Made of thermoplastic material welded by solvent cement, these fire resistant products do not contaminate water passing through them. Being 100% lead free ensures overall hygiene. Our UPVC pipes are anti-fungal and anti-algae. Their smooth surface prevents scaling and deposition, while their UV stability makes them ideal for outdoor application. These non-corrosive pipes with excellent tensile and impact strength are a smart substitute for GI pipe systems.

CPVC Pipes & Fitting

Skipper uses world renowned CPVC compounds from Sekisui Chemicals Co Ltd., Japan which are made using a light chlorination process for better quality. This enables the pipes to retain their mechanical strength at high and low temperatures. High chemical resistance prevents corrosion and scale buildup. Our cost-effective pipes conform to IS: 15778. Low thermal expansion, leading to reduced heat loss, make our pipes fire-resistant. Leak free, with minimal bacteria growth, our long lasting pipes are an ideal choice.

SWR Pipes & Fittings

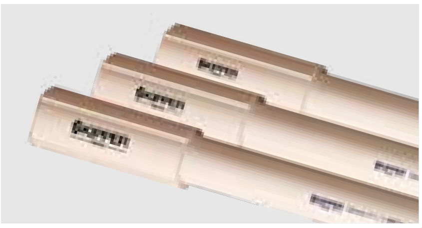
Skipper produces environment-friendly, yet durable pipes. Our SWR pipes contain co-moulded composite rubber ring seals. Non-conductive, resilient, durable and cost effective, these pipes come in a wide variety of aesthetically appealing options. Their high tensile & impact strength make them extremely durable. Lightweight and easy to handle, Skipper's pipes are heat, flame, chemical and corrosion resistant. They are also UV stabilized for outdoor usage.

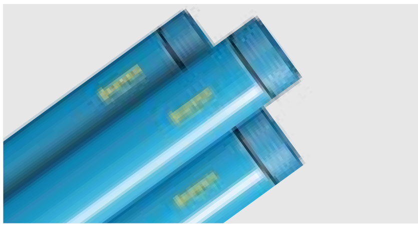
Agriculture

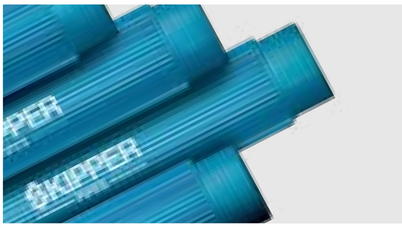
Rigid Pipes & Fittings

These pipes are available in all dimensions ranging from Class I to Class V. These pipes are used mainly for water supply projects in urban and rural settings. Available in various sizes ranging up to 400mm and in various pressure classes, from 2.5kg - 10kg pressure.

Borewell







Column Pipes

Broad range of Column Pipes with varying specifications for depth levels ranging from 250 feet to 900 feet. The pipes are used in bore well systems to provide necessary support to the pump and help in the easy extraction of water.

Casing Pipes

These pipes provide a better performance when they are at great depths. They are usually non-reactive to corrosion, bacterial and fungal build-up. They are resistant to fire and possess the highest strength with a long life-span.

Ribbed Strainer Pipes

These pipes are used to filter groundwater and installed at a depth where clean water is available. They are usually available in three lengths (1.8 metre, 2 metre and 3 metres) and conform to the IS:12818 quality benchmark.

Quality certifications

The Company's products are benchmarked as per the most demanding Indian and global quality certifications, validating its competence and facilitating a quicker access into markets.

- ASTM D-1785, ASTM D-2467, ASTMD-2846
- ASTM F-493, NSF (CPVC PIPES)
- IS: 12818
- IS: 13592
- IS: 4985
- IS: 15778
- IS: 14735
- IS: 10124
- IS: 14182

TOC implementation for Skipper's polymer business

With a view to strengthen revenues and margins for its polymer business, Skipper implemented Theory of Constraints (ToC). The study discovered that product unavailability at key points of sale translated into sales and opportunity losses, affecting overall viability.

Objective

The Company implemented TOC approach in an organized manner with the following objectives

- To increase market share
- To strengthen organizational and distribution capabilities
- To implement a 'pull'-based product replenishment system leading to high retail availability and lower inventory
- To strengthen ties with channel partners through a process-driven approach
- To develop partnerships with trade influencers (through a long-term loyalty program)

Impact

The impact of the implementation has been satisfactory for the company and has been visible across parameters. However, the lockdown scenario impacted the performance beyond the control of the company.

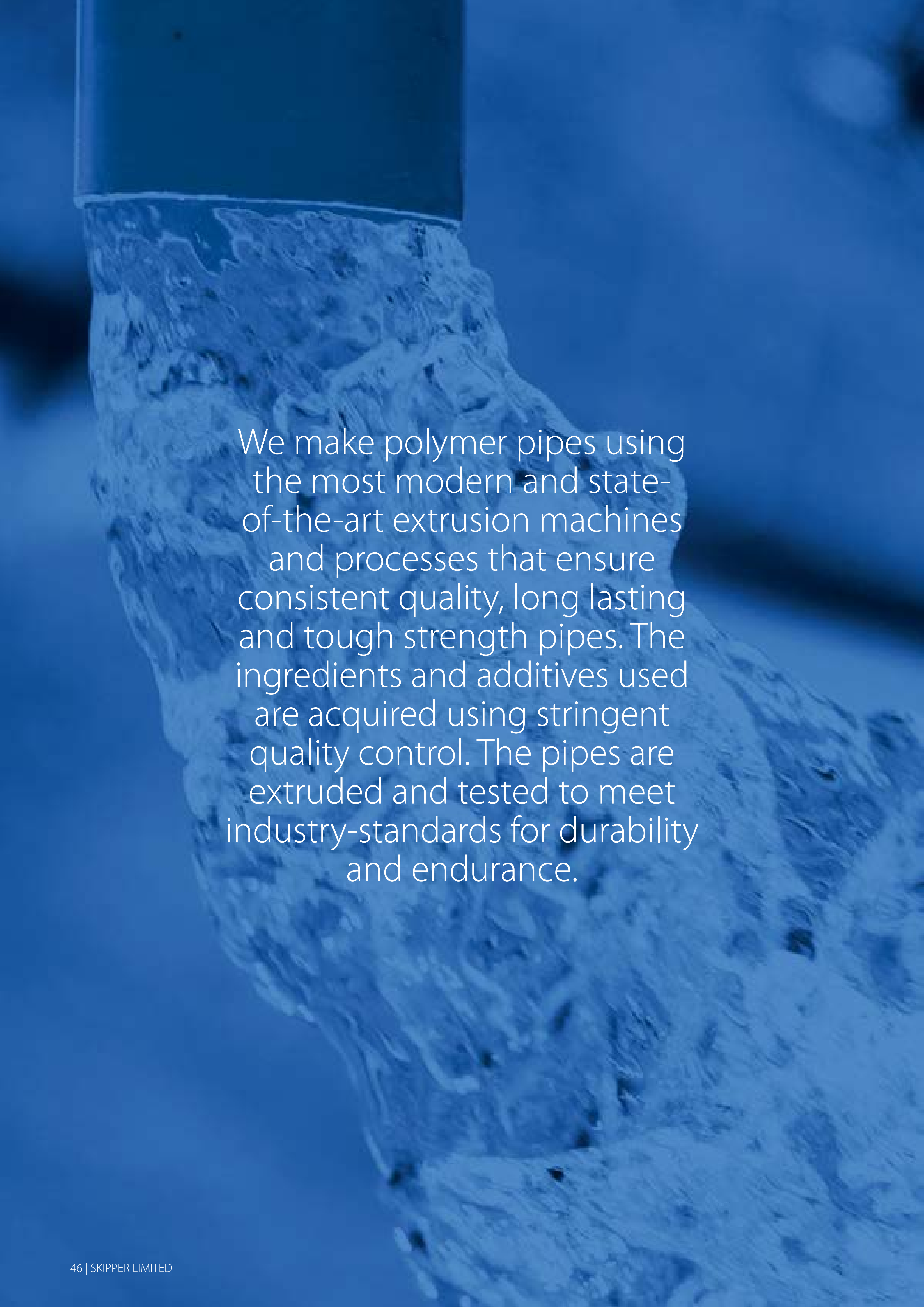
- Sharp sales growth and increased market share
- Robust processes and systems to improve profitability
- Consistent availability of the entire products range at billing points
- Improved working capital cycle and inventory reduction
- Increased throughput from the existing capacity
- Improved ROI for trade partners (dealers and distributors)

Highlights FY20

- Introduced range of new products like cisterns and allied products and PTMT faucets among others
- Launched Exclusive Club, a gift program for plumbers
- Undertaken host of ATL and BTL activities
- Conducted a number of retailer/dealers meet
- Polymer TOC implementation progressing well; with improvement reported on both revenue and margin

Outlook

With the business strengthening initiatives, improved product portfolio and deeper market penetration, the Company expects that the polymer business will report substantial growth post lifting of restriction owing to Covid-19 outbreak



We make polymer pipes using the most modern and state-of-the-art extrusion machines and processes that ensure consistent quality, long lasting and tough strength pipes. The ingredients and additives used are acquired using stringent quality control. The pipes are extruded and tested to meet industry-standards for durability and endurance.




Skipper has launched a complete range of Cisterns, Seat Covers and Bath fittings & accessories.

Under the brand name 'Bravo' Skipper has a wide range of cisterns and commode seat covers that are anti-bacterial and made with high quality 100% virgin polypropylene. All the products are disinfected for high hygiene standards and are easy to clean and maintain.

Under the brand name 'Flow' Skipper has launched taps, cocks, faucets, connecting pipes and showers.





Unnati
Together, We Prosper

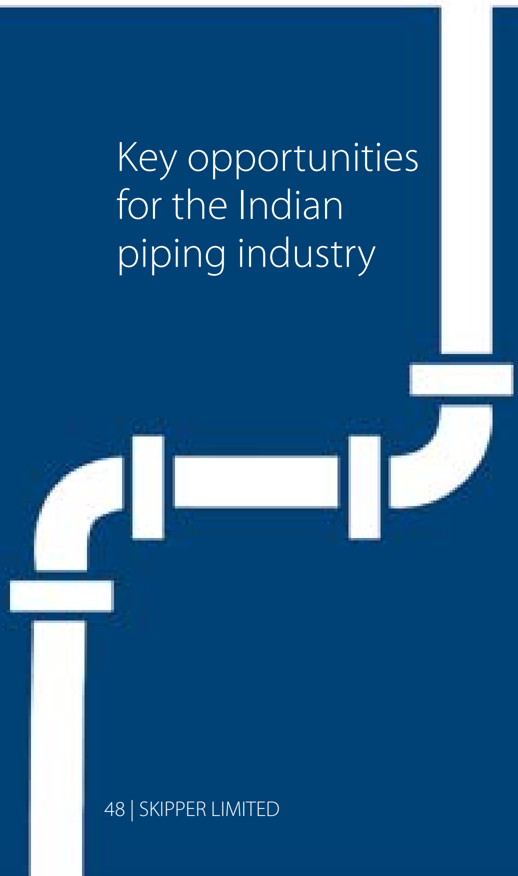
Retailer Loyalty Program

Skipper introduced Unnati, a retailer loyalty program for its polymer business. The program aims at strengthening our relationship with the retailers. More than 5000 retailers are registered in this program as on 31st March 2020.

Key features of Unnati

- Easy procedure of point accumulation and redemption
- The program has no lock in period and is not target based
- Retailers can earn basic points on every Skipper Pipes and Fittings with bath accessories purchased
- One can multiply basic points through Range and Frequency multipliers
- Earned points will never expire. Retailers can redeem points whenever they wish. There are a variety of gifts offered in the program
- Retailers can earn extra 10% bonus points for unredeemed points after 365 days
- Easy procedure of point accumulation and redemption

Key opportunities for the Indian piping industry

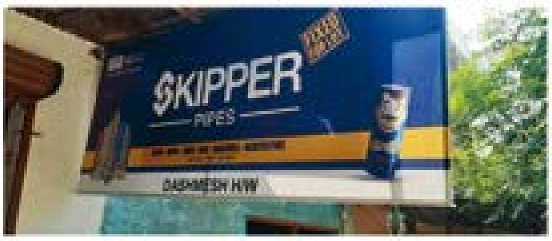


At Skipper, we realise that the strength of an organisation is not defined by what it has achieved in just one year rather how consistent it has been it over the years and how it plans to sustain the successful growth in the years to come.

In a capital-intensive business of ours, to maintain a steady growth one has to constantly look for new and exciting opportunities to fuel growth. By tapping into new segments from time to time one not only ensures growth sustainability but at the same time helps the company stay ahead of the curve through its progressive evolution from a manufacturer into a comprehensive solutions provider with the steady extension of the product offerings.

At Skipper, we believe that the time has come to leverage our rich sectoral understanding and extend beyond our regular industries to drive future growth.

Skipper Pipes Branding and Marketing activity



Business segment III

EPC Projects


Known for its integrated solutions in terms of tower design, tower testing, manufacturing and onsite constructions, Skipper Limited is a fully integrated infrastructure Engineering, Procurement and Construction (EPC) major.

The Company's integrated solutions include tower design, tower testing, manufacturing and onsite constructions. The Company possesses an experience of more than 35 years.

The company's dedicated vertical for EPC line construction comprises a specialized skill set to execute turnkey transmission projects upto 800 kV HVDC for various utilities. Skipper executes projects in the field of extra-high voltage (EHV) transmission lines. Prior to installation, the Company conducts exhaustive geological and topographical survey of the tower erection area.




Our completed EPC transmission lines

SL NO	PROJECT DETAILS	CLIENT	LENGTH (KM)
1	± 800 KV HVDC RAIGARH - PUGALUR TRANSMISSION LINE (PACKAGE 09) (JV WITH UNITECH POWER TRANSMISSION LTD.)	PGCIL	180
2	400 KV D/C (TWIN) PANCHKULA - PATIALA TRANSMISSION LINE (JV WITH RANJIT SINGH & COMPANY)	PGCIL	65.440
3	400 KV D/C (QUAD) BHADLA - BIKANER TRANSMISSION LINE (JV WITH UNITECH POWER TRANSMISSION LTD.)	RRVPNL	189.913
4	400 KV D/C (TWIN) ALLAHABAD - KANPUR TRANSMISSION LINE (PART I) (JV WITH RANJIT SINGH & COMPANY)	PGCIL	146.363
5	400 KV D/C (TWIN) RAPP 7 & 8 - KOTA TRANSMISSION LINE	PGCIL	45.233
6	220 KV / 132 KV DC / SC LINES AGAINST PACKAGE -2 OF TENDER SPECS. TD 400/15 (JV WITH SONAA ENGINEERING PVT LTD.)	UPPTCL	429.19
7	220 KV / 132 KV DC / SC LINES AGAINST PACKAGE -3 OF TENDER SPECS. TD 400/15 (JV WITH SONAA ENGINEERING PVT LTD.)	UPPTCL	359.195
8	Supply, Civil, Erection, Testing and commissioning work of the equipment for construction of 220KV Height extension work of existing 220KV Transmission Line by 220KV MONOPOLE for DMRC.	DMRC	02 Nos Monopole
9	TW-04 ISLAMPUR - SAHARSA PORTION OF ± 800 KV HVDC BISHWANATH CHARALI - AGRA	PGCIL / INABENSA	(PARTIAL WORK)
10	TW-07 GORAKPUR - GOMTI RIVER PORTION OF ± 800 KV HVDC BISHWANATH CHARALI - AGRA	PGCIL / INABENSA	(PARTIAL WORK)

Our ongoing EPC transmission line projects

SL NO	PROJECT DETAILS	CLIENT	LENGTH (KM)
1	400 KV D/C (QUAD) JIGMELING - ALIPURDUAR TRANSMISSION LINE (ASSAM PORTION) (JV WITH C&C CONSTRUCTIONS LTD.)	PGCIL	110
2	220 KV / 132 KV DC / SC LINES AGAINST PACKAGE -2 OF TENDER SPECS. TD 400/15 (JV WITH SONAA ENGINEERING PVT LTD.)	UPPTCL	122.56
3	132 KV D/C CHATTARGARH - LOONKARANSAR TRANSMISSION LINE	RRVPNL	77
4	220 KV D/C AKAL - JAISALMER 2 TRANSMISSION LINE	RRVPNL	75
5	220 KV & 132 KV TRANSMISSION LINES IN KAITHAL AREA (JV WITH SOLUX GALFAB PVT LTD)	HVPNL	80.2
6	220 KV D/C PALAMPUR - HAMIRPUR TRANSMISSION LINE	HPPTCL	57
7	Construction of LILO of one circuit of 400kV D/C Akal- Jodhpur (New) (Quad Moose) Line at Jaisalmer-2.	RRVPNL	10
8	Re-Alignment work of 400KV D/C Multi Circuit Transmission Line in Yelahanka Presidency University for PGCIL	PGCIL	0.6
9	Supply, Erection, Civil, Testing and commissioning of equipment for construction of 220KV and 66KV Transmisssion Lines (Against Risk purchase) on Turnkey basis REC 248	HVPNL	139
10	Supply, Erection, Civil, Testing and commissioning of equipment for construction of 765KV HEXA ZEBRA Conductor Transmission Line from Fatehgarh (II)- Bhadla (II) for PGCIL under TBCB package	PGCIL	189.5
11	25KV Railway Electrificaton work in between Luckeesarai to Sadipur section.	IRCON	77
12	25KV Railway Electrificaton work at Kushmunda Siding near Gevra Road station.	South Eastern Coalfields Limited	27
13	25KV Railway Electrificaton work in between Satna - Rewa section.	West Central Railway	50


Railway vertical

The Company is a leading manufacturer of galvanised steel structures and SPS for railways OHE and TSS. We manufacture a qualitative range of Railway Structures. We manufacture Galvanised Steel Structures as per RDSO / CORE Specification for Railway Electrification Projects including sub Station / Wire Mesh barriers etc.

25 kV Railway Over Head Electrification work of 77 Track kM awarded by IRCON International Limited in connection with Kiul-Gaya doubling project of East Central Railway. The line is to be electrified from Luckeesarai to Sadipur and contract value is INR 30.86 Cr. The overhead lines will cross the major bridges of 700 m span. The work also involves the augmentation of existing SP, SSP & TSS.

25 kV Railway Over Head Electrification work of 27 Track kM of the dedicated railway track of South Eastern Coalfields Limited at Kushmunda Siding near Gevra Road station. The contract value being INR 15.44 Cr, this work also includes the construction of a new switching station to feed the line.

25 kV Railway Over Head Electrification work of 50 Track kM awarded by West Central Railway in connection with Satna - Rewa doubling project of West Central Railway and contract value is INR 21.41 Cr.



Horizontal Directional Drilling business

Horizontal Directional Drilling (HDD) facilitates faster installation of underground utilities, eliminating the need for surface excavation. HDD reduces environmental damage and associated costs of underground working. Skipper provides trench-less horizontal drilling for the installation of optic fiber cable networks, oil and gas pipelines and cable networks, among others. Skipper analyzes the feasibility and geo-technical report for installation through the HDD method.

Skipper pioneered trench-less technology in India. The Company pride-enhancing clients include reputed corporations like L&T, JUSCO, CESC, WBSEDCL, Reliance Infocom, BSNL, VSNL, Tata Tele services, Bharti Televentures and Vodafone, among others. The Company uses state-of-the-art equipment and has successfully executed projects in Delhi, Punjab, Mumbai, Chennai, Bangalore, Orissa, Jharkhand, Bihar and West Bengal.

Applications

- Under buildings, roads and other surface obstructions
- Under active sites where surface operations preclude disruption or drilling equipment
- To efficiently extract soil vapor
- To treat contaminant plumes through soil venting
- To identify the causes of decreased well performance
- To place leak detection sensors beneath solid or hazardous waste landfills
- To install gas collection systems at landfills or waste dumps
- To stabilize hillsides for mine waste dumps or other unstable granular soil masses
- To install groundwater collection galleries in shallow aquifers for private or public water supply
- To convey fluids between wells and treatment facilities

Sharing success and creating smiles

At Skipper we know that our global scale can have profound local impacts and we are focused on supporting and engaging in ways that enhance local communities. We know too that some of those most in need are beyond our direct reach and realise the importance of working with others and harnessing the goodwill and passion of our people to amplify our impact and effect meaningful change.

We believe, the role we play in many of these communities is critical to their success, as well as ours, whether it be through the value created by our business activities, the jobs we provide, or via any other medium.

Realising the importance of sharing success, whether it be a long-term commitment or an urgently needed response, we seek to achieve lasting improvements for society. Our main focus areas involve humanitarian and social efforts, community and environmental projects, science and education programmes, and the arts and contemporary culture.

Skipper has a long history of philanthropic engagement. What began with supporting the locals, over the years, the Company has developed a proper CSR Framework in line with Schedule VII of the Companies Act, 2013 and also constituted a Corporate Social Responsibility (CSR) committee with an intent to widen our reach, identify the key areas for rolling out CSR activities, and monitoring the same.

Believing in the power of education

BETI PADHAO ABHIYAAN
3rd Edition

1339 students from 24 Schools received scholarships.

Venue - National Library Kolkata.
Date - 26th August, 2019

Chief Guest - Former President of India Shri Pranab Mukherjee & Mathematician Shri Anand Kumar

At Skipper we feel, by equipping young minds with academic know-how and essential soft skills, the initiatives prepare them to thrive as individuals and serve their communities. In line with this tenet, we started our flagship program Beti Padhao Abhiyan in 2017, in line with the Governments Beti Bachao, Beti PadhaoYojana. Through this program, we aimed to identify deserving underprivileged girl child across the schools of Kolkata & Howrah and provides them scholarship on case to case basis to fund their future education. During 2019-20, the Company organized a special event in association with the National Library on 26th August 2019 at National Library, Kolkata, to hand over the scholarships to the deserving female candidates. The event was graced by Sri Pranab Mukherjee, Ex-President of India and Sri Anand Kumar, Mathematician, best known for his Super 30 program. Under this program in FY20, we feel honored to hand over the scholarship to more than 1,339 girlchildren.

Moments from Beti Padhao Abhiyaan

Strong partnerships for strong communities - Integrated Village Development Program (IVD)

By selectively developing, supporting, and educating local communities with our local partners, our aim is for simple measures to bring about lasting improvements and make a sustainable impact on society. In line with this tenet, Skipper embarked on its second flagship program Integrated Village Development Program (IVD) at Dumma and Deoghar, Jharkhand. Under this program, we intend to identify 100 villages in and around Dumma and aim to make them self-sustainable (economically) within a span of the next 3-5 years. The program is jointly being run in association with a number of local partners such as Friends of Tribal Society (FTS), Arogya Foundation of India, and Sheo Bai Bansal Charitable Trust.

Major initiatives undertaken under this flagship programme are:

One Teacher School (OTS) Under this initiative, Skipper in association with Friends of Tribal Society (FTS) aimed to impart non-formal primary education to children between 6 and 14 years of age in the rural and tribal belts of India. One Teacher School (OTS) or EkalVidyalaya typically comprises of 25 – 30 children of classes I – III and is run by a single teacher who is generally a native of the local village. Till date, the Company has funded more than 250 EkalVidyalayas across India.

Ekal on Wheel

Ekal on Wheel or Computer's on Wheel is an ambitious drive of Skipper which intends to make these villages digitally literate. Students of these villages have access to basic education but don't have access to basic computer education. Through this program we aim to bridge this gap. Under this program we have come up with a Mobile Van equipped with 9 laptops. This van covers 2-3 villages per day to impart knowledge about the use of computers, the internet, e-mail to the local children. Till date, this project has touched 146 students.

Arogyam

Under this program, One Arogya Sevika is given charge of one village and the said sevika spreads awareness towards anemia, malnutrition, sanitation, hygiene, mother & child care, food habits, etc. Nearly 30 villages have been covered under this scheme.

Homeopathy clinic

A homeopathy clinic is being run at the centre and regular visits are also made by the doctors to the villages for serving the patients. More than 9,000 patients have been benefitted till date under the project.

Eye and heath check-up camp

The Company organises eye and heath check-up camps at regular intervals for the benefit of the villagers. More than 2,500 villagers have been benefitted under this programme till date.

Computer Training Center

The Company has set up a well-equipped computer training lab at the training centres with 10 computers. Students completing computer training in these centres are provided with Certification, provided by IIT Mumbai under Digital India Mission Programme of MHRD, Delhi. More than 227 students have been trained under this project till date.

Organic Farming Training

The Company runs a residential training program for 3 days & 2 nights at its centre in the village. Farmers from different villages are invited to undergo the training which teaches about soil fertility, water conservations, and organic farming. After completion of training, these persons act as representatives for their villages and organizes Farmers Training Programme in their respective villages. Almost 5500 villagers have been benefitted under this project till date.

Tailoring training programme

The Company has set up a well-equipped tailoring centre. This training centre provides six-month tailoring training courses and certification are awarded post completion of the course. After completion of training one free sewing machine is provided to the student to earn their livelihood. 147 women have been trained under this project till date.

Tailoring Sub Centers

The Company also runs three tailoring sub-centres in three villages. 91 ladies have been benefitted under this project.

Beautician Center

The Company has set up a well-equipped beautician centre at the Dumma centre wherein several kind of beautician courses are imparted to the locals.

Tube well Installation

Tube wells are being installed in the villages which have scarcity of water. Till date, many tube wells have been installed.

Animal Welfare

The Company has joined hands with Calcutta Pinjrapole Society for maintenance and feeding of old, sick, and deserted cows. The Company has also built a cow shelter to take care of these cows and runs a clinic for these cows.

Contribution towards the promotion of road safety awareness

The Company has joined hands with Kolkata Police to provide the government with road safety barricades with lifesaving slogans to educate the people about road safety measures.

Employee Bonding & Fun at work

Board of Directors

Mr. Sajan Kumar Bansal
Managing Director

Mr. Sajan Kumar Bansal, incorporated Skipper Limited during the year 1981, and there was no looking back since then. Under his leadership the company grew from single product manufacturer of Steel Tube to a multi unit, multiproduct organization. It went on to diversify its portfolio ranging from engineering to polymer products and presently is a leader in transmission and polymer-based businesses. In addition to this, Mr. Bansal also has been instrumental in propagating integrated development projects for villagers with his vision to uplift the quality of life, affected by lack of basic education and knowledge on advancement, through socio economic empowerment project in Jharkhand. He is the National President of "Friends of the Tribal Society", a leading NGO running one lakh one teacher schools in remote villages all over India.

Mr. Sharan Bansal
Whole Time Director

Mr. Sharan Bansal graduated in Mechanical Engineering from Georgia Tech, Atlanta USA. He initiated the Power Transmission vertical at Skipper in 2003 and within a decade, has grown it to become India's largest T&D Structure manufacturer and world's only true Integrated T&D company. Under his guidance and direction, Skipper bagged "The largest Tower Supplier" award from PGCIL, consecutively since last 3 years. His vision is to make Skipper the largest T&D structure producer in the world by 2025 and is focused on increasing Skippers global market reach. In the past he's served on the National Executive Council of IEEMA and as President of Entrepreneur's Organization - Kolkata chapter.

Mr. Devesh Bansal
Whole Time Director

Mr. Devesh Bansal is an alumnus of St. Xavier's College, Kolkata as well as De Montfort University, Leicester, UK and is currently pursuing the three year OPM program at Harvard University. In a career of over 18 years at Skipper Limited, Mr. Bansal has headed various verticals of the fast growing company. Currently he heads the Telecom, Railways, Transmission Monopoles and the expansion of Polymer products of the company. He is also the Designated Partner for Skipper's JV in the Micro Irrigation space. Mr. Bansal is the Regional Committee member of Engineering Export Promotional Council (EEPC) as well as member of various other trade bodies.

Mr. Siddharth Bansal
Whole Time Director

Mr. Siddharth Bansal completed his Bachelor's degree in Entrepreneurship from University of Illinois at Urbana, Champaign and Master's degree in International Business from Aston University, Birmingham. Since the past 10 years, Mr. Bansal has been successfully heading the procurement, operations and marketing of the polymer division at Skipper Limited. Under his able guidance several R&D initiatives are under process to create awareness for use of Plastics responsibly, role of plastic in Environment Conservation, Natural Resources Renewal and Protection of the Environment through recycling of Plastic.

Mr. Yash Pall Jain

Whole Time Director

Mr. YP Jain completed his Graduation from Punjab University. He has almost four decades of rich experience in the manufacturing domain. His expertise includes Liasioning with all Govt. Authorities, WBSEB, District Administration, Gram Panchayats, DL & LRO, BL & LRO etc. He also contributes to day to day commercial operations of the units, internal audit and general administration.

Mr. Amit Kiran Deb

Chairman - Independent Director

Mr. Amit Kiran Deb holds a Master's Degree in Political Science from Allahabad University. He joined the Indian Administrative Service (IAS) in 1971 and was assigned to West Bengal cadre. Thereafter he served the Governments of West Bengal and Tripura as well as the Union Government in various capacities. During his long career, he held several important positions and postings such as Commissioner-cum-Secretary, Education & Social Welfare Departments, Government of Tripura, Joint Secretary, Cabinet Secretariat and Joint Secretary, Department of Electronics, Government of India. He represented Government of India in the GATT negotiations in Services in Geneva. He served as Home Secretary and then Chief Secretary to Government of West Bengal before his retirement.

Mr. Joginder Pal Dua

Independent Director

Mr. Joginder Pal Dua holds a degree in law with masters in Economics. He has served Oriental Bank of Commerce for about 29 years, lastly as General Manager (Corporate Credit). Mr Dua has served Allahabad Bank as Executive Director and Chairman and Managing Director for 5 years. Mr Dua was also appointed to BIFR and retired as Chairman in January 2016. He was also associated with various institutions like XIMB, NIBM and IIB&F and was also President of Bankers Club Kolkata and Vice President of Indian Banks Association. He is considered as a stalwart in the Banking industry and has played a key role in developing many functional areas including credit, technology upgradation, enhancing Brand image MSME and Financial inclusion.

Mrs. Mamta Binani

Independent Director

Mrs. Mamta Binani is a B.Com and a Law Graduate and is a Fellow Member of the Institute of Company Secretaries of India. She is an Insolvency Professional registered with the Insolvency & Bankruptcy Board of India. She has over 21 years of experience in corporate consultation & advisory. She has held the position of an All India President of The Institute of Company Secretaries of India in the year 2016. She has also been the First Lady Chairperson of the Eastern India of The Institute of Company Secretaries of India in the year 2010. She was conferred with a certificate of doctor of excellence in the field of management at the 3rd Intelligentsia Summit in 2017 and the Bharat Nirman Award in 2010. She is the Vice President of the National Company Law Tribunal Kolkata Bar Association, and the Chairperson of the Standing Committee on Corporate Law and Governance, Merchant Chamber of Commerce & Industry, Kolkata and the Co-Chairperson of the Stress Resolution Committee of the Indian Chamber of Commerce.

Mr. Ashok Bhandari

Independent Director

Mr. Ashok Bhandari holds a bachelor's degree in Science and is a Chartered Accountant. He has served as the Chief Financial Officer and President at Shree Cements Limited for over 25 years. Mr. Bhandari has over 40 years of experience as a key senior executive negotiating with banks, governments, JV partners, and technology & equipment suppliers. He was also responsible for leading initiatives in developing countries for green field plants/ joint ventures and management contracts in cement and building materials domain and has extensive experience in cost management through interest negotiation, driving JVs, and working with Banks & Financial Institutions for contract funding and reducing costs. He was awarded as the best CFO in India in 2014 for leverage management amongst large corporates by Business Today. Yes Bank voted as the second best CFO (2013) in Asia by the Sell Side analysts for the Institutional Investor. He was invited to the best 100 CFO of India scroll compiled by CFO - India (2010).

Mr. Pramod Kumar Shah

Independent Director

Mr. Pramod Kumar Shah, is a Fellow member of the Institute of Chartered Accountants of India and has over 35 years of experience in practicing accountancy with an expertise in the area of internal audit. He has graduated with a Bachelor's Degree in Commerce from Calcutta University. Mr. Shah has written, compiled and edited books and social and cultural magazines, and participated in T.V. talk shows that were aired on Discovery Channel, Kolkata Doordarshan, Taaza T.V. and radio talk shows broadcasted from Akashwani Kolkata. He was the Past President of All India Marwari Yuva Manch.

Management discussion and analysis

Review of the global economy

Trade policy uncertainty, geopolitical tensions, and idiosyncratic stress in key emerging market economies continued to impact global economic activity—especially manufacturing and trade—in the second half of 2019. Intensifying social unrest in several countries posed new challenges along with weather-related disasters—from hurricanes in the Caribbean, to drought and bushfires in Australia, floods in eastern Africa, and drought in southern Africa. Global growth during 2019 is pegged at 2.9%, down from 3.6% reported in 2018.

Growing trade barriers and associated uncertainty impacted business sentiment and activity across the globe. In some cases (advanced economies and China), these developments magnified cyclical and structural slowdowns already under way. Besides, additional pressures came from country-specific weakness in major emerging market economies like Brazil, India, Mexico, and Russia. Worsening macroeconomic stress related to tighter financial conditions (Argentina), geopolitical tensions (Iran), and social unrest (Venezuela, Libya, Yemen) rounded out the difficult picture.

The East Asia and Pacific region experienced a continued cooling of domestic demand in China alongside sizable external headwinds. Global demand weakened, and trade policy uncertainty related to trade disputes between China and the United States was elevated prior to the recent bilateral agreement. In addition, trade tensions between Japan and the Republic of Korea, a maturing electronics cycle, and disruptions caused by rapid shifts in technological and emission standards, have also weighed on regional manufacturing activity and trade. Bilateral negotiations between the United States and China since mid-October resulted in a Phase One agreement—including a planned partial rollback of tariffs—that has de-escalated trade tensions. This comes after a prolonged period of rising trade disputes between the two countries.

State of global economy (GDP in %)

	2017	2018	2019	2020 (p)	2021 (p)
World	3.8	3.6	2.9	(3)	5.8
Advanced economies	2.5	2.2	1.7	(6.1)	4.5
The US	2.4	2.9	2.3	(5.9)	4.7
Euro area	2.5	1.9	1.2	(7.5)	4.7
Emerging Market and Developing Economies	4.8	4.5	3.7	(1)	6.6

P – projected
[Source: IMF, World Bank]

Outlook

The COVID-19 pandemic is inflicting high and rising human costs worldwide. Protecting lives and allowing health care systems to cope have required isolation, lockdowns, and widespread closures to slow the spread of the virus. The health crisis is therefore having a severe impact on economic activity. As a result of the pandemic, the global economy is projected to contract sharply. It is expected that global economy will contract by 3% in 2020, much worse than during the 2008–09 financial crisis. The World Economic Outlook, April 2020, assumes in a base line scenario that the pandemic fades in the second half of 2020 and containment efforts can be gradually unwound, the global economy is projected to grow by 5.8 percent in 2021 as economic activity normalizes, helped by policy support.

Review of the Indian economy

Overtaking UK and France in 2019, Indian emerged as the fifth largest economy in the world with a nominal GDP US$2.94 trn. India's rise has been dramatic in the last 25 years. Since 1995, the country's nominal GDP has jumped more than 700 per cent. India's economic growth took a hit due to a number of factors - including slowdown in private consumption, investment and export - but the key indicator is lack of credit (money to produce goods) growth and demand in the market. The slowdown in consumer demand resulted in Indian economy reporting a growth of 4.2% in 2019-20 compared to 6.1% in 2018-19.

India has moved 14 places to be 63rd among 190 nations in the World Bank's ease of doing business ranking. India put in place four new business reforms during the past year and earned a place in among the world's top ten improvers for the third consecutive year. Importing and exporting became easier for companies for the fourth consecutive year. With the latest reforms, India now ranks 68th globally on this indicator and performs significantly better than the regional average.

Rupee remained one of the worst performing currencies in Asia in 2019-20. On a fiscal-year basis, the rupee has witnessed a sharp decline of 9.34 per cent in fiscal year 2019-20. The local unit has depreciated by 646 paise or 9.36 per cent in FY20. On March 29, 2019, the rupee was quoted at 69.14 to the dollar. Multiple events like the US-China trade war, weaker global growth then Coronavirus outbreak impacted the performance of the currency.

Driven by considerable revenue shortfall and limited expenditure compression, the Government of India's fiscal deficit overshot its revised estimates by a staggering ₹ 1.7 trillion, taking the deficit for FY2020 to 4.6% of GDP compared to the revised target of 3.8%.

The government of India slashed effective corporate tax to 25.17 per cent, inclusive of all cess and surcharges, for domestic companies. New provision inserted in the income tax act with effect from fiscal year 2019-20, that allows any domestic company to pay income tax at the rate of 22% subject to condition they will not avail any incentive or exemptions. Manufacturing companies set up after October 1 to get option to pay 15% tax. Effective tax rate for new manufacturing firms to be 17.01%, inclusive of surcharge and taxes.

Outlook

The lockdown owing to COVID breakout is expected to impact the overall economic performance of the country. Several measures have been announced by the government which are expected to help the country come out of a prolonged slowdown.

Global transmission and distribution industry

Global electricity demand increased by just 1.4% in 2019, a significant drop from the 3.9% year-on-year growth the previous year. Slow demand growth along with the strong growth of renewables and nuclear power drove down fossil-fuelled generation globally for the first time in four decades during times of economic expansion. The lackluster growth in demand in 2019 was owing to slower global economic growth and relatively mild weather conditions in major economies. China, the world's largest consumer of electricity, saw demand grow by just 4.7% in 2019, down from 8.5% in 2018, with a notable slowdown in electricity demand growth for industry and lower cooling and heating needs thanks to milder temperatures. The slowdown in India was even starker as electricity demand contracted by 0.3% in 2019 on the back of an economic slowdown and a sharp decline in manufacturing activity in the latter half of the year. Lower demand for irrigation due to a late monsoon also pushed electricity demand lower. The demand decline in 2019 in India marked a step change from the 6.4% growth in 2018 and 7.1% over the previous decade, and was the first time electricity demand in India has fallen in 50 years. Most advanced economies also saw declines in electricity demand in 2019, shifting from recent growth in the United States (-1.6%) and Japan (-3.3%), while continuing a downward trend in the European Union (-1.4%).

The growth of low carbon sources of generation outperformed overall electricity demand growth, re-shaping the power mix in 2019. Low carbon generation exceeded that of coal for the first time, providing 37% of global electricity supply in 2019, with the strong growth of renewables (440 TWh) and nuclear power (95 TWh). Renewables growth was driven by the expansion of wind power (150 TWh), solar PV (140 TWh) and hydropower (100 TWh).

According to World Economic Outlook (WEO) 2015, USD 8.4 trillion investments are expected in the global T&D industry between 2015 and 2040, averaging USD 320 billion per year, In developing countries, market growth was ascribed to their grid expansion, providing electricity to all regional pockets. In developed countries, with universal electricity access, distribution market growth was achieved through

Region-wise –T&D Investment Distribution (2015-2040) (US $ billions)

line up-gradation towards advanced technologies. Previously, distribution utilities would only connect generation sources to consumption points, but are now transforming into electricity aggregators sourcing electricity not only from large generating stations but also from distributed sources like homes and using advanced technologies to match it with demand. In these countries, the use of electric vehicles is increasing with distribution companies providing the requisite infrastructure.

Global investment in transmission and distribution systems in 2019 was a little over $240 billion. It is estimated that the compound annual growth rate (CAGR) over the next 10-year period will be 4.15%, meaning that by 2030, there will be investment of $386 billion (measured in 2019 US dollar values). The global industry continues to be dominated by investment in Asia rising from 45% of the global investment in 2020 to over 51% in 2040 .The Indian sub-continent shows the highest CAGR of just less than 7% from 2020 to 2030 and over 5% from 2030 to 2040.

[Source: IEA, https://www.inmr.com/funding-global-td-investment-cycle-2020-2040/]

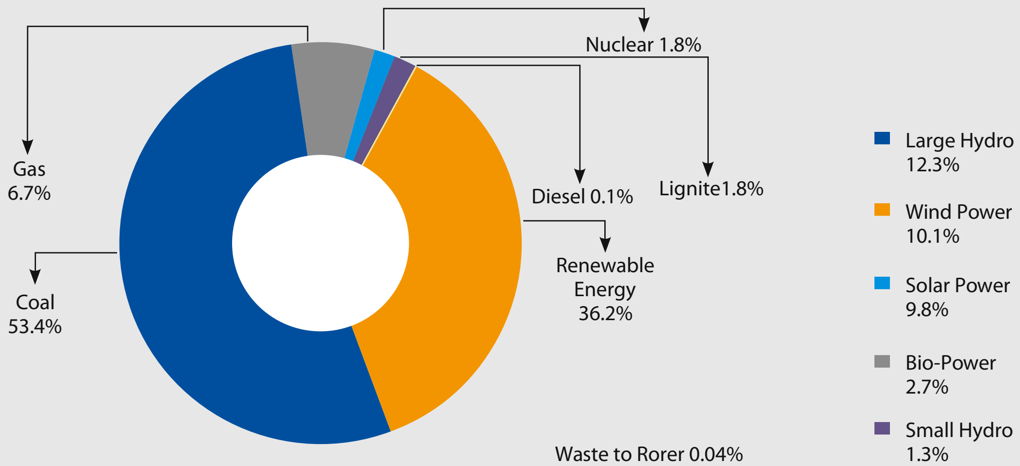
Indian transmission and distribution overview

India's total installed power capacity stood at about 372 GW as on 31st March 2020, up from 358.6 GW during the same time last year. Of this, the installed power capacity from renewable sources (including large hydro) accounted for about 134.7 GW, up from about 125.5 GW as of Q1 2019. Solar installations accounted for about 27.2% of the overall renewable capacity. Thermal power continued to hold a significant share of India's installed power capacity mix. This includes installed power of coal (53.36%), gas (6.71%), lignite (1.78%), and diesel (0.14%). stood at about 230.6 GW up from 226.3 GW in the same period last year. However, the overall share of thermal power fell to about 62%, down from 63.1% percent last year, highlighting the progress made by renewable energy.

Excluding large hydro projects, the contribution of renewables accounted for 23.9% of the country's total power capacity mix. This includes installed power capacity from solar power (9.8%), wind power (10.1%), bio-power (2.7%), small hydro projects (1.3%), and waste-to-energy projects (0.04%).

India - Cumulative Installed Power Capacity Mix (%)

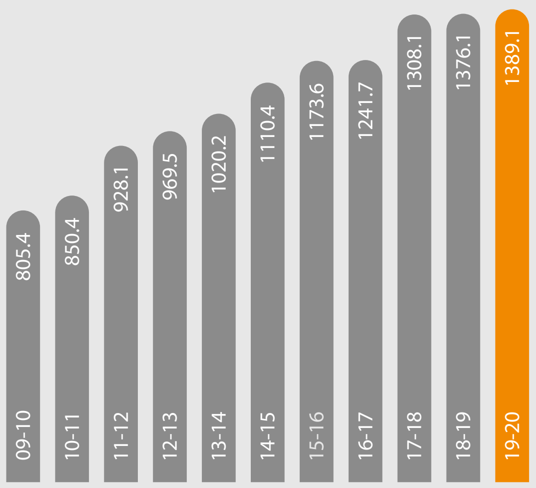
Renewables (including Large Hydro) comprise ~36.2% of India's total installed capacity, with solar accounting for ~9.8%. Among renewables, solar accounts for ~27.2% of the installed capacity



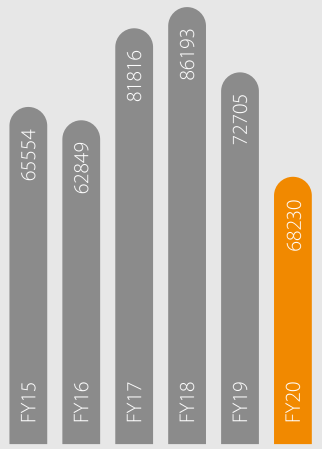
Data from CEA, MNRE, Mercom India Solar Project Tracker (Installed Capacity as on 31 Mar 2020)

Source: Mercom India Research

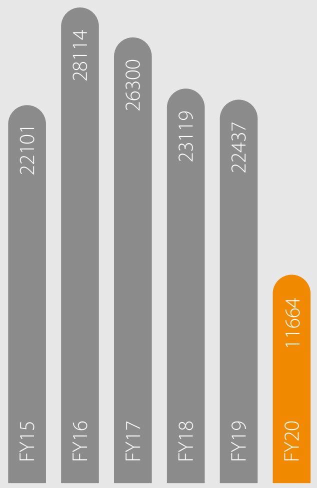
Total Generation (Including Renewable Sources (In Billion Units)



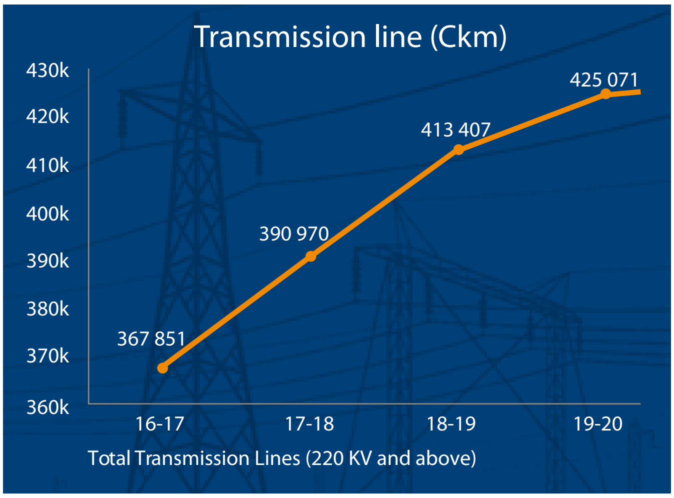
Sub Station Addition (MVA)



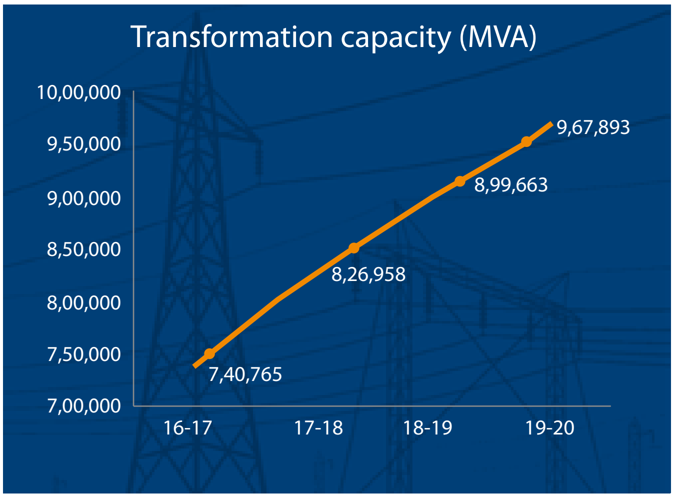
Transmission Line Addition (Ckm)



Transmission line (Ckm)



Transformation capacity (MVA)



India achieved 5th global position in solar power deployment by surpassing Italy. Solar power capacity has increased by more than 11 times in the last five years.

The country's renewable energy sector needs new investment in a range between \$500 billion and \$700 billion by 2030 to meet its target of 450 gigawatt (GW) of installed capacity, according to Australia-based Institute for Energy Economics and Financial Analysis.

India has emerged as the second-largest market for transmission towers after China, contributing to more than 15 per cent of the global market. Growing investments towards building a viable electricity network as well as supporting regulatory reforms to integrate renewable technologies in the grid is expected to fuel the market.

Capacity addition in power transmission slowed significantly in FY 2019-20. The country added 11,664 circuit kilometres (ckm) of new lines in Fy'20 , 48%% lower than in the corresponding period in FY 2019. The decline is largely owing to uncertainties faced by upcoming renewable energy projects, as well as the rapid pace of transmission capacity addition in recent years.

Optimism about India's power transmission sector

- The Indian Government estimated an investment of ₹ 26 lakh million in the transmission sector between FY17 and FY22, of which an estimated ₹ 13 lakh million was allocated for intra-state transmission capacity.
- The government is encouraging participation of private sector in transmission sector
- India is focusing on the expansion and renovation of its transmission & distribution network
- By FY20, 35% of India's population could be living in urban centres. This urbanization is expected to sustain; by FY50, half of India's population is expected to be urban, driving the demand for transmission towers.

HVDC overhead transmission systems have a simpler requirement of line tower construction. High-voltage overhead transmission is a popular means of power transmission in a majority part of the world. The market for India HVDC transmission systems market is expected to grow at a CAGR of approximately 6.2% during the forecast period of 2020 – 2025.

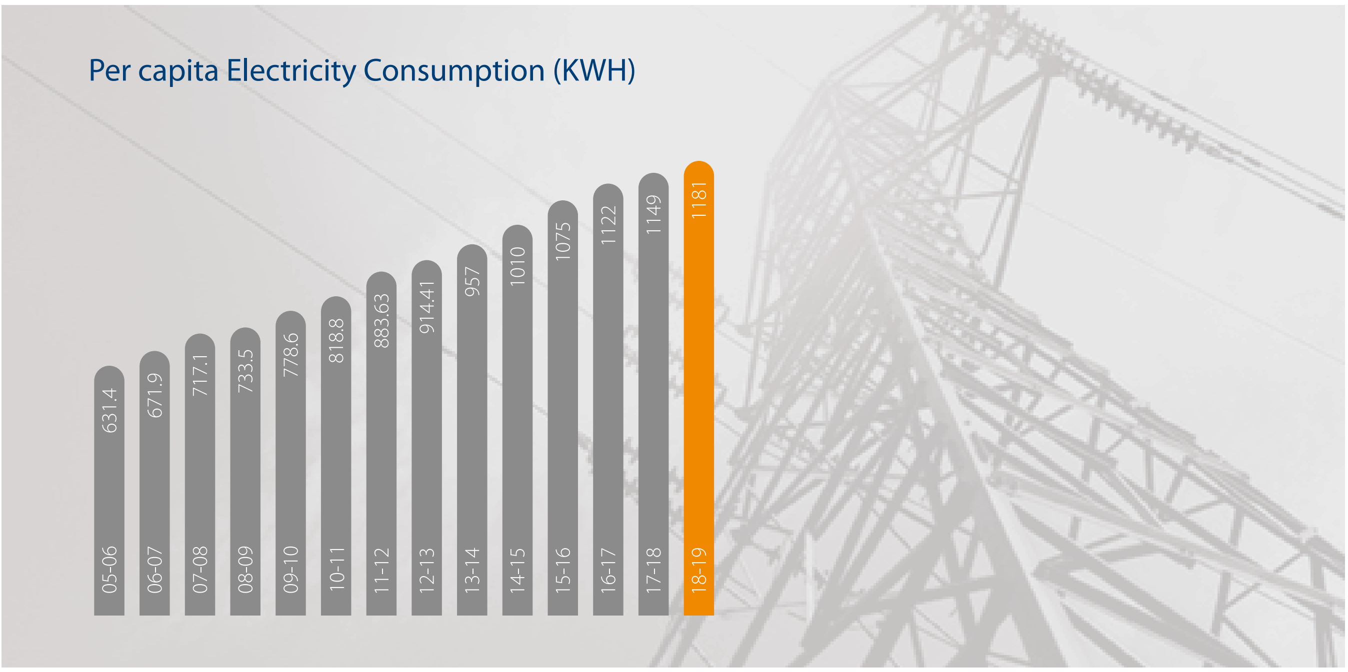
Major factors driving the market include the growing renewable energy sector, rapid urbanization, and increasing rural electrification.

Inter-regional power transmission capacity (MW)

The Central Electricity Authority's National Electricity Plan highlights the urgent need for more transmission lines. An additional 1.1 lakh (110,000) circuit kilometers are required by financial year 2024 to manage the annual peak load demand of 225.7GW, and to absorb the increasing share of variable renewable energy in the total electricity mix.

The Government of India has identified power sector as a key sector of focus so as to promote sustained industrial growth. Some initiatives by the Government of India to boost the Indian power sector:

- The Union Budget 2020-21 has allocated ₹ 15,875 crore (US\$ 2.27 billion) to Ministry of Power and ₹ 5,500 crore (US\$ 786.95 million) towards the Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY).
- Government plans to establish renewable energy capacity of 500 GW by 2030.



Green Energy Corridor Phase 2

India expects to add significant renewable energy capacity over the coming decade. It requires creation of a dedicated independent transmission corridor to evacuate additional power. The Green Energy Corridor project would be a dedicated, stable network to transmit large volumes of power from rich renewable energy power states, to higher energy demand states by creating intra-state and interstate transmission infrastructure.

Pent-up orders

Large bunching up of order that remained postponed (in excess of ₹ 5,000 Million) of GEC related projects to come up for bidding from next year will provide much needed boost to the domestic transmission industry.

- The Pradhan Mantri Sahaj Bijli Har Ghar Yojana- Saubhagya, launched by the Government of India with the aim of achieving universal household electrification.

National Infrastructure Plan

The Government of India recently released the National Infrastructure Plan (NIP) with an outlay of ₹ 102 lakh crore for the period from FY2020 to FY2025. Within the various sectors, the energy vertical accounts for the bulk of the investments with close to 24% of the overall investment outlay. In the energy vertical, the investments in the power sector remain the largest at around ₹ 22.6 lakh crore. The NIP envisages increasing the installed power generation capacity to 619 GW by March 2025 with the share of renewables targeted to increase to 39% as of March 2025. Given the critical importance of power sector to economic growth and the policy's emphasis on renewables, focus on the measures to improve the viability of electricity distribution segment as well as the to strengthen transmission & distribution (T&D) network would continue to remain the main areas of concentration.

UDAY

DISCOM Assurance Yojana (UDAY)

Ministry of Power, GoI launched Ujwal DISCOM Assurance Yojana (UDAY), a Scheme for the Financial Turnaround of Power Various government schemes in the power sector. Ujwal Distribution Companies (DISCOMs), has been approved by the Government of India with an objective to improve the operational and financial efficiency of the State DISCOMs.

The scheme has three critical components.

- The takeover of discoms debt by state governments.
- State governments took over 75% of the debt of their discoms and issued lower-interest bonds to service the rest of the debt.
- In return, discoms were given target dates (2017-19) to meet efficiency parameters.
- Aggregate technical and commercial (AT&C) losses of discoms, are to be reduced.
- This has to be matched up by timely tariff revisions and elimination of the gap between the average per-unit cost of supply (ACS) and average revenue realised (ARR) by 2019.

Power for all

24x7 - Power for All (24x7 PFA) is a Joint Initiative of Government of India (GoI) and State Governments with the objective to provide 24x7 power available to all households, industry, commercial businesses, public needs, any other electricity consuming entity and adequate power to agriculture farm holdings.

UJALA

Unnat Jyoti by Affordable LEDs for All (UJALA)was launched in 2015 to provide LED bulbs to domestic consumers. The programme target energy efficiency in lighting as it offers enormous opportunity to save energy. More than 36.25 crore LED bulbs have been distributed (8th June 2020) saving more than 47,083 MW of energy every year amounting to ₹ 18,833 crore

Integrated power development scheme (IPDS)

This scheme was initiated in the year 2014 with following components:

i. Strengthening of sub-transmission and distribution networks in the urban areas.

ii. Metering of distribution transformers / feeders / consumers in the urban areas.

iii. IT enablement of distribution sector and strengthening of distribution network under R-APDRP for 12th and 13th Plans by carrying forward the approved outlay for R-APDRP to IPDS.

iv. Schemes for Enterprise Resource Planning (ERP) and IT enablement of balance urban towns are also included under IPDS. Scope of IT enablement has been extended to all 4041 towns as per Census 2011.

v. Underground cabling to include additional demand of States and smart metering solution for performing UDAY States and Solar panels on Govt. buildings with net-metering are also permissible under the scheme.

R-APDRP

This program was initiated by the Ministry of Power with the purpose of reducing the AT&T losses up to 15 percent by upgradation of transmission and distribution network. More than USD 5.8 billion worth of projects was sanctioned under this program.

SAUBHAGYA

Pradhan Mantri Sahaj Bijli Har Ghar Yojana – 'Saubhagya' scheme was launched in 2017. Under Saubhagya free electricity connections to all households (both APL and poor families) in rural areas and poor families in urban areas will be provided. As of December 2019, 99% households have been electrified, an enormous achievement by the government of India. The challenge now is to sustainably grow India's economy so these new households can actually afford to buy electricity and sustainably improve their standard of living without a massive blowout in electricity subsidies.

Green Energy Corridor Phase 2

India expects to add significant renewable energy capacity over the coming decade. It requires creation of a dedicated independent transmission corridor to evacuate additional power.

The Green Energy Corridor project would be a dedicated, stable network to transmit large volumes of power from rich renewable energy power states, to higher energy demand states by creating intra-state and interstate transmission infrastructure. The Corridor will connect the renewables from its source locations to the rest of the country.

A PGCIL report states that with the expected doubling of electricity demand over the coming decade, India's transmission and distribution system will also require significant expansion. A $200 billion (~₹13.8 trillion) investment program through 2030 would create the opportunity for India to establish an internationally connected smart grid capable of managing increased power demand and incorporating much greater diversity in electricity generation, including distributed rooftop solar and battery storage. The CEA has estimated that a ₹2.69 trillion ($39 billion) investment is needed to revamp India's transmission infrastructure.

The work is underway on Green Corridor-II (for solar parks) which will connect six solar parks in Andhra Pradesh, Madhya Pradesh, Karnataka, Rajasthan, and Gujarat.

National Infrastructure Pipeline (NIP)

The NIP envisages doubling infrastructure spend from ~5% of nominal GDP to ~10% over FY21-23. It envisages investment to the tune of ₹ 111 trn between FY2020-25. About 18-20% of the pipeline is expected to be financed through the Centre's budget; About 24-26% is expected to be financed through the state's budget; ~31% would be raised through debt from bond markets, banks and NBFCs; equity from private developers, external aid multilateral and bilateral agencies and internal accruals of PSUs would comprise 4–10%.

In the power sector, an estimated total capex of ₹ 14tn by both the Centre and states would be incurred over FY20-25. An amount of ₹ 3.3tn will be expended on electricity generation projects, ₹ 3.2tn on electricity distribution projects, while ₹ 3.0tn will be spent on electricity transmission projects.

Indian telecom tower industry

Sweeping reforms introduced by successive Indian governments over the last two decades have dramatically changed the nature of telecommunications in India. The government has been proactive in its policy makings to to transform India into a global telecommunication hub.

The mobile telecom market continues to be the main focus of the Indian telecom sector. India's mobile market continues to get the bulk of local capital expenditure as the operators expand their infrastructure.

India has the potential to become one of the five largest data centre markets globally. In the last few years, there has been a radical shift in the way Indians produce and consume data.

Driven by cheap data plans, an average Indian consumes over 11 GB data per month. Besides, increasingly affordable smartphones and growing popularity of video streaming are driving data consumption, as per a report by Nokia. The overall data traffic in India increased by 47% in 2019 driven by continued 4G consumption. 4G constituted 96% of the total data traffic consumed across the country while 3G data traffic registered its highest-ever decline of 30%.

India data traffic recorded a growth of 44 times in the last four years, from 2015-19, which is one of the highest in the world. The number of Voice over LTE (VoLTE) smartphones grew to 432 million in the country.

A number of government initiatives and regulations will see further increased in internet users and enforce strict data residency laws that will require vastly more data centre capacity. There will a rapid increase in the rate in which on-premise facilities are being outsourced to third-party data centres, as the cloud computing, especially cloud computing continues to grow.

India has a huge national telecommunications network. A strong increase in telecom subscriber base has necessitated network expansion covering a wider area, thereby creating a need for significant investment in telecom infrastructure.

India's telecom industry is expected to see a major expansion of its network infrastructure during the 2019 to 2022 period. Each of the top three mobile operators: Reliance Jio, Airtel and Vodafone-Idea are now planning to extend coverage to address a surge in data consumption. Amid growing consumption of India's telecom broad due to Covid-19 pandemic, Tower and Infrastructure Providers Association (TAIPA) stated that currently India has 5.93-lakh telecom towers only to bear the consumption load demand

It further stated that the Indian telecom sector needs to add another 1 lakh towers over next 3-4 years to cater to a growing subscriber base and consumption needs.

Railway Electrification Program

Indian Railways has electrified 39,866 RKMs which accounts for about 63% of total Route Kilometers on Indian Railways. Presently about 57% of passenger traffic and about 65% of freight traffic is being carried on electric traction. It is planned to electrify all broad gauge routes of Indian Railways by 2024.

In the Railways, Total capital expenditure of ₹ 1,367,563 crore by both Centre and States would be made between FY20 to FY25. About 724 identified projects will be implemented in the period 2020-25. Out of the 724 projects, 697 projects worth ₹ 11.97 lakh crore will be implemented through EPC mode, while 27 projects worth ₹ 1.61 lakh crore will be implemented through PPP mode.

With projected spending of ₹ 30,000 cr over a period of next 3-4 year lined up for Railway Electrification in India,the railways have taken several steps to expedite electrification of railway lines in the country including awarding engineering procurement and construction (EPC) contracts, better project monitoring mechanism, delegating more power to field units for the award of contracts/ sanction of estimates and close monitoring at the highest level.

Also, Projects of ₹ 40,000 cr-plus to connect capitals of five NE states and border areas with rest of the country and areas bordering China, Myanmar and Bangladesh with the rest of the country are under active consideration . Being an East India player, Skipper is logistically attractively placed to target these large upcoming opportunities

Indian PVC pipes and fittings market

The pipe industry in India had witnessed a robust growth and has reached at an estimated value of Rs 300 billion by the end of FY 2019.The India PVC pipes and fittings market continues to grow and is anticipated to register a double digit CAGR of around 14% by revenue during the period FY'2019-FY'2026.

The primary growth drivers of this market in India are well supported by the government investments in irrigation, and housing & sanitation, through schemes such as Housing for All, Atal Mission for Rejuvenation and Urban Transformation (AMRUT) and Pradhan Mantri Krishi Sinchayee Yojana (Prime Minister Agriculture Irrigation Scheme). Further, the amplified demand for housing which is attributable to the ever increasing population as well as the rise in personal disposable income will also drive the overall growth of this segment.

Further, there has been a drastic shift of demand from metal to polymer based pipes, especially in plumbing and piping application in the construction industry. This has led to increase in usage of plastic pipes and emergence of CPVC pipes for hot and cold water plumbing.

In order to encourage the sector, the Government of India (GOI) has been placing orders for sewage, water supplies and plumbing pipes. Continuous increase in allocation of irrigation and housing by Government of India is going to give momentum to the piping industry. With rapid growth in population, there has been an increase in demand of residential applications of pipes also.

What drives the market…

- Increasing government investment in agriculture and related activities will augment the growth in PVC pipes and fittings market in India.
- The rise in population will lead to growth will be a major contributor to the PVC pipes and fittings market in India through increase in demand for housing.
- Growing problems of water shortage will also lead to increase in demand for PVC pipes and fittings.

Government Initiatives

Various government initiatives in the downstream industries which are helping and contributing towards growth of piping industry are illustrated below:

Atal Mission for Rejuvenation and Urban Transformation (AMRUT)

The purpose of this scheme is to ensure that every households has access to a tap with a proper supply of water connections, construction of buildings etc. The essential components associated with this scheme are water supply, sewerage and storm water drainage etc.

The Scheme aims to improving the standard of living of the urban population. The government has planned to invest ₹ 500 billion between FY 2016-20, with a total of 500 cities with a population above one lakh, have already been identified under this scheme.

Pradhan Mantri Awas Yojana: Housing for all by 2022

Pradhan Mantri Awas Yojana (Urban) Mission launched in 2015 with an intention to provide housing for all in urban areas by year 2022. The Mission provides Central Assistance to the implementing agencies through States/Union Territories (UTs) and Central Nodal Agencies (CNAs) for providing houses to all eligible families/ beneficiaries against the validated demand for houses for about 1.12 cr.

Swachh Bharat Mission

In the Union Budget for the financial year 2020-21, the Finance Minister announced total allocation proposed for Swachh Bharat Mission at ₹ 12,300 crore. Swachh Bharat Abhiyan or Clean India Mission is a nation-wide campaign introduced by Prime Minister Narendra Modi that aims to clean the streets, roads and infrastructure of cities towns, urban and rural cities and area in India.

Smart Cities

An urban renewal and retrofitting program by GoI with an aim of building 100 smart cities across the country. The core infrastructural requirement to develop Smart cities can be achieved with Smart solutions like E-Governance and Citizen Services, Energy Management, Waste Management, Urban Mobility, Water Management etc. The strategic components of area-based development in the Smart Cities Mission are city improvement (Retrofitting), city renewal (Redevelopment) and city extension (Greenfield development) plus a Pan-city initiative in which Smart Solutions are applied covering larger parts of the city.The Smart Cities Mission has been given ₹ 6,450 crore in Budget 2020 as against ₹ 3,450 crore allocated in Budget 2019.

Prime Minister Krishi Sinchayee Yojana

Pradhan Mantri Krishi Sinchayee Yojana (PMKSY) focuses on creation, repair and restoration of water sources, developing distribution networks, promoting efficient water conveyance through underground piping systems and drip irrigation and promoting farmeroriented activities. The schme is approved for implementation across the country with an outlay of ₹ 50,000 crore in five years. Budget 2020 provision to Pradhan Mantri Krishi Sinchai Yojna (PMKSY), had been ₹ 11,506 crore INR, which is around 11% higher than the last year's allocations.

Nal se Jal

The allocation for the overall Jal Jeevan Mission, which seeks to ensure water security across the country, is ₹ 11,500 crore, up from ₹ 10,000 crore in 2019-20. The 'Har Ghar Nal Se Jal' scheme, to provide a functional tap connection to all households by 2024, is part of the Jal Jeevan Mission.

Micro irrigation market

The Global Micro-Irrigation Systems Market is projected to register a CAGR of 10.9% between 2020-2025. The micro-irrigation systems market is primarily driven by factors, such as the need for increasing crop productivity while addressing the issues of water scarcity. Thus, governments are focusing on formulating initiatives, to increase the usage of micro-irrigation systems, while limiting water shortage. With water increasingly becoming a scarce commodity, farmers have been seeking novel ideas to grow more crops with the same quantity of water. Micro-irrigation systems, including sprinklers, and drippers, are witnessing high demand.

To increase water use efficiency at farm level, the Indian Economic Survey 2019-20 advises increased penetration of micro irrigation to ensure a sustainable agricultural practice. It says that there is good scope to use this technology in closely spaced crops like rice, wheat, onion and potato. In 2018-19, over 12 lakh hectare land is under micro-irrigation, according to government data.

Farmers have been able to save irrigation water from 20 to 48 per cent; energy saving from 10 to 17 per cent; saving of labour cost from 30 to 40 per cent; saving of fertilizers from 11 to 19 per cent and increase in crop production from 20 to 38 per cent, it says.

The ₹ 5000 crore dedicated Micro Irrigation Fund (MIF) created with Nabard was facilitating the states in mobilizing the resources for expanding coverage of micro irrigation envisaged under Per Drop More Crop component of PMKSY and also in bringing additional coverage through special and innovative initiatives by state governments.

Business segment

Skipper Limited is one of the world's largest integrated Transmission Tower manufacturing companies with Angle Rolling, Tower, Accessories & Fastener manufacturing and EPC line construction. Our manufacturing capacity is the largest in India and among the top 10 in the world. Skipper Limited is a national powerhouse in the Polymer Pipe business. Under the brand name of 'Skipper', the company manufactures huge range of premium quality pipes and fittings, which are used in different areas such as Plumbing, Sewage, Agriculture and Borewell sectors

Engineering products

Revenues: ₹ 11,425 million in 2019-20

Skipper is the market leader in the manufacture of transmission tower and distribution poles. The Company is positioned among the 10 largest global tower manufacturers. The Company invested in building superior scale which helps in making it possible to cater to global customers with large orders.

The Company's has created a diversified order book with customers from both domestic and international markets. The Company is supplying towers to customers across 30-plus countries

The Company has grown into an industry leader riding capacity additions from 1,00,000 tonnes per annum (MTPA) in FY13 to 300,000 MTPA in FY20.

Skipper is a differentiated player, the only one in its sector to possess captive rolling mill and galvanising plants. The Company has eight galvanising plants, with a capacity of 8000 tonnes per month being the largest in the country (14m long). The fully integrated facilities help enhance quality, timely delivery and customer service.

The Company's long term ambition is to make India the preferred sourcing hub for global infrastructure needs and has set a benchmark for the power T&D industry through several proactive measures. In this direction, during the year, the company has commissioned Eastern India's first tower & pole testing bed which has been recognized by Department of Scientific and Industrial Research (DSIR, GOI) as an in-house R&D unit. This allows the company to avail certain expenditure (including capital expenditure other than land & building) as deduction under Income Tax Act.

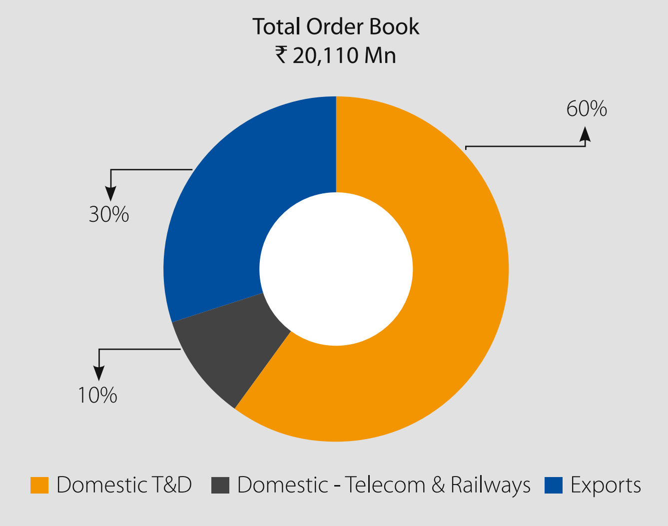
The Company is increasing its focus on the railway electrification (EPC) projects, a key focus area of the government. The Company also received core approval for all of its plants and rolling mill to supply various railway infrastructure products

Key differentiators

- Focussed T&D Structure manufacturing and exporting country and an ideal partner to global EPC contractors in the Transmission business.
- Fully integrated plants help in providing cost leadership on one hand and provide unmatched quality on the other.
- The Company provides a wide range of products making it a one-stop shop
- First company in India to manufacture and supply 800 Kv transmission towers to Power Grid Corporation
- Possesses a complete control across the value-chain (angles to tower production), enhancing quality and efficiency.
- Accredited with ISO 9001:2008 certification for all its manufacturing facilities

Highlights FY 2019-20

- The company's order book position stands at ₹ 20,110 mn as on March 31, 2020. The engineering products order book to sales stands at 1.5x and is well diversified between domestic and international orders.
- Received order inflow of ₹ 12,410 million during the year; non-T&D business comprised 10% of the order book at the end of the year
- Received ₹ 4,620 million worth of export contracts during the year under review; an increase of 54% over previous corresponding year period .
- Highest-ever bidding pipeline of ₹ 51,500 Million as on 31st March 2020; international – ₹ 31,000 Mn & Domestic - ₹ 20,500 Mn
- Commissioned one of India's Largest and East India's first tower & pole testing station. The facility has been recognized by Department of Scientific and Industrial Research (DSIR, GOI) as an in-house R&D unit.
- Skipper became first Company in India to have successfully designed, fabricated



Objectives of TOC in the Engineering business

- Reduction of inventory leading to reduction working capital investment
- Supply of towers within 30 days of PRI received from client which will help in increasing customer reliability leading to repeat order
- Rolling of working capital will increase as decrease in supply time / lead time.
- Ensuring full kit supply which will help in reducing in billing time.

and type tested a 765 KV S/C Monopole

- Completed major regulatory approvals and established relationship with more than 100 global EPC players.
- Received CORE approval for all the plant and rolling mills to manufacture and supply various types of Railway overhead wiring support structures
- Implementation of TOC in Engineering business to significantly improve the working capital cycle and bottom-line profitability.

Polymer products business

Revenues: ₹ 1,363 million in 2019-20

The polymer business comprises a portfolio of products finding application in plumbing and agriculture.

The segment accounts for 10%of revenues of the Company, of which the Plumbing sector contributes 60% of polymer revenues and the remaining 40% contributed by the agriculture segment. The Company's polymer capacity is 51,000 MTPA and is the only polymer product manufacturing company which has introduced Theory of Constraints (ToC) in an organised manner.

Differentiator

- Largest manufacturer of PVC pipes in West Bengal and possesses one of the largest polymer pipe capacities in Eastern India.
- Only polymer product manufacturing company to implement Theory of Constraints (TOC) in an organized manner.
- Leverages technology alliances with international majors to produce a better quality.
- Collaborated with Sekisui (Japan) for the production of CPVC compounds for advanced plumbing solutions.
- A robust distribution network

Objective of implementation of TOC:

Skipper is the only Indian polymer pipe company to implement a Theory of Constraints-based approach with the following objectives:

- To increase market share
- To strengthen organizational and distribution capabilities
- To implement a 'pull'-based product replenishment system leading to high retail availability and lower inventory
- To strengthen ties with channel partners through a process-driven approach
- To develop partnerships with trade influencers (through a long-term loyalty program)

Advantages :

- Sharp sales growth and increased market share
- Robust processes and systems to improve profitability
- Consistent availability of the entire products range at billing points
- Improved working capital cycle and inventory reduction
- Increased throughput from the existing capacity
- Improved ROI for trade partners (dealers and distributors)

Infrastructure business

Revenues: ₹ 1,116 million in 2019-20

A fully-integrated EPC major offering solutions in tower design, tower testing, manufacturing and onsite construction.

The company is also engaged in EPC Projects in Telecom infra and Railway Structures in various parts of the country along with other geographies. It has got specialized teams for live line works, Retro fitting works, Power Evacuation solutions. It has expert teams for Project management services, Inspection Services, Construction management, Restoration works and live line stringing. With continuous efficient pre & Post Sales Services, Skippers establishes itself as a long-term partner across all major leading Infrastructure companies. We study the clients requirements sharply to understand the specifications and technical & documentation requirements of different countries and fulfill their requirements with utmost quality, quantity, and in time.

Skipper pioneered the trench-less technology service in India, offering Horizontal Directional Drilling (HDD) to

Theory of Constraints in Skipper's polymer business

Skipper introduced the Theory of Constraints (TOC) approach into its polymer business to strengthen revenues and margins. This helped in discovering that product unavailability at key points of sale led to sales and opportunity loss, affecting overall business viability.

The Company rationalised its product portfolio and focused on the high-value plumbing sector, maximizing reach, enhancing availability across key retailers and minimizing sales loss.

The Company strengthened its supply chain, moderating dealer inventory without compromising stocking range, strengthening the dealer's return on investments. The Company focused on just-in-time delivery across smaller product lots, the first such proposition in the sector.

The Company focused on complete product availability through the manufacture of products and quantities sold, resulting in effective replenishment that strengthened the Company's market orientation, business development focus, deeper understanding of opportunities and working capital efficiency, obviating the need for dumping products on trade partners.

Impact of COVID-19

Core infrastructure sector data released by the government saw output falling 38.1% on-year in April, led by sharp contraction in steel (-84%) and cement (-86%) sectors, followed by refinery products (-24.2%), electricity (-22.7%) and coal (-15.4%). The first quarter of FY2020-21 is expected to be the worst affected by the Covid-19 pandemic. India's lockdown was one of the most stringent in Asia during April. Despite the easing, June too is unlikely to see major relaxations as the Covid-19 affliction curve is yet to flatten. All this is weighing on gross domestic product (GDP) growth. It is expected that the situation will start recovering from the second half and with the various government relief packages, the situation is likely to improve from the second half of the year.

accelerate the installation of underground utilities, while eliminating the need for surface excavation. HDD helps reduce environmental impact, moderating associated costs related to underground construction. The Company also provides trench-less horizontal drilling for the installation of optic fiber cable networks, oil and gas pipelines and cable networks, among others. Skipper analyses feasibility and geo-technical reports for installation through the HDD method.

Risk management

Skipper continued to enhance a comprehensive system that helps promptly identify risks that affect the Company, assess their materiality, and take measures to minimise both the likelihood of risks being realised and losses they can lead to.

The Company has a unified risk assessment and management methodology: goals, objectives, and principles of setting up and operating the corporate risk management system.

Risk management is applied across all management levels and functional and project areas.

Business Continuity Risk

The Company's business may not be relevant in the coming years

Mitigation

The Company has selected to be present in the power transmission infrastructure segment, which is critical to national growth. The Company is diversifying into relevant high-growth segments (telecom and railway electrification).

Quality risk

Decline in the quality of the products of the Company may lead to fall in the sales.

Mitigation

The Company possesses more than three decades of domain knowledge across various engineering products like transmission towers, distribution poles, telecom towers, hot rolled sections, plastic pipes and fittings. Integrated manufacturing units, focused management and committed production and quality control team make them the preferred choice for the customers not only in India but across the globe.

The Company received several global certifications, reinforcing the Company's commitment towards quality.

Competition risk

Increased competition could affect profitability.

Mitigation

With more than three decades of sectoral experience, the Company enjoys deep terrain familiarity. The Company's backward integration has enhanced competitiveness and product quality. The Company is among a handful in its industry present across the value-chain (rolling mills to test beds for product testing), a unique competitive edge.

Geography risk

Dependence on any particular geography could impact the Company's performance owing to a slowdown in the particular geography.

Mitigation

The Company expanded to more than 30 countries to de-risk from an excessive dependence on the Indian market.

Working capital risk

Stretched working capital management could impact viability.

Mitigation

The Company took a number of initiatives to optimise its receivables cycle across its business divisions, the full impact of which is likely to be visible across the foreseeable future.

Foreign exchange risk

Currency volatility could significantly impact the profitability of the Company.

Mitigation

The Company imports few raw materials and equipment; it exports to more than 30 plus countries – a hedge against foreign currency fluctuations. Besides, the Company took a number of initiatives to minimise the impact of forex fluctuations on its financial performance.

Stand Alone Financial Performance FY 2019-20

Sl	Profit & Loss Summary	12M FY'20	12M FY'19
1	Revenues	13,905.1	18,708.7
2	Operating EBITDA (without Forex)	1,546.4	1,840.2
	% of Revenue	11.1%	9.8%
3	Depreciation	381.0	378.7
4	Interest Expenses	847.6	1,015.9
5	Other Income	19.6	13.7
6	Operating PBT (2-3-4+5)	337.4	459.3
7	Forex Gain / (Loss)*	(155.1)	(29.5)
8	Profit Before Tax (Reported PBT) (6+7)	182.3	429.8
9	Tax	(232.6)	117.7
10	Profit After Tax (8-9)	414.9	312.1
11	% of Revenue	3.0%	1.7%
*	Realised Derivative & Foreign Exchange Gain / (Loss)	16.7	(30.0)
	Unrealised Derivative & Foreign Exchange Gain / (Loss)	(171.8)	0.5
	Total Forex Gain / (Loss)	(155.1)	(29.5)

Note

1) Forex derivatives MTM loss arising on account of sharp depreciation of rupee has resulted in decrease of profitability of the current year , The nature of impact is largely notional. Thus all comparative growth numbers are required to be calculated excluding impact of forex loss for better understanding and analysis on like to like basis.

Debt Details

	31.03.2020	31.03.2019	Inc/(Dec)
Long Term Debt	1,569	1,640	(71)
Current Maturities of Long Term Debt	344	457	(113)
Short Term Debt	2,624	3,133	(509)
Gross Debt Level	**4,538**	**5,231**	**(693)**
Debt Equity Ratio (X)	**0.66**	**0.81**	**(0.15)**

Key Performance Ratios

Particulars	Fy'20	Fy'19	Explanations for Change
Debt Equity	0.66	0.81	The reasons for change in parameters have been covered and explained in the previous sections of the report
ROCE	9.0%	12.3%	
RONW	6.0%	4.8%	
Interest Coverage Ratio	1.22	1.42	

Key Performance Highlights 2019-20

Reasons impacting Revenue

- Consciously slowed down supplies to customers unwilling to give secured payment terms
- Considering the liquidity situation in the market, limited our credit risk exposure across our customers ; at this stage we find it more prudent, not to chase growth in revenue at the cost of financial discipline.
- Very limited size contracts in domestic market came up for offering in the past two years.
- Structural changes under implementation in the polymer segment
- Emergence of nation-wide lockdown from 3rd week of March-20 arising from COVID19 situation, led to marginal loss of revenue in the quarter.

Financial Highlights

- Standalone operating EBITDA margins improved to 11.1% for the year in compare to 9.8% in previous year in spite of lower sales;
- Improved margin performance inspite of lower sales ; Corrective steps undertaken to reduce fixed cost, Stable Raw material prices and better operational efficiencies resulted in such improvement.
- Efforts continues on cash flow & Balance Sheet consolidation; interest expenses down by 17 % in compare to previous year
- Gross Debt reduced by ₹ 693 million during the year, on account of better working capital utilisation.
- Gross Debt to Equity ratio improved to 0.66 (X); Long Term Debt Equity at 0.28 (X),
- The Company's external credit rating has been assigned as "A-"/Stable by ACUITE against CARE BBB+ on account of improved operational & financial performance in conjunction with better growth prospects.
- Implementation of TOC in both Engineering & Polymer business to significantly improve the working capital cycle and bottom-line profitability

Outlook

Power will be key requirement for growth in India. A continuous surge in per capita power consumption, evacuation of renewable power and infrastructure revamp would sustainably drive the growth of India's transmission and distribution sector. Skipper will continue to benefit from government's spends in the power T&D sector. The Company's low-cost integrated operation will enable it to earn better margins and bid competitively in the coming years.

The domestic T&D activities are showing signs of strong recovery after 2 years of lull. The Company expects ordering & execution to gain pace post lifting of lockdown with increased participation opportunities from Power Grid, SEB, TBCB projects, exports and infrastructure push in North East & East India.

With the setup of cross-country national grid, huge investments are also being planned by states to improve connectivity, reliability and affordability. The Company is witnessing an increase in largesize transmission line from state utilities. In line with the changing business dynamics, the Company is focussing on enhancing its footprint across states on a selective basis

Also, with growing global competitiveness, the company is increasingly focusing on the international market. This is reflected in the Company's international bidding pipeline of ₹ 31,000 million - the highest level in its history.

The Company's prudent interest to contribute to nation building is driving it to capitalise on emerging opportunities in sectors that are of government's prime interest. In this direction, the Company's recent foray in the segments of railway electrification and drip irrigation have promising potential, and will help in strengthening its revenue base.

The outlook for polymer segment seems promising; a multifold expansion in the PVC business under TOC on a pan-India level will provide scalable growth opportunities.

The Company will continue to focus continues on Balance sheet consolidation.,It is undertaking a number of business strengthening initiatives to enhance nimbleness and competitiveness.

Internal control systems and their adequacy

The internal control framework is designed to ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial information and other data. This system is supplemented by internal audit, reviews by the management and documented policies, guidelines and procedures. The Company has a well-defined organizational structure, authority levels, internal rules and guidelines for conducting the business transactions. The Company intends to undertake further measures as necessary in line with its intent to adhere to procedures, guidelines and

regulations as applicable in a transparent manner. Internal audit department of the Company carries out the internal audit of the Company operations and reports its finding to the audit committee. In this process the internal audit also evaluates the functioning and quality of internal controls and provides assurance of its adequacy and effectiveness through periodic reporting. Internal audit is carried out as per risk based internal audit plan which is reviewed by the audit committee of the Company. The committee periodically reviews the findings and suggestions for the improvement and is apprised on the implementation status in respect of the actionable items.

Human resource

Skipper is constantly developing effective and innovative human resource practices to remain competitive for its 2000+ employees. Skipper conducted a research and revisited its human resource practices which helped it identify five essential focus areas to enhance productivity and employee motivation:

Goal setting with dynamic HR policies and guidelines

- KRA Goal-setting with dynamic HR policies and guidelines and integration of performance management system with a performance-driven organisational culture driven by dynamic compensation and benefit strategy to keep pace with the sector.
- Employee talent pool development through training and development HR system and process integration through new automation and technology implementation. Skipper conducted a senior management workshop comprising an experiential learning mix for outlining an organisational development objective. Seventy five senior management professionals participated from all the Company's strategic business units to share perspectives and align goals to its mission and vision.

Integration of performance management system with performance driven organisational culture & dynamic compensation & benefit strategy to keep pace at par with industry

The Company implemented a new approach with a nine-grid performance management System comprising the following:

- Innovative appraisal system implemented with performance and potential rating Increment process linked with newly-defined job band and salary range grid
- Identified individual KRA/ KPI as per the business unit and people linked with organisational and departmental goal.
- Individual evaluation based on defined KRA/ KPI and allotted target

Compensation and benefits. Skipper re-designed its compensation and benefit structure at par with industry practices to attract the best talent. The Company defined its job bands and salary slabs as per the prevailing industry standards. It implemented a short-term (quarterly) incentive scheme.

- Rewards and recognition: The Company's initiative to ensure a sound reward and recognition system comprised the following:
- Eight leadership competencies (mid-senior to senior) and four behavioural competencies (junior to middle-level) assessment model designed and implemented for the flagship R&R program.
- Talent pool development: Training and nurturing is a continuous activity at Skipper. The Company's initiatives in this regard comprised the following:
- Defined KSA development areas and plans for all grids.

Employee Talent Pool Development – Training & Development

The Company updated training calendar as per the defined organisational plan. Initiated leadership development training (coaching, mentoring and sharing feedback)-Experiential session for stress management and energy based healing by GMCKS Pranic Healing

HR System & Process Integration with New Automation & Technology implementation

- HR system & process integration: The existing HR automation system is being replaced by automated and integrated new generation software with customised solutions, including the entire 'Employee Life Cycle' with a user-friendly technology tool. Skipper strengthened interpersonal relationship among team members with learning being an integral part of career development aligned to the organisational goal.
- HR technology: HR Payroll was extended to cover the entire employee life cycle (HRIS – Cloud Partner with 'Adrenalin')
- Sales Force Automation: Hand-held tool (Sales Manpower - ACE-DNS)
- Performance Management and Talent Management: Integrated Tool & Employee policy and benefit interactive tool (Skipper-DNA)

Recruitment

Recruitment and talent nurturing is a continuous process at Skipper, where innovation is a must and a new process of training always creates a different impact on the employees. Talent development linked with talent management grid for a specific outcome is a globally accepted model.

The Company believes that employees' performance is driven by their skills, attitude and their ability to innovate and drive change. In response, Skipper has implemented a new and agile approach towards performance management through 9 Grid Performance Management System: Like- innovative appraisal system implemented with performance and potential rating- Increment process linked with newly defined job band and salary range grid- Identified individual KRA/KPI as per business unit and people linked with organisational and departmental goal- Individual evaluation based on defined KRA/KPI and allotted target

Leadership development strategy

Organizations today face numerous challenges to operate efficiently and maintain a competitive advantage in times of change. Change requires new behaviours, new routines, new methods, new customers, new perspectives, and new technology. It is upon company leadership to provide the proper direction to help their teams & employees navigate these challenges and adapt appropriately. To improve alignment between achievement of business goals and leaders' skills to drive achievement of those goals, three steps are required: the creation of a business strategy, followed by a leadership strategy, followed by a leadership development strategy:

Organizational transformation programs: strategic transformation programs enabling the organizational strategy and offered to the different leadership levels > "Prepare for Change"

- Career programs: broad and LD-programs preparing selected leaders for their next leadership role > "Prepare for Tomorrow"
- Performance modules: stand-alone and short LD-modules to upskill leaders at individual level based on performance needs
- Digital Academy: 24/7 available and short learning nuggets to support leaders at all levels in handling immediate business issues > "Prepare for Now"

Collective relations between employee, workers and management & government –

Skipper is making a venture of co-operation under the direction of the Management to secure the effective co-ordination of men, materials, and machinery and money. It is, thus, employer-employee relationship in an industry. Two parties—employer and workmen are necessary without which such relationship cannot exist and it is the industry which provides the setting for industrial relations-Relationship emphasises on the process of accommodation whereby both the parties develop skills and methods of adjusting to and cooperating with each other.

Outlook

Skipper Management is extremely focused on people development along with organisational growth journey. With this positive business & people driven mind-set, Skipper HR team has started their new initiatives & HR Change management practices, HR Team is conducting a research and revisiting its HR practices, must identify five essential focus areas to enhance productivity and employee motivation, believes that its inherent strength lies in its dedicated workforce. The Company created a holistic working environment that encouraged employees to extend beyond their work scope towards innovative interventions.

Information technology

Information technology represents the backbone of business transformation. Riding the back of superior technology, Skipper transformed into one of the most prominent players.

The Company invested periodically in its IT architecture, enhancing process productivity, service and competitiveness. The Company remained proactive to find new ways of staying ahead of the curve.

This modern cutting-edge IT infrastructure enhanced capacity flexibility, availability and a disaster-protected SAP landscape in data centre cloud.

The following key results were achieved from the migration:

- Faster and better performance
- Operational efficiency from reduced data footprint
- Mobilisation of business with mobile applications
- Embedded analytics to engage in realtime analytics on live transaction data Model for smarter business innovation

Disclaimer

Statements in management discussion and analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those either expressed or implied. Important factors that could make a difference to the Company's operation include among others, economic conditions affecting demand/supply and price conditions, variation in prices of raw materials, changes in governmental regulations, tax regimes, economic developments and other incidental factors.

DIRECTORS' REPORT

Dear Shareholders,

Your Directors take great pleasure in presenting the 39th Annual Report of the Company, together with the audited financial statements (Standalone and Consolidated) for the year ended 31st March, 2020.

FINANCIAL SUMMARY & PERFORMANCE HIGHLIGHTS

The Company's performance during the financial year under review as compared to the previous financial year is summarized below:

(₹ in millions)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Revenue from Operations	13905.07	18708.69	13905.07	18708.69
Other Income	19.65	13.66	19.65	13.66
Total Income	**13924.72**	**18722.35**	**13924.72**	**18722.35**
Profit before Finance Cost, Depreciation, and Tax	**1410.91**	**1824.47**	**1408.56**	**1824.31**
Finance Cost	847.59	1015.93	847.59	1015.93
Depreciation	381.00	378.70	381.00	378.70
Share of Profit/(Loss) of Joint Venture	-	-	(2.35)	(0.16)
Profit Before Tax	**182.32**	**429.84**	**179.97**	**429.68**
Tax Expenses (Current & Deferred)	(232.58)	117.72	(232.58)	117.72
Profit for the Year	**414.90**	**312.12**	**412.55**	**311.96**
Other Comprehensive Income	(0.15)	3.07	(0.60)	3.07
Total Comprehensive Income	**414.75**	**315.19**	**411.95**	**315.03**

The Company's revenue from operations for the Financial Year 2019-20 was ₹ 13905.07 million as compared to ₹18708.69 million in the previous year. The Company's profit before exceptional items and tax was ₹ 182.32 million during the year as compared to ₹ 429.84 million in the previous year. The Company earned a net profit of ₹ 414.90 million as against a net profit of ₹ 312.12 million in the previous year recording a growth of 32.93%.

On a consolidated basis, your Company recorded a net profit of ₹ 412.55 million as against a net profit of ₹ 311.96 million in the previous year recording a growth of 32.25%.

More details on the financial statements of the Company along with other relevant information and financial ratios are available in the Management Discussion & Analysis Report.

OUTBREAK OF COVID-19 PANDEMIC

Towards the end of the financial year, the World Health Organisation (WHO) declared Covid-19 a pandemic. With the Covid-19 pandemic impacting people across the globe, your Company also witnessed severe disruption in its operations. All the plants/offices/project sites were temporarily shut down during late March, 2020 and were partially re-opened at some locations in the last week of April, 2020 after obtaining requisite government approvals. With health and hygiene of employees as the focus area, the Company implemented Work From Home (WFH) policy for all the employee during the lockdown period.

The Company is taking all necessary measures in terms of mitigating the challenges being faced in the business and is focused on safety of employees, implementing cost optimization measures and maintaining liquidity. The Company is also closely monitoring the entire supply chain to ensure smooth running of the manufacturing facilities.

NATURE OF BUSINESS

The Company continues to persistently offer multifarious products/services under its Engineering, Polymer and EPC divisions.

During the year, the Company has commissioned a transmission line testing station on 23rd March, 2020 at Bagnan in Howrah, West Bengal. The facility has an annual testing capacity of 1800 MT of Transmission & Distribution Towers & Poles. The testing station also has an In House Research & Development Center which has been recognized by Department of Scientific and Industrial Research (DSIR), Government of India. The facility will help the Company to conduct in-house Load Testing for Tower & Pole structures and will boost its engineering capabilities and credentials.

STATE OF COMPANY'S AFFAIR AND CURRENT YEAR'S OUTLOOK

The state of Company's affair and future outlook is discussed in the Management Discussion & Analysis section of this Annual Report.

DIVIDEND & RESERVES

Your Company has voluntarily adopted a dividend distribution policy in accordance with the provisions of Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'). The policy, inter alia, intends to ensure that a balanced and concise decision is taken with regard to distribution of dividend to the shareholders and retaining capital to maintain a healthy growth of the Company. The policy lays down various parameters to be considered by the Board before declaration/recommendation of dividend to the members of the Company. The Dividend Distribution Policy is available on the website of the Company at https://repository.skipperlimited.com/investor-relations/pdf/dividend.pdf.

In line with this policy and in recognition of the financial performance during FY 2019-20, your Directors are pleased to recommend a dividend of 10% i.e 0.10 paise per equity share of face value of Re. 1 each for the financial year ended 31st March, 2020.The total Dividend amount aggregates to ₹10.27 million.

If the dividend, as recommended above, is declared by the members at the forthcoming Annual General Meeting, the same will be paid within 30 days from the date of declaration to those shareholders whose name appears in the Register of Members as on the record date.

No amount is proposed to be transferred to General Reserve.

UNCLAIMED/UNPAID DIVIDEND

In terms of the provisions of Section 124(5) of the Companies Act, 2013, the Company did not have any unclaimed/unpaid dividend which was/is required to be transferred to the Investors Education and Protection Fund during the year. Shareholders are requested to kindly check the status of their unpaid or unclaimed dividend available at the website of the Company at https://www.skipperlimited.com/investor-relations/unpaid-unclaimed-dividend.aspx.

SHARE CAPITAL

During the year, the Company has not issued any kind of securities. The Company's paid-up share capital continues to stand at ₹10,26,70,212 consisting of 10,26,70,212 equity shares of ₹1 each as on 31st March 2020.The Company's equity shares are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

INTEREST IN JOINT VENTURE AND CONSOLIDATED FINANCIAL STATEMENTS

The Company holds 50% partnership interest in "Skipper-Metzer India LLP" (SMIL) a Limited Liability Partnership engaged in the business of manufacturing of drip irrigation systems. During the year under review, SMIL achieved a turnover of ₹ 324.28 million and incurred a net loss of ₹ 4.70 million. The financial statement of SMIL is available on the website of the Company at www.skipperlimited.com.

The said LLP has been classified as Joint Venture in accordance with the provision of Indian Accounting Standards (Ind AS). Accordingly, the Consolidated Financial Statements of the Company and its Joint Venture, prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'), forms part of the Annual Report.

A statement containing salient features of the financial statements of Joint Venture pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, is given in Form AOC-1 being marked as **"Annexure-A"** to this Report.

DIRECTORS' & KEY MANAGERIAL PERSONNEL

As on 31st March, 2020, the Board consisted of ten Directors comprising of five Independent Directors including a woman director and five Executive Directors. The position of the Chairman of the Board and the Managing Director are held by separate individuals, wherein the Chairman of the Board is an Independent Director. The profile of all the Directors can be accessed on the Company's website at https://skipperlimited.com/about-us/senior-management.aspx.

None of the Directors of the Company have incurred any disqualification under Section 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014. All the Directors have confirmed that they are not debarred from accessing the capital market as well as from holding the office of Director pursuant to any order of Securities and Exchange Board of India or Ministry of Corporate Affairs or any other such authority.

In the view of the Board, all the directors possess the requisite skills, expertise, integrity, competence, as well as experience considered to be vital for business growth. The detailed analysis of various skills, qualifications and attributes as required and available with the Board has been presented in the Corporate Governance Report.

Sri Amit Kiran Deb (DIN: 02107792) and Smt. Mamta Binani (DIN: 00462925) have been re-appointed as Independent Directors of the Company for a second term of 5 years with effect from 23rd September 2019 and 1st April 2020 respectively, pursuant to approval of shareholders of the Company at the 38th Annual General Meeting of the Company held on 12th August 2019. Further, Sri Pramod Kumar Shah (DIN: 00343256) who was earlier appointed as an Additional Director has been appointed as the Independent Director of the Company for a period of five years.

The shareholders of the Company at the 38th Annual General Meeting of the Company held on 12th August 2019, has also approved the re-appointment of Sri Sajan Kumar Bansal (DIN: 00063555) as the Managing Director of the Company for a period of five years with effect from 1st July 2019, the re-appointment of Sri Sharan Bansal (DIN: 00063481) as the Executive Director of the Company for a period of three years with effect from 1st July 2019 and the re-appointment of Sri Devesh Bansal (DIN: 00162513) and Sri Siddharth Bansal (DIN: 02947929) as the Executive Directors of the Company for a period of three years with effect from 1st April, 2019.

Sri Joginder Pal Dua (DIN: 02374358) was appointed as an Independent Director of the Company with effect from 1st February 2016 for a period of five years and his current term will expire on 31st January, 2021. Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on 22nd June 2020 had recommended the re-appointment of Sri Joginder Pal Dua (DIN: 02374358) as an Independent Director of the Company for a second term of five years with effect from 1st February 2021, subject to approval of shareholders of the Company by way of a special resolution at the ensuing Annual General Meeting. Your Company had received a notice under Section 160 of the Act in writing from a member proposing the re-appointment of Sri Joginder Pal Dua as a Director on the Board of the Company. Sri Joginder Pal Dua has given his consent for re-appointment and has confirmed that he does not suffer from any disqualifications under the Act or Listing Regulations.

Sri Yash Pall Jain was appointed as Whole-Time Director of the Company with effect from 6th September 2017 for a period of three years and his current term will expire on 5th September, 2020. Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on 22nd June 2020 had approved the re-appointment of Sri Yash Pall Jain as Whole Time Director of the Company, liable to retire by rotation for a further period of one year with effect from 6th September 2020, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting. Sri Yash Pall Jain has given his consent for re-appointment and has confirmed that he does not suffer from any disqualifications under the Act or Listing Regulations.

Pursuant to the provisions of Section 152(6)(d) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Sri Devesh Bansal (DIN: 00162513) will retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

Information regarding the directors seeking appointment/re-appointment as required by Regulation 36 of the Listing Regulations and Secretarial Standard-2 has been given in the notice convening the ensuing Annual General Meeting.

Sri Amit Kiran Deb continues to serve as the lead Independent Director of the Company.

Sri Sanjay Kumar Agrawal and Sri Manish Agarwal continue to hold the position of Chief Financial Officer and Company Secretary of the Company respectively.

DECLARATION BY INDEPENDENT DIRECTORS

Sri Amit Kiran Deb (DIN: 02107792), Sri Joginder Pal Dua (DIN: 02374358), Sri Ashok Bhandari (DIN: 00012210), Sri Pramod Kumar Shah (DIN: 00343256) and Smt. Mamta Binani (DIN: 00462925) are Independent Directors on the Board of the Company.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the Section 149 of the Companies Act, 2013 as well as Regulation 16 of the Listing Regulations.

The Independent Directors have also submitted a declaration that they have registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time.

None of the independent directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The board of directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the same and in their opinion the Independent Directors fulfill the conditions specified in the Act and Listing Regulations and are independent of the management.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act along with the Code of Conduct for Directors and Senior Management Personnel formulated by the Company as per Listing Regulations.

COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL

On the recommendation of Nomination and Remuneration Committee, the Company has formulated and adopted a Nomination and Remuneration Policy which is in accordance with the Act and the Listing Regulations. The policy aims to attract, retain and motivate qualified people at the board and senior management levels and ensure that the interests of Board members & senior executives are aligned with the Company's vision and mission statements and are in the long-term interests of the Company.

The Nomination and Remuneration Policy of the Company has been designed with the following basic objectives:

a. To set out a policy relating to remuneration of Directors, Key Managerial Personnels, Senior Management Personnels and other employees of the Company.

b. To formulate criteria for appointment of Directors, Key Managerial Personnels and Senior Management Personnels.

c. To formulate the criteria for determining qualification, competencies, positive attributes and independence for appointment of a director.

The Policy is available on the website of the Company at https://www.skipperlimited.com/Media/Nomination-&-Remuneration-Policy.pdf

PERFORMANCE EVALUATION OF THE BOARD, THE COMMITTEES AND THE INDIVIDUAL DIRECTORS

Pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company have formulated a Board Evaluation Policy which lays down the manner of evaluation of the Board as a whole, its committees and the individual Directors.

The Company has a two tier evaluation system wherein the Independent Directors evaluate the performance of the Executive Directors, the Chairman and the Board as a whole and thereafter the Board evaluates the performance of all the individual Directors, the Committees and the Board as a whole. The policy lays down the criteria on which the evaluation is to be done and a structured questionnaire (evaluation form) with a rating matrix forms part of the Policy. The Chairman as per the evaluation policy of the Company, after discussion, deliberation and consultation with all the Directors (except the Director being evaluated) fills up the evaluation form for the individual Directors, the Committees and the Board as a whole.

During the year under review, the Board carried out annual evaluation in accordance with the above said policy and expressed satisfaction and contentment on the performance of all the Directors, the Committees and the Board as a whole. The evaluation mechanism with definite parameters has been explicitly described in the Corporate Governance Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Act (including any statutory modifications(s) or re-enactment(s) thereof for the time being in force) the Directors of the Company confirm that:

(i) in the preparation of the Annual Accounts for the year ended 31st March, 2020, the applicable accounting standards have been followed and there are no material departures from the same;

(ii) 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 state of affairs of the Company as at 31st March, 2020 and of the profit of the Company for the year ended on that day;

(iii) they have taken proper and sufficient care for the 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;

(iv) the Annual Accounts for the year ended 31st March, 2020 have been prepared on a "going concern" basis;

(v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

(vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

NUMBER OF MEETINGS OF THE BOARD

The Board met 5 (five) times during the Financial Year 2019-20, viz., on 22nd May 2019, 12th August 2019, 18th September 2019, 13th November, 2019 and 13th February, 2020. The details relating to attendance of Directors in each board meeting held during the FY 2019-20 has been separately provided in the Corporate Governance Report.

COMMITTEES OF THE BOARD

The Board of Directors have constituted Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Finance Committee and Business Coordination Committee to deal with specific areas/activities that need a closer review and to have an appropriate structure for discharging its responsibilities.

The composition, terms of reference, attendance of directors at the meetings of all the above committees has been disclosed in the Corporate Governance Report.

There has been no instance where the Board has not accepted any of the recommendations of the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted a Corporate Social Responsibility (CSR) Committee, in terms of provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 inter alia to give directions and assistance to the Board for leading the CSR initiatives of the Company. The Committee formulates and reviews annual CSR plans and CSR budgets and also monitors the progress of the CSR activities. The details of the committee have been disclosed in the Corporate Governance Report.

The Company has further adopted a Corporate Social Responsibility Policy in accordance with the provisions of the Act which can be accessed at https://repository.skipperlimited.com/investor-relations/pdf/CSR-Policy.pdf.

The Company undertakes its CSR activities by largely focusing on the following sectors:

Healthcare	Education	Animal Welfare	Rural Development	Environmental Sustainability

During the financial year ended 31st March 2020, the Company has spent Rs. 27.51 million on CSR activities.

The Company's CSR Policy statement and annual report on the CSR activities undertaken during the financial year ended 31st March, 2020, in accordance with Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014 is set out in the **"Annexure-B"** to this report.

RISK MANAGEMENT

The Company has built a comprehensive risk management framework that seeks to identify all kinds of anticipated risks associated with the business and to take remedial actions to minimize any kind of adverse impact on the Company. The Company understands that risk evaluation and risk mitigation is an ongoing process within the organization and is fully committed to identify and mitigate the risks in the business. The identification of risks is done at strategic, business and operational levels.

The Company has formulated and implemented a risk management policy in accordance with Listing Regulations, to identify and monitor business risk and assist in measures to control and mitigate such risks.

The Audit Committee examines inherent and unforeseen risks in accordance with the policy on a periodical basis and ensures that mitigation plans are executed with precision. The Board is also briefed about the identified risks and mitigation plans undertaken by the management at regular intervals.

As on date, there are no risks which in the opinion of the Board can threaten the existence of the Company. However, some of the probable risks which might pose challenges before the Company have been set out in the Management Discussion and Analysis section of this Annual Report. Details of various foreign exchange risks and commodity risks faced by the Company during the year have been separately disclosed in the Corporate Governance Report.

INTERNAL FINANCIAL CONTROLS

According to Section 134(5)(e) of the Act, the term Internal Financial Control ('IFC') means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and early detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors.

Internal Audit is conducted periodically and the internal auditor monitors and evaluates the efficiency and adequacy of internal control system including internal financial control in the Company.

Significant audit observations and follow up actions thereon is first of all reported to the Audit Committee. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including the Company's risk assessment procedures. The Audit Committee also deliberates with the members of the management, examines the requisite internal control systems and meets the internal auditors and statutory auditors at quarterly intervals to ascertain their views on the internal financial control systems. The Board takes on record the audit findings as reflected in the internal auditors report and takes into account audit committee's considerations for proper execution of its plans.

Necessary certification by the Statutory Auditors in relation to Internal Financial Control u/s 143(3)(i) of the Act forms part of the Audit Report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has in place a Vigil Mechanism/Whistle Blower Policy which is approved and adopted by the Board of Directors of the Company in compliance with the provisions of Section 177(10) of the Act and Regulation 22 of the Listing Regulations. The Policy provides a framework to promote responsible and secured reporting of unethical behavior, actual or suspected fraud, violation of applicable laws and regulations, financial irregularities, abuse of authority, etc. by Directors, employees and the management. The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company at https://www.skipperlimited.com/Media/Whistle-Blower-Policy.pdf.

The Company endeavours to provide complete protection to the Whistle Blowers against any unfair practices. The Audit Committee oversees the genuine concerns and grievances reported in conformity with this policy. It is affirmed that no personnel of the Company has been denied access to the Audit Committee and no case was reported under this policy during the year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions are entered into only after receiving prior approval of the Audit Committee. Omnibus approvals are obtained each year for transactions which are repetitive in nature. A statement of all related party transactions entered into is placed before the Audit Committee and Board of Directors for its review on a quarterly basis, specifying the nature, value and terms of the transaction.

In line with the requirements of the Act and the Listing Regulations and the recommendations of Audit Committee, your Company has formulated a policy on dealing with Related Party Transactions ('RPTs') and the same is available on the website of the Company at https://www.skipperlimited.com/Media/RELATED-PARTY-TRANSACTIONS-POLICY.pdf. The Policy intends to ensure that proper approval, reporting and disclosure processes are in place for all the transactions taking place between the Company and Related Parties.

During the year under review, all transactions entered into by the Company with related parties were in compliance with the applicable provisions of the Act and the Listing Regulations, details of which are set out in the Notes to Financial Statements forming part of this Annual Report. All the transactions have been duly evaluated by the Audit Committee and Board and have been found beneficial for the Company. These transactions were inter alia based on various considerations such as business exigencies, synergy in operations and resources of the related parties.

Further, the Company has not entered into any contracts/arrangements/transactions with related parties which qualify as material in accordance with the Policy of the Company on materiality of related party transactions. There are no materially significant related party transactions that may have potential conflict with interest of the Company at large.

No transactions were carried out during the year which requires reporting in Form AOC - 2 pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year, the Company has provided a corporate guarantee to Punjab & Sind Bank in relation to credit facilities availed by Skipper-Metzer India LLP in conformity with Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. The details of the guarantee provided have been mentioned in the notes to the accounts. No loans were granted or investments was made during the year.

PARTICULARS OF EMPLOYEES

The information required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time in respect of Directors/employees of the Company is attached as **"Annexure- C"** to this report.

The information required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time forms part of this Board Report. However, in terms of Section 136 of the Act, the annual report is being sent to the members excluding the said statement. The said information is readily available for inspection by the members at the Company's registered office during the business hours on all working days up to the date of ensuing Annual General Meeting and shall also be provided to any member of the Company, who sends a written request to the Company Secretary.

EMPLOYEE STOCK OPTION PLAN

Your Company has formulated 'Skipper Employee Stock Option Plan 2015' in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014 to enable its employees to participate in the Company's future growth and financial success and to encourage and reward the performing employees. The Scheme is monitored by the Nomination and Remuneration Committee (also functioning as Compensation Committee) of the Board.

During the year, there has been no change in the 'Skipper Employee Stock Option Plan 2015' (scheme) and the same is in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014. Further, no allotment under the ESOP scheme has been made by the Company in the FY 2019-20.

The applicable disclosures as required under SEBI (Share Based Employee Benefits) Regulations, 2014 is available on the website of the Company at https://repository.skipperlimited.com/investor-relations/pdf/sebi-disclosure-2014.pdf.

The Company has received a certificate from M/s Singhi & Co., Statutory Auditors confirming that 'Skipper Employee Stock Option Plan 2015' have been implemented in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014. The said certificate is available for inspection by the members at the Company's registered office during the business hours on all working days up to the date of ensuing Annual General Meeting and would also be placed at the ensuing Annual General Meeting for inspection by the members.

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

During the year under review, your Company has been accorded recognition from The Department of Scientific and Industrial Research (DSIR), Ministry of Science and Technology, Government of India, for its "In House Research & Development Center" situated at P.O-Barunda, PS- Bagnan, District-Howrah, West Bengal.

Information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated in Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is provided in **"Annexure – D"** to the Directors' Report.

AUDITORS

Statutory Auditors and Auditor's Report

M/s. Singhi & Co., Chartered Accountants (Firm Registration No.: 302049E), have been re-appointed as statutory auditors of the Company for a second term of 5 years pursuant to the shareholder's approval obtained in the preceding Annual General Meeting held on 12th August, 2019.

M/s. Singhi & Co. fulfills the eligibility and qualification norms as prescribed under the Act, the Chartered Accountants Act, 1949 and rules and regulations issued thereunder. In addition, the auditors hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI).

The Auditor's Report for the financial year ended 31st March, 2020 on the financial statements of the Company forms an integral part of this Annual Report. There is no qualification, reservation or adverse remark or disclaimer made by the statutory auditors in their report nor there are any matters to be reported under Section 143(12) of the Act.

Secretarial Auditors and Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act, your Company has appointed M/s. MKB & Associates, Practicing Company Secretaries (FRN No.P2010WB042700) as Secretarial Auditor to conduct Secretarial Audit of the Company for the FY 2019-20. Accordingly, the Secretarial Audit Report for FY 2019-20 is annexed to this report as **"Annexure- E"**.

There is no qualification, reservations or adverse remark or disclaimer in the Secretarial Audit Report.

Cost Auditors

As per the requirements of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is required to maintain cost records for few of its products and accordingly such records have been prepared and maintained by the Company.

The Board of Directors, on the recommendations made by the Audit Committee, has appointed M/s. AB & Co., Cost Accountants as the Cost Auditors of the Company to conduct the audit of cost records for the FY 2020-21 in accordance with Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, at a remuneration of ₹70,000/- plus reimbursement of out of pocket expenses at actuals and applicable taxes. The requisite resolution for ratification of remuneration to be paid to the Cost Auditor for FY 2020-21 has been set forth in the notice of the impending Annual General Meeting of the Company and the same is recommended for your consideration.

The Cost Auditors have certified that their appointment is within the limits of Section 141(3)(g) of the Act and that they are not disqualified from appointment within the meaning of the said Act.

Relevant cost audit report for the year 2018-19 was submitted to the Central Government within stipulated time and was free from any qualification or adverse remarks.

Internal Auditors

The Board of Directors of the Company, on the recommendations made by the Audit Committee, has appointed Sri Raunak Rathi (a qualified Chartered Accountant), an existing employee of the Company as Internal Auditors of the Company for the FY 2020-21 in accordance with Section 138 of the Act read with the Companies (Accounts) Rules, 2014.

None of the Auditors of the Company have reported any fraud during the year under review.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return of the Company as on 31st March, 2020 in Form No. MGT - 9 as per Section 92(3) of the Act read with Companies (Management and Administration) Rules, 2014, is set out in the **"Annexure F"** to this report and is also available on the website of the Company at https://www.skipperlimited.com/Media/MGT-9.pdf

DEPOSITS

During the year under review, the Company has not accepted any deposits from the public within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. As on March 31, 2020, there were no deposit lying unpaid or unclaimed.

Loan has been advanced to the Company by some of the Directors during the year, details of which are available in notes to the financial statements.

CREDIT RATING

Details of Credit Ratings assigned to the Company are given in the Corporate Governance Report.

CORPORATE GOVERNANCE

As per Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance with the same has been disclosed under the Corporate Governance Report section of this Annual Report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of the Company, as required under the Listing Regulations is provided in a separate section and forms an integral part of this Report.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS

During the Financial Year 2019-20, the Company has complied with all the relevant provisions of Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings (SS1 and SS2).

BUSINESS RESPONSIBILITY REPORT

A Business Responsibility Report prepared in accordance with Regulation 34(2) of Listing Regulations, detailing the various initiatives taken by the Company on the environmental, social and the governance perspective for the year 2019-2020 is set out in the **"Annexure G"** to this report and is also available on the website of the Company at https://skipperlimited.com/Media/Business-Responsibility-Report.pdf.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Employees are the most valuable and indispensable asset for a Company. The Company has always been proactive in providing growth, learning platforms, safe workplace and personal development opportunities to its workforce. The core focus of the Company has been on improvement and upliftment of the employees through continuous training & development programmes. The human resource department of the Company through its persistent efforts strives to achieve amicable working and industrial relations and as a result the employee relations remained cordial throughout the year. The Company had 2028 permanent employees on its rolls as on 31st March, 2020.

SCHEME OF ARRANGEMENT

During the year, the Company reconsidered the scheme of arrangement between Skipper Limited and Skipper Pipes Limited for demerger of the polymer product division of the Company and withdrew the same.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a safe and secure working environment for all employees and create ambience in which all employees can work together without any apprehension of sexual harassment.

The Company has formulated a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder and an Internal Complaints Committee (ICC) has also been set up to redress complaints received regarding sexual harassment.

During the year under review, no complaints were received under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

GENERAL DISCLOSURES

Your Directors state that:

1. No material changes and commitments affecting the financial position of the Company have occurred from the close of the financial year ended 31st March, 2020 till the date of this report. However, the impact on the financial performance of the Company caused due to the outbreak of CoVID-19 pandemic is explained separately in the notes to the financial statements.
2. During the year, no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operation in future.
3. The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

ACKNOWLEDGEMENT

Your Directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance and co-operation they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support of investors, vendors, dealers, business associates and employees of the Company.

For and on behalf of the Board of Directors

Place: Kolkata Date: 22nd June, 2020	**Sajan Kumar Bansal** Managing Director (DIN: 00063555)	**Devesh Bansal** Director (DIN: 00162513)

Annexure to Directors' Report

Annexure – A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A-Subsidiaries

1	Name of Subsidiary	NOT APPLICABLE
2	The date since when subsidiary was acquired	
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	
5	Share capital	
6	Reserves and surplus	
7	Total assets	
8	Total Liabilities	
9	Investments	
10	Turnover	
11	Profit before taxation	
12	Provision for taxation	
13	Profit after taxation	
14	Proposed Dividend	
15	Extent of shareholding (in percentage)	

Notes: 1. Names of subsidiaries which are yet to commence operations- NA

2. Names of subsidiaries which have been liquidated or sold during the year-NA

Part B -Associates and Joint Ventures

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

Sl No	Name of Joint Venture	Skipper- Metzer India LLP
1	Latest audited Balance Sheet Date	31st March, 2020
2	Date on which the Associate or Joint Venture was associated or acquired	9th March, 2018
3	Shares of Associate or Joint Ventures held by the company on the year end	
	No.	N.A
	Amount of Investment in Associates or Joint Venture	₹ 94.60 million
	Extent of Holding (in percentage)	50% partnership Interest
4	Description of how there is significant influence	By virtue of joint arrangement whereby the Company has joint control and has the rights to the net assets of the arrangement
5	Reason why the associate/joint venture is not consolidated	N.A
6	Networth attributable to shareholding as per latest audited Balance Sheet	₹ 92.25 million
7	Profit or Loss for the year	
	i. Considered in Consolidation	₹ (2.35) million
	ii. Not Considered in Consolidation	N.A

Notes: 1. Names of associates or joint ventures which are yet to commence operations- None

2. Names of associates or joint ventures which have been liquidated or sold during the year-None

For and on behalf of the Board of Directors

Sajan Kumar Bansal
Managing Director
(DIN - 00063555)

Devesh Bansal
Director
(DIN - 00162513)

Place: Kolkata
Dated: 22nd June, 2020

Sanjay Kumar Agrawal
Chief Financial Officer

Manish Agarwal
Company Secretary

Annexure – B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE YEAR ENDED 31ST MARCH, 2020

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

   Our journey towards contributing to the society began long back and it has always been considered an essential part of the Company's ecosystem. The Company is committed to improve quality of lives of the people in the community it serves and believes that the CSR activities create a long lasting relationship between a Company and the society at large. We have always been conscious of our social responsibilities and have actively contributed to the social and economic development of the society. The Board has constituted a CSR committee which identifies the key areas for rolling out CSR activities and for monitoring the same.

   The Company has formulated a CSR policy in accordance with the provisions of the Act and the same is available on the website of the Company at http://repository.skipperlimited.com/investor-relations/pdf/CSR-Policy.pdf. The policy reflects the Company's philosophy and sense of commitment as a corporate citizen and lays down the activities the Company may undertake under its CSR programmes.

   The Company has over the year contributed towards promotion of health, education, skill development, animal welfare and rural development activities. A brief detail of the CSR projects undertaken by the Company is given in the front end on the Annual Report.

2. **Composition of the CSR Committee:**

Name of the Member	Designation
Sri Amit Kiran Deb	Chairman
Sri Sajan Kumar Bansal	Member
Sri Devesh Bansal	Member

3. **Average Net Profit of the Company for last three financial year :** ₹ 1370.74 million
4. **Prescribed CSR Expenditure (two percent of the amount as in item 3 above) :** ₹ 27.41 million
5. **Details of CSR spent during the financial year :**

   (a) Total amount to be spent for the financial year : ₹ 27.51 million

   (b) Amount unspent, if any: Nil

   (c) Manner in which the amount spent during the financial year 2019-20: The manner in which the amount is spent is annexed.

6. **In case the prescribed CSR amount has not been spent, reasons for not spending the same:** Not applicable as the company has spent the whole prescribed CSR amount.
7. **Responsibility statement of the CSR Committee**

   The CSR Committee affirms that the implementation and monitoring of Corporate Social Responsibility (CSR) Policy is in compliance with CSR objectives and policy of the Company.

A brief detail of the CSR projects undertaken by the Company is given below.

Sl No	CSR Project or Activities identified	Sector in which the project or activities is covered	Project or programs (1) Local area or other (2) Specify the State and District where the project or programs was undertaken	Amount outlay (Budget) project or programs wise (₹ in million)	Amount spent on the projects or programs (₹ in million)	Cumulative expenditure upto reporting period (₹ in million)	Amount Spent: Direct or through implementing Agency
1	Running of homeopathy centers, financial support for hospital's infrastructure development, financial support for running of medical facilities for under privileged, distribution of free medicines and financial aid for medical treatment of underprivileged, organizing blood donation camps and eye check-up camps and installation of tube wells for providing safe drinking water.	Promoting Healthcare including preventing healthcare, Promoting sanitation, making available safe drinking water	In various parts of West Bengal and Jharkhand	2.00	2.17	2.17	Direct & through following implementing agencies: Skipper Foundation
2	Contribution towards promotion of education through adoption of 170 one teacher schools for tribal children, providing free scholarship to 1339 girl students under "Beti Padhao Abhiyaan", organizing skill development workshops for plumbers in association with Indian Plumbing Skill Council, contribution towards construction & maintenance of school building, contribution towards payment of honorarium of school teachers, supply of reading material and food material to hostel children and contribution towards promotion of road safety awareness.	Promoting education including special education, Promoting employment enhancement vocational skills and livelihood enhancement project	In various parts of West Bengal, Assam, Jharkhand, Bihar and Maharashtra	15.00	15.18	15.18	Direct & through following implementing agencies: Friends of Tribal Society, Indian Plumbing Skill Council, Skipper Foundation
3	Integrated Village Development Project - Running of 100 One Teacher Schools in remote villages, running of computer fitted bus in villages for spreading computer literacy, organizing organic farming & nutrition garden workshops, running of computer training courses, tailoring courses, beautician courses etc., running of health check-up and awareness camps.	Rural Development Projects	In various parts of Jharkhand	5.15	4.43	4.43	Through following implementing agencies: Friends of Tribal Society, Sheo Bai Bansal Charitable Trust, Arogya Foundation of India
4	Landscape development & beautification works of Traffic Theme Park, Nibra, Howrah and regular maintenance of Nimtalla burning ghat and Ahiritolla ghat	Environmental Sustainability	Kolkata, West Bengal	4.00	4.01	4.01	Through Skipper Foundation
5	Contribution towards maintenance of old, sick, deserted cows by providing medical and food facilities and building/ renovation of sheds.	Animal Welfare	In various parts of West Bengal	1.35	1.72	1.72	Through Skipper Foundation
Total CSR Spend				27.50	27.51	27.51	

For and on behalf of the Board of Directors

Place: Kolkata
Date: 22nd June, 2020

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Amit Kiran Deb
Chairman- CSR Committee
(DIN: 02107792)

Annexure – C

STATEMENT 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

(i) Ratio of remuneration of each director to the median remuneration of employees of the Company for the financial year 2019-2020 and Percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-2020 are as under.

Name of Director/ KMP	Designation	Ratio of remuneration of each Director to the Median remuneration of employees	Percentage increase in Remuneration
Executive Directors			
Sri Sajan Kumar Bansal	Managing Director	56.47:1	(20.00%)
Sri Sharan Bansal	Executive Director	47.06:1	33.33%
Sri Devesh Bansal	Executive Director	47.06:1	33.33%
Sri Siddharth Bansal	Executive Director	47.06:1	33.33%
Sri Yash Pall Jain	Executive Director	17.65:1	0.00%
Non-Executive Directors *			
Sri Amit Kiran Deb	Independent Director	0.80:1	NA
Sri Joginder Pal Dua	Independent Director	0.84:1	NA
Sri Ashok Bhandari	Independent Director	0.63:1	NA
Sri Pramod Kumar Shah	Independent Director	0.55:1	NA
Smt. Mamta Binani	Independent Director	0.51:1	NA
Key Managerial Personnel			
Sri Sanjay Kumar Agrawal	Chief Financial Officer	NA	0.00%
Sri Manish Agarwal	Company Secretary	NA	0.00%

**Non-Executive Directors were only paid sitting fees for the Board and Committee meetings attended by them and therefore the percentage increase in their remuneration is Not Applicable.*

(ii) The percentage increase in the median remuneration of employees in the financial year 2019-2020 was 11.00%.

(iii) The Company has 2028 permanent employees on the rolls of the Company as on 31st March, 2020.

(iv) Average percentile increase in the salaries of employees other than the managerial personnel in the financial year was 3.74%, whereas the average percentile increase in the managerial remuneration was 10.91%.

Increase in remuneration of employees is based inter alia on an overall appraisal of talent brought to the table, Company's business performance and remuneration policy/reward philosophy.

(v) It is hereby affirmed that the remuneration paid during the year ended 31st March, 2020 is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 22nd June, 2020

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

Annexure to Directors' Report

Annexure – D

INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

(i) Steps taken for impact on conservation of energy:

Energy conservation has been one of the focus areas for the Company and conscious efforts are being made towards improving energy performance, year on year. The Company is putting best endeavour to reduce energy consumption in all its operations and activities. Energy related parameters are monitored on regular basis and regular maintenance of plant & machinery, installation of automated machines and watchful supervision has resulted in reduction in energy consumption. Steps are also taken for replacing defective and inefficient equipments as and when required.

Some of the steps undertaken by the Company towards conservation of energy are as under:

- Utilization of waste flue gas from zinc melting furnace in the drier of galvanizing plant.
- Use of recuperator in rolling mill.
- Use of furnace oil as fuel in rolling mill.
- Recycling of Effluent Treatment Plant (ETP) treated water.
- Installation of LED Lights.
- Reduction in usage of generators.
- Energy efficiency-key criteria for purchase of new machinery.

(ii) Steps taken by the Company for utilizing alternate sources of energy:

- Installation of turbo vents for better air circulation without electrical energy.
- Use of transparent roofing sheets in factory sheds for illuminating the area by solar radiation in place of electrical lighting appliances.

(iii) Capital investment on energy conservation equipments:

During the current financial year, the Company has not incurred any major capital expenditure on the energy conservation equipment except maintenance capex.

B. TECHNOLOGY ABSORPTION

(i) Efforts made towards technology absorption:

- The Company is carrying out in-house research to develop new and better products and also to improvise the quality of existing products.
- The Company is using new technology machines for better production and effective utilization of resources.
- Manufacturing process is continuously monitored to ensure better productivity.
- Automation in compounding of Polymer Division.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

- Improved productivity and cost reduction.
- Improvement in product quality.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

No new technologies were imported during the last three years.

(iv) Expenditure incurred on Research and Development (R&D):

During the year under review, your Company has been accorded recognition from The Department of Scientific and Industrial Research (DSIR), Ministry of Science and Technology, Government of India, for its "In House Research & Development Center". The R&D efforts will provide the Company a technological edge and new products will open up new business opportunities for the Company.

The details of expenditure incurred are as follows:

Particulars	₹ in million
Capital Expenditure	584.00
Revenue Expenditure	12.07
Total	**596.07**

In addition, the Company has incurred ₹ 25.33 million towards R & D activities at its other manufacturing units.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO DURING THE YEAR

Particulars	₹ in million
Foreign Exchange earned	2273.10
Foreign Exchange outgo	1057.43

For and on behalf of the Board of Directors

	Sajan Kumar Bansal	**Devesh Bansal**
Place: Kolkata	Managing Director	Director
Date: 22nd June, 2020	(DIN: 00063555)	(DIN: 00162513)

Annexure – E

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 of Managerial Personnel) Rules, 2014]

To
The Members,
SKIPPER LIMITED

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

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and Regulations.

Based on our verification of the 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, to the extent applicable, according to the provisions of:

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

ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;

iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;

v) The Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:

   a) The Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011

   b) The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

   c) The Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

   e) The Securities & Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008

   f) The Securities & Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

   g) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

   h) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 2018

vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading companies, no other laws/acts are specifically applicable to the Company.

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

   a) Secretarial Standards issued by The Institute of Company Secretaries of India.

   b) Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There has been no change in the composition of the Board of Directors during the period under review.

b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. The company has held one meeting of Board of Directors of the Company at shorter notice and complied with the provisions of the Act.

c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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

We further report that during the audit period the company has withdrawn the Scheme of Arrangement for demerger of polymer product division of the Company.

We further report that during the period under audit, the Company has passed the following special resolutions:

i. To re-appoint Sri Amit Kiran Deb (DIN: 02107792) as an Independent Director of the Company for another term of five consecutive years from 23rd September, 2019;

ii. To re-appoint Smt. Mamta Binani (DIN: 00462925) as an Independent Director of the Company for another term of five consecutive years from 1st April, 2020;

iii. To re-appoint Sri Sajan Kumar Bansal (DIN: 00063555) as Managing Director of the Company for another term of five years from 1st July, 2019;

iv. To re-appoint Sri Sharan Bansal (DIN: 00063481) as Whole-time Director of the Company for another term of three years from 1st July, 2019;

v. To re-appoint Sri Devesh Bansal (DIN: 00162513) as Whole-time Director of the Company for another term of three years from 1st April, 2019;

vi. To re-appoint Sri Siddharth Bansal (DIN: 02947929) as Whole-time Director of the Company for another term of three years from 1st April, 2019;

vii. To maintain and keep the Company's registers required to be maintained under Section 88 of the Companies Act, 2013 at the office of Company's Registrar and Share Transfer Agent.

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

For MKB & Associates
Company Secretaries

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428
FRN: P2010WB042700
UDIN: A017190B000364064

Date: 22nd June 2020
Place: Kolkata

Annexure- I to Secretarial Audit Report

To
The Members,
SKIPPER LIMITED

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

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

   Note: There was lockdown declared by the Central Government in the country due to COVID-19 pandemic since 24th March 2020. During the Lockdown, for carrying on and completion of the Audit, documents /details have been provided by the Company through electronic mode and the same have been verified by us.

For MKB & Associates
Company Secretaries

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428
FRN: P2010WB042700
UDIN: A017190B000364064

Date: 22nd June 2020
Place: Kolkata

Annexure - F

FORM NO. MGT- 9

EXTRACT OF ANNUAL RETURN

As on the 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:	
1	CIN	L40104WB1981PLC033408
2	Registration Date	05/03/1981
3	Name of the Company	SKIPPER LIMITED
4	Category/ Sub-category of the Company	Public Company/Limited by Shares
5	Address of the Registered office & contact details	3A, Loudon Street, Kolkata - 700 017, Tel.: 033-22892327/5731, Fax.: 033-22895733
6	Whether listed company	Yes
7	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	M/s. Maheshwari Datamatics Private Limited, 23, R.N. Mukherjee Road, 5th Floor, Kolkata-700001, Phone: 033-2248 2248/033-2243 5029, Fax: 033-2248 4787

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)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Engineering Products	25119	82.09

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN/LLPIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Skipper-Metzer India LLP 3A, Dr. U.N. Brahmachari Street (Loudon Street), Mayur Apartment, 2nd Floor, Kolkata-700017	AAM-2052	Associate (Joint-Venture)	50%	2(6) *Classified as JV under Ind AS

IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1st April, 2019]				No. of Shares held at the end of the year [As on 31st 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	4,36,84,537	0	4,36,84,537	42.55%	4,36,84,537	-	4,36,84,537	42.55%	0.00%
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Governement	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	3,01,26,045	0	3,01,26,045	29.34%	3,01,26,045	-	3,01,26,045	29.34%	0.00%
e) Banks/ FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1):-	**7,38,10,582**	**0**	**7,38,10,582**	**71.89%**	**7,38,10,582**	**-**	**7,38,10,582**	**71.89%**	**0.00%**
(2) Foreign									

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1st April, 2019]				No. of Shares held at the end of the year [As on 31st March, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
a) NRI - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**7,38,10,582**	**-**	**7,38,10,582**	**71.89%**	**7,38,10,582**	**-**	**7,38,10,582**	**71.89%**	**0.00%**
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	80,23,932	0	80,23,932	7.82%	48,54,599	-	48,54,599	4.73%	-3.09%
b) Banks/ FI	30,691	0	30,691	0.03%	254	-	254	0.00%	-0.03%
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government (s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs/ FPI	63,24,487	-	63,24,487	6.16%	57,08,310	-	57,08,310	5.56%	-0.60%
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others :-									
- Alternate Investment Funds	15,37,751	-	15,37,751	1.50%	0	-	0	0.00%	-1.50%
Sub-total (B)(1):-	**1,59,16,861**	**-**	**1,59,16,861**	**15.51%**	**1,05,63,163**	**-**	**1,05,63,163**	**10.29%**	**-5.22%**
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	31,24,832	0	31,24,832	3.04%	51,61,296	-	51,61,296	5.03%	1.99%
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	76,54,387	9,001	76,63,388	7.47%	89,87,925	8,801	89,96,726	8.76%	1.29%
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	83,5,428	-	835,428	0.81%	31,94,774	-	31,94,774	3.11%	2.30%

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1st April, 2019]				No. of Shares held at the end of the year [As on 31st March, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others :									
- Non Resident Indians	8,51,156	-	8,51,156	0.83%	8,18,009	-	8,18,009	0.80%	-0.03%
- NBFCs registered with RBI	14,274	-	14,274	0.01%	13,000	-	13,000	0.01%	0.00%
- Trust	798	-	798	0.00%	0	-	0	0.00%	0.00%
- Clearing Member	4,52,893	-	4,52,893	0.44%	1,12,662	-	1,12,662	0.11%	-0.33%
Sub-total (B)(2):-	1,29,33,768	9,001	1,29,42,769	12.60%	1,82,87,666	8,801	1,82,96,467	17.82%	5.22%
Total Public shareholding (B) = (B)(1)+(B)(2)	2,88,50,629	9,001	2,88,59,630	28.11%	2,88,50,829	8,801	2,88,59,630	28.11%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	10,26,61,211	9,001	10,26,70,212	100.00%	10,26,61,411	8,801	10,26,70,212	100.00%	0.00%

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 1st April,2019]			Shareholding at the end of the year [As on 31st March, 2020]			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	SAJAN KUMAR BANSAL	2,18,55,339	21.29%	-	2,18,55,339	21.29%	-	0.00%
2	MEERA BANSAL	2,17,69,198	21.20%	-	2,17,69,198	21.20%	-	0.00%
3	SHARAN BANSAL	10,000	0.01%	-	10000	0.01%	-	0.00%
4	DEVESH BANSAL	10,000	0.01%	-	10000	0.01%	-	0.00%
5	SIDDHARTH BANSAL	10,000	0.01%	-	10000	0.01%	-	0.00%
6	SUMEDHA BANSAL	10,000	0.01%	-	10000	0.01%	-	0.00%
7	RESHU BANSAL (EARLIER NAME- RASHMI BANSAL)	10,000	0.01%	-	10000	0.01%	-	0.00%
8	SHRUTI M BANSAL	10,000	0.01%	-	10000	0.01%	-	0.00%
9	SKIPPER PLASTICS LIMITED	2,00,50,000	19.53%	-	2,00,50,000	19.53%	-	0.00%
10	VENTEX TRADE PRIVATE LIMITED	49,87,500	4.86%	-	49,87,500	4.86%	-	0.00%
11	AAKRITI ALLOYS PRIVATE LIMITED	20,05,250	1.95%	-	20,05,250	1.95%	-	0.00%
12	SAMRIDDHI FERROUS PRIVATE LIMITED	14,65,150	1.43%	-	14,65,150	1.43%	-	0.00%
13	SKIPPER POLYPIPES PRIVATE LIMITED	8,59,220	0.84%	-	8,59,220	0.84%	-	0.00%
14	UTSAV ISPAT PRIVATE LIMITED	3,86,025	0.38%	-	3,86,025	0.38%	-	0.00%
15	VAIBHAV METALS PRIVATE LIMITED	3,72,900	0.36%	-	3,72,900	0.36%	-	0.00%
	TOTAL	7,38,10,582	71.89%	-	7,38,10,582	71.89%	-	0.00%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
There was no change in the shareholding of the Promoters during the year.							

(iv) Shareholding Pattern of top ten Shareholders as on 31.03.2020

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	ICG Q LIMITED						
	At the beginning of the year			17,68,293	1.72%	-	-
	Changes during the year	02.08.2019	Purchase	2,75,000	0.27%	20,43,293	1.99%
		23.08.2019	Purchase	3,46,500	0.34%	23,89,793	2.33%
		13.09.2019	Purchase	2,64,517	0.26%	26,54,310	2.59%
		14.02.2020	Purchase	18,64,000	1.82%	45,18,310	4.40%
	At the end of the year			-	-	**45,18,310**	**4.40%**
2	L AND T MUTUAL FUND TRUSTEE LTD (CONSOLIDATED)						
	At the beginning of the year			51,10,031	4.98%	-	-
	Changes during the year	28.06.2019	Sale	4,65,000	0.45%	46,45,031	4.52%
		30.06.2019	Sale	46,45,031	4.52%	0	0.00%
		05.07.2019	Purchase	50,84,531	4.95%	50,84,531	4.95%
		06.09.2019	Purchase	5,000	0.00%	50,89,531	4.96%
		27.12.2019	Sale	2,000	0.00%	50,87,531	4.96%
		17.01.2020	Sale	2,44,691	0.24%	48,42,840	4.72%
		24.01.2020	Sale	3,34,957	0.33%	45,07,883	4.39%
		31.01.2020	Sale	35,184	0.03%	44,72,699	4.36%
		07.02.2020	Sale	47,084	0.05%	44,25,615	4.31%
		14.02.2020	Sale	13,466	0.01%	44,12,149	4.30%
		21.02.2020	Sale	4,12,632	0.40%	39,99,517	3.90%
		28.02.2020	Sale	10,25,879	1.00%	29,73,638	2.90%
		06.03.2020	Sale	313	0.00%	29,73,325	2.90%
		20.03.2020	Sale	16,679	0.02%	29,56,646	2.88%
		27.03.2020	Sale	2,047	0.00%	29,54,599	2.88%
	At the end of the year			-	-	**29,54,599**	**2.88%**
3	IDFC STERLING VALUE FUND						
	At the beginning of the year			15,37,160	1.50%	-	-
	Changes during the year	05.04.2019	Purchase	12,840	0.01%	15,50,000	1.51%
		08.11.2019	Purchase	21,247	0.02%	15,71,247	1.53%
		29.11.2019	Purchase	28,753	0.03%	16,00,000	1.56%
		24.01.2020	Purchase	50,000	0.05%	16,50,000	1.61%
		31.01.2020	Purchase	1,50,000	0.15%	18,00,000	1.75%
		28.02.2020	Purchase	1,00,000	0.10%	19,00,000	1.85%
	At the end of the year			-	-	**19,00,000**	**1.85%**
4	AAKARSHAN TRACOM PRIVATE LIMITED						
	At the beginning of the year			16,07,242	1.57%	-	-

Sl. No.	For each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	Changes during the year	29.11.2019	Purchase	97,447	0.09%	17,04,689	1.66%
		27.03.2020	Purchase	4,500	0.00%	17,09,189	1.66%
	At the end of the year			-	-	**17,09,189**	**1.66%**
5	INDIA CAPITAL GROWTH FUND LIMITED						
	At the beginning of the year			-	-	-	-
	Changes during the year	10.01.2020	Purchase	7,50,000	0.73%	7,50,000	0.73%
		17.01.2020	Purchase	2,05,000	0.20%	9,55,000	0.93%
	At the end of the year			-	-	**9,55,000**	**0.93%**
6	SAJJAN BHAJANKA						
	At the beginning of the year			-	-	-	-
	Changes during the year	28.02.2020	Purchase	3,50,000	0.34%	3,50,000	0.34%
		20.03.2020	Purchase	1,15,538	0.11%	4,65,538	0.45%
		27.03.2020	Purchase	88,910	0.09%	5,54,448	0.54%
	At the end of the year			-	-	**5,54,448**	**0.54%**
7	VALUE ROCK BROKING SERVICES PRIVATE LIMITED						
	At the beginning of the year			-	-	-	-
	Changes during the year	18.10.2019	Purchase	2,02,264	0.20%	2,02,264	0.20%
		25.10.2019	Purchase	5,236	0.01%	2,07,500	0.20%
		01.11.2019	Sale	2,07,500	0.20%	0	0.00%
		03.01.2020	Purchase	5,25,001	0.51%	5,25,001	0.51%
		28.02.2020	Sale	7,961	0.01%	5,17,040	0.50%
		20.03.2020	Sale	25,000	0.02%	4,92,040	0.48%
	At the end of the year			-	-	**4,92,040**	**0.48%**
8	GRESHMA SHARES AND STOCKS						
	At the beginning of the year			10,000	0.01%	-	-
	Changes during the year	12.04.2019	Purchase	2,115	0.00%	12,115	0.01%
		19.04.2019	Purchase	16,495	0.02%	28,610	0.03%
		26.04.2019	Sale	17,530	0.02%	11,080	0.01%
		03.05.2019	Sale	1,080	0.00%	10,000	0.01%
		31.05.2019	Purchase	21,233	0.02%	31,233	0.03%
		07.06.2019	Sale	15,573	0.02%	15,660	0.02%
		14.06.2019	Sale	2,760	0.00%	12,900	0.01%
		21.06.2019	Purchase	670	0.00%	13,570	0.01%
		28.06.2019	Purchase	2,715	0.00%	16,285	0.02%
		30.06.2019	Sale	16,285	0.02%	0	0.00%
		05.07.2019	Purchase	12,350	0.01%	12,350	0.01%
		12.07.2019	Sale	250	0.00%	12,100	0.01%
		19.07.2019	Purchase	4,408	0.00%	16,508	0.02%
		26.07.2019	Purchase	2,290	0.00%	18,798	0.02%
		02.08.2019	Purchase	1,98,402	0.19%	2,17,200	0.21%
		09.08.2019	Sale	550	0.00%	2,16,650	0.21%
		16.08.2019	Purchase	1,438	0.00%	2,18,088	0.21%
		23.08.2019	Purchase	5,37,785	0.52%	7,55,873	0.74%
		30.08.2019	Sale	2,075	0.00%	7,53,798	0.73%
		06.09.2019	Purchase	405	0.00%	7,54,203	0.73%
		13.09.2019	Purchase	1,015	0.00%	7,55,218	0.74%
		20.09.2019	Sale	1,345	0.00%	7,53,873	0.73%

Sl. No.	For each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
		27.09.2019	Sale	7,34,073	0.71%	19,800	0.02%
		30.09.2019	Purchase	45	0.00%	19,845	0.02%
		04.10.2019	Purchase	7,33,928	0.71%	7,53,773	0.73%
		18.10.2019	Sale	3,67,874	0.36%	3,85,899	0.38%
		25.10.2019	Sale	1,24,671	0.12%	2,61,228	0.25%
		01.11.2019	Purchase	1,85,772	0.18%	4,47,000	0.44%
		08.11.2019	Purchase	11,141	0.01%	4,58,141	0.45%
		15.11.2019	Sale	15,041	0.01%	4,43,100	0.43%
		22.11.2019	Sale	600	0.00%	4,42,500	0.43%
		06.12.2019	Purchase	250	0.00%	4,42,750	0.43%
		13.12.2019	Sale	250	0.00%	4,42,500	0.43%
		20.12.2019	Purchase	30	0.00%	4,42,530	0.43%
		27.12.2019	Sale	30	0.00%	4,42,500	0.43%
		31.12.2019	Purchase	5,25,000	0.51%	9,67,500	0.94%
		03.01.2020	Sale	5,24,550	0.51%	4,42,950	0.43%
		10.01.2020	Sale	450	0.00%	4,42,500	0.43%
		17.01.2020	Sale	2,500	0.00%	4,40,000	0.43%
		07.02.2020	Purchase	100	0.00%	4,40,100	0.43%
		14.02.2020	Sale	100	0.00%	4,40,000	0.43%
		21.02.2020	Purchase	63,839	0.06%	5,03,839	0.49%
		28.02.2020	Sale	63,839	0.06%	4,40,000	0.43%
		13.03.2020	Purchase	600	0.00%	4,40,600	0.43%
		20.03.2020	Sale	600	0.00%	4,40,000	0.43%
	At the end of the year			-	-	**4,40,000**	**0.43%**
9	SCOTIA ENTERPRISES PRIVATE LIMITED						
	At the beginning of the year			7,500	0.01%	-	-
	Changes during the year	17.05.2019	Purchase	14,588	0.01%	22,088	0.02%
		24.05.2019	Purchase	65,048	0.06%	87,136	0.08%
		31.05.2019	Purchase	7,720	0.01%	94,856	0.09%
		30.08.2019	Purchase	31,379	0.03%	1,26,235	0.12%
		06.09.2019	Purchase	20,400	0.02%	1,46,635	0.14%
		20.09.2019	Purchase	9,000	0.01%	1,55,635	0.15%
		27.09.2019	Purchase	15,500	0.02%	1,71,135	0.17%
		04.10.2019	Purchase	11,000	0.01%	1,82,135	0.18%
		25.10.2019	Purchase	6,500	0.01%	1,88,635	0.18%
		08.11.2019	Purchase	12,000	0.01%	2,00,635	0.20%
		28.02.2020	Purchase	1,95,249	0.19%	3,95,884	0.39%
	At the end of the year			-	-	**3,95,884**	**0.39%**
10	SACHIN KASERA						
	At the beginning of the year			-	-	-	-
	Changes during the year	5.7.2019	Purchase	3,00,000	0.29%	3,00,000	0.29%
		22.11.2019	Purchase	1,00,000	0.10%	4,00,000	0.39%
		28.02.2020	Purchase	1,00,000	0.10%	5,00,000	0.49%
		06.03.2020	Purchase	5,321	0.01%	5,05,321	0.49%
		20.03.2020	Sale	1,50,000	0.15%	3,55,321	0.35%
	At the end of the year			-	-	**3,55,321**	**0.35%**

(v) Shareholding of Directors and Key Managerial Personnel as on 31.03.2020:

Sl. No.	For each of the Directors and Key Managerial Personnel (KMP)	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	SAJAN KUMAR BANSAL - Managing Director						
	At the beginning of the year			2,18,55,339	21.29%	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	2,18,55,339	21.29%
2	SHARAN BANSAL - Whole Time Director						
	At the beginning of the year			10,000	0.01%	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	10,000	0.01%
3	DEVESH BANSAL - Whole Time Director						
	At the beginning of the year			10,000	0.01%	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	10,000	0.01%
4	SIDDHARTH BANSAL - Whole Time Director						
	At the beginning of the year			10,000	0.01%	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	10,000	0.01%
5	YASH PALL JAIN - Whole Time Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
6	AMIT KIRAN DEB - Independent Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
7	JOGINDER PAL DUA - Independent Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
8	ASHOK BHANDARI - Independent Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
9	PRAMOD KUMAR SHAH - Independent Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
10	MAMTA BINANI - Independent Director						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-

Sl. No.	For each of the Directors and Key Managerial Personnel (KMP)	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
11	SANJAY KUMAR AGRAWAL - Chief Financial Officer						
	At the beginning of the year			50,200	0.05%	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	50,200	0.05%
12	MANISH AGARWAL - Company Secretary						
	At the beginning of the year			-	-	-	-
	Changes during the year:			-	-	-	-
	At the end of the year			-	-	-	-

V. INDEBTEDNESS

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

(₹ in million)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,868.68	361.86	-	5,230.54
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.68	-	-	0.68
Total (i+ii+iii)	**4,869.36**	**361.86**	**-**	**5,231.22**
Change in Indebtedness during the financial year				
- Addition	1,216.04	55.79	-	1,271.83
- Reduction	(1,773.32)	(168.40)	-	(1,941.72)
Net Change	(557.28)	(112.61)	-	(669.89)
Indebtedness at the end of the financial year				
i) Principal Amount	4,288.29	249.25	-	4,537.54
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	23.79	-	-	23.79
Total (i+ii+iii)	**4,312.08**	**249.25**	**-**	**4,561.33**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager					Total Amount (₹ in million)
	Name	SAJAN KUMAR BANSAL	SHARAN BANSAL	DEVESH BANSAL	SIDDHARTH BANSAL	YASH PALL JAIN	
	Designation	MANAGING DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	14.400	12.000	12.000	12.000	3.810	54.210
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	NIL	NIL	NIL	NIL	0.260	0.260

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager					Total Amount (₹ in million)
	Name	SAJAN KUMAR BANSAL	SHARAN BANSAL	DEVESH BANSAL	SIDDHARTH BANSAL	YASH PALL JAIN	
	Designation	MANAGING DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	WHOLE TIME DIRECTOR	
	(c) Profits in lieu of salary under section 17(3) of Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL	-
2	Stock Option	NIL	NIL	NIL	NIL	NIL	-
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL	-
4	Commission						
	- as % of profit - others, specify	NIL	NIL	NIL	NIL	NIL	-
5	Others, please specify	NIL	NIL	NIL	NIL	NIL	-
	Total (A)	14.400	12.000	12.000	12.000	4.070	54.470
	Ceiling as per the Act	Remuneration of Sri Sajan Kumar Bansal is fixed at 14.40 million per annum and for Sri Sharan Bansal, Sri Devesh Bansal & Sri Siddharth Bansal is fixed at 12 million per annum in case of inadequacy of profits as per shareholders resolution dated 12th August, 2019. Remuneration paid to Sri Yash Pall Jain in excess of the provisions of the Act for the FY 2019-20 is subject to the approval of the shareholders of the Company at the forthcoming Annual General Meeting of the Company.					

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount (₹ in million)
		Amit Kiran Deb	Joginder Pal Dua	Mamta Binani	Ashok Bhandari	Pramod Kumar Shah	
1	Independent Directors						
	- Fee for attending Board & Committee meetings	0.205	0.215	0.130	0.160	0.140	0.850
	- Commission	Nil	Nil	Nil	Nil	Nil	-
	- Others, please specify	Nil	Nil	Nil	Nil	Nil	-
	Total (1)	0.205	0.215	0.130	0.160	0.140	0.850
2	Other Non-Executive Directors						-
	- Fee for attending board & committee meetings	Nil	Nil	Nil	Nil	Nil	-
	- Commission	Nil	Nil	Nil	Nil	Nil	-
	- Others, please specify	Nil	Nil	Nil	Nil	Nil	-
	Total (2)	-	-	-	-	-	-
	Total (B) = (1+2)	0.205	0.215	0.130	0.160	0.140	0.850
	Total Managerial Remuneration (A+B)						55.320
	Overall Ceiling as per the Act	All non-executive /independent directors have been paid only sitting fees for attending board meeting and committee meetings, which is well within the limits prescribed under the Companies Act, 2013.					

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (₹ in millions)
	Name	Sanjay Kumar Agrawal	Manish Agarwal	
	Designation	Chief Financial Officer	Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of Income-tax Act, 1961	5.624	0.883	6.507
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	0.433	0.057	0.490
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	6.057	0.940	6.997

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place: Kolkata
Date : 22nd June, 2020

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

ANNEXURE- G

BUSINESS RESPONSIBILITY REPORT

The Company's Business Responsibility Report for the Financial Year 2019-20 has been prepared in accordance with the requirements of SEBI (LODR) Regulations, 2015 and is based on the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVGs) released by Ministry of Corporate Affairs, Government of India.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number (CIN) of the Company:** L40104WB1981PLC033408

2. **Name of the Company:** SKIPPER LIMITED

3. **Registered address:** 3A Loudon Street, Kolkata-700 017, West Bengal, India

4. **Website:** www.skipperlimited.com

5. **E-mail id:** investor.relations@skipperlimited.com

6. **Financial Year reported:** 1st April, 2019 to 31st March, 2020

7. **Sector(s) that the Company is engaged in (industrial activity code-wise):**

Particulars	National Industrial Code
Manufacturing of Engineering products	2511
Manufacturing of Polymer products	2220
Infrastructure projects	4220

8. **List three key products/services that the Company manufactures/provides (as in balance sheet)**

    I. Engineering products

    II. Polymer products

    III. Infrastructure projects

9. **Total number of locations where business activity is undertaken by the Company**

    i. **Number of International Locations:** The Company does not have any office or manufacturing facilities outside India.

    ii. **Number of National Locations:** The Company carries out its operation through its registered/corporate office situated in Kolkata and several marketing/site offices across India. The Company has three manufacturing units at Howrah near Kolkata (WB) and two units near Guwahati (Assam).The Company has also commissioned a Transmission Line Testing Station at Howrah, Kolkata (WB) during the year.

    Details of the above Plant Locations of the Company are provided in the Corporate Governance Report forming part of the Annual Report.

10. **Markets served by the Company – Local/State/National/International**

    The Company has Pan India market presence and also exports its product to several international geographies which includes Africa, Australia, Middle East, South & South East Asia, South America and Europe.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. **Paid up Capital (INR):** ₹ 102.67 million

2. **Total Turnover (INR):** ₹ 13844.89 million (Net)

3. **Total profit after taxes (INR):** ₹ 414.90 million

4. **Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):**

    The Company has spent ₹ 27.51 million on CSR activities during the financial year 2019-20 which amounts to more than 2% of the average net profits of the three immediately preceding years.

5. **List of activities in which expenditure in 4 above has been incurred:**

    Please refer **Annexure B** to Directors Report for details on CSR initiatives undertaken by the Company.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company/ Companies?**

    No, the Company does not have any Subsidiary Company as on 31st March 2020. However, the Company has made investment in "Skipper-Metzer India LLP" a Limited Liability Partnership in which the Company holds 50% partnership interest and the same has been classified as

Joint Venture under Indian Accounting Standards (Ind AS).

2. **Do the Subsidiary Company/Companies participate in the Business Responsibility (BR) Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s).**

   Not Applicable.

3. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**

   The Company's BR policy is applicable to the management and all employees of the Company. It has not mandated any supplier, distributor etc. to participate in the BR initiatives of the Company. However, the Company encourages and expects its business partners to adopt the BR practices.

   No formal study has been undertaken as of date to ascertain the percentage of such entities who participate in BR activities.

SECTION D: BUSINESS RESPONSIBILITY INFORMATION

1.Details of Director/Directors responsible for BR.

(a) Details of the Director/Directors responsible for implementation of the BR policy

1. DIN Number:	00162513
2. Name:	Sri Devesh Bansal
3. Designation:	Whole Time Director

(b) Details of the BR head

No.	Particulars	Details
1	DIN Number	NA
2	Name	Sri Abhijit Sengupta*
3	Designation	Vice President- Works
4	Telephone number	033 2289 2327
5	Email id	investor.relations@skipperlimited.com

**Ceased to be an employee of the Company w.e.f 15th April, 2020.*

2. Principle-wise BR Policy as per National Voluntary Guidelines:

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These are as follows:

P1	Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.
P2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
P3	Businesses should promote the well-being of all employees.
P4	Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
P5	Businesses should respect and promote human rights.
P6	Businesses should respect, protect and make efforts to restore the environment.
P7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
P8	Businesses should support inclusive growth and equitable development.
P9	Businesses should engage with and provide value to their customers and consumers in a responsible manner.

(a) Details of compliance (Reply in Y/N)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	Do you have policy/policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national/international standards? If yes, specify? (50 words)	Y	Y	Y	Y	Y	Y	Y	Y	Y
		The policy is based on National Voluntary Guidelines on Social, Environmental & Economical Responsibilities of Business released by Ministry of Corporate Affairs, Government of India.								
4	Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		The Director responsible for BR and BR head is responsible for implementation of the policy.								
6	Indicate the link for the policy to be viewed online?	https://repository.skipperlimited.com/investor-relations/pdf/brp.pdf								
7	Has the policy been formally communicated to all the relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		The Policy has been posted on the Company's website for information of all stakeholders. For internal stakeholders, appropriate communication means like Notice Boards, Circulation etc., are used.								
8	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		Any grievance or feedback in relation to the policy can be sent to investor.relations@skipperlimited.com.								
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	N	N	N	N	N	N	N	N	N
		The policies are evaluated internally from time to time and updated whenever required.								

(b) If answer to the question at serial number 1 against any principle, is 'NO', please explain why: (Tick up to 2 options):

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	The company has not understood the Principles.	Not applicable								
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles.									
3	The company does not have financial or manpower resources available for the task.									
4	It is planned to be done within next 6 months.									
5	It is planned to be done within the next 1 year.									
6	Any other reason (please specify).									

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the board or CEO to assess the BR performance of the company. Within 3 months, 3-6 months, annually, more than 1 year.

The BR Head periodically assesses the BR performance of the Company and the Board reviews the same annually.

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company publishes its BR report annually and the same is available on the website of the Company at https://www.skipperlimited.com/Media/Business-Responsibility-Report.pdf

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY.

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/ No. Does it extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

The Company has defined the Code of Conduct for its Directors and employees that cover issues related to ethics, workplace responsibilities and conflict of interest. It also covers dealings with suppliers, customers and other business associates.The Company has also put in place a Whistle Blower Policy in order to enable employees and others to bring to the notice of Board and management, any wrongdoing or unethical practices observed in the Company.

The suppliers / contractors / business associates dealing with the Company are also encouraged to maintain ethical standards in all their practices.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During the financial year 2019-20, the Company has not received any complaints in relation to ethics, bribery and corruption.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGH OUT THEIR LIFE CYCLE.

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company is engaged in manufacturing/service of the following:

Engineering Products - Transmission Towers/ High Mast Poles/ Telecom Towers etc.

Polymer Products - PVC/ UPVC/ CPVC Pipes & Fittings, Cistens, Bath Fittings etc.

Infrastructure Projects - Providing turnkey solutions in the areas of Transmission & Distribution, Railways etc.

The plants of the Company are ISO 9001:2005 certified. The Company endeavours to provide products and services, which are sustainable throughout their life cycle and tries to ensure that no damage is caused to the environment.

The Company uses designed technologies to optimize the weight and size of transmission towers manufactured. The designs and project planning teams tries to ensure that no adverse impact is caused to the environment and that designs are optimized to cause minimum deforestation and reduce impact on standing crops. The Company also proactively promotes usage of Monopoles which require less installation space.

While transportation of our Polymer products, we maximize the technique of telescopic loading, thereby ensuring higher loading of trucks which in return leads to reduction in usage of trucks.

2. For each such product, provide the following details in respect of resource use (energy, water, raw, material etc.) per unit of product (optional):

(a) Reduction during sourcing/ production/ distribution achieved since the previous year throughout the value chain?

There has been overall improvement in yield (steel & zinc), scrap reduction, reduction in energy (power & fuel), water, consumables, packaging material, and so on across all its manufacturing units.

ETP treated water is stored in a lined pond from where it is being utilized for various purposes such as firefighting, horticulture, road spraying, processing of makeup water for cooling, reusing in the ETP itself for lime preparation and other purposes. By reusing the treated water in different places we have minimized the operation of water.

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

There are no specific standards to ascertain the same.

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Yes, the Company focuses on sustainable procurement practice. The aim and challenge of sustainable procurement is to integrate environmental and social considerations into the procurement process, with the goal of reducing adverse impacts upon social conditions and the environment, thereby saving valuable costs, making efficient and effective use of natural resources, encouraging innovation etc.

The Company considers aspects of safety and environment in addition to commercial considerations while selecting its suppliers. Preference is given to local suppliers to reduce transportation costs and bring sustainable sourcing. Most of the raw materials are sourced from these suppliers.

4. Has the company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work?

(a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

The major raw materials used by the Company in its manufacturing process are of such nature, which are generally not produced by small producers. However, for all other products the Company tries to procure from local supply chain partners which include small scale industries who meet our quality, delivery, cost and technology expectations. Efforts are made to use local service providers for availing various support services at our various plants.

Currently the Company is procuring materials like wooden block, wooden box, hand gloves etc. from local vendors and for improving their capacity and capability, we have taken the following measures:-

i) Providing continuous order for keeping their order book full according to their material delivery schedule.

ii) Releasing on time payment for supporting them financially to continue the circle throughout the year.

iii) Periodical meeting is being held with vendors for discussing about the matter like material quality, delivery schedule, minimization of rejection etc.

5. **Does the company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10 %,> 10%). Also, provide details thereof, in about 50 words or so.**

The Company has always strived to reduce wastes associated with its products. Most of the metal wastes generated in production are sold to recycling units through direct/indirect channels. The Company complies with all applicable regulatory requirements pertaining to waste disposal as prescribed by the regulatory agencies.

The steps taken internally to recycle waste are as follows:

- Rolling Mill – Rolling Mill is used to recover miss roll and rejected angles into prime angles and percentage of this recovery is more than 10% for our three rolling mills.
- PVC – Rejected PVC pipes are grinded in the grinder machine and mixed with fresh resin for using as raw material and the recovery percentage varies between 5-10%.

PRINCIPLE 3: BUSINESSES SHOULD PROMOTE THE WELL-BEING OF ALL EMPLOYEES

1. **Please indicate the Total number of employees-** 2028
2. **Please indicate the Total number of employees hired on temporary/ contractual/ casual basis-** 2100
3. **Please indicate the Number of permanent women employees-** 12
4. **Please indicate the Number of permanent employees with disabilities-** Nil
5. **Do you have an employee association that is recognized by management-** No
6. **What percentage of permanent employees are members of this recognized employee association?** N.A.
7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the financial year and pending, as on the end of the financial year-**

No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour, forced labour, involuntary labour	NIL	NIL
2	Sexual harassment	NIL	NIL
3	Discriminatory employment	NIL	NIL

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

	Safety	Skill
(a) Permanent Employees	90%	60%
(b) Permanent Women Employees	100%	90%
(c) Casual /temporary/ contractual Employees	N.A.	N.A.
(d) Employees with Disabilities	N.A.	N.A.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF, AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS, ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED.

1. **Has the company mapped its internal and external stakeholders? Yes/no**

Yes, the Company builds trust through productive relationships, fosters working partnerships and considers both internal and external stakeholders as integral to its business. For the Company, maintaining relationship with stakeholders is a business imperative.

2. **Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?**

Yes, we try to identify underprivileged communities around our business location and try to serve their needs through our CSR Programs.

3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable & marginalized stakeholders. If so, provide the details thereof, in about 50 words or so.**

Yes. Skipper Limited believes that it has an important role to play in the society and community in which it operates. The Company has several programs designed to benefit marginalized stakeholders. The Company provides healthcare facilities to underprivileged in and around its factory premises and also takes up projects for provision of safe drinking water, sanitation facilities, health and hygiene, education, animal welfare and rural development. Details of all such activities can be found in **Annexure-B** to the Director's report.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS.

1. Does the policy of the Company on human rights cover only the Company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

   The Company complies with applicable laws and regulation governing occupational health and safety and holds OHSAS 45001:2018 certification for Occupational Health and Safety Standards. The Company applies principles of equal opportunity, fair treatment and zero tolerance for any form of unlawful discrimination or harassment of employees. The Company promotes awareness of the importance of respecting human rights within its value chain and discourages instances of abuse. The Company ensures conformance to the fundamental labour principles including the prohibition of child labour, forced labour, freedom of association and protection from discrimination in all its operations.

   The suppliers, contractors etc. dealing with the Company are always encouraged to maintain ethical standards in all their practices.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?

   No complaints were received pertaining to human rights violation during the reporting period.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT, PROTECT AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT.

1. Does the policy related to Principle 6 cover only the Company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

   The Company is committed to safeguard the interest of environment with a view of sustainable development and holds ISO14001:2015 certification for Environment Management Standards. The Company has taken many environmental friendly initiatives and has also carried out process modification to protect environment. The Company's Environmental policy is applicable to all its business places. The Company encourages the suppliers, vendors and contractors associated with it to follow the principles as envisaged in the aforesaid policy.

2. Does the company have strategies/ initiatives to address the global environmental issues such as climate change, global warming, etc? Y/N. if yes, please give hyperlink for webpage etc.

   The Company understands and recognizes that climate change and global warming are real threat to the global community and each and every person has a role & responsibility to address such alarming issue. In line with the Company's commitment towards conservation of energy, all its units continue with their efforts to reduce wastage, optimize consumption and also to improve energy efficiency through innovative measures. The Company has taken the following initiatives to address these environmental issues:

   - Utilization of waste flue gas in the drier of galvanizing plant;
   - Use of recuperator in rolling mill;
   - Use of furnace oil as fuel in rolling mill;
   - Recycling of Effluent Treatment Plant (ETP) treated water;
   - Installation of LED Lights;
   - Reduction in usage of generators;
   - Energy efficiency-key criteria for purchase of new machinery.

3. Does the Company identify and assess potential environmental risks? Y/N.

   Yes. The Company tries to identify, assess and address potential environmental risks related to its operations.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide the details thereof, in about 50 words or so. Also if yes, whether any environmental compliance report is filed?

   No, the Company does not presently have any project related to clean development mechanism.

5. Has the Company undertaken any initiatives on- clean technology, energy efficiency, renewable energy, etc. Y/N. If yes please give hyperlink for webpage etc.

   The Company has taken certain initiatives towards conservation of energy and energy efficiency at its various plants. Details of all such activities can be found in **Annexure-D** to the Director's report.

6. Are the Emission/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?

   All the plants of the Company comply with the prescribed emission norms of various Central/State Pollution Control Boards. All the emission and waste generated by the Company is well within the permissible limits given by SPCB/CPCB for the financial year reported.

7. Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

   No show cause or legal notices from the pollution control authorities are pending as at the end of the financial year.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER.

1. Is your company a member of any trade and chamber or association? If yes, Name only those major ones that your business deals with:

   (a) Bharat Chamber of Commerce

   (b) Indian Chamber of Commerce

   (c) Confederation of Indian Industry

   (d) Indo American Chamber of Commerce

   (e) Engineering Export Promotion Council of India

   (f) Project Exports Promotion Council

   (g) Federation of Indian Export Organizations

   (h) Indian Electrical and Electronics Manufacturers Association

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/no; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, others)**

   The Company from time to time takes up issues through these associations on matters of public/industry interest.

PRINCIPLE 8: BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

1. **Does the Company have specified programs/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company is committed to fulfill its responsibility towards people, society and the environment for inclusive growth of the society. The Company has several socio-economic projects running in various areas and is taken as per the CSR policy of the Company which includes:

- Promoting healthcare including preventing healthcare.
- Promoting education and special education.
- Animal welfare.
- Rural Development
- Environmental Sustainability

   The details of specific CSR projects are given in **Annexure-B** to the Director's Report.

2. **Are the programs/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

   The aforesaid projects have been carried out by the Company directly and/or through implementing agencies.

3. **Have you done any impact assessment of your initiative?**

   Efforts are made to make a general assessment of impact of some of the initiatives. The CSR Committee internally performs an impact assessment of its initiatives at the end of each year to understand the efficacy of the programs and to gain insight for improving the design and delivery of future initiatives. However, no structural impact assessment is put in place at present.

4. **What is your Company's direct contribution to community development projects- Amount in INR and the details of the project undertaken?**

   During the year, the Company has spent INR 27.51 million towards various CSR initiatives and projects. The details of the same are given in **Annexure-B** to the Director's Report.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   All CSR projects and initiatives are planned with the objective of sustainable community development. The project is identified and developed as a facilitator within the CSR policy framework and presented to the CSR committee for its review, guidance and approval and then the initiatives conducted under CSR are tracked to determine the outcomes achieved and the benefits to the community. The Company works directly and through implementing agencies of the project to ensure proper and meaningful adoption of these initiatives among the target community.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER.

1. **What percentages of customer complaints/ consumer cases are pending as on the end of financial year?**

   No complaints are pending as at the end of Financial Year 2019-20.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/no/N.A./Remarks (additional information)**

   Yes, the Company adheres to all legal statutes with respect to product labeling and display of product information. The Company also displays all the requisite information and safety guidance which are specific to its product.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

   No cases were filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years.

4. **Did your Company carry out any consumer survey/consumer satisfaction trends?**

   Skipper believes in providing best services to its customers. Time to time meeting(s) with customers are organized to understand their expectation and essentially to gauge our competitiveness in the business. Skipper leverages its presence across the country to remain consistently in touch with the customers through its business unit and mitigate their issues promptly. Feedbacks received from customers are implemented to further enhance quality of service.

For and on behalf of the Board of Directors

	Sajan Kumar Bansal	**Devesh Bansal**
Place: Kolkata	Managing Director	Director
Date: 22nd June, 2020	(DIN: 00063555)	(DIN: 00162513)

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance can be defined as a systematic framework comprising of a set standard of procedures and practices to be implemented by the Board of Directors for governing the Company in the best interest of all the stakeholders. It refers to a methodological application of techniques aimed at attaining greatest level of integrity, fairness, equity, transparency, accountability and commitment.

We at Skipper believe in adopting and adhering to the best Corporate Governance practices. The management through its persistent efforts continues to adapt and follow best practices in all the functional areas for efficiently discharging its responsibilities towards all the stakeholders. We believe in maintaining highest standard of corporate behavior with everyone we work with, to succeed in the long run. Our corporate structure, business operations and disclosure practices have been strictly aligned to our Corporate Governance philosophy.

2. BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

The Company recognizes and embraces the benefit of having a diverse Board and accordingly competent, experienced and eminent personalities from diverse spheres, possessing varied skills, qualifications, expertise and experience have been selected as members of the Board.

The Board's composition is in accordance with the provisions of Section 149 of the Companies Act, 2013 (hereinafter referred to as 'Act') and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and has an optimum mix of Executive and Non- Executive Directors with half of the Board of the Company comprising of Independent Directors.

As on the date of this report, the Board consists of ten Directors comprising five Independent Directors including a woman director and five Executive Directors. The position of the Chairman of the Board and the Managing Director are held by separate individuals, where the Chairman of the Board is an Independent Director. None of the Independent Directors are more than 75 years of age. The profile of the Directors can be accessed on the Company's website at https://skipperlimited.com/about-us/senior-management.aspx.

DIRECTORSHIP, COMMITTEE MEMBERSHIP(S)/ CHAIRMANSHIP(S), SHAREHOLDING

Every Director on Board notifies the Company on an annual basis about the Board and the committee positions which he/she occupies in other Companies and constantly updates any changes therein. The number of Directorship, Committee Membership(s)/ Chairmanship(s) of all the Directors is within respective limits prescribed under the Act and the Listing Regulations.

The details of each member of the Board as on 31st March, 2020 are given below:

Sl. No.	Name & Designation/ Category	DIN	Number and percentage of equity shares held in the Company	Number of Directorship in other Companies [a]			Number of Membership/ Chairmanship of Committees of other Companies [b]		Names of the other Listed entities & category of directorship
				Private Companies	Unlisted Public Companies	Listed Public Companies	As Chairman	As Member	
1.	Sri Amit Kiran Deb [c] (Non-Executive Independent Chairman)	02107792	-	-	4	2	2	6	India Power Corporation Limited (Non-Executive Independent Director) Emami Limited (Non-Executive Independent Director)
2.	Sri Joginder Pal Dua [d] (Non-Executive Independent Director)	02374358	-	-	2	1	-	1	Century Plyboards (India) Limited (Non-Executive Independent Director)

Sl. No.	Name & Designation/ Category	DIN	Number and percentage of equity shares held in the Company	Number of Directorship in other Companies [a]			Number of Membership/ Chairmanship of Committees of other Companies [b]		Names of the other Listed entities & category of directorship
				Private Companies	Unlisted Public Companies	Listed Public Companies	As Chairman	As Member	
3.	Sri Ashok Bhandari (Non-Executive Independent Director)	00012210	-	3	3	5	-	7	Intrasoft Technologies Limited (Non-Executive Independent Director) Maithan Alloys Limited (Non-Executive Independent Director) IFB Industries Limited (Non-Executive Independent Director) Rupa & Company Limited (Non-Executive Independent Director) Maharashtra Seamless Limited (Non-Executive Independent Director)
4.	Sri Pramod Kumar Shah [e] (Non-Executive Independent Director)	00343256	-	-	4	2	3	5	Emami Frank Ross Limited (Non-Executive Independent Director) Star Cement Limited (Non-Executive Independent Director)
5.	Smt. Mamta Binani (Non-Executive Independent Woman Director)	00462925	-	-	2	4	2	6 [f]	Kkalpana Industries (India) Limited (Non-Executive Independent Director) Century Plyboards (India) Limited (Non-Executive Independent Director) GPT Infraprojects Limited (Non-Executive Independent Director) La Opala R G Limited (Non-Executive Independent Director)
6.	Sri Sajan Kumar Bansal [g] (Managing Director-Promoter)	00063555	21,855,339 (21.29%)	5	4	-	1	1	None
7.	Sri Sharan Bansal [h] (Executive Director-Promoter)	00063481	10,000 (0.01%)	3	6	-	-	-	None

Sl. No.	Name & Designation/ Category	DIN	Number and percentage of equity shares held in the Company	Number of Directorship in other Companies [a]			Number of Membership/ Chairmanship of Committees of other Companies [b]		Names of the other Listed entities & category of directorship
				Private Companies	Unlisted Public Companies	Listed Public Companies	As Chairman	As Member	
8.	Sri Devesh Bansal [i] (Executive Director- Promoter)	00162513	10,000 (0.01%)	4	6	-	-	-	None
9.	Sri Siddharth Bansal [i] (Executive Director- Promoter)	02947929	10,000 (0.01%)	1	2	-	-	-	None
10.	Sri Yash Pall Jain (Executive Director- Non Promoter)	00016663	-	-	-	-	-	-	None

a. *Excludes foreign companies, guarantee companies and companies registered under Section 8 of the Act.*

b. *Represents only membership/chairmanship of Audit Committee & Stakeholders Relationship Committee of Public Companies whether listed or not.*

c. *Re-appointed as Independent Director for a second term of five years w.e.f 23 September 2019. Appointed as Additional Director in Century Plyboards (India) Limited, Star Cements Limited, B & A Limited and Meghalaya Power Limited and as Member in the Audit Committee of Century Plyboards (India) Limited w.e.f 1 April 2020. Ceased to be a director in Skipper Plastics Limited w.e.f. 1 April 2020.*

d. *Appointed as Member in the Audit Committee of Century Plyboards (India) Limited w.e.f 1 April 2020.*

e. *Appointed as Additional Director in Star Cement Meghalaya Limited, Shyam Century Ferrous Limited and Megha Technical and Engineers Private Limited w.e.f 1 April 2020.*

f. *Ceased to be a member in the Audit Committee of Century Plyboards (India) Limited w.e.f 1 April 2020.*

g. *Re-appointed as Managing Director of the Company w.e.f 1 July 2019.*

h. *Re-appointed as Executive Director of the Company w.e.f 1 July 2019.*

i. *Re-appointed as Executive Director of the Company w.e.f 1 April 2019.*

j. *Apart from as stated above the directors do not hold any other shares/convertible instruments.*

k. *Number of Directorship, Committee Membership(s)/ Chairmanship(s) of all the Directors as on 31st March, 2020 is within the prescribed limits.*

CORE SKILLS, EXPERTISE, COMPETENCIES AND ATTRIBUTES OF THE DIRECTORS

We believe that it is the collective effectiveness of the Board that impacts Company's performance and therefore members of the Board should have a balance of skills, experience and diversity of perspectives appropriate to the Company. The list of core skills/ expertise/competencies identified by the board of directors as required in the context of the company's business and the name of the Directors having the required set of skills/expertise/ competencies has been mentioned below:

Desired/Needed Skills, Experience, Attributes	Sri Sajan Kumar Bansal	Sri Sharan Bansal	Sri Devesh Bansal	Sri Siddharth Bansal	Sri Yash Pall Jain	Sri Amit Kiran Deb	Sri Joginder Pal Dua	Smt. Mamta Binani	Sri Ashok Bhandari	Sri Pramod Kumar Shah
Industry Expertise	✓	✓	✓	✓	✓	-	-	-	-	-
Financial, Taxation & Accounting	✓	✓	✓	✓	-	✓	✓	✓	✓	✓
Legal, Compliance, Governance & Risk Management	✓	-	✓	-	✓	-	✓	✓	✓	✓
Sales & Marketing	✓	✓	✓	✓	-	-	-	-	-	-
Leadership, Management & Corporate Strategy	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Administration & Human Resource	✓	✓	✓	-	✓	✓	✓	✓	✓	-

INTER-SE RELATIONSHIP BETWEEN DIRECTORS

Sri Sharan Bansal, Sri Devesh Bansal, Sri Siddharth Bansal, Executive Directors of the Company are brothers amongst themselves and are sons of Sri Sajan Kumar Bansal who is the Managing Director of the Company. None of the other Directors of the Company are related to each other in accordance with Section 2(77) of the Act, including the rules made thereunder.

BOARD PROCEDURES AND FLOW OF INFORMATION

The Company adheres to the provisions of the Act, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees. The Board meets at regular intervals to discuss and decide on business strategies/policies, financial results, business operations, future course of actions and reviews all the relevant information which is mandatorily required to be placed before the Board. Minimum four prescheduled Board meetings are held during a year and additional meetings are held to address specific needs. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which are noted and confirmed in the subsequent Board Meeting.

The agenda of the Board/Committee meeting is set by the Company Secretary in consultation with the Chairman and Managing Director of the Company and are circulated amongst the Directors well in advance to enable the Board to take informed decisions. The agenda for the Board and Committee meetings include detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision. At Board/Committee meetings, departmental heads and representatives who can provide additional insights are invited, if required. Draft minutes of the proceedings of the meetings are circulated in time and the comments, if any, received from the Directors are incorporated in the minutes in consultation with the Chairman. Important decisions taken by the Board and its Committees are promptly communicated to the concerned departments. Action taken reports on decisions of the previous meetings are placed at the next meeting(s) for information and further recommended actions, if any.

MEETING OF THE BOARD OF DIRECTORS

During the year, five Board Meetings were held and the maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. The necessary quorum was present for all the meetings.

Attendance of Directors at the Board Meetings and at the 38th Annual General Meeting held on 12th August, 2019:

Sl. No.	Name of the Directors	Attendance at Board Meetings held during the year							Attendance at last AGM held on 12th August, 2019
		22nd May 2019	12th August 2019	18th September 2019	13th November 2019	13th February 2020	Number of meetings held	Number of meetings attended	
1	Sri Amit Kiran Deb	✓	LOA	✓	✓	✓	5	4	LOA
2	Sri Sajan Kumar Bansal	✓	✓	✓	✓	✓	5	5	✓
3	Sri Sharan Bansal	LOA	✓	✓	✓	✓	5	4	✓
4	Sri Devesh Bansal	✓	✓	✓	LOA	LOA	5	3	✓
5	Sri Siddharth Bansal	✓	✓	LOA	✓	✓	5	4	✓
6	Sri Yash Pall Jain	✓	✓	✓	✓	✓	5	5	✓
7	Sri Joginder Pal Dua	✓	✓	✓	✓	✓	5	5	✓
8	Sri Ashok Bhandari	LOA	✓	✓	✓	✓	5	4	✓
9	Sri Pamod Kumar Shah	✓	✓	✓	✓	✓	5	5	✓
10	Smt. Mamta Binani	✓	✓	LOA	✓	✓	5	4	✓

** LOA stands for Leave of Absence*

** The Chairman could not attend the annual general meeting due to his ill health and requested for leave of absence.*

INDEPENDENT DIRECTORS

In the opinion of the Board, all the Independent Directors of the Company meet the criteria of independence as laid down under Section 149(6) of the Act and the Listing Regulations and are independent of the management. The number of Directorship of all the Independent Directors is within the respective limits prescribed under the Act and Listing Regulations. None of the independent directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgement and without any external influence. The board of directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

All the Independent Directors of the Company have duly registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended.

MEETING OF THE INDEPENDENT DIRECTORS

Independent Directors of the Company met separately on 22nd May, 2019 without the presence of Non-Independent Directors and members of management. Sri Ashok Bhandari could not make it convenient to attend the meeting. Sri Amit Kiran Deb, designated as the lead independent director chaired the Independent Director's meeting. In accordance with the Listing Regulations, following matters were, inter alia, reviewed and discussed in the meeting:

- Performance of Non-Independent Directors and the Board of Directors as a whole.
- Performance of the Chairman of the Company.
- Assessment of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

RE-APPOINTMENT AND RESIGNATION OF INDEPENDENT DIRECTORS

Sri Amit Kiran Deb and Smt. Mamta Binani, Independent Directors of the Company were re-appointed for a second term of five consecutive years w.e.f 23rd September, 2019 and 1st April, 2020 respectively and Sri Pramod Kumar Shah was appointed as Independent Director of the Company w.e.f 30th September 2018 at the Annual General Meeting of the Company held on 12th August 2019. The terms and conditions of the appointment of Independent Directors are available on Company's website at https://skipperlimited.com/Media/Appointment-Letter-to-Independent-Director.pdf. Moreover, none of the Independent Directors have tendered their resignation to the Board during the year 2019-2020.

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

The Company conducts Familiarization Programme for Independent Directors to enable them to familiarize with the Company, its management and its operations so as to gain a clear understanding of their roles, rights and responsibilities for the purpose of contributing significantly towards the growth of the Company. An induction program is organized to acquaint the newly appointed Director to the Company's background history, milestones, nature of industry, product offerings, businesses, policies of the Company, structure of the board and committees. The Managing Director of the Company also has a one to one discussion with the newly appointed Director to familiarize him with the Company's culture.

Further, at regular intervals familiarization programs are arranged wherein Independent Directors are informed about the current market scenario and are provided with all necessary updates, documents, reports, policies to ensure that the Independent Directors are properly aware about the business and performance of the Company from time to time. Significant statutory updates are circulated on a regular basis through which all the Directors are made well versed with all the significant new developments and amendments in the corporate sector.

During the year a familiarization program was conducted on 13th November 2019 at Kolkata.

The details of familiarization program imparted to the Independent Directors are available on the website of the Company at https://skipperlimited.com/Media/FamiliarisationProgrammeforIndependentDirectors.pdf.

REMUNERATION OF DIRECTORS

The Company has adopted a Nomination & Remuneration Policy to determine the compensation structure of the Executive/Non-Executive Directors. The policy is intended to set out specific criteria to pay equitable remuneration to the Directors, Key Managerial Personnel's (KMP), Senior Management Personnel's (SMP) and other employees of the Company in consonance with the existing industry practice and aims at attracting and retaining high calibre talent.

The salient features of the Nomination & Remuneration Policy is provided in the Board's Report and the detailed policy is available on the Company's website at https://skipperlimited.com/Media/Nomination_&_Remuneration_Policy.pdf.

(a) Remuneration paid to Executive Directors

The appointment and remuneration of Executive Directors are governed by the Articles of Association of the Company and the resolutions passed by the shareholders of the Company. The remuneration paid to Executive Directors is determined keeping in view the industry benchmarks, the performance of the Director, the performance of the Company and upon the recommendation of Nomination & Remuneration committee.

Details of remuneration paid to Executive Directors during the year 2019-2020 are given below:

Name	Designation	Remuneration (₹ in millions)	Bonus/Commission/Pension etc (₹ in millions)	Period of appointment/ Service Contract	Notice Period	Severance Fee	Stock Option
Sri Sajan Kumar Bansal	Managing Director	14.40	Nil	Appointed for a period of 5 years upto 30th June, 2024	Three months prior notice in writing	NIL	NIL
Sri Sharan Bansal	Executive Director	12.00	Nil	Appointed for a period of 3 years upto 30th June, 2022			
Sri Devesh Bansal	Executive Director	12.00	Nil	Appointed for a period of 3 years upto 31st March, 2022			
Sri Siddharth Bansal	Executive Director & CEO Polymer Division	12.00	Nil	Appointed for a period of 3 years upto 31st March, 2022			
Sri Yash Pall Jain	Executive Director	3.81	0.26	Appointed for a period of 3 years upto 5th September, 2020			

(b) Remuneration paid to Non-Executive Directors

The Non-Executive Directors are paid sitting fee of ₹ 25,000/- for attending each board meeting, ₹ 15,000/- for attending each committee meeting and are also paid commission if recommended by the Nomination and Remuneration Committee and approved by the Board. The Non-Executive Directors are not entitled to any stock options.

The Company has no pecuniary relationship or transactions with its Non-Executive Directors other than payment of sitting fee and out-of pocket expenses, if any, to them for attending the Board and Committee meetings.

Details of remuneration paid to Non-Executive Directors during the year 2019-2020 are given below: (₹ in millions)

Name	Sitting Fee[1]	Commission[2]	Total
Sri Amit Kiran Deb	0.205	-	0.205
Sri Joginder Pal Dua	0.215	-	0.215
Sri Ashok Bhandari	0.160	-	0.160
Sri Pramod Kumar Shah	0.140	-	0.140
Smt. Mamta Binani	0.130	-	0.130

[1]Includes sitting fees paid for the Board and Committee Meetings.
[2]No commission was paid during the year.

3. COMMITTEES OF THE BOARD

The Board committees play a crucial role in the governance structure of the Company and have been constituted to focus on those aspects of business that require special attention. Each committee is guided by its terms of reference, which defines the composition, scope and powers of the committee. The committees administered by their respective Chairman meet at regular intervals. Further, the minutes of all the Committee meetings are placed before the Board for review.

The Board has currently constituted the following committees:

A. AUDIT COMMITTEE

The Audit Committee has been constituted in accordance with the provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations and comprises of four directors out of which three are Independent Directors. The Chairman of the Committee is an Independent director. All the members of the Committee are financially literate and experienced and bring in the specialized knowledge and proficiency in the fields of accounting, audit, finance, taxation, banking, compliance, strategy and management.

The representative of the Statutory Auditors, Internal Auditors and the Chief Financial Officer of the Company are permanent invitees to the Audit Committee meetings and the Company Secretary acts as Secretary to the Committee.

The Audit Committee of the Company is inter-alia entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. Audit committee meetings are held at the end of each quarter and additional meetings are held as and when necessary. During the financial year 2019-2020, the Audit Committee met five times and the gap between any two meetings did not exceed one hundred and twenty days. All the recommendations made by the Audit Committee during the year under review were duly accepted by the Board.

Sri Amit Kiran Deb, Chairman of the Company and also Chairman of the Audit Committee was unable to attend the last Annual General Meeting of the Company held on 12th August 2019 due to his ill health and subsequent hospitalization. He authorized Sri Joginder Pal Dua, member of the Audit Committee to reply to the shareholders query on his behalf at the Annual General Meeting.

The composition of Audit Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at Committee Meetings held during the year						
			22nd May 2019	12th August 2019	18th September 2019	13th November 2019	13th February 2020	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	✓	LOA	✓	✓	✓	5	4
Sri Joginder Pal Dua	Non-Executive Independent Director	Member	✓	✓	✓	✓	✓	5	5
Sri Ashok Bhandari	Non-Executive Independent Director	Member	LOA	✓	✓	✓	✓	5	4
Sri Sharan Bansal	Executive Director	Member	LOA	✓	✓	✓	✓	5	4

**Necessary quorum was present in all the meetings.*

Terms of Reference

The Committee is governed by the terms of reference which are in line with the regulatory requirements mandated by the Act and Listing Regulations. During the year, the terms of reference of the Committee was updated in line with the amendments to the Listing Regulations. The terms of reference of Audit Committee, as approved by the Board, include the following:

- ✓ to oversee the financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ✓ to recommend for appointment, remuneration and terms of appointment of auditors;
- ✓ to approve payment to statutory auditors for any other services rendered by the statutory auditors;
- ✓ to review with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - ➢ matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
  - ➢ changes, if any, in accounting policies and practices and reasons for the same;
  - ➢ major accounting entries involving estimates based on the exercise of judgment by management;
  - ➢ significant adjustments made in the financial statements arising out of audit findings;
  - ➢ compliance with listing and other legal requirements relating to financial statements;
  - ➢ disclosure of any related party transactions;
  - ➢ modified opinion(s) in the draft audit report;
- ✓ to review with the management, the quarterly financial statements before submission to the board for approval;
- ✓ to review with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- ✓ to review and monitor the auditor's independence and performance, and effectiveness of audit process;
- ✓ to approve or subsequently modify the transactions with related parties including omnibus approvals;
- ✓ to review, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;
- ✓ to scrutinize inter-corporate loans and investments;
- ✓ to undertake valuation of undertakings or assets of the Company, wherever it is necessary;
- ✓ to evaluate internal financial controls and risk management systems;
- ✓ to review with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- ✓ to review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- ✓ to discuss with internal auditors any significant findings and follow up there on;
- ✓ to review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- ✓ to discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- ✓ to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- ✓ to review the functioning of the whistle blower mechanism;
- ✓ to approve appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- ✓ to review the quarterly report submitted by the Compliance Officer in accordance with the Company's "Code of conduct to Regulate, Monitor and Report trading by Designated Persons";
- ✓ to review the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans /advances /investments existing;
- ✓ to review compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and verify that the systems for internal control are adequate and are operating effectively;
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

  In addition to the above the Audit Committee mandatorily review's the following:

  - Management Discussion and Analysis of financial conditions and results of operations;
  - Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by Management;
  - Management letters/letters of internal control weaknesses issued by the Statutory Auditors;
  - Internal audit reports relating to internal control weaknesses;
  - Appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the audit committee;
  - Statement of deviations;
    a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchanges(s) in terms of Regulation 32(1) of Listing Regulations (whenever applicable).
    b. Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of Listing Regulations (whenever applicable).

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted in accordance with the provisions of Section 178 of the Act and Regulation 19 of Listing Regulations. The committee comprises of three Independent directors and the Company Secretary acts as Secretary to the committee.

The Committee also plays the role of Compensation Committee and is responsible for administering the Employee Stock Option Plan of the Company.

During the year, one Nomination and Remuneration Committee meeting was held on 22nd May, 2019.

The composition of Nomination and Remuneration Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year		
			22nd May 2019	Number of meetings held	Number of meetings attended
Smt. Mamta Binani	Non-Executive Independent Director	Chairperson	✓	1	1
Sri Amit Kiran Deb	Non-Executive Independent Director	Member	✓	1	1
Sri Ashok Bhandari	Non-Executive Independent Director	Member	✓	1	1

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Nomination & Remuneration Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the followings:

- ✓ to formulate criteria for evaluation of performance of independent directors and the board of directors;
- ✓ to formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- ✓ to specify the manner for effective evaluation of performance of Board, its committees and individual directors;
- ✓ to review the implementation and compliance of evaluation of performance of Board, its committees and individual directors;
- ✓ to devise a policy on diversity of board of directors;
- ✓ to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- ✓ to decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- ✓ to recommend to the Board, all remuneration in whatever form, payable to senior management;
- ✓ to administer the Company's stock option scheme & executive incentive plans;
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

Performance Evaluation

The Nomination and Remuneration Committee has laid down the process, format, attributes and criteria for performance evaluation of the Board of the Company, its Committees and the individual Board Members including the Chairman of the Company. Accordingly, evaluation was carried out during the financial year 2019-2020.

An indicative list of factors on which evaluation was carried out includes:

i) Professional qualification & experience

ii) Level of integrity & confidentiality

iii) Availability for meetings and preparedness

iv) Understanding of governance, regulatory, legal, financial, fiduciary, ethical requirements.

v) Knowledge of the Company's key activities, financial condition and key developments

vi) Contribution to strategic planning process and value addition to the Company

vii) Ability to work as a team

viii) Independence & conflict of interest

ix) Adherence to ethical standards & code of conduct

x) Voicing of opinion freely and independently

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been constituted in accordance with the provisions of Section 178 of the Act and Regulation 20 of Listing Regulations. The Committee comprises of three directors, two being Executive and one Independent. The Company Secretary acts as Secretary to the Committee.

Sri Manish Agarwal, Company Secretary is acting as the Compliance Officer of the Company in terms of Regulation 6 of the Listing Regulations. M/s. Maheshwari Datamatics Private Limited acts as the Registrar and Share Transfer Agent of the Company.

As a measure of speedy redressal of investor grievances, the Company has registered on SCORES (SEBI Complaints Redress System) platform, a web based centralized grievance redress system set up by SEBI to capture investor complaints against listed companies. No Complaints were registered on SCORES against the Company during the financial year 2019-2020. However, one complaint was directly received from a shareholder which was duly resolved to the satisfaction of the shareholder. There were no pending complaints at the beginning and at the end of financial year 2019-2020.

Sri Amit Kiran Deb, Chairman of the Company and also Chairman of the Stakeholders Relationship Committee was unable to attend the last Annual General Meeting of the Company held on 12th August 2019 due to his ill health and subsequent hospitalization. He authorized Sri Sharan Bansal, member of the Stakeholders Relationship Committee to reply to the shareholders query on his behalf at the Annual General Meeting.

During the year, one Stakeholders Relationship Committee meeting was held on 12th August, 2019.

The composition of Stakeholders Relationship Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year		
			12th August 2019	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	LOA	1	0
Sri Sharan Bansal	Executive Director	Member	✓	1	1
Sri Devesh Bansal	Executive Director	Member	✓	1	1

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the following:

- ✓ to monitor and redress the grievance of all shareholders relating to transfer of shares, non-receipt of balance sheet/annual report, non-receipt of declared dividend, issue of new/ duplicate certificates, general meetings, interest, notices etc., and review of the mechanism adopted for redressal of investors complaints and the status of investors' complaints;
- ✓ to oversee and review all matters connected with allotment, transfer and transmission of all classes of securities of the Company, including issue and allotment of rights shares/bonus shares/shares against employee stock options scheme of the Company;
- ✓ to issue share certificates upon transfer/transmission/ remat/ duplicate/ sub division/split of shares;
- ✓ to review the performance of the Registrar and Transfer Agent of the Company and recommend measures for overall improvement in the quality of services to the shareholders of the Company;
- ✓ to monitor and ensure the timely updation of the Company's website in respect of information and details that are made available to the stakeholders of the Company;
- ✓ to review the measures taken for effective exercise of voting rights by shareholders;
- ✓ to review the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- ✓ to review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee has been constituted in accordance with the provisions of Section 135 of the Act. The Committee comprises of three directors, two being Executive and one Independent. The Company Secretary acts as Secretary to the Committee.

The Corporate Social Responsibility Committee assists the Board in effectively discharging the Company's corporate social responsibilities. The Committee formulates & monitors the CSR policy and recommends the annual CSR plan to the Board. The details of the CSR initiatives and amount spent by the Company are given in the Annexure- B to the Directors' Report.

During the year, one Corporate Social Responsibility Committee meeting was held on 22nd May, 2019.

The composition of Corporate Social Responsibility Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year		
			22nd May 2019	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	✓	1	1
Sri Sajan Kumar Bansal	Managing Director	Member	✓	1	1
Sri Devesh Bansal	Executive Director	Member	✓	1	1

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Corporate Social Responsibility Committee are in line with the guidelines set out in the Act and inter-alia includes the following:

- ✓ formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 , as amended from time to time;
- ✓ recommend the annual CSR plan and amount of expenditure to be incurred on the Corporate Social Responsibilities activities as per the Act;
- ✓ monitor the Corporate Social Responsibility Policy of the Company from time to time;
- ✓ monitor implementation of the Annual CSR Plan against pre-determined targets;
- ✓ identify and bring to the attention of the Board key social responsibility issues that may affect the business operations, brand image or reputation of the Company;
- ✓ re-evaluate social responsibility objectives, from time to time, in light of changes in the Company's objectives, industry best practices and evolving priorities and needs of the local communities in locations where the Company operates and sources materials and recommend to the Board modifications to the Annual Plan and the CSR Policy;
- ✓ implement a transparent monitoring mechanism for implementation of CSR projects, programs or activities undertaken by the Company;
- ✓ identify and record reasons for failure to spend the amount budgeted in the Annual Plan and any change in the projects and activities to be undertaken during the course of the current financial year.

E. OTHER FUNCTIONAL COMMITTEES

Apart from the above statutory Committees, the Board of Directors has constituted the following two functional committees to meet the specific business needs of the Company.

i. FINANCE COMMITTEE

The Board of Directors has constituted a Finance Committee inter-alia to deal with the day to day financial matters of the Company and comprises of four Executive Directors. The Committee is a non-statutory committee and is governed by the terms of reference as laid down by the Board of Directors of the Company. The summary of the minutes of these meetings are placed before the Board for information.

During the year under review, eleven Finance Committee meetings were held on 26th April, 2019, 15th May, 2019, 26th June, 2019, 20th September, 2019, 26th September, 2019, 20th November, 2019, 26th December, 2019, 28th December, 2019, 2nd January, 2020, 28th February, 2020 and 23rd March, 2020.

The composition of Finance Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Number of meetings held	Number of meetings attended
Sri Sajan Kumar Bansal	Managing Director	Chairman	11	11
Sri Sharan Bansal	Executive Director	Member	11	10
Sri Devesh Bansal	Executive Director	Member	11	10
Sri Siddharth Bansal	Executive Director	Member	11	8

ii. BUSINESS COORDINATION COMMITTEE

The Board of Directors has constituted a Business Coordination Committee to oversee day to day business and affairs of the Company and to take decisions on routine operations that arise in the normal course of business. The Committee comprises of three Executive Directors. The Committee is a non-statutory committee and is governed by the terms of reference as laid down by the Board of Directors of the Company. The summary of the minutes of these meetings are placed before the Board for information.

During the year under review, thirteen Business Coordination Committee meetings were held on 15th May, 2019, 7th June, 2019, 24th July, 2019, 6th August, 2019, 19th August, 2019, 18th September, 2019, 28th October, 2019, 14th November, 2019, 16th November 2019, 30th December, 2019, 31st January, 2020, 5th February, 2020 and 12th March, 2020.

The composition of Business Coordination Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Number of meetings held	Number of meetings attended
Sri Sajan Kumar Bansal	Managing Director	Chairman	13	13
Sri Sharan Bansal	Executive Director	Member	13	11
Sri Yash Pall Jain	Executive Director	Member	13	13

4. CODE OF CONDUCT

Commitment to ethical professional conduct is a must for every employee including board members and senior management personnel of the Company. The Company has accordingly adopted a Code of Conduct for Directors and Senior Management Personnel ("the Code"). The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code requires Directors and Employees to act honestly, fairly, ethically, with integrity and conduct themselves in professional, courteous and respectful manner. The duties of Directors including duties as an Independent Director as laid down in the Acts also forms part of the Code of Conduct. The copy of the Code has been displayed on the Company's website at http://repository.skipperlimited.com/investor-relations/pdf/Codes-Policies.pdf.

The Code has been duly circulated to all the members of the Board and Senior Management Personnel and all of them have affirmed compliance with the Code. A declaration to this effect duly signed by the Managing Director is reproduced at the end of this report and marked as **Annexure I**.

5. CODES FOR PREVENTION OF INSIDER TRADING

In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Board of Directors of the Company has adopted a 'Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons' with a view to regulate trading in securities of the Company by insiders. The Company Secretary of the Company has been appointed as the Compliance Officer for the purposes of the Code.

The Code prohibits the insiders from dealing in the securities of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company. The Code also provides for periodical disclosures from designated persons as well as pre-clearance of transactions (above threshold) by such persons so that they may not use their position or knowledge of the Company to gain personal benefit or to provide benefit to any third party. A copy of the aforesaid code is accessible on the Company's website at https://www.skipperlimited.com/Media/Insider-Trading-Code.pdf

The Company has also adopted 'Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. This Code aims to set forth a framework and policy for fair disclosure of events and occurrences that could resolutely impact price of the Company's securities. The Company endeavours to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

A copy of the aforesaid code is accessible on the Company's website at https://repository.skipperlimited.com/investor-relations/pdf/Code_of_Practices_and_Procedures_for_Fair_Disclosure_of_Unpublished_PriceSensitiveInformation-Version-1.1-7jul20.pdf

6. CEO & CFO CERTIFICATION

A certificate from the Managing Director and the Chief Financial Officer of the Company in terms of Listing Regulations, confirming the correctness of the financial statements and cash flow statements, adequacy of internal control measures and reporting of matters to the Audit Committee has been annexed at the end of this report and marked as **Annexure II**.

7. GENERAL BODY MEETINGS

The particulars of last three Annual General Meetings of the Company are given below:

Period	Date of AGM	Time	Location	Special Resolution(s) passed
2018-2019 (38th AGM)	12.08.2019	3:30 PM	Shripati Singhania Hall, Rotary Sadan, 94/2 Jawaharlal Nehru Road, Kolkata- 700 020, West Bengal	1. Approval for re-appointment of Sri Amit Kiran Deb as Independent Director of the Company for a second term of five years upto 22nd September 2024. 2. Approval for re-appointment of Smt. Mamta Binani as Independent Director of the Company for a second term of five years upto 31st March 2025. 3. Approval for re-appointment of Sri Sajan Kumar Bansal as Managing Director of the Company for five years upto 30th June 2024. 4. Approval for re-appointment of Sri Sharan Bansal as Executive Director of the Company for three years upto 30th June 2022. 5. Approval for re-appointment of Sri Devesh Bansal as Executive Director of the Company for three years upto 31st March 2022. 6. Approval for re-appointment of Sri Siddharth Bansal as Executive Director of the Company for three years upto 31st March 2022. 7. Approval to keep the Company's registers required to be maintained under Section 88 of the Companies Act, 2013, at the office of Company's Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Private Limited at 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001.
2017-2018 (37th AGM)	09.08.2018	3.30 PM		1. Authorization to the Board of Directors of the Company under Section 180(1)(c) of Act to borrow funds upto a limit of ₹3000 crores. 2. Authorization to the Board of Directors of the Company under Section 180(1)(a) of Act for creation of mortgage/charge/hypothecation on the movable & immovable properties of the Company upto the limit approved under Section 180(1)(c) of the Act.
2016-17 (36th AGM)	05.09.2017	3:30 PM		Nil

During the year, no Extra Ordinary General Meeting was convened nor any approval of the shareholders was obtained through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting requires passing of resolution through Postal Ballot.

8. MEANS OF COMMUNICATION

Skipper recognizes communication as a key element of the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication to all stakeholders.

Financial Results: The quarterly/half yearly/annual financial results of the Company are communicated to the Stock Exchanges immediately after they are considered and approved by the Board of Directors and are published in prominent newspapers usually in 'Financial Express' (all India editions) in English and 'Ekdin' in Bengali. These results are also made available on the website of the Company at https://skipperlimited.com/investor-relations/financial-results.aspx.

News Releases/Presentations: Detailed presentations are made to institutional investors and financial analysts on the Company's quarterly financial results and are sent to the Stock Exchanges pursuant to Para A of Part A of Schedule III read with Regulation 30 of Listing Regulations and are also uploaded on the Company's website at https://skipperlimited.com/investor-relations/updates.aspx.

Annual Report: The Annual Report, inter alia containing, Audited Financial Statements, Directors' Report (including Management Discussion & Analysis Report, Corporate Governance Report, Business Responsibility Report), Auditor's Report and other important information are circulated to the members and forwarded to the stock exchanges and is also made available on the Company's website at https://skipperlimited.com/investor-relations/annual-reports.aspx

Website: In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investor Relations' on the Company's website gives comprehensive information about the Company, its business and operations, CSR initiatives, information on various announcements made by the Company, status of unclaimed dividend, annual report, annual report of joint venture, financial results, policies of the company, shareholding pattern, corporate governance report etc. The Company's official news releases and presentations made to the institutional investors and analysts and other corporate communications made to the stock exchanges are also available on the website of the Company at www.skipperlimited.com.

Reminder to Shareholders: Reminders are sent to shareholders for registering their email ids, unclaimed dividend etc as and when required.

9. GENERAL SHAREHOLDER INFORMATION

(i) **Details of Annual General Meeting:**
The ensuing Annual General Meeting shall be held on Monday, 28th September, 2020 at 2.30 p.m (IST) through Video Conferencing / Other Audio Visual Means (VC/OAVM).

(ii) **Financial year:**
The financial year of the Company is from 1st April to 31st March.

(iii) **Dividend:**
Dividend of 10% i.e 0.10 paise per equity share of face value of Re.1 each for the financial year 2019-20 has been recommended by the Board of Directors to the members for their approval. If approved, dividend shall be paid within 30 days from the date of declaration.

The details of the dividend declared and paid by the Company for the last seven years are as follows:

Year	Percentage (%)	Dividend in ₹ per share
2012-13	10	0.10
2013-14	15	0.15
2014-15	130	1.30
2015-16	140	1.40
2016-17	155	1.55
2017-18	165	1.65
2018-19	25	0.25

Details of unpaid or unclaimed dividend for the above mentioned years is available at https://www.skipperlimited.com/investor-relations/unpaid-unclaimed-dividend.aspx.

(iv) **Listing on Stock Exchanges:**

Name of Stock Exchange	Address	Stock Code/Symbol	ISIN
BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	538562	INE439E01022
National Stock Exchange of India Limited (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	SKIPPER	

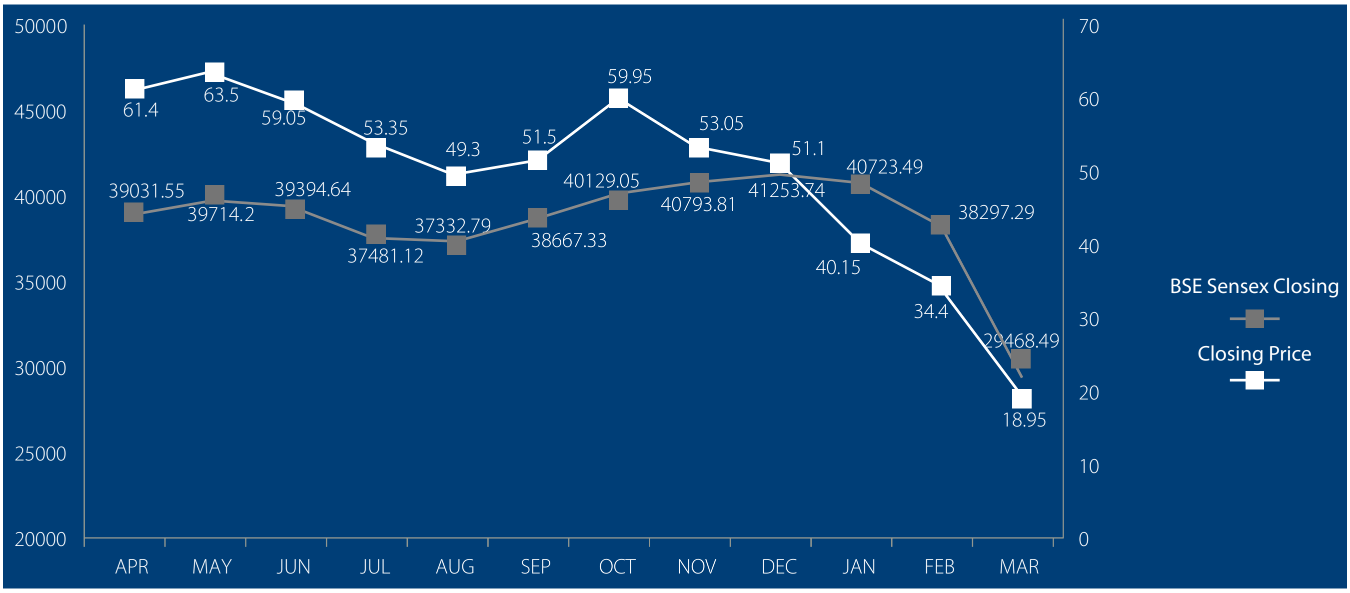
The Company has paid the annual listing fees for the financial year 2020-21 to BSE Limited as on the date of this report and will pay the same to National Stock Exchange of India Limited within the extended time limit due to outbreak of Covid-19 pandemic.

(v) **Market Price Data and Performance of Company's Share Prices:**
The details of monthly high/low/closing price data and volume of shares traded of the Company at BSE and NSE for the financial year 2019-20 are given below:

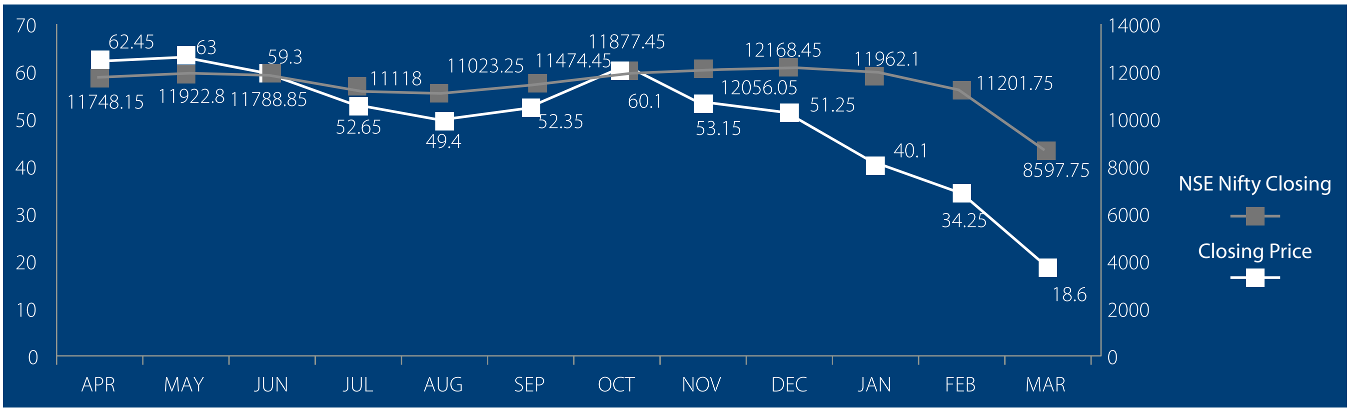
Month (2019-20)	BSE					NSE				
	High Price (₹)	Low Price (₹)	Closing Price (₹)	Volume (No. of shares)	BSE Sensex Closing	High Price (₹)	Low Price (₹)	Closing Price (₹)	Volume (No. of shares)	NSE Nifty Closing
April, 2019	72.70	61.20	61.40	48,539	39031.55	70.95	61.25	62.45	545,409	11748.15
May, 2019	71.85	55.60	63.50	935,407	39714.20	73.10	55.40	63.00	2,786,698	11922.80
June, 2019	68.70	48.05	59.05	1,521,428	39394.64	69.20	48.70	59.30	2,123,547	11788.85
July, 2019	60.90	45.00	53.35	109,126	37481.12	61.85	44.50	52.65	1,637,615	11118.00
August, 2019	56.50	39.50	49.30	93,522	37332.79	55.00	39.75	49.40	1,262,264	11023.25
September, 2019	62.90	47.30	51.50	80,234	38667.33	59.95	45.75	52.35	1,073,344	11474.45
October, 2019	61.00	46.10	59.95	64,838	40129.05	61.00	46.80	60.10	1,448,640	11877.45
November, 2019	62.00	51.00	53.05	198,877	40793.81	62.25	49.00	53.15	881,068	12056.05
December, 2019	54.20	44.65	51.10	91,099	41253.74	55.00	46.05	51.25	1,177,685	12168.45
January, 2020	52.05	39.60	40.15	127,409	40723.49	52.80	39.55	40.10	3,148,865	11962.10
February, 2020	43.00	34.15	34.40	1,110,150	38297.29	42.70	34.00	34.25	3,645,708	11201.75
March, 2020	35.95	17.55	18.95	535,167	29468.49	36.30	17.10	18.60	1,819,036	8597.75

[Source: This information is compiled from the data available from the website of BSE & NSE]

Share Price on BSE vis-a-vis BSE Sensex



Share Price on NSE vis-a-vis NSE Nifty



(vi) The securities of the Company were available for trading on NSE & BSE throughout the year and were not suspended for any period.

(vii) Registrar and Share Transfer Agents:

M/s. Maheshwari Datamatics Private Limited
23 R. N. Mukherjee Road, 5th Floor
Kolkata - 700001
Phone: 033-2248 2248 / 033-2243 5029
Fax: 033-2248 4787
E-mail: mdpldc@yahoo.com
Website: www.mdpl.in

(viii) Share Transfer System:

Effective April 1, 2019, SEBI has amended Regulation 40 of the Listing Regulations, which deals with transfer or transmission or transposition of securities. According to this amendment, the requests for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository. The Company has stopped accepting any transfer requests for securities held in physical form with effect from the said date.

Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. In view of the aforesaid amendment and in order to eliminate the risks associated with physical holding of shares, members who are holding shares in physical form are hereby requested to dematerialize their holdings. A guidance note on procedure of dematerialization of shares of the Company is hosted on the Company's website for ease of understanding of the shareholders and can be viewed at https://repository.skipperlimited.com/investor-relations/pdf/guidance-note-physical-form.pdf.

A summary of transmissions, dematerialization, re-materialization, etc. is placed before the Board at each meeting. The Company obtains half-yearly certificate from a Company Secretary in Practice under Regulation 40(9) of the Listing Regulations, confirming the issue of certificates for transfer, sub-division, consolidation etc. and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(10) of the Listing Regulations.

The Company also obtains a compliance certificate under Regulation 7(3) of the Listing Regulations confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent and files the same with the Stock Exchanges on a half yearly basis.

Reconciliation of Share Capital Audit is conducted every quarter by a Practicing Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with the total issued and listed capital. The report is submitted to the stock exchanges and is also placed before the Board of Directors.

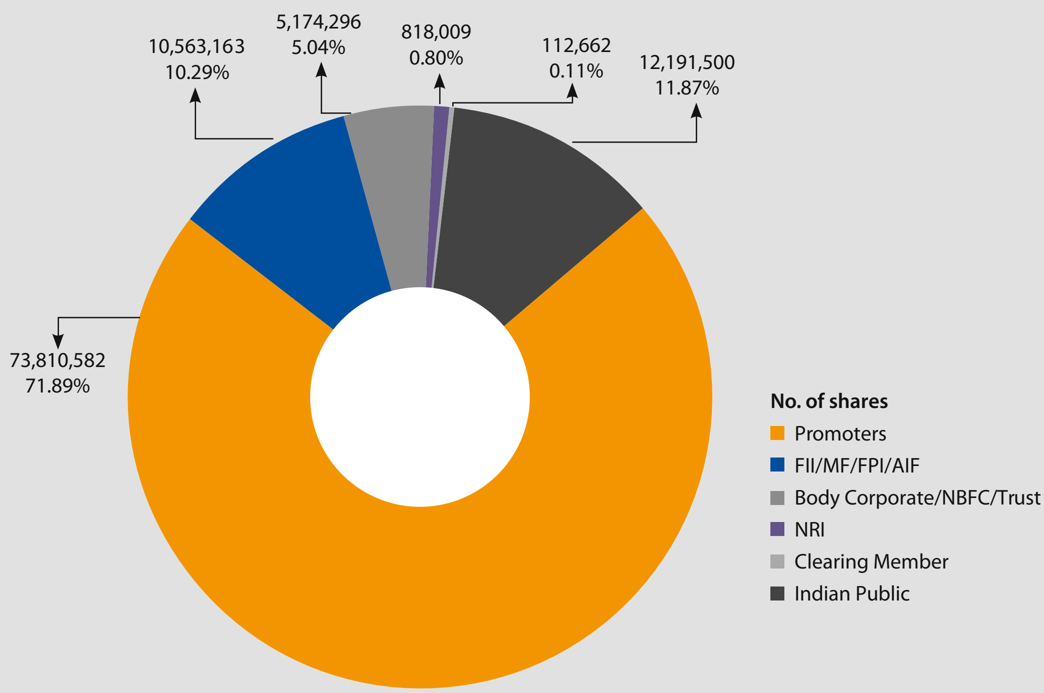
(ix)Distribution of shareholding on the basis of shareholders class as on 31st March, 2020:

Category	No. of shareholders		No. of shares	
	Total	%	Total	%
1-500	15407	84.27	1915043	1.87
501-1000	1301	7.12	1044800	1.02
1001-2000	740	4.05	1139160	1.11
2001-3000	264	1.44	674407	0.66
3001-4000	141	0.77	505477	0.49
4001-5000	88	0.48	413629	0.40
5001-10000	163	0.89	1226350	1.19
10001-50000	122	0.67	2525929	2.46
50001-100000	18	0.10	1309649	1.28
100001 & above	39	0.21	91915768	89.52
Total	**18283**	**100.00**	**102670212**	**100.00**

(x) Distribution of Shareholding on the basis of ownership as on 31st March, 2020:

Category	No. of shares	% of share capital
Promoters	73,810,582	71.89
FII/MF/FPI/AIF	10,563,163	10.29
Body Corporate/NBFC/Trust	5,174,296	5.04
NRI	818,009	0.80
Clearing Member	112,662	0.11
Indian Public	12,191,500	11.87
Total	**102,670,212**	**100.00**

Graphical representation of shareholding pattern on the basis of ownership:



(xi) **Dematerialization of shares and liquidity as on 31st March, 2020:**

99.99% of the Company's equity shares are held in dematerialized form as on 31st March, 2020 details of which is given below:

Nature of holding	No. of Shares	Percentage (%) of share capital
Demat	102,661,411	99.99
- NSDL	94,031,949	91.58
- CDSL	8,629,462	8.41
Physical	8,801	0.01
Total	**102,670,212**	**100.00**

(xii) The Company has not issued Global Depository Receipts (GDR)/ American Depository Receipts (ADR)/Warrants or any other convertible instruments during the year.

(xiii) Commodity Price Risk /Foreign Exchange Risk and hedging activities:

The Company is exposed to foreign exchange risks on export of goods and imports of raw materials/capital item. During the year the Company has managed foreign exchange risk and hedged foreign exchange to the extent considered necessary. In case of imports and foreign currency loan, the Company does hedging on selective basis. Most export orders are duly hedged by way of forward cover through the banks. Since the volume of export is much more, thereby the balance imports are getting hedged by way of natural hedging.

Disclosure in terms of SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November 2018 is mentioned below:

a. The Risk Management Policy of the Company with respect to commodities including through hedging:

The material exposure of the Company in commodities is on account of steel which is readily available. The Company does not accumulate excess quantities of steel for its operations due to its voluminous nature. Accordingly the requirement of hedging is minimal.

b. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:

i. Total exposure of the Company to commodities in INR: 5621.02 million

ii. Exposure of the Company to various commodities:

Commodity Name	Exposure in INR towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		Total
			OTC	Exchange	OTC	Exchange	
Steel	5621.02 million	1,57,783 MT	NIL	NIL	NIL	NIL	NIL

c. Commodity risks faced by the Company during the year and how they have been managed are given below:

Most of the engineering product contracts of the Company are having price escalation and de-escalation clause which is linked with the commodity prices and for non-price variation contracts the fluctuations are factored in pricing while bidding.

(xiv) Plant Locations:

SL Unit - 1 Jalan Complex, NH-6, Village: Jangalpur, Post: Andul Mouri, Howrah, West Bengal - 711302	**BCTL Unit** Jalan Complex, NH-6, Village: Jangalpur, Post: Andul Mouri, Howrah, West Bengal- 711 302
Uluberia Unit NH-6, Village: Madhabpur, Mahisrekha, Post: Uluberia, Howrah, West Bengal - 711 303	**Guwahati Unit - 1** Lohia Industrial Estate, 659, O, Kahi Kuch Gaon Mouza: Dakhin Rani District- Kamrup, Assam- 781 017
Guwahati Unit – 2 Village- Parlley, Mouza- Chayani Revenue Circle- Palashbari District- Kamrup Rural, Assam	**Transmission Line Testing Station** Village & P.O- Barunda. P.S- Bagnan District- Howrah, West Bengal

(xv) Address for Correspondence:

For any queries relating to the shares of the Company, correspondence may be addressed at:

The Company Secretary
Skipper Limited
3A, Loudon Street, Kolkata- 700 017
Telephone No.: +91 33 2289 2327/5731/5732
Fax No.: +91 33 2289 5733
E-mail: investor.relations@skipperlimited.com
Website: www.skipperlimited.com

(xvi) The Credit Ratings obtained by the Company along with the revisions during the year are mentioned below:

Sl. No.	Name of the Credit Rating Agencies	Facilities	Revised Ratings	Previous Ratings
1.	CARE Ratings	Long-term Bank Facilities	CARE BBB+; Stable (Triple B Plus; Outlook: Stable)	CARE A; Negative (Single A; Outlook: Negative)
		Long/Short-term Bank Facilities	CARE BBB+; Stable/CARE A2(Triple B Plus; Outlook: Stable/A Two)	CARE A; Negative/CARE A1 (Single A; Outlook: Negative/A One)
		Commercial Paper (CP)	Withdrawn	CARE A1 (A One)

Note: Acuité Ratings & Research Limited (Acuité) vide their letter dated 26th May, 2020 has assigned "ACUITE A-/ Stable" and "ACUITE A2+" for Company's Long Term & Short Term bank facilities respectively.

10. DISCLOSURES

(i) There were no materially significant related party transactions, which may have potential conflict with the interest of the Company. The details of the related party transactions are set out in the notes to financial statements forming part of this Annual Report. All the transactions with related parties have been made at arm's length basis. The Company has formulated a Policy on materiality of Related Party Transactions and on dealing with Related Party Transactions, in accordance with relevant provisions of Companies Act, 2013 and Listing Regulations. During the year, the policy was reviewed and revised by the Board of Directors in line with the amendments in Listing Regulations and the same can be accessed at https://skipperlimited.com/Media/RELATED-PARTY-TRANSACTIONS-POLICY.pdf.

(ii) There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three financial years and no penalties or strictures have been imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India or any other statutory authority in this regard.

(iii) The Company has framed a Vigil Mechanism/Whistle Blower Policy as required under Section 177 of the Act and Regulation 22 of Listing Regulations, which is being reviewed by the Audit Committee of the Board. During the year, the policy was reviewed and revised by the Board of Directors in line with the amendments in the Act and Listing Regulations and the same can be accessed at https://skipperlimited.com/Media/Whistle-Blower-Policy.pdf.

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy on a quarterly basis. During the year, there was no reporting under the Vigil Mechanism/Whistle Blower Policy of the Company and no personnel was denied access to the Audit Committee.

(iv) The Company has complied with all applicable mandatory requirements of the Listing Regulations during the financial year 2019-20. Quarterly compliance report on Corporate Governance, in the prescribed format, duly signed by the compliance officer is submitted regularly with the Stock Exchanges where the shares of the Company are listed.

(v) The Company does not have any subsidiary and hence it has not formulated any policy for determining 'material' subsidiaries.

(vi) The Company has not raised any funds through preferential allotment or qualified institutions placement during the financial year 2019-20 as specified in Regulation 32 (7A) of the Listing Regulations.

(vii) The Company has received declaration from all the Directors on the Board of the Company that they are not debarred or disqualified from being appointed or continuing as directors of companies by SEBI/MCA or any other such statutory authority. A certificate received from a company secretary in practice in this regard forms part of this report as **Annexure III.**

(viii) During the financial year 2019-20, there have been no circumstances where the Board of Directors of the Company have not accepted any recommendation made by any of the committees of the Board.

(ix) During the financial year 2019-20, the following payments were made to M/s Singhi & Co. Statutory Auditors of the Company.

(₹ in Millions)

Particulars of payment	Skipper Limited	Skipper- Metzer India LLP	Total
Statutory Audit Fee	1.400	0.250	1.650
Others	0.975	0.330	1.305
Total	**2.375**	**0.580**	**2.955**

(x) Disclosure under Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013:

The Company is committed to create a safe and healthy working environment that enables the employees to work without fear of sexual harassment at workplace. Accordingly in accordance with the provision of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has formulated and adopted a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace and has also formed an Internal Complaints Committee (ICC) in terms of Section 4 of the aforesaid Act.

No complaints were received by the ICC under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the year.

(xi) The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 and Para C of Schedule V of the Listing Regulations.

(xii) The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website (www.skipperlimited.com). The section on 'Investor Relations' on the website serves to inform the members by giving complete financial details, annual reports, presentations made by the Company to investors, press releases, shareholding patterns and such other information relevant to shareholders.

(xiii) The Company does not have any shares in demat suspense account or unclaimed suspense account.

11. STATUS OF COMPLIANCE WITH NON STATUTORY RECOMMENDATIONS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

(i) The Non-Executive Chairman doesn't maintain a separate office.

(ii) The quarterly and half yearly financial performance are submitted to Stock Exchanges, published in newspapers and posted on the Company's website and are not sent to the shareholders separately.

(iii) During the year under review, there is no audit qualification on the company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.

(iv) The Internal Auditor reports directly to the Audit Committee.

For and on behalf of the Board of Directors

	Sajan Kumar Bansal	**Devesh Bansal**
Place: Kolkata	Managing Director	Director
Date: 22nd June, 2020	(DIN: 00063555)	(DIN: 00162513)

Annexure I

DECLARATION

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I affirm that the Board members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for Directors & Senior Management Personnel, as applicable to them, for the year ended 31st March, 2020.

Place: Kolkata
Date: 22nd June, 2020

Sajan Kumar Bansal
Managing Director

Annexure II

CERTIFICATE BY MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER

The Board of Directors
Skipper Limited
3A, Loudon Street
Kolkata – 700017

1. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2020 and to the best knowledge and belief, we state that:
   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements, that might be misleading;
   (ii) 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.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2019-2020 which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
4. We have indicated, wherever applicable, to the Auditors and the Audit Committee:
   (i) significant changes in internal control over financial reporting during the year;
   (ii) significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
   (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata
Date: 22nd June, 2020

Sajan Kumar Bansal
Managing Director

Sanjay Kumar Agrawal
Chief Financial Officer

Annexure III

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

To

The Members,

Skipper Limited

Based on our verification of the books, papers, registers, forms, returns, disclosures received from the Directors and other records maintained by Skipper Limited (CIN: L40104WB1981PLC033408) having its Registered office at 3A, Loudon Street, 1st Floor, Kolkata - 700 017, West Bengal ("the Company") and also the information provided by the Company, its officers, agents and authorized representatives for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the verification of the portal www.mca.gov.in, including Directors Identification Number (DIN) status at the portal, we hereby certify that during the Financial Year ended on March 31, 2020, in our opinion, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such Statutory Authority.

It is the responsibility of the management of the Company for ensuring the eligibility for the appointment/ continuity of every director on the board of the Company. Our responsibility is to express an opinion based on our verification.

For MKB & Associates
Company Secretaries
Raj Kumar Banthia
(Partner)
ACS no. 17190
COP no. 18428
FRN: P2010WB042700
UDIN: A017190B000364086

Place: Kolkata
Date: 22nd June, 2020

Independent Auditors' Certificate on Corporate Governance to the members of Skipper Limited

To
The members of
Skipper Limited

1. We, Singhi & Co., Chartered Accountants, the statutory auditors of Skipper Limited ("The Company"), have examined the compliance of conditions of corporate governance by the company, for the year ended March 31, 2020 as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46 (2) and para C and D of Schedule V of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 (the Listing Regulations) as amended.

Managements' Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditors' Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance note on certification of corporate governance issued by Institute of the Chartered Accountants of India (ICAI), the Standards on Auditing specified under section 143 (10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the guidance note on report or certificate for special purpose issued by ICAI which requires that we comply with ethical requirements of the code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2020.

8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Singhi & Co.
Chartered Accountants
Firm Registration No.- 302049E

(Pradeep Kumar Singhi)
Partner
Membership No. 050773
UDIN-20050773AAAAAL9780

Place: Kolkata
Date: 22nd June, 2020

INDEPENDENT AUDITOR'S REPORT

To
The Members of **Skipper Limited**

Independent Auditor's Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Skipper Limited.** ("the Company"), which comprise the balance sheet as at March 31 2020, the statement of profit and loss, (including the statement of other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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

Basis for Opinion

3. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the 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 (ICAI) of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, 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 standalone financial statements.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
1. Accuracy and completeness of revenue recognized The Company reported revenue of Rs. 13,905.07 million from sale of tower, pole, Polymers product and EPC contract and related activities. The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. In EPC contract, revenue is accounted for under the percentage completion method which also requires significant judgements and estimates in particular with respect to estimation the cost to complete. Due to the estimates and judgement and complexity involved in the application of the revenue recognition accounting standards, we have considered this matter as a key audit matter. The Company's accounting policies relating to revenue recognition are presented in note 1.10 to the financial statements.	We addressed the Key Audit Matter as follows :- 1. As part of our audit, we understood the Company's policies and processes, control mechanisms and methods in relation to the revenue recognition and evaluated the design and operative effectiveness of the financial controls from the above through our test of control procedures. 2. Review the company's judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. 3. Tested a sample of sales transactions for compliance with the Company's accounting principles to assess the completeness and accuracy of revenue recorded. 4. We evaluated the management's process to recognize revenue over a period of time, total cost estimates, status of the projects and re-calculated the arithmetic accuracy of the same. 5. We examined contracts with exceptions including contracts with low or negative margins, loss making contracts, etc. to determine the level of provisioning. 6. Our tests of detail focused on transactions occurring within proximity of the year end and obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents. We considered the appropriateness and accuracy of any cut-off adjustments. 7. Traced disclosure information to accounting records and other supporting documentation. **Our Observation:** Based on the audit procedures performed we did not identify any material exceptions in the revenue recognition.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
2. Valuation of Inventories Refer to note 6 to the standalone financial statements. The Company is having the Inventories of Rs 4923.34 million as on 31st March 2020. As described in the accounting policies in note 1.2 to the standalone financial statements, inventories are carried at the lower of cost and net realisable value. As a result, the management applies judgement in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realisable value below cost based upon future plans for sale of inventory.	**We addressed the Key Audit Matter as follows :-** We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions and management assertion regarding existence and ownership by:- 1. Completed a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; 3. Reviewing the physical verification documents related to inventories conducted during the year. 4. Verifying for a sample of individual products that costs have been correctly recorded. 5. Comparing the net realisable value to the cost price of inventories to check for completeness of the associated provision. 6. Reviewing the historical accuracy of inventory provisioning and the level of inventory write-offs during the year. 7. Recomputing provisions recorded to verify that they are in line with the Company policy. **Our Observation:** Based on the audit procedures performed we did not identify any material exceptions in the Inventory valuation and existence.

Information Other than the Standalone 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 annual reports, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the Standalone 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 Standalone 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 be 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the audit of the standalone financial statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial 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 standalone financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

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

   (c) The balance sheet, the statement of profit and loss including the statement of other comprehensive Income, the cash flow statement and statement of changes in equity dealt with by this report are in agreement with the books of account;

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

   (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 is 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 with reference to standalone financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid/ provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act; and

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      I. The Company has disclosed the impact of pending litigations on its financial position in its Standalone financial statements– Note 39 to the standalone 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.

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Pradeep Kumar Singhi)
Partner
Membership No.050773
UDIN: 20050773AAAAAJ9069

Place: Kolkata
Dated: June 22, 2020

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Skipper 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 physical verification of fixed assets have been carried out during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to size of the Company and nature of its business.

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 per the information and explanations given to us the physical verification of inventory excluding inventories in transit has been conducted by the Management during the year. The discrepancies noted on physical verification of inventory as compared to book records were not material.

iii. The Company has not granted any loan to parties covered in the register maintained under section 189 of the Companies Act, 2013. Thus, paragraph 3(iii) of the Order is not applicable.

iv. The Company has complied with the provisions of section 185 and 186 of the Act, with respect to the investments made and providing guarantees and securities, as applicable.

v. The Company has not accepted deposits from public within the meaning of section 73,74,75,76 of the Act and the Rules framed there under to the extent notified.

vi. We have broadly reviewed the books of accounts maintained by Company in respect of product, where pursuant to the rule made by the Central Government of India the maintenance of cost records has been prescribed under section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed records have been 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 and on the basis of our examination of the books of account:

a. The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employee's State Insurance, Income Tax, Customs Duty, Goods and Service tax, Cess and other statutory dues with the appropriate authorities. According to the information and explanations given to us and the records of the Company examined by us, no undisputed statutory dues as above were outstanding as at March 31, 2020 for a period of more than six months from the date they became payable.

b. According to the information and explanation given to us, the dues of sales tax, Value added tax, income tax and duty of excise, custom duty and service taxes which have not been deposited on account of any dispute and the forum where the dispute is pending as on March 31, 2020 are as under:

Name of the statute	Nature of dues	Amount Rs. in million	Year	Forum where dispute is pending
West Bengal Sales Tax Act, 1994	West Bengal Sales Tax	24.37	2005-06 & 2006-07	West Bengal Com. Taxes Appellate & Revisional Board
West Bengal Value Added Tax Act,2003	West Bengal Value Added Tax	50.18	2009-10	Additional Commissioner of Commercial Taxes, Kolkata
		4.50	2016-17	Senior Joint Commissioner, Kolkata, South Circle
The Central Sales Tax Act, 1956	Central Sales Tax	14.50	2005-06 & 2006-07	West Bengal Com. Taxes Appellate & Revisional Board
		18.13	2015-16& 2016-17	Sr. Joint Commissioner of Commercial Taxes, Kolkata
		1.59	2006-07& 2017-18	Joint Commissioner of Commercial Taxes, Kolkata
The Central Excise Act, 1944	Duty of Excise	1.11	2005-06, 2007-08, 2017-18	Commissioner (Appeals) – Central Excise Kolkata
		48.97	2009-10, 2010-11, 2011-12 & 2012-13	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Service Tax under Finance Act, 1994	Service Tax	33.16	2007-08, 2009-10, 2010-11, 2011-12, & 2012-13	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Customs Duty Act, 1962	Customs Duty	24.63	2015-16	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Income tax Act, 1961	Income tax	9.67	AY 2018-19	Commissioner of Income Tax (Appeals)

viii. Basis RBI circular dated 23rd May 2020 for COVID 19 impact – Regulatory package, the company has applied for deferment of instalments of terms loans and interest on working capital facilities and management expect the deferment of payment as requested. According to the information and explanations given to us and based on our examination of the records of the Company and considering the application filed under regulatory package of RBI for deferment of instalments and interest, the Company has not defaulted in repayment of loans or borrowings to any financial institution and bank. The Company did not have any borrowing from Government and dues to debenture holders as at balance sheet date.

ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Further the company has taken fresh term loan during the year from banks and financial institution and the same has been utilised for the purpose for which it was obtained.

x. Based upon the audit procedure performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi. 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. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

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. The Company has not entered into any non cash transactions with its directors or persons connected with them to which Section 192 of the Act applies. Accordingly, the provisions of Clause 3(xv) of the Order 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.Accordingly , the provisions of Clause 3(xvi) of the Order are not applicable to the company.

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Pradeep Kumar Singhi)
Partner
Membership No.050773
UDIN: 20050773AAAAAJ9069

Place: Kolkata
Dated: June 22, 2020

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Skipper Limited. of even date)

Report on the Internal Financial Controls with reference to standalone financial statement under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statement of **Skipper Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statement 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 with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to standalone financial statements

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

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

Opinion

In our opinion, 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 with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to standalone financial statements 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 Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Pradeep Kumar Singhi)
Partner
Membership No.050773
UDIN: 20050773AAAAAJ9069

Place: Kolkata
Dated: June 22, 2020

STANDALONE BALANCE SHEET as at 31st March, 2020

(₹ in million)

Particulars	Note No.	As at 31st March, 2020		As at 31st March, 2019	
ASSETS					
NON-CURRENT ASSETS					
Property, Plant and Equipment (Including Right of Use Assets)	2	5,779.56		5,134.06	
Capital Work-In-Progress		106.97		84.49	
Other Intangible Assets	2	8.74		10.74	
Financial Assets					
Investments	3	95.20		89.43	
Loans	4	617.45		2.20	
Other Non Current Assets	5	15.59	6,623.51	22.51	5,343.43
CURRENT ASSETS					
Inventories	6	4,923.34		5,347.50	
Financial Assets					
Trade Receivables	7	4,381.16		4,942.92	
Cash and Cash Equivalents	8	9.06		6.30	
Bank Balances other than cash & cash equivalent	9	119.36		102.24	
Loans	10	38.49		30.75	
Other Financial Assets	11	0.71		0.27	
Contract Assets	12	271.10		47.95	
Current Tax Assets (Net)	13	-		13.59	
Other Current Assets	14	764.39	10,507.61	693.24	11,184.76
TOTAL:			**17,131.12**		**16,528.19**
EQUITY AND LIABILITIES					
EQUITY					
Equity Share capital	15	102.67		102.67	
Other Equity	16	6,773.12	6,875.79	6,383.57	6,486.24
LIABILITIES					
NON-CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	17	1,568.89		1,639.98	
Lease Liabilities	18	58.16		-	
Provisions	19	57.58		47.83	
Deferred Tax Liabilities (Net)	20	288.63		563.18	
Other Non-Current Liabilities	21	13.20	1,986.46	15.18	2,266.17
CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	22	2,624.18		3,133.36	
Lease Liabilities	23	12.74		-	
Trade Payables	24				
Total Outstanding Dues of Micro Enterprises and Small Enterprises		31.68		16.87	
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises		3,712.21		3,496.94	
Other Financial Liabilities	25	961.67		515.24	
Contract Liabilities	26	720.80		386.46	
Other Current Liabilities	27	177.37		225.25	
Provisions	28	1.45		1.66	
Current Tax Liabilities (Net)	29	26.77	8,268.87	-	7,775.78
TOTAL:			**17,131.12**		**16,528.19**

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

STANDALONE STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2020

(₹ in million)

Particulars	Note No.	Year ended 31-03-2020	Year ended 31-03-2019
A. INCOME			
Revenue From Operations	30	13,905.07	18,708.69
Other Income	31	19.65	13.66
Total Income		**13,924.72**	**18,722.35**
B. EXPENDITURE			
Cost of Materials Consumed	32	8,451.26	12,545.39
Change in Stock of Finished Goods & Work-In-Progress	33	435.88	94.87
Employee Benefit Expense	34	747.20	816.88
Finance Costs	35	847.59	1,015.93
Depreciation & Amortisation Expenses	2	381.00	378.70
Other Expenses	36	2,879.47	3,440.74
Total Expenditure		**13,742.40**	**18,292.51**
C. Profit Before Exceptional Items And Tax	A-B	**182.32**	**429.84**
D. Exceptional Items		-	-
E. Profit Before Tax	C-D	**182.32**	**429.84**
F. Tax Expense	37		
Current Tax		41.89	131.93
MAT Credit entitlement for current year		(41.89)	-
MAT Credit entitlement for earlier years		-	(21.57)
Tax adjustments for earlier years		-	(15.65)
Deferred Tax	20	(232.58)	23.01
Total Tax Expense		**(232.58)**	**117.72**
G. Profit After Tax	E-F	**414.90**	**312.12**
H. Other Comprehensive Income	38		
Items that will not be reclassified to profit or loss		(0.23)	4.71
Income tax relating to items that will not be reclassified to profit or loss	20	0.08	(1.64)
Total Other Comprehensive Income		**(0.15)**	**3.07**
I. Total Comprehensive Income	G+H	**414.75**	**315.19**
J. Earning Per Share	46		
Basic Earning Per Share of ₹ 1 each		4.04	3.04
Diluted Earning Per Share of ₹ 1 each		4.04	3.04

Significant Accounting Policies, Judgements and Key Estimates 1
The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
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Firm's Regn No.-302049E

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DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

SKIPPER 2020

STANDALONE STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2020

A. EQUITY SHARE CAPITAL

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Opening	102.67	102.58
Changes in Equity Share Capital during the year	0.00	0.09
Closing	**102.67**	**102.67**

B. OTHER EQUITY

(₹ in million)

Particulars	Attributable to owners of the Company					
	Securities Premium Reserve	Share Options Outstanding Account	General Reserve	Retained Earnings	Item of other Comprehensive Income - Re-Measurement of defined benefit plans	Total
Balance at 01-04-2019 (a)	**1,174.74**	**-**	**439.76**	**4,769.07**	**-**	**6,383.57**
Profit for the year (b)	-	-	-	414.90	-	414.90
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	-	(0.15)	(0.15)
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	**-**	**-**	**-**	**414.90**	**(0.15)**	**414.75**
Adjustment on account of Transition to Ind AS 116 as on 01-04-2019 (Refer note 45.3) (e)	-	-	-	5.74	-	5.74
Dividends (includes dividend Distribution Tax) (f)	-	-	-	(30.94)	-	(30.94)
Transfer of OCI-Remeasurement to Retained earning (g)	-	-	-	(0.15)	0.15	-
Total Changes (h)=(d+e+f+g)	-	-	-	389.55	-	389.55
Balance at 31-03-2020 (k)=(a+h)	**1,174.74**	**-**	**439.76**	**5,158.62**	**-**	**6,773.12**

(₹ in million)

Particulars	Attributable to owners of the Company					
	Securities Premium Reserve	Share Options Outstanding Account	General Reserve	Retained Earnings	Item of other Comprehensive Income - Re-Measurement of defined benefit plans	Total
Balance at 01-04-2018 (a)	1,158.65	47.19	400.00	4,664.32	-	6,270.16
Profit for the year (b)	-	-	-	312.12	-	312.12
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	-	3.07	3.07
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	-	-	-	312.12	3.07	315.19
Adjustment on account of Transition to Ind AS 115 as on 01-04-2018 (e)	-	-	-	(6.21)	-	(6.21)
Dividends (includes dividend Distribution Tax) (f)	-	-	-	(204.23)	-	(204.23)
Employee Stock Option-Compensation (Net of Unvested Option Lapsed/Cancelled) for the year (g)	-	-	-	-	-	-
Employee Stock Option- Transfer to general reserve for lapsed/ cancelled unvested option (h)		(39.76)	39.76			-
Employee Stock Option- Exercised (i)	16.09	(7.43)	-	-	-	8.66
Transfer of OCI-Remeasurement to Retained earning (j)	-	-	-	3.07	(3.07)	-
Total Changes (k)=(d+e+f+g+h+i+j)	16.09	(47.19)	39.76	104.75	-	113.41
Balance at 31-03-2019 (l)=(a+k)	**1,174.74**	**-**	**439.76**	**4,769.07**	**-**	**6,383.57**

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

STANDALONE CASH FLOW STATEMENT for the year ended 31st March, 2020

(₹ in million)

Particulars		Year ended 31-03-2020	Year ended 31-03-2019
A CASH FLOW FROM OPERATING ACTIVITIES			
Profit before Tax		182.32	429.84
Adjustment for			
Depreciation		381.00	378.70
(Profit)/Loss on Sale of Fixed Assets		(9.95)	7.84
Unrealised Foreign Exchange Fluctuations		61.06	(17.12)
Fair Value movement (Gain)/Loss in Derivative Instruments		110.72	16.64
Provision for allowances under expected credit loss		8.40	2.84
Irrecoverable Debts/Advances Written Off (net)		1.95	8.57
Finance Costs		847.59	1,015.93
Interest Received on Fixed Deposits		(7.55)	(10.97)
Operating profit before Working Capital Changes		1,575.54	1,832.27
Changes in Working Capital			
(Increase)/decrease in Trade Receivables		576.94	200.90
(Increase)/decrease in Inventories		424.16	275.23
(Increase)/decrease in Other Financial Assets & Other Assets		(693.29)	498.15
(Increase)/decrease in Contract Assets		(223.15)	(54.16)
Increase/(decrease) in Trade Payables		219.32	(1,386.85)
Increase/(decrease) in Other Financial Liabilities & Other Liabilities		(67.31)	(127.95)
Increase/(decrease) in Contract Liabilities		334.35	386.46
Cash Generated from Operations		2,146.56	1,624.05
Direct taxes paid		(1.55)	(282.62)
NET CASH GENERATED /(USED IN) OPERATING ACTIVITIES	A	2,145.01	1,341.43
B CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		(543.51)	(420.65)
Sale proceeds of Fixed Assets		50.87	21.74
Investment in Joint Venture		(5.77)	(89.43)
Increase/(decrease) in Fixed Deposits		(16.89)	65.61
Interest income on Fixed Deposits		7.11	13.36
NET CASH GENERATED /(USED IN) INVESTING ACTIVITIES	B	(508.19)	(409.37)
C CASH FLOW FROM FINANCING ACTIVITIES			
Interest Paid		(824.44)	(1,011.61)
Dividend paid including dividend distribution tax		(30.93)	(204.18)
Proceeds from Long-Term Borrowings		530.74	441.26
Repayment of Long-Term Borrowings		(740.10)	(359.29)
Principal Payment of Lease Liabilities		(9.84)	-
Proceeds From Issue of Equity Shares under ESOP		-	8.73
Increase/(decrease) in Short-Term Borrowings		(559.49)	191.29
NET CASH GENERATED /(USED IN) FINANCING ACTIVITIES	C	(1,634.06)	(933.80)
NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	A+B+C	2.76	(1.74)
ADD: OPENING CASH & CASH EQUIVALENTS		6.30	8.04
		9.06	6.30
CLOSING CASH & CASH EQUIVALENTS		9.06	6.30

STANDALONE CASH FLOW STATEMENT for the year ended 31st March, 2020 (Contd.)

1 Closing Cash and Cash Equivalents represent balances of cash and cash equivalents as indicated in note 8 to the financial statement.

2 The Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard ("Ind AS") 7- Statement of Cash Flows.

3. Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.

(₹ in million)

Particulars	Year ended 31.03.2020				Year ended 31.03.2019			
	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Finance Costs	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Finance Costs
Opening Balance	2,097.18	3,133.36	-	*0.68	2,025.26	2,946.69	-	2.27
Cash Flow Changes (Net)	(209.36)	(559.49)	(9.84)	-	81.97	191.29	-	-
Non-Cash Flow Changes								
Fair Value Changes	(15.92)	-	80.74	0.11	9.03	-	-	(5.91)
Forex movement	41.45	50.31		-	(19.08)	(4.62)	-	-
Interest Expense	-	-		847.59	-	-	-	1,015.93
Interest Paid	-	-		(824.44)	-	-	-	(1,011.61)
Closing Balance	**1,913.35**	**2,624.18**	**70.90**	*** 23.94**	**2,097.18**	**3,133.36**	**-**	**0.68**

* Represents Interest accrued but not due

4 Figures relating to the previous year have been regrouped and rearranged wherever necessary.

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES

CORPORATE OVERVIEW:

Skipper Limited ("the Company") is a public limited company incorporated in India having its registered office at 3A Loudon Street, Kolkata 700017, West Bengal, India. The company has its primary listings on the BSE Limited and NSE Limited. The company is engaged in the manufacturing and selling of Transmission & Distribution Structures (Towers & Poles) being its Engineering Products segment and CPVC, UPVC, PVC, SWR Pipes & Fittings, being its Polymer segment. The company is also involved in execution of EPC projects being its infrastructure segment.

The standalone financial statements of the Company for the year ended 31st March, 2020 has been approved by the Board of Directors in their meeting held on 22nd June, 2020.

SIGNIFICANT ACCOUNTING POLICIES:

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

1) BASIS OF PREPARATION:

a) Statement of Compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (amended), guidelines issued by the Securities and Exchange Board of India (SEBI), other relevant provisions of the Act and other accounting principles generally accepted in India.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The company has applied the following accounting standards and its amendment for the first time for annual reporting period commencing 1st April, 2019.

i) Ind AS 116, Leases

ii) Amendment to Ind AS 12, Income Taxes and Ind AS 12 Appendix 'C', Uncertainty over Income Tax Treatments

iii) Amendment to Ind AS 23, Borrowing Cost

iv) Amendment to Ind AS 103, Business Combination and Ind AS 111 – Joint Arrangements

v) Ind AS 109 – Prepayment Features with Negative Compensation.

The amendments listed above except Ind AS 116 lease, did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current and future periods. Impact due to application of Ind AS 116 is summarised below.

On March 30, 2019, the Ministry of Corporate Affairs (MCA) notified Ind AS 116, 'Leases' as part of the Companies (Indian Accounting Standards (Ind AS)) Amendment Rules, 2019. Ind AS 116 replaces existing Ind AS 17, Leases with effect from April 1, 2019 (the effective date). Ind AS 116 sets out principles for recognition, measurement, presentation and disclosure of leases. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. For all leases except as noted above, a lessee is required to recognise a right-of-use asset (ROU Asset) representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments in the balance sheet. Lessee will recognise depreciation of right-of-use assets and interest on lease liabilities in the statement of profit and loss. Operating cash flows will be higher as repayments of the lease liability and related interest are classified within financing activities. However, there was no major change in accounting from a Lessor perspective.

The Company's new accounting policy is described in paragraph 9 of Accounting Policy to the standalone financial statements and its impact is explained in Note 45.3 to the standalone financial statements.

b) Basis of Measurement

The standalone financial statements of the Company have been prepared on historical cost basis except for the following assets and liabilities which have been measured at fair value:

i) Certain financial assets & liabilities (including derivative instruments)

ii) Defined Benefit Plans as per actuarial valuation

iii) Share based Payments

c) Functional and Presentation Currency

The standalone financial statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All financial information presented in INR has been rounded off to the nearest million as per the requirements of Schedule III, unless otherwise stated.

d) Use of Assumptions, Judgements and Estimates

The key assumption, judgement and estimation at the reporting date, that have significant risk causing the material adjustment to the carrying amounts of assets and liabilities within the next financial year, are describe below. The company based its assumption, judgement and estimation on parameters available on the standalone financial statements were prepared. Existing circumstances and assumption about future development, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumption when they occur.

i) Revenue

The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time.

The measurement of construction contracts in progress is based on an assessment of the stage of each project and expectations concerning the remaining progress towards completion of each contract, including the outcome of disagreements. The assessment of stage, income and expenses, including disagreements, is made on a project-by-project basis.

The assessment of disagreements relating to extra work, extensions of time, demands concerning liquidated damages, etc., is based on the nature of the circumstances, knowledge

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

of the client, the stage of negotiations, previous experience and consequently an assessment of the likely outcome of each case. For major disagreements, external legal opinions are a fundamental part of the assessment.

Estimates concerning the remaining progress towards completion depend on a number of factors, and project assumptions may change as the work is being performed. Likewise, the assessment of disagreements may change as the cases proceed. Actual results may therefore differ materially from expectations. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

ii) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

An impairment loss is recognized as an expense in the standalone statement of profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

iii) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Share-based payments

The Company measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vii) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.

viii) Classification of Leases

The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

ix) Restoration, rehabilitation and decommissioning

Estimation of restoration/ rehabilitation/ decommissioning costs requires interpretation of scientific and legal data, in addition to assumptions about probability of future costs.

x) Provisions and Contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

xi) Estimation uncertainty relating to the global health pandemic on COVID-19

The Company has considered internal and external information up to the date of approval of financial statements in assessing the recoverability of property plant and equipment, receivables, intangible assets, cash and cash equivalent and investments. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions; the Company expects to recover the carrying amount of these assets. The Company has concluded that the impact of COVID – 19 is not material based on these estimates. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020 (Contd.)

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

e) Classification of Assets and Liabilities into Current/Non-Current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013, as given below.

The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

i Expected to be realized or intended to sold or consumed in normal operating cycle;

ii Held primarily for the purpose of trading;

iii Expected to be realized within twelve months after the reporting period; or

iv Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

Similarly, a liability is current if:

i It is expected to be settled in normal operating cycle;

ii It is held primarily for the purpose of trading;

iii It is due to be settled within twelve months after the reporting period; or

iv There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2. Inventories

a. Raw materials, fuel, stores & spare parts and packing materials

Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis.

b. Work-in- progress (WIP) and finished goods

Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

c. Waste / Scrap

Waste / Scrap inventory is valued at NRV. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3. Cash and Cash Equivalents

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

4. Income Tax

Income Tax comprises current and deferred tax.

a. Current Tax

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. Current income tax is recognized in the standalone statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

b. Deferred Tax

Deferred tax is provided, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the standalone statement of profit and loss.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

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

MAT Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the ICAI, the said asset is created by way of credit to standalone statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

5. Property, Plant and Equipment

a. Recognition and Measurement

i. Property, plant and equipment held for use in the production or/ and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).

ii. Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

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iii. In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

iv. For transition to IND AS, the company has revalued land at fair value as deemed cost and considered other assets at Ind AS Cost.

v. The Company had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on 31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind-AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

vi. Gains or losses arising from de-recognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset is recognized in the standalone statement of profit and loss.

vii. Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

viii. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ix. The Company identifies and determines cost of asset significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

x. Research and development costs that are in nature of tangible/ intangible assets and are expected to generate probable future economic benefits are capitalised and classified under tangible/ intangible assets and depreciated on the same basis as other fixed assets. Revenue expenditure on research and development is charged to the statement of profit and loss in the year in which it is incurred.

b. Depreciation and Amortization

i. Depreciation on property, plant and equipment is provided under Straight Line Method over the useful lives of assets prescribed by Schedule II of the Companies Act, 2013. Depreciation in change in the value of fixed assets due to exchange rate fluctuation has been provided prospectively over the residual life of the respective assets.

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

6. Intangible Assets

i. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

ii. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss.

iii. Intangible assets are amortised on straight line basis over its estimated useful life of 5 years.

7. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

8. Investment in Joint-Venture

Investment in Joint-venture is measured at cost less impairment loss, if any.

The joint arrangement is structured through a separate vehicle and the legal form of the separate vehicle, the terms of the contractual arrangement and, when relevant, any other facts and circumstances gives the Company rights to the net assets of the arrangement (i.e. the arrangement is a joint venture). The activities of the joint venture are primarily aimed to provide the third parties with an output and the parties to the joint venture will not have rights to substantially all the economic benefits of the assets of the arrangement.

9. Leases

a) The Company as lessor

Leases for which the Company is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

b) The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020 (Contd.)

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

c) Lease Liability

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

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

- Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.

d) Right of Use (ROU) Assets

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. The costs are included in the related right-of-use asset.

ROU assets are depreciated over the shorter period of the lease term and useful life of the underlying asset. If the company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The depreciation starts at the commencement date of the lease.

The ROU assets are not presented as a separate line in the Balance Sheet but presented below similar owned assets as a separate line in the PPE note under "Notes forming part of the Financial Statement".

The Company applies Ind AS 36- Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'property, plant and equipment'.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

Extension and termination options are included in many of the leases. In determining the lease term, the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

10. Revenue Recognition

The Company earns revenue primarily from sale of engineering & polymer products. It also earns revenue from its Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

Ind AS 115 "Revenue from Contracts with Customers", that replaces Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" and related interpretations, introduce one single new model for recognition of revenue which includes a 5-step approach and detailed guidelines. Among other, such guidelines are on allocation of revenue to performance obligations within multi-element arrangements, measurement and recognition of variable consideration and the timing of revenue recognition.

The Company considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

a. Revenue from sale of goods

Revenue from the sale engineering and polymer segments is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Company recognises revenue at a point in time, when control is transferred to the customer, and the consideration agreed is expected to be received. Control is generally deemed to be transferred upon delivery of the components in accordance with the agreed delivery plan.

b. Revenue from infrastructure projects

According to Ind AS 115 revenue is recognized over time (percentage of completion) either when the performance creates an asset that the customer controls as the asset is created (e.g. work in progress) or when the performance creates an asset

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

with no alternative use and an enforceable right to payment as performance is completed to date has been secured. Revenue is also recognized over time if the customer simultaneously receives and consumes the benefits from goods and services as performed. Under Ind AS 11 construction contracts, with a high degree of individual adjustment were recognized as revenue by reference to the percentage of completion.

Revenue from infrastructure projects is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the standalone financial statements as the effect thereof cannot be accurately determined. Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Unbilled receivables where further subsequent performance obligation is pending are classified as contract assets when the company does not have unconditional right to receive cash as per contractual terms. Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Impairment of Contract asset

The Company assesses a contract asset for impairment in accordance with Ind AS 109. An impairment of a contract asset is measured, presented and disclosed on the same basis as a financial asset that is within the scope of Ind AS 109.

Contract Liability

Contract Liability is recognised when there are billings in excess of revenues and it also includes consideration received from customers for whom the company has pending obligation to transfer goods or services.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

Modification in contract

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Company disaggregates revenue from contracts with customers by industry verticals, geography and nature of goods or services.

c) Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income also includes interest earned on margin money kept with banks.

d) Other Operating Revenue

Export incentive and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received.

11. Retirement and other employee benefits

a) Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Benefits

The liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value (determined by actuarial valuation using the projected unit credit method) of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period and recognised in books of accounts. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Re-measurements as the result of experience adjustment and changes in actuarial assumptions are recognized in standalone statement of profit and loss.

c) Post-Employment Benefits

The Company operates the following post-employment schemes:

i) Defined Benefit Plan

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods.

The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method. The liability recognized for defined benefit plans is the present value of the defined

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020 (Contd.)

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benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Past service cost is recognised in the standalone statement of profit and loss in the period of a plan amendment. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to standalone statement of profit and loss.

The Company contributes to fund maintained with Life Insurance Corporation of India.

ii) Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation other than the contribution payable to the Provident fund. Contribution payable under the provident fund is recognised as expenditure in the standalone statement of profit and loss and/or carried to Construction work-in-progress when an employee renders the related service.

12. Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and the Company will comply with all the attached conditions.

a. Government grants are recognised in the statement of profit or loss on a systematic basis over the periods in which the Company recognises the related costs for which the grants are intended to compensate.

b. Grants related to acquisition/ construction of property, plant and equipment are recognised as deferred revenue in the Balance Sheet and transferred to the statement of profit or loss on a systematic and rational basis over the useful lives of the related asset.

13. Foreign Currency Transactions

a. The functional currency and presentation currency of the company is Indian Rupee (INR).

b. Transactions in currencies other than the company's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each balance sheet date, foreign currency monetary items are reported using the closing rate.

c. Non- monetary items that are measured in terms of historical cost in foreign currency are not retranslated. Exchange difference that arise on settlement of monetary items or on reporting of monetary items at each Balance sheet date at the closing spot rate are recognised in profit or loss in the period in which they arise except for:

i. exchange difference on foreign currency borrowings related to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings; and

ii. exchange differences on transactions entered into in order to hedge certain foreign currency risks.

d. The Company had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on 31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

14. Borrowing Cost

Borrowing cost include interest expense calculated using the Effective interest method, finance charges in respect of assets acquired on finance lease and exchange difference arising on foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs (including other ancillary borrowing cost) directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the standalone statement of profit and loss in the period in which they are incurred.

15. Earnings per Share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

16. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

financial assets or financial liabilities at fair value through profit or loss are recognised immediately in standalone statement of profit and loss.

a) Financial Assets

i) Classification and Subsequent Measurement

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

➢ Measured at Amortized Cost

➢ Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

➢ Measured at Fair Value Through Profit or Loss (FVTPL) and

➢ Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

➢ Measured at Amortized Cost

The Financial assets are subsequently measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as FVTPL. Interest income is recognised in the standalone statement of profit and loss.

➢ Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

The financial assets are measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on re-measurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the standalone statement of profit and loss in investment income.

➢ Measured at Fair Value Through Profit or Loss (FVTPL) and
Financial assets are measured at fair value through profit or Loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on re-measurement are recognised in the standalone statement of profit and loss. The net gains or loss recognised in standalone statement of profit and loss incorporates any dividend or interest earned on the financial assets and is included in the "Other income" line item.

➢ Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)
All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

ii) Derecognition
The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

iii) Impairment of Financial Assets
In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ELC model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rate to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ELC to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ELC is used.

iv) Foreign exchange gains and losses
The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost, the exchange differences are recognised in the standalone statement of profit and loss.

b) Financial Liabilities and equity instruments
Debts and equity instruments issued by a Company are classified

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020 (Contd.)

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity Instruments

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

Financial Liabilities

i) Recognition and Initial Measurement

Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent Measurement

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

iv) De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

v) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are included in standalone statement of profit and loss. The fair value of the financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

vi) Offsetting financial instruments

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

c) Derivative financial instruments

The Company uses derivative financial instruments such as forward, swap, options etc. to hedge against interest rate and foreign exchange rate risks, including foreign exchange fluctuation related to highly probable forecast sale. The realized gain / loss in respect of hedged foreign exchange contracts which has expired / unwinded during the year are recognized in the standalone statement of profit and loss and included in other operating revenue / other expense as the case may be. However, in respect of foreign exchange forward contracts period of which extends beyond the balance sheet date, the fair value of outstanding derivative contracts is marked to market and resultant net loss/gain is accounted in the standalone statement of profit and loss. Company does not hold derivative financial instruments for speculative purposes.

17) Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

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

Provisions is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

ii) Decommissioning Liability

Restoration/ Rehabilitation/ Decommissioning cost are provided for in the accounting period when the obligation arises based on the NPV of the estimated future cost of restoration to be incurred. It includes the dismantling and demolition of infrastructure and removal of residual material. This provision is based on all regulatory requirements and related estimated cost based on best available information.

iii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

b) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES (Contd.)

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

18) Operating Segment

The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker. An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses including revenues and expenses that relate to transactions with any of the other components of the Company and for which discrete financial information is available. Operating segments of the Company comprises three segments Engineering, Polymer products and Infrastructure segment. All operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

19) Employee Share based payment

Equity- settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date. The fair value of option at the grant date is expensed over the vesting period with a corresponding increase in equity as "Employee Stock Options Account". In case of forfeiture of unvested option, portion of amount already expensed is reversed. In a situation where the vested option forfeited or expires unexercised, the related balance standing to the credit of the "Employee Stock Options Account" are transferred to the "General Reserve". When the options are exercised, the Company issues new equity shares of the Company of ₹1/- each fully paid-up. The proceeds received and the related balance standing to credit of the Employee Stock Options Account, are credited to share capital (nominal value) and Securities Premium Account.

20) Measurement of Fair Values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

b) Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

c) Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind As and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

21) New Standards / Amendments to Existing Standard issued but not yet effective –

The Ministry of Corporate Affairs has not notified new standards or amendments to the existing standards which would have been applicable from April 1, 2020.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in million)

Description	GROSS BLOCK					DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2019	"Adjustment to Opening Balance [Note no 45.3]"	Additions	Deductions/ Adjustments	As at 31-03-2020	As at 01-04-2019	For the year	Deductions/ Adjustments	As at 31-03-2020	As at 31-03-2020	As at 31-03-2019
(A) Tangible Assets											
Land	699.82	-	-	17.84	681.98	-	-	-	-	681.98	699.82
Buildings	1,930.50	-	295.94	-	2,226.44	372.31	69.61	-	441.92	1,784.52	1,558.19
Plant and Machinery	4,372.52	-	670.17	39.47	5,003.22	1,599.63	273.68	19.56	1,853.75	3,149.47	2,772.89
Furniture and Fixtures	70.29	-	3.75	0.13	73.91	29.16	5.95	0.05	35.06	38.85	41.13
Vehicles	82.97	-	11.50	6.12	88.35	40.29	8.22	3.09	45.42	42.93	42.68
Office Equipments	47.20	-	2.02	0.22	49.00	27.85	4.90	0.16	32.59	16.41	19.35
Right of Use											
(a) Land	-	71.40	0.76	-	72.16	-	13.56	-	13.56	58.60	-
(b) Building	-	8.58	-	-	8.58	-	1.78	-	1.78	6.80	-
Total Tangible Assets	**7,203.30**	**79.98**	**984.14**	**63.78**	**8,203.64**	**2,069.24**	**377.70**	**22.86**	**2,424.08**	**5,779.56**	**5,134.06**
(B) Intangible Assets											
Computer Software	37.01	-	1.30	-	38.31	26.27	3.30	-	29.57	8.74	10.74
Total Intangible Assets	**37.01**	**-**	**1.30**	**-**	**38.31**	**26.27**	**3.30**	**-**	**29.57**	**8.74**	**10.74**
Total (A + B)	**7,240.31**	**79.98**	**985.44**	**63.78**	**8,241.95**	**2,095.51**	**381.00**	**22.86**	**2,453.65**	**5,788.30**	**5,144.80**
Capital Work in Progress										**106.97**	**84.49**

(₹ in million)

Description	GROSS BLOCK				DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2018	Additions	Deductions/ Adjustments	As at 31-03-2019	As at 01-04-2018	For the year	Deductions/ Adjustments	As at 31-03-2019	As at 31-03-2019	As at 31-03-2018
(A) Tangible Assets										
Land	699.82	-	-	699.82	-	-	-	-	699.82	699.82
Buildings	1,877.82	61.72	9.04	1,930.50	311.52	63.28	2.49	372.31	1,558.19	1,566.30
Plant and Machinery	4,146.74	258.47	32.69	4,372.52	1,319.60	293.03	13.00	1,599.63	2,772.89	2,827.14
Furniture and Fixtures	66.59	3.94	0.24	70.29	23.53	5.65	0.02	29.16	41.13	43.06
Vehicles	80.27	12.28	9.58	82.97	38.92	8.30	6.93	40.29	42.68	41.35
Office Equipments	45.54	2.37	0.71	47.20	22.78	5.30	0.23	27.85	19.35	22.76
Total Tangible Assets	**6,916.78**	**338.78**	**52.26**	**7,203.30**	**1,716.35**	**375.56**	**22.67**	**2,069.24**	**5,134.06**	**5,200.43**
(B) Intangible Assets										
Computer Software	31.40	5.61	-	37.01	23.14	3.14	0.01	26.27	10.74	8.26
Total Intangible Assets	**31.40**	**5.61**	**-**	**37.01**	**23.14**	**3.14**	**0.01**	**26.27**	**10.74**	**8.26**
Total (A + B)	**6,948.18**	**344.39**	**52.26**	**7,240.31**	**1,739.49**	**378.70**	**22.68**	**2,095.51**	**5,144.80**	**5,208.69**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS (Contd.)

2.1 Property, plant & equipment include assets acquired on finance :

(₹ in million)

Description	As at 31-03-2020		As at 31-03-2019	
	Gross Block	Net Block	Gross Block	Net Block
-From Banks	14.90	9.96	36.87	22.07
-From Others	12.84	10.89	12.39	9.30

2.2 Refer Note 17 for security created on Land, Building and Property, Plant & Equipment.

2.3 Refer Note 45.3 for effect of adoption of Ind AS 116 "Lease"

3 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Investment (measured at cost)		
Investment in Joint Venture		
Unquoted (Fully paid up)		
Investment in partnership Firm in the nature of Joint Venture		
In Skipper Metzer LLP	95.20	89.43
Total	**95.20**	**89.43**

3.1 The Company had executed a Limited Liability Partnership Agreement with Metzerplas Cooperative Agricultural Organization Ltd (an agriculture cooperative incorporated in Israel) dated 14th February 2018, to jointly carry out business activities in the field of micro-irrigation within the framework of joint-venture. Pursuant to this, an LLP was incorporated on 9th March, 2018, wherein the Company holds 50% partnership Interest.

4 NON-CURRENT FINANCIAL ASSETS - LOANS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Security Deposits		
Unsecured, Considered Good	617.45	2.20
Total	**617.45**	**2.20**

Includes deposits given for lease transactions which will be effectve from 01-Apr-2020 and hence, reported at transaction value.

5 OTHER NON CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Capital Advance		
Unsecured, Considered Good	15.47	21.65
Other		
Unsecured, Considered Good		
Prepaid expenses	0.12	0.86
Total	**15.59**	**22.51**

6 INVENTORIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
(As taken, valued and certified by the management)		
Raw Materials	1,573.31	1,622.16
Stores and Spare Parts	382.39	321.82
Work-In-Process	652.64	913.41
Finished Goods	2,253.27	2,391.61
Scrap and Waste	61.73	98.50
Total	**4,923.34**	**5,347.50**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

7 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Unsecured, Considered Good	4,403.20	4,956.56
Unsecured, Considered Doubtful	-	-
Having Significant Credit Risk	-	-
Credit Impaired	-	-
	4,403.20	4,956.56
Less: Allowances ^	22.04	13.64
Total	**4,381.16**	**4,942.92**

^ Represents provision on account of Expected Credit Loss [Refer note no. 52(C)]

8 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Cash in hand (as certified by the Management)	4.72	2.40
Balances with Scheduled Banks		
In Current Accounts	4.34	3.90
	9.06	**6.30**

9 CURRENT FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENT

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Other Balances		
Balances with banks		
Deposits with more than 3 months initial maturity (Refer note no. 9.1)	119.13	102.02
In Unpaid Dividend Account	0.23	0.22
Total	**119.36**	**102.24**

9.1 Pledged against guarantees and letters of credit issued by banks.

10 CURRENT FINANCIAL ASSETS - LOANS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Security Deposits		
Unsecured, Considered Good	38.49	30.75
Total	**38.49**	**30.75**

11 CURRENT FINANCIAL ASSETS - OTHERS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Accrued Interest on Fixed Deposit with Bank	0.71	0.27
Total	**0.71**	**0.27**

12 CONTRACT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Contract Assets	271.10	47.95
Total	**271.10**	**47.95**

13 CURRENT TAX ASSETS (NET)

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Unsecured, Considered Good		
Advance Income Tax (net of provision)	-	13.59
Total	**-**	**13.59**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

14 OTHER CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Advances other than Capital Advances		
Unsecured, Considered Good		
Suppliers of Goods & Services	376.23	278.09
Other Advances		
Unsecured, Considered Good		
Balance with Government Authorities	264.44	321.47
Others	123.72	93.68
Total	**764.39**	**693.24**

15 EQUITY SHARE CAPITAL

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Authorized		
410000000 (Previous Years: 410000000) Equity Shares of ₹ 1 each	410.00	410.00
	410.00	**410.00**
Issued, Subscribed and Paid Up		
102670212 (Previous Year: 102670212) Equity Shares of ₹ 1 each fully paid up.	102.67	102.67
Total	**102.67**	**102.67**

15.1 The Reconciliation of the number of shares outstanding is set out below:

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Equity Shares at the beginning of the year	102670212	102582962
Add: Equity Shares issued during the year under Employee Stock Options Plan	-	87250
Equity Shares At the end of the year	**102670212**	**102670212**

15.2 Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of equity shares having a par value of ₹ 1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15.3 Details of shareholders holding more than 5% shares :

Name of Shareholders	As at 31-03-2020		As at 31-03-2019	
	No of Shares	%	No of Shares	%
Mr. Sajan Kumar Bansal	21855339	21.29	21855339	21.29
Mrs. Meera Bansal	21769198	21.20	21769198	21.20
Skipper Plastics Limited	20050000	19.53	20050000	19.53

15.4 The Company does not have any Holding Company.

15.5 The Shareholders of the Company approved the Employee Stock Options Plan 2015 ("ESOP 2015") for issue of Option not exceeding 2000000 (Two million) options to its permanent employees (including a Director, whether whole time or not but excluding independent directors) of the Company, working in India. There were NIL oustanding options at the begining and at the end of the year and no options were granted, cancelled/forfeited, exercised or expired during the year.

15.6 None of the securities are convertible into shares at the end of the reporting period.

15.7 The Company during the preceding 5 years –

(a) Has not allotted shares pursuant to contracts without payment received in cash.

(b) Has not issued shares by way of bonus shares.

(c) Has not bought back any shares.

15.8 There are no calls unpaid by Directors / Officers.

15.9 The Company has not forfeited any shares.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

16 OTHER EQUITY

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Securities Premium Account	1,174.74	1,174.74
Share Options Outstanding Account	-	-
General Reserve	439.76	439.76
Surplus in the Statement of Profit and Loss	5,158.62	4,769.07
Other Comprehensive Income	-	-
Total	6,773.12	6,383.57

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
16.1 Securities Premium Account		
Balance at the beginning of the year	**1,174.74**	**1,158.65**
Add: Premium on issue of share under ESOP	-	16.09
Balance at the end of the year	**1,174.74**	**1,174.74**
16.2 Share Options Outstanding Account		
Balance at the beginning of the year	-	47.19
Less: Transferred to Securities Premium Account on Options Exercised	-	7.43
Less: Transferred to General Reserve on unexercised Options lapsed/cancelled	-	39.76
Balance at the end of the year	-	-
16.3 General Reserve		
Balance at the beginning of the year	439.76	400.00
Add: Option lapsed/forfeited during the year transferred from Employee Stock Options Outstanding	-	39.76
Balance at the end of the year	**439.76**	**439.76**
16.4 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	4,769.07	4,664.32
Adjustment on account of Transition to Ind AS 115 as on 01-04-2018	-	(6.21)
Adjustment on account of Transition to Ind AS 116 as on 01-04-2019 (Refer note 45.3)	5.74	-
Add: Profit for the year	414.90	312.12
Less: Appropriations		
Proposed Dividend on Equity Shares	25.67	169.41
Corporate Tax on Dividend	5.27	34.82
Add: Transfer from OCI-ReMeasurement	(0.15)	3.07
Balance at the end of the year	**5,158.62**	**4,769.07**
16.5 Other Comprehensive Income		
Items that will not be reclassified to profit or loss (Net of Income Tax Effect)		
Remeasurement of Defined Benefit Plans		
Balance at the beginning of the year	-	-
Add: Other Comprehensive Income for the year	(0.15)	3.07
Less: Transfer to retained earning	0.15	(3.07)
Balance at the end of the year	-	-
Total	6,773.12	6,383.57

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

16 OTHER EQUITY (Contd.)

16.6 The description of the nature and purpose of each reserve within equity is as follows:

(a) **Securities Premium Reserve :** The Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

(b) **Share Options Outstanding Account :** The Company has one share option scheme under which options to subscribe for the Company's shares have been granted to certain executives and senior employees. The share-based payment reserve is used to recognise the value of equity settled share-based payments provided to employees as part of their remuneration.

(c) **General Reserve :** The Reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of Other Comprehensive Income. The same can be utilised by the company in accordance with the provisions of the Companies Act, 2013.

(d) **Retained Earnings :** This reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the Companies Act 2013.

(e) **Item of other Comprehensive Income (Re-Measurement of defined benefit plans):** Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

17 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in million)

Particulars	As at 31-03-2020		As at 31-03-2019	
SECURED LOANS				
From Banks				
Rupee Term Loans	951.85		1,203.05	
Foreign Currency Term Loans From Banks	316.25		379.50	
	1,268.10		1,582.55	
Less: Current maturities of term loan	292.72	975.38	401.05	1,181.50
From Bodies Corporate				
Rupee Term Loan	460.01		138.68	
Less: Current maturities of loans	47.67	412.34	50.69	87.99
Hire purchase loans				
From banks	6.73		6.29	
Less: Current maturities of loans	2.74	3.99	2.34	3.95
From others	9.26		7.79	
Less: Current maturities of loans	1.33	7.93	3.12	4.67
UNSECURED LOANS				
Loans from Related Parties		169.25		314.37
Intercorporate Loans		-		47.50
Total		**1,568.89**		**1,639.98**

Secured Loans are covered as follows :

17.1 Rupee Term Loans from Banks of **₹ 406.25 million** (Previous Year: ₹ 500.00 million,) is secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Jangalpur unit, Howrah excluding those assets for which there is a charge of other lenders. These loans are also secured by personal guarantees of some of the directors of the Company.

17.2 Rupee Term Loans from Banks of **₹ 218.16 million** (Previous Year: ₹ 284.78 million) and Foreign Currency Term Loans of **₹ 259.06 million** (Previous Year: ₹297.09 million) are secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia unit, Howrah excluding those assets for which there is charge of other lenders. These loans are further secured by second pari-passu charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.

17.3 Foreign Currency Term Loan from Banks of **₹ 57.19 million** (Previous Year: ₹ 82.41 million) is secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia and Jangalpur Units excluding those assets for which there is a charge of other lenders. It is further secured by second pari-passu charge on current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

17 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS (Contd.)

17.4 Rupee Term Loan from Body Corporate of ₹ **87.57 million** (Previous Year: ₹ 138.68 million) is secured by way of first charge on movable fixed assets of company's Polymer units situated at Uluberia & Guwahati (Unit 1).

17.5 Rupee Term Loans from Banks of ₹ **327.44 million** (Previous Year: ₹ 418.27 million) is secured by way of first charge over all fixed assets, both present and future, of Guwahati (Unit 2). It is further secured by second pari-passu charge on the current assets of the Company.

17.6 Rupee Term Loan from Body Corporate of ₹ **372.44 million** (Previous Year: NIL) is secured by Bank Guarantees.

17.7 Vehicle loans from Banks of ₹ **6.73 million** (Previous Year: ₹ 6.29 million) and ₹ **9.26 million** (Previous Year: ₹7.79 million) from Others are secured against hypothecation of respective fixed assets financed by them.

17.8 Repayment schedule as on 31st March, 2020 is as follows:

(₹ in million)

Year of Repayment	Secured				
	Rupee Loan from bank	Rupee Loan from Body Corporate	Foreign Currency Loan	Hire purchase loans from banks	Hire purchase loans from Others
2020-21	205.68	47.67	87.04	2.74	1.33
2021-22	275.00	37.50	101.96	1.79	1.47
2022-23	275.00	374.84	75.00	1.35	3.64
2023-24	196.17	-	52.25	0.85	2.82
Total	**951.85**	**460.01**	**316.25**	**6.73**	**9.26**

17.9 Loans from related parties of ₹ **169.25 million** (Previous Year: ₹ 314.37 million), being long term in nature, have not been considered in the above repayment schedule.

17.10 Interest Rates:

(₹ in million)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Loan Amount (₹ in million)	Rate of Interest (%)	Loan Amount (₹ in million)	Rate of Interest (%)
Secured				
Rupee term loan from banks	951.85	8.50% to 10.60%	918.27	8.75% to 9.15%
	-		284.78	8.35%
Foreign Currency Term Loans From Banks	316.25	4.43% to 4.50%	379.50	5.14% to 5.60%
Rupee term loan from body corporates	460.01	10.25% to 10.50%	138.68	11.05%
Hire purchase loans from Bank	6.73	8.90% to 10.24%	6.29	8.90% to 10.24%
Hire purchase loans from others	9.26	9.75% to 11.30%	7.79	9.75% to 11.30%
Unsecured				
Loans from Related Parties	169.25	9.00%	314.37	9.00%
Intercorporate Loans	-	-	47.50	7.00%

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

18 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Lease Liabilities	58.16	-
Total	**58.16**	**-**

19 NON-CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for employee benefits		
Gratuity	50.82	41.10
Leave encashment	6.46	6.46
Others		
Decommissioning Liability	0.30	0.27
Total	**57.58**	**47.83**

20 DEFERRED TAX LIABILITIES (NET)

The Company has recognized Deferred Tax Liability as per Indian Accounting Standard ("Ind AS") 12- Income Taxes . The balance comprises temporary difference attributable to :

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Deferred tax liability :		
Property Plant Equipment (Refer Note 48)	623.71	605.01
Unamortised Processing Fees On Loan	2.53	-
Right of Use Assets	22.85	-
Security Deposit-Prepaid Rent	0.05	0.38
Total Deferred Tax Liability (A)	**649.14**	**605.39**
Less:		
Deferred Tax Assets :		
Employee's Separation and Retirement Expenses	20.52	17.20
Long Term Capital Loss Carried Forward	0.83	-
Deferred Revenue	5.30	5.99
Provision for allowances on account of Expected Credit Loss	7.70	4.77
Unamortised Processing Fees On Loan	-	3.02
Decommissioning Liability	0.10	0.09
Rent Payable-Rent Straight lining	-	2.01
Forward Mark to Market	47.38	8.69
Security Deposit - Fair Value	0.06	0.44
Lease Liability	24.78	-
Carry Forward of Deductions	211.95	-
Total Deferred Tax Assets (B)	**318.62**	**42.21**
MAT Credit Entitlement	**41.89**	**-**
Deferred Tax Liabilities (Net)	**288.63**	**563.18**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

20 DEFERRED TAX LIABILITIES (NET) (Contd.)

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2020 is given below:

(₹ in million)

Particulars	As at 31-03-2020	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2019
Deferred tax liability :				
Property Plant Equipment (Refer Note 48)	623.71	18.70	-	605.01
Unamortised Processing Fees On Loan	2.53	2.53	-	-
Right of Use Assets	22.85	22.85	-	-
Security Deposit-Prepaid Rent	0.05	(0.33)	-	0.38
Total Deferred Tax Liability (A)	**649.14**	**43.75**	**-**	**605.39**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	20.52	3.24	0.08	17.20
Long Term Capital Loss Carried Forward	0.83	0.83	-	-
Deferred Revenue	5.30	(0.69)	-	5.99
Provision for allowances on account of Expected Credit Loss	7.70	2.93	-	4.77
Unamortised Processing Fees On Loan	-	(3.02)	-	3.02
Decommissioning Liability	0.10	0.01	-	0.09
Rent Payable-Rent Straight lining	-	(2.01)	-	2.01
Forward Mark to Market	47.38	38.69	-	8.69
Security Deposit - Fair Value	0.06	(0.38)	-	0.44
Lease Liability	24.78	24.78	-	-
Carry Forward of Deductions	211.95	211.95	-	-
Total Deferred Tax Assets (B)	**318.62**	**276.33**	**0.08**	**42.21**
Deferred Tax Liabilities (Net) (A-B)	**330.52**	**(232.58)**	**(0.08)**	**563.18**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

20 DEFERRED TAX LIABILITIES (NET) (Contd.)

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2019 is given below:

(₹ in million)

Particulars	As at 31-03-2019	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2018
Deferred tax liability :				
Property Plant Equipment	605.01	35.79	-	569.22
Security Deposit-Prepaid Rent	0.38	(1.59)	-	1.97
Total Deferred Tax Liability (A)	**605.39**	**34.20**	**-**	**571.19**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	17.20	3.81	(1.64)	15.03
Deferred Revenue	5.99	3.45	-	2.54
Provision for Doubtful Debt under ECL	4.77	1.00	-	3.77
Unamortised Processing Fees On Loan	3.02	2.16	-	0.86
Decommissioning Liability	0.09	(0.62)	-	0.71
Rent Payable-Rent Straight lining	2.01	(2.72)	-	4.73
Forward Mark to Market	8.69	5.82	-	2.87
Security Deposit - Fair Value	0.44	(1.71)	-	2.15
Total Deferred Tax Assets (B)	**42.21**	**11.19**	**(1.64)**	**32.66**
Deferred Tax Liabilities (Net) (A-B)	**563.18**	**23.01**	**1.64**	**538.53**

21 OTHER NON-CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Deferred Revenue (Refer note 27.1)	13.20	15.18
Total	**13.20**	**15.18**

22 CURRENT FINANCIAL LIABILIITES- BORROWINGS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
SECURED LOANS		
Working Capital Facilities from Banks		
Cash Credit facilities including Packing Credit and Demand Loans*	2,388.32	3,133.36
Buyer's Credit from Banks		
For Operational Use	155.86	-
UNSECURED LOANS		
Intercorporate Loans	80.00	-
Total	**2,624.18**	**3,133.36**

* Includes positive balance of ₹ 309.15 million in Cash Credit Account

22.1 Working Capital are secured by first charge on current assets and second charge on fixed assets of Jangalpur, Uluberia & Guwahati (Unit 1 & 2) and also by personal guarantees of some of the directors of the Company.

22.2 Interest on working Capital Facilities from banks carries interest ranging from 8.60% to 10% per annum. Packing Credit from Banks bears interest 6 months' Libor plus 125 bps. Buyer's Credit from Banks bears interest from 1.64% to 2.89%.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

23 CURRENT FINANCIAL LIABIlIITES- LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Lease Liabilities	12.74	-
Total	**12.74**	**-**

24 CURRENT FINANCIAL LIABILIITES- TRADE PAYABLES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Total Outstanding Dues of Micro Enterprises and Small Enterprises (Refer note 43)	31.68	16.87
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises	3,712.21	3,496.94
Total	**3,743.89**	**3,513.81**

25 CURRENT FINANCIAL LIABILITIES - OTHERS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Current maturities of Long-Term Debt including unsecured Loans	340.39	451.74
Current maturities of Hire Purchase Loans	4.07	5.46
Interest accrued but not due	23.94	0.68
Unpaid dividends	0.23	0.21
Liability for Capital Expenditure	457.46	32.29
MTM Loss on Forward Contract	135.58	24.86
Total	**961.67**	**515.24**

26 CONTRACT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Contract Liabilities	720.80	386.46
Total	**720.80**	**386.46**

27 OTHER CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020		As at 31-03-2019	
Other payables				
Deferred Revenue (Refer note 27.1)	1.97		1.97	
Payable to Employees	90.53		100.34	
Statutory dues	78.42		110.75	
Rent Straight lining Provision	-		5.74	
Other Payables	6.45	177.37	6.45	225.25
Total		**177.37**		**225.25**

27.1 Movement of Deferred Revenue (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Opening Balance	17.15	7.27
Add: Received during the year	-	11.07
Less: Released to Statement of Profit & Loss	1.98	1.19
Closing Balance	**15.17**	**17.15**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

28 CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for employee benefits		
Leave encashment	1.45	1.66
Total	**1.45**	**1.66**

29 CURRENT TAX LIABILITIES (NET)

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for Income Tax (Net of Advance Tax)	26.77	-
Total	**26.77**	-

30 REVENUE FROM OPERATIONS

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Sale of Goods	12,728.48	17,929.94
Income From Job Work	-	0.38
Income from Infrastructure Projects	1,116.41	658.27
	13,844.89	**18,588.59**
Other Operational Revenues		
Export Benefits	60.18	120.10
Total	**13,905.07**	**18,708.69**

30.1 Refer note 49 for disaggregated revenue informations.

30.2 Reconciliation of revenue from sale of products with the contracted price is given below:-

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Contracted Price	13,978.47	18,652.79
Less: Trade discounts, volume rebates, etc	133.58	64.20
Sale of Goods	**13,844.89**	**18,588.59**

31 OTHER INCOME

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Interest Income on Bank Deposits	7.55	10.97
Other non-operating income		
Profit on sale of Fixed Assets	9.95	-
Miscellaneous Income	2.15	2.69
Total	**19.65**	**13.66**

32 COST OF MATERIALS CONSUMED

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Cost of Materials (including conversion charges and procurement expenses)	**8,451.26**	**12,545.39**

32.1 Shortage/excess (if any) on physical verification have been adjusted in the consumption shown above.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

33 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(₹ in million)

Particulars	Year ended 31-03-2020		Year ended 31-03-2019	
Opening Stock :				
Work-In-Process	913.41		700.94	
Finished Goods	2,391.61		2,734.44	
Scrap and Waste	98.50	3,403.52	63.01	3,498.39
Less:				
Closing Stock :				
Work-In-Process	652.64		913.41	
Finished Goods	2,253.27		2,391.61	
Scrap & Waste	61.73	2,967.64	98.50	3,403.52
(Increase)/Decrease in Stock		435.88		94.87
Total		**435.88**		**94.87**

34 EMPLOYEE BENEFIT EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Salaries, Wages, Bonus and Allowances	686.21	749.12
Contribution to Provident and Other Funds	49.74	54.33
Workmen and Staff Welfare Expenses	11.25	13.43
Total	**747.20**	**816.88**

35 FINANCE COSTS

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Interest	743.12	912.60
Lease Interest	7.58	-
Exchange differences regarded as an adjustment to borrowing costs	38.14	40.08
Other Borrowing Costs	58.75	63.25
Total	**847.59**	**1,015.93**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

36 OTHER EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Consumption of Stores and Spare Parts	687.61	613.62
Power and Fuels	453.14	604.19
Labour Charges & Project Expenses	810.23	929.02
Repairs & Maintenance		
-Plant & Machinery	63.70	87.97
-Building	16.75	32.48
-Others	43.12	62.28
Rent and Hire Charges	33.33	71.19
Rates and Taxes	20.80	54.85
Insurance	23.83	16.18
Electricity Charges	4.33	4.35
Travelling and Conveyance Expenses	105.91	124.57
Communication Expenses	6.32	9.24
Bank Charges	6.08	5.02
Freight, Packing and Handling Expenses (net)	120.60	196.96
Legal and Professional Expenses	28.23	56.76
Security Service Expenses	34.87	36.99
Advertisement and Sales Promotion Expenses	61.92	192.95
Commission	13.53	39.50
Derivative Instruments (Gain)/Loss	129.34	5.31
(Gain)/loss on exchange fluctuation	25.79	24.22
Loss on sale of Fixed Assets	-	7.84
Irrecoverable Debts/Advances Written Off (net)	1.95	8.57
Provision for allowances under expected credit loss [Refer note 52(C)]	8.40	2.84
Charity and Donations	0.27	0.30
Corporate Social Responsibility	27.51	34.02
Auditors' Remuneration (Refer note no. 36.1)	2.45	2.53
Miscellaneous Expenses (Refer note no. 36.2)	149.46	216.99
Total	**2,879.47**	**3,440.74**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

36 OTHER EXPENSES (Contd.)

36.1 Auditors' Remuneration includes:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
(a) Statutory Auditors		
Audit Fees	1.40	1.40
Reimbursement of out-of-pocket expenses	-	0.01
Certification & Other Services (incl. Limited Review Fees)	0.98	1.04
Total (a)	**2.38**	**2.45**
(b) Cost Auditors		
Audit Fees	0.07	0.07
Certification	-	0.01
Total (b)	**0.07**	**0.08**
Total (a+b)	**2.45**	**2.53**

36.2 Miscellaneous expenses includes:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Sitting Fee to Directors	0.85	1.18
Total	**0.85**	**1.18**

37 TAX EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Current Tax	41.89	131.93
MAT Credit entitlement for current year	(41.89)	-
MAT Credit entitlement for earlier years	-	(21.57)
Tax adjustments for earlier years	-	(15.65)
Deferred Tax	(232.58)	23.01
Total	**(232.58)**	**117.72**

37.1 Reconciliation of estimated income tax expenses at Indian statutory income tax rates to income tax expenses reported in statement of profit and loss:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Income before taxes	182.32	429.84
Applicable Tax Rate	34.94%	34.94%
Estimated Income Tax Expense	**63.71**	**150.20**
Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of non deductible expenses	9.71	6.90
Effect of allowances for tax purpose	(103.49)	(3.98)
Effect of tax rate change considered	(203.08)	-
Others	0.57	1.82
Tax Expense in Statement of Profit and Loss (Refer note 37.2)	**(232.58)**	**154.94**
Effective Tax Rate	-	36.04%

37.2 Tax Expense in Statement of Profit and Loss is excluding Tax adjustment and MAT Credit for earlier years.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

38 OTHER COMPREHNSIVE INCOME

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Items that will not be reclassified to profit or loss :		
Remeasurement of defined benefit plans	(0.23)	4.71
	(0.23)	4.71
Income tax relating to items that will not be reclassified to profit or loss :		
Remeasurement of defined benefit plans	0.08	(1.64)
	0.08	(1.64)
Total	(0.15)	3.07

39 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF

Claims against the Company not acknowledged as debt, disputed taxes/ duties are as follows:-

(₹ in million)

Nature of Contingent Liability	Authorities before which matter is pending and year of dispute	As at 31-03-2020	As at 31-03-2019
Demand notices issued by Central Excise Department	The matter is pending with Commissioner(A) /CESTAT. (Related to year: 2005-06, 2007-08, 2009-10 to 2012-13 & 2017-18) [Paid ₹ **10.39 million** (Previous Year: ₹ 10.80 million)]	60.47	66.90
Demand notices issued by Service Tax Department	The matter is pending with Commissioner(A) / CESTAT (Related to year: 2007-08, 2009-10 to 2012-13) [Paid ₹ **0.73 million** (Previous Year: ₹ 0.73 million)]	33.89	33.89
Demand notices issued by Directorate of Revenue Intelligence	The matter is pending with DRI (Related year: 2015-16) [Paid ₹ **0.95 million** (Previous Year: ₹ 0.95)]	25.58	25.58
CST Demand issued by Assessing Authority	The matter is pending with Joint Commissioner-Commercial Taxes /Senior Joint Commissioner/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2005-06, 2006-07, 2015-16, 2016-17 & 2017-18) [Paid ₹ **1.95 million** (Previous Year: ₹ 11.14 million)]	36.17	44.07
GST Demand issued by Assessing Authority	The matter is pending with Commissioner SGST & CX (Related to year: 2018-19) [Paid ₹ **0.30 million** (Previous Year: ₹ NIL)]	0.30	-
Sales Tax/VAT demands issued by Assessing Authority	The matter is pending with Senior Joint Commissioner/ Additional Commissioner-Commercial Taxes/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2005-06, 2006-07, 2009-10 & 2016-17) [Paid ₹ **0.46 million** (Previous Year: ₹ Nil)]	79.52	74.55
Income Tax demands issued by Assessing Authority	The matter is pending with CIT (Appeals) (Related to assessment year: 2018-19) [Paid **NIL** (Previous Year: ₹ NIL)]	9.67	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

39 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF (Contd.)

39.1 The Company does not expect any reimbursements in respect of the above contingent liability.

39.2 It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at pending resolution of the appellate proceedings.

39.3 A nine judge bench of the Supreme Court of India upheld the constitutional validity of entry tax by majority decision subject to fulfilling of certain conditions. Majority members held that entry tax should not be discriminatory in nature. The writ petition is pending at the division bench of Kolkata challenging the levy of West Bengal tax on Entry of goods into local areas Act 2012 (the Act), on the ground that it is violation of articles 304(a) and Article 14 of the Constitution. The Hon'ble High Court of Calcutta has granted interim order that tax shall not be realized by State. However, the petitioner Companies have been directed to comply with the provisions of Entry tax relating to filing of return etc. It has been legally advised that the levy of Entry tax in the state of West Bengal would not pass the acid test of discrimination in as much as the Hon'ble Supreme Court has categorically stated that "State Legislature in exercise of its taxing power can grant exemption / set off to locally produce and manufactured goods only to a limited extent based on the intelligible differentia which is not in the nature of the general / unspecified exemptions." There is a blanket, unlimited and unspecified exemption provided by the state of West Bengal on the intra-state movement of goods, which may contradict the guidelines laid down by the Hon'ble Supreme Court. In the meantime vide notification no.256-L, dated 6th March, 2017 and no.457-L, dated 7th March, 2017 the Govt. of W.B. have made retrospective amendments to the said Act which have also been challenged before the Hon'ble WBTT. In view of the above fact and as per the legal opinion received, management is of the view that no provision is required on account of entry tax amounting to ₹ **139.36 million** (Previous year: ₹ 139.36 million).

40 Estimated amount of contracts pending execution on capital account net of advances of ₹ **15.47 million** (Previous Years: ₹ 21.65 million) and not provided for is ₹ **112.66 million** (Previous Years: ₹ 86.77 million).

41 The Company has given Corporate Guarantee of ₹ **480.00 million** to a Bank for arranging credit facility for its Joint Venture and is expecting a counter Bank Gauarantee from its Joint Venture Partner for ₹ **240.00 million**. Borrowings oustanding in the books of account of the Joint Venture as at 31st March' 2020 from this credit facility is ₹ **177.82 million.**

42 As per Section 135 of the Companies Act, 2015, a CSR committee has been formed by the company. The disclosure in respect of CSR Expenditure during the year as aligned with the CSR Policy of the Company which is in line with the activities specified in Schedule VII of the Companies Act, 2013 is as under:

(₹ in million)

Particulars		Year ended 31-03-2020		Year ended 31-03-2019	
(a) Gross amount required to be spent by the Company during the year		27.41		34.01	
(b) Related Party Transaction as per Ind AS 24 in relation to CSR activities (Refer note no. 50)		24.30		24.08	
		Amount Paid	Amount yet to be paid	Amount Paid	Amount yet to be paid
(c) Amount spent during the year on:-					
(i) Construction/ acquisition of any asset		-	-	-	-
(ii) Purposes other than (i) above		27.51	-	34.02	-
Total		**27.51**	**-**	**34.02**	**-**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

43 The information regarding amounts due to creditors registered under the Micro, Small and Medium Enterprises Development Act, 2006, has been given to the extent available with the Company. The required disclosures of outstanding dues of micro, small & medium enterprises are as under:

(₹ in million)

Particulars	As at 31-03-2020	"As at 31-03-2019
(a) Principal amount remaining unpaid as at 31st March	31.68	16.87
(b) Interest amount remaining unpaid as at 31st March	0.15	Nil
(c) Interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year.	Nil	Nil
(d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
(e) Interest accrued and remaining unpaid as at 31st March	Nil	Nil
(f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil

44 EMPLOYEE BENEFITS

Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 - Employee Benefits are as under :

(A) Defined Contribution Plan :

The amount recognised as an expenses for the Defined Contribution Plans are as under :

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Contribution to Provident and other funds:		
Employer's Contribution to Provident Fund	9.71	10.16
Employer's Contribution to Pension Scheme	18.03	18.19
Employees Deposit Linked Insurance	1.14	1.21
Workmen and Staff Welfare Fund:		
Employees State Insurance Corporation	7.86	11.66
Labour Welfare Fund	0.13	0.10
Total	36.87	41.32

(B) Defined Benefit Plan :

Post employment and other long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit obligation. The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Liability for leave payable at the time of retirement has been recognized on actuarial basis.

Risk Exposure:
Defined Benefit Plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk, Demographic Risk and Regulatory risk.

(a) **Interest rate risk :** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) **Salary risk :** Higher than expected increases in salary will increase the defined benefit obligation.

(c) **Demographic risk :** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

(d) **Regulatory Risk :** Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity from **₹ 1 million** to **₹ 2 million**). An upward revision of maximum gratuity limit will result in gratuity plan obligation.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

44 EMPLOYEE BENEFITS (Contd.)

The following tables summarise the components of net benefit expense recongnised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Post-retirement benefit plans.

(₹ in million)

Particulars	Gratuity (Funded) 2019-2020	Gratuity (Funded) 2018-2019
(i) Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined benefit obligation at beginning of the year	54.25	47.57
Current service cost	8.64	9.03
Interest cost	3.85	3.59
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Benefits paid directly by the Company	(0.18)	(0.03)
Benefits paid from plan assets	(7.01)	(0.78)
Defined benefit obligation at year end	59.72	54.25
(ii) Reconciliation of opening and closing balances of fair value of plan assets		
Fair value of plan assets at beginning of the year	13.15	12.40
Interest Income on plan assets	0.81	0.95
Employer's Contribution	2.00	1.00
Return on plan assets greater/ (Less) than discount rate	(0.06)	(0.42)
Benefits paid	(7.01)	(0.78)
Fair value of plan assets at year end	8.89	13.15
(iii) Reconciliation of fair value of assets and obligations		
Fair value of plan assets as at 31st March	8.89	13.15
Present value of obligation as at 31st March	59.72	54.25
Net asset/(liability) recognized in Balance Sheet	(50.83)	(41.10)
(iv) Expenses recognized during the year		
Current service cost	8.64	9.03
Interest cost	3.04	2.64
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Return on plan assets greater/ (Less) than discount rate	0.06	0.42
Amount charged to statement of Profit & Loss	11.91	6.96
(v) Re-measurements recognised in Other Comprehensive Income (OCI)		
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Return on plan assets greater/ (Less) than discount rate	0.06	0.42
Amount recognised in Other Comprehensive Income (OCI)	0.23	(4.71)
(vi) Maturity Profile of Defined Benefit obligation for the year ending:		
31st March, 2020	-	9.00
31st March, 2021	9.94	4.63
31st March, 2022	4.48	5.35
31st March, 2023	6.53	7.39
31st March, 2024	5.36	6.69
31st March, 2025	8.24	-
31st March, 2025 to 31st March, 2029	-	43.17
31st March, 2026 to 31st March, 2030	41.23	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

44 EMPLOYEE BENEFITS (Contd.)

(₹ in million)

Particulars	Gratuity (Funded) 2019-2020	Gratuity (Funded) 2018-2019
(vii) Sensitivity analysis for significant assumptions : #		
Increase/ (Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(4.81)	(4.11)
1% decrease in discount rate	5.69	4.84
1% increase in salary escalation rate	5.63	4.81
1% decrease in salary escalation rate	(4.83)	(4.15)
1% increase in withdrawal rate	1.70	1.41
1% decrease in withdrawal rate	(2.36)	(1.64)
(viii) Major Categories of Plan Assets		
L.I.C. Group Gratuity (Cash Accumulation Policy)-% of invested funds	100	100

(ix) Actuarial assumptions:

(₹ in million)

Mortality table (L.I.C.)	Indian Assured Lives Mortality (2006 - 08) Ult	Indian Assured Lives Mortality (2006 - 08) (modified) Ult
Discount rate (per annum)	6.70%	7.60%
Expected rate of return on plan assets (per annum)	6.70%	7.60%
Turnover rate	1% to 8%	1% to 8%
Rate of escalation in salary (per annum)	4.00%	4.00%
Retirement Age	60 years	60 years
(x) Weighted Average Duration of Defined Benefit Obligation	**10 Yrs.**	**11 Yrs.**
(xi) Expected Contribution during next year	**8.95**	**8.64**

\# These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

(xii) Salary Escalation Rate :

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

45 OPERATING LEASE

45.1 The Company has certain residential/commercial premises under cancellable operating leases, renewable with mutual consent on mutually agreeable terms. There are no restrictions imposed by lease agreements. The Company had taken certain land on operating lease for its manufacturing facilities. There is escalation clause in some of the lease agreement. There is lock in clause ranging from 6 months to 12 months in certain lease agreement.

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Minimum lease payments recognised in the statement of profit and loss during the year included under the head "Rent and Hire Charges"	23.28	62.37
On cancellable leases	23.28	7.86
On non-cancellable leases	-	54.51

45.2 Future Minimum Lease Payments

As at 31st March, the future minimum lease payments to be made under non-cancellable operating lease are as follows:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Payables within one year	-	2.59

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

45 OPERATING LEASE (Contd.)

45.3 "Effective April 01, 2019 the company adopted Ind AS 116 ""Lease" using modified retrospective approach in accordance with the modified retrospective transition method, the comparatives have not been retrospectively adjusted. The adoption of Ind AS 116 has the following impact.

(a)The Company recognized ROU assets for the following asset categories:

(₹ in million)

ROU Asset Category	As at 01-04-2019
Land	71.40
Building	8.58
Total	**79.98**

(b) The change in accounting policy increased Right of Use asset and Lease Liability by ₹ 79.98 million.

(c) Net impact on Retained Earnings on 1st April, 2019 was an increase of ₹ 5.74 million.

(d) Practical Expedients applied on initial application date-
(i)The Company has not reassessed whether a contract is or contains a lease at the date of initial application.
(ii) The Company has utilised the exemptions provided for short-term leases (less than a year) and leases for low value assets.
(iii) The Company has utilised hindsight in determining the lease terms where contracts contained options to extend or terminate the lease.
(iv) Initial direct costs are excluded from the measurement of right-of-use assets at the date of initial application.
(v)The Company has used a single discount rate to a portfolio of leases with reasonable similar characteristics based on the remaining lease term as at the date of initial application.
(vi) The Company has relied on its previous assessment on whether leases are onerous.
(vii)The weighted average of Company's incremental borrowing rate applied to lease liabilities at the date of Initial application was 10%.

(e) The operating cash flows for the year ended March 31, 2020 has increased by ₹ 17.42 million and the financing cash flows have decreased by ₹ 17.42 million as repayment of lease liabilities and related interest has been classified as cash flows from financing activities.

(f) A reconciliation of the operating lease commitments at 31st March, 2019, disclosed in the Company's 2018-19 financial statements, to the lease liabilities recognised in the statement of financial position is provided below:

Particular	(₹ in million)
Operating lease commitments disclosed as at March 31, 2019	-
Add/(Less) Lease obligations identified related to land	98.62
Add/(Less) Lease obligations identified related to buidling	11.10
Add/(Less)Recognition of Exemptions	
- Leases of low value assets	(0.16)
Gross Lease liabilities recognised as at April 01, 2019	109.56
Add/(Less) Effect of discounting	(29.58)
Lease liabilities recognised as at April 01, 2019	79.98

46 EARNINGS PER SHARE (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars		Year ended 31-03-2020	Year ended 31-03-2019
Profit After Taxation as per Statement of Profit & Loss -[In ₹ million]	(a)	414.90	312.12
Weighted-average Number of Equity Shares for computing basic EPS	(b)	10,26,70,212	10,26,54,674
Add: Dilutive Impact of Employee Stock Options Plan-[In ₹ million]	(c)	-	-
Weighted-average Number of Equity Shares for computing diluted EPS	(d=b+c)	10,26,70,212	10,26,54,674
Basic EPS -[In ₹]	(a/b)	4.04	3.04
Diluted EPS -[In ₹]	(a/d)	4.04	3.04

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

47 Event Occurring after Balance sheet

For the year ended 31st March, 2020, the Board of Directors of the Company has recommended dividend of ₹ **0.10 per share** (Previous Year: ₹ 0.25 per share) to equity shareholders subject to approval of shareholders in the ensuing AGM.

48 INCOME TAX

The Taxation Laws (Amendment) Act 2019 ('the Act'), was passed whereby existing domestic companies were given the option to compute income-tax at a lower rate of 22% (plus applicable surcharge and cess) under section 115BAA of the Income Tax Act, 1961 instead of the existing rate of 30% (plus applicable surcharge and cess). However, a domestic company can avail such lower tax rate only if it forgoes various deductions, exemptions or incentives specified in this behalf in the Act. The aforementioned option can be availed at the option of the domestic company for any previous year relevant to the assessment year beginning on or after the 1st day of April, 2020. There is no time limit to choose the option of lower tax rate under section 115BBA, however, once chosen it is irreversible.

The Company has made an assessment of the impact of the Act and decided to continue with the existing tax structure until the utilisation of MAT credit entitlement. tax incentives and deductions available to the Company. In compliance with the accounting standards, the Company has evaluated the outstanding deferred tax liability and written back an amount of ₹ 203.08 Million to the statement of profit and loss accounts on account of re-measurement of deferred tax liability that is expected to reverse in future when the Company would migrate to the new tax regime.

49 SEGMENT REPORTING

(A) Business segment

(₹ in million)

Reportable Segments	Year ended 31st March, 2020				Year ended 31st March, 2019			
	Engineering Products	Polymer Products	Infrastructure Projects	Total	Engineering Products	Polymer Products	Infrastructure Projects	Total
(a) Segment Revenue -Gross								
Revenue From Operation (Gross)	11,425.49	1,363.17	1,116.41	13,905.07	16,452.20	1,598.22	658.27	18,708.69
(b) Segment Results	1,174.99	(2.67)	38.14	1,210.46	1,720.35	(27.79)	26.04	1,718.60
Unallocated Corporate income / (expenses) (net of expense / income)				(188.10)				(283.80)
Operating Profit				1,022.36				1,434.80
Interest Expenses				847.59				1,015.93
Interest Income				7.55				10.97
Profit Before Tax				182.32				429.84
Less: Taxes				(232.58)				117.72
Profit After Tax				**414.90**				**312.12**

(c)Other Information

(₹ in million)

Reportable Segments	As at 31-03-2020		As at 31-03-2019	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
Engineering	13,265.68	4,023.71	13,364.42	3,681.99
Polymer	2,297.75	552.84	2,147.13	225.75
Infrastructure	1,136.61	745.89	658.77	312.02
Unallocated	431.08	382.64	357.87	591.65
Total	**17,131.12**	**5,705.08**	**16,528.19**	**4,811.41**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

49 SEGMENT REPORTING (Contd.)

(₹ in million)

Reportable Segments	Year ended 31st March, 2020		Year ended 31st March, 2019	
	Capital Expenditure	Depreciation & Amortisation	Capital Expenditure	Depreciation & Amortisation
Engineering	937.73	275.10	349.86	270.15
Polymer	51.93	81.51	41.95	84.26
Infrastructure	6.67	12.66	4.22	12.50
Unallocated	11.59	11.73	17.09	11.79
Total	**1,007.92**	**381.00**	**413.12**	**378.70**

(B) Geographical Segment

The Company operates in Geographical Segment as given below;

(i) Revenue from Operations

(₹ in million)

Reportable Segments	Year ended 31-03-2020	Year ended 31-03-2019
Within India	12,416.96	16,010.48
Outside India	1,488.11	2,698.21
Total	**13,905.07**	**18,708.69**

(ii) Non-Current Assets @

(₹ in million)

Reportable Segments	Year ended 31-03-2020	Year ended 31-03-2019
Within India	6,623.51	5,343.43
Outside India	-	-
Total	**6,623.51**	**5,343.43**

@ Non-current assets exclude financial instruments, deferred tax assets and employee benefit assets.

(C) Information about major customers

Total amount of revenues from customers (each exceeding 10% of total revenues of the Company) is ₹ 1,823.64 million (Previous Year: ₹ 5,886.53 million) reported under engineering & infrastructure segment.

During the year there is no revenue from a single export customers, which is more than 10% of the Company's total revenue.

(D) Other disclosures

(i) The Operating Segments have been reported in a manner consistent with the internal reporting and evaluation by Chief Operating Decision Maker (CODM).

(ii) The business segment comprise the following :

The Engineering Products segment which includes Towers, Tower Accessories, Fasteners, Angles, Channels, Highmast Poles, Swaged Poles, Scaffoldings, Solar Power Systems, Railway Structures etc.

The Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

The Polymer Product segment which includes PVC, CPVC, UPVC, SWR pipes & fittings and other related products.

(iii) The geographical information considered for disclosure are : Sales within India and Sales outside India.

(iv) There are no inter-segment revenues.

(₹ in million)

(E) Based on Timing of Revenue	Year ended 31-03-2020	Year ended 31-03-2019
At a Point in Time	12,788.66	18,050.42
Over Time	1,116.41	658.27
Total	**13,905.07**	**18,708.69**

(F) Performance obligation at a point in time: Upon delivery/shipment as per the terms of contract.

(G) The contracts does not have any financing component.

50 RELATED PARTY DISCLOSURES

A. List of the related parties and relatives with whom transactions have taken place.

(1) Key Management Personnels.

(a) Mr. Sajan Kumar Bansal	-Managing Director	
(b) Mr. Sharan Bansal	-Whole Time Director	
(c) Mr. Devesh Bansal	-Whole Time Director	
(d) Mr. Siddharth Bansal	-Whole Time Director	
(e) Mr. Amit Kiran Deb	-Independent Director	
(f) Mr. Joginder Pal Dua	-Independent Director	
(g) Mrs. Mamta Binani	-Independent Director	
(h) Mr. Ashok Bhandari	-Independent Director	
(i) Mr. Yash Pall Jain	-Whole Time Director	
(j) Mr. Manindra Nath Banerjee	-Independent Director	ceased w.e.f. 05.06.2018
(k) Mr. Pramod Kumar Shah	-Independent Director	

(2) Parties where key managerial personnel along with their relatives have significant influence.

(a) Skipper Realties Limited
(b) Skipper Telelink Limited
(c) Ventex Trade Private Limited
(d) Skipper Plastics Limited
(e) Suviksit Investments Limited
(f) Skipper Polypipes Private Limited
(g) Vaibhav Metals Private Limited
(h) Aakriti Alloys Private Limited
(i) Samriddhi Ferrous Private Limited
(j) Utsav Ispat Private Limited
(k) Skipper Pipes Limited
(l) Sheo Bai Bansal Charitable Trust
(m) Skipper Foundation

(3) Relatives of key managerial personnel

(a) Mrs. Meera Bansal	-Wife of Mr. Sajan Kumar Bansal
(b) Mrs. Sumedha Bansal	-Wife of Mr. Sharan Bansal
(c) Mrs. Reshu Bansal	-Wife of Mr. Devesh Bansal
(d) Mrs. Shruti M Bansal	-Wife of Mr. Siddharth Bansal

(4) Other related parties (Joint Ventures)

(a) Skipper-Metzer India LLP

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

50 RELATED PARTY DISCLOSURES (Contd.)

B. The following transactions were carried out with the related parties in the ordinary course of business :

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Remuneration Paid/Provided								
Mr. Sajan Kumar Bansal	14.40	-	-	-	18.00	-	-	-
Mr. Sharan Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Devesh Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Siddharth Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Yash Pall Jain	4.50	-	-	-	4.50	-	-	-
(b) Rent Paid/Provided								
Mr. Sajan Kumar Bansal	0.36	-	-	-	0.36	-	-	-
Skipper Realties Limited	-	4.05	-	-	-	5.41	-	-
Suviksit Investments Limited	-	0.90	-	-	-	1.02	-	-
Skipper Polypipes Private Limited	-	2.08	-	-	-	2.08	-	-
Skipper Telelink Limited	-	3.24	-	-	-	4.69	-	-
Mrs. Sumedha Bansal	-	-	0.31	-	-	-	0.31	-
(c) Interest Paid/Provided								
Mr. Sajan Kumar Bansal	10.90	-	-	-	3.89	-	-	-
Mr. Sharan Bansal	1.23	-	-	-	0.63	-	-	-
Mr. Devesh Bansal	1.12	-	-	-	0.47	-	-	-
Mr. Siddharth Bansal	1.38	-	-	-	1.74	-	-	-
Skipper Plastics Limited	-	6.52	-	-	-	14.06	-	-
Ventex Trade Private Limited	-	1.23	-	-	-	2.81	-	-
(d) Sitting Fees paid/provided								
Mr. Amit Kiran Deb	0.21	-	-	-	0.33	-	-	-
Mr. Manindra Nath Banerjee	-	-	-	-	0.12	-	-	-
Mr. Joginder Pal Dua	0.22	-	-	-	0.16	-	-	-
Mrs. Mamta Binani	0.13	-	-	-	0.23	-	-	-
Mr. Ashok Bhandari	0.16	-	-	-	0.27	-	-	-
Mr. Pramod Kumar Shah	0.14	-	-	-	0.08	-	-	-
(e) Donation given for CSR Purpose								
Sheo Bai Bansal Charitable Trust	-	1.70	-	-	-	1.50	-	-
Skipper Foundation	-	22.60	-	-	-	22.58	-	-
(f) Loan taken								
Mr. Sajan Kumar Bansal	226.43	-	-	-	70.20	-	-	-
Mr. Sharan Bansal	19.60	-	-	-	13.50	-	-	-
Mr. Devesh Bansal	19.00	-	-	-	23.20	-	-	-
Mr. Siddharth Bansal	20.50	-	-	-	28.20	-	-	-
Skipper Plastics Limited	-	49.90	-	-	-	286.00	-	-
Ventex Trade Private Limited	-	81.60	-	-	-	49.13	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

50 RELATED PARTY DISCLOSURES (Contd.)

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(g) Loan Refunded								
Mr. Sajan Kumar Bansal	119.15	-	-	-	109.96	-	-	-
Mr. Sharan Bansal	5.10	-	-	-	27.27	-	-	-
Mr. Devesh Bansal	5.80	-	-	-	30.47	-	-	-
Mr. Siddharth Bansal	4.80	-	-	-	67.39	-	-	-
Skipper Plastics Limited	-	326.40	-	-	-	7.75	-	-
Ventex Trade Private Limited	-	100.90	-	-	-	29.15	-	-
(h) Investments made								
Skipper-Metzer India LLP	-	-	-	5.17	-	-	-	89.43
(i) Sales of Goods								
Skipper-Metzer India LLP	-	-	-	1.46	-	-	-	12.17
Skipper Realties Limited	-	27.77	-	-	-	19.55	-	-
(j) Payment received against sale of goods								
Skipper-Metzer India LLP	-	-	-	5.40	-	-	-	6.77
Skipper Realties Limited	-	27.77	-	-	-	19.55	-	-
(k) Sale of Assets								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	12.65
(l) Payment received against sale of Assets								
Skipper-Metzer India LLP	-	-	-	12.65	-	-	-	-
(m) Amount paid on behalf of related party and Reimbursement received								
Skipper-Metzer India LLP	-	-	-	0.67	-	-	-	35.51
Skipper Realties Limited	-	-	-	-	-	1.23	-	-
(n) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	155.00	-	-	-	-	-	-
Skipper Telelink Limited	-	462.10	-	-	-	-	-	-
(o) Amount received against assignment of Trade Receivable (Net of Charges)								
Skipper Plastics Limited	-	257.50	-	-	-	-	-	-
Ventex Trade Private Limited	-	349.60	-	-	-	-	-	-
(p) Assignment Charges Paid (Gross)								
Skipper Plastics Limited	-	19.38	-	-	-	-	-	-
Ventex Trade Private Limited	-	26.31	-	-	-	-	-	-
(q) Purchase of Assets								
Skipper Realties Limited	-	147.83	-	-	-	-	-	-
(r) Paid against Purchase of Assets								
Skipper Realties Limited	-	34.06	-	-	-	-	-	-
(s) Advance given to supplier								
Skipper-Metzer India LLP	-	-	-	37.33	-	-	-	-
(t) Amount refunded back by supplier								
Skipper-Metzer India LLP	-	-	-	15.50	-	-	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

50 RELATED PARTY DISCLOSURES (Contd.)

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(u) Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	-
(v) Commission on Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	0.60	-	-	-	-

C. Balance Outstanding as at the balance sheet date

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Loan -"Long-Term Borrowings"								
Mr. Sajan Kumar Bansal	123.42	-	-	-	16.14	-	-	-
Mr. Sharan Bansal	14.50	-	-	-	-	-	-	-
Mr. Devesh Bansal	13.20	-	-	-	-	-	-	-
Mr. Siddharth Bansal	15.70	-	-	-	-	-	-	-
Skipper Plastics Limited	-	1.75	-	-	-	278.25	-	-
Ventex Trade Private Limited	-	0.68	-	-	-	19.98	-	-
(b) Remuneration (Net of TDS)-"Other Current Liabilities"								
Mr. Sajan Kumar Bansal	0.80	-	-	-	-	-	-	-
Mr. Sharan Bansal	0.67	-	-	-	-	-	-	-
Mr. Devesh Bansal	0.67	-	-	-	-	-	-	-
Mr. Siddharth Bansal	0.67	-	-	-	-	-	-	-
Mr. Yash Pall Jain	0.24	-	-	-	-	-	-	-
(c) Sale of Goods-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	1.46	-	-	-	5.40
(d) Sale of Assets-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	12.65
(e) Purchase of Assets "Liability for Capital Expenditure"								
Skipper Realties Limited	-	113.77	-	-	-	-	-	-
(f) Advance paid for purchase of goods "Suppliers of Goods & Services"								
Skipper-Metzer India LLP	-	-	-	21.83	-	-	-	-
(g) Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	-
(h) Investment								
Skipper-Metzer India LLP	-	-	-	95.20	-	-	-	89.43
(i) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	155.00	-	-	-	-	-	-
Skipper Telelink Limited	-	462.10	-	-	-	-	-	-

50.1 Remuneration paid to directors represents short-term employee benefits and does not includes any long-term employee benefits post retirement.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

51 FAIR VALUATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (NON-CURRENT AND CURRENT)

(A) Classification of Financial Assets and Financial Liabilities

(₹ in million)

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Trade Receivables	-	-	4,381.16	-	-	4,942.92
Cash and Cash Equivalents	-	-	9.06	-	-	6.30
Other Bank balances	-	-	119.36	-	-	102.24
Loans	-	-	655.94	-	-	32.95
Other Financial Assets	-	-	0.71	-	-	0.27
Total	**-**	**-**	**5,166.23**	**-**	**-**	**5,084.68**
Financial Liabilities						
Borrowings	-	-	4,537.53	-	-	5,230.54
Lease Liabilities	-	-	70.90	-	-	-
Trade Payables	-	-	3,743.89	-	-	3,513.81
Others Financial Liabilities	-	-	481.63	-	-	33.18
MTM Loss on Forward Contract (Derivative Liability)	135.58	-	-	24.86	-	-
Total	**135.58**	**-**	**8,833.95**	**24.86**	**-**	**8,777.53**

Note:
FVTPL: Fair Value Through Profit & Loss
FVOCI: Fair Value Through Other Comprehensive Income

(B) Fair Value Measurement & Hierarchy

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

The Company has established the following fair value hierarchy that categories the values into 3 heads. The inputs to valuation technique used to measure the fair value of the financial instruments are:

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly i.e. fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximises the use of observable market data and rely as little as possible on Company specific estimates. If all the significant inputs required to fair value an instrument are observable, the instruments is included in level 2.

Level 3: Unobservable inputs for the assets or liability i.e. if one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

Financial Assets and Financial Liabilities measured at Fair Vale Through Statement of Profit & Loss

Particulars	As at 31st March, 2020				As at 31st March, 2019			
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
Financial Liabilities								
MTM Loss on Forward Contract (Derivative Liability)	135.58	-	135.58	-	24.86	-	24.86	-
Total	**135.58**	**-**	**135.58**	**-**	**24.86**	**-**	**24.86**	**-**

Note:

(a) Current financial assets and liabilities are stated as amortised cost which is approximately equal to their fair value.

(b) Non-current financial assets and liabilities measured at amortised cost have same fair value as at 31st March, 2020 and 31st March, 2019.

Valuation Techniques

The following methods and assumptions were used to estimate the fair values

Derivative assets/liabilities has been fair valued on Mark to Market valuation provided by Banks.

Changes in level 2 and level 3 fair values are analysed at each reporting period.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities other than derivatives comprise long-term and short-term borrowings, capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets other than derivatives include trade and other receivables, cash and cash equivalents and deposits that derive directly from its operation.

The Company is exposed to market, credit, liquidity and regulatory risks. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below :

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: commodity risk, interest rate risk and foreign currency risk.

(a) Commodity Price Risk

Company is affected by the price volatility of certain commodities, primarily, Steel, Zinc and PVC Resin. Its operating activities require the on-going purchase of these materials. The company has arrangement to pass through the increase/decrease in steel and Zinc price through price variance clause in majority of the contract. PVC resin being not a material item, hence price sensitivity is not disclosed.

(b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rate relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). Further, the Company has foreign currency risk on import of input materials, capital commitment and also borrow funds in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies, for the remaining exposers to foreign exchange risks, the Company adopts a policy of selective hedging based on risk perception of management using derivative, whenever required, to mitigate or eliminate the risks.

(i) Unhedged Foreign Currency Exposure

The Company's exposure to foreign currency risk at the end of the reporting period are as given below.

Particulars	As at 31-03-2020		As at 31-03-2019	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Financial Assets				
Trade Receivables				
EUR	0.00	0.18	-	-
Financial Liabilities				
Trade Payables				
USD	0.01	0.68	0.29	20.15
Bills Payable				
USD	3.02	227.51	0.57	39.54
Foreign Currency Term Loans				
USD	14.68	1106.39	5.40	373.55
Buyers Credit Loan				
USD	2.07	155.86	-	-
Packing Credit Loan				
USD	3.00	226.16	-	-
Net Exposure in foreign currency Receivables / (Payable)				
EUR	0.00	0.18	-	-
USD	(22.78)	(1,716.60)	(6.26)	(433.24)

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(ii) Impact of increase/ decrease in the exchange rates on the Company's equity and statement of profit and loss for the year is given below:

(₹ in million)

Currency	Changes in exchange rate	Year ended 31-03-2020		Year ended 31-03-2019	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
USD	+5%	(85.83)	(55.84)	(21.66)	(13.85)
	-5%	85.83	55.84	21.66	13.85
EUR	+5%	0.01	0.01	-	-
	-5%	(0.01)	(0.01)	-	-

(iii) Derivative Financial Instruments

Outstanding position and fair value of various derivative financial instruments (Non designated as Cash Flow hedge) is given below :

Particulars	As at 31-03-2020		As at 31-03-2019	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Forward Contract to Sell:				
USD	41.58	3,242.83	36.82	2,632.09
Mark to Mark Gain/(Loss) on Forward Contract to Sell				
USD		(139.68)		(24.86)
Forward Contract to Buy:				
USD	1.00	76.44	-	-
Mark to Mark Gain/(Loss) on Forward Contract to Buy				
USD		4.10		-

(c) Interest Rate risk

The Company is exposed to interest rate risk on financial liabilities such as borrowings, both short-term and long-term. It maintains a balance of fixed and floating interest rate borrowings and the proportion is determined by current market interest rates, projected debt servicing capability and view on future interest rates.

For details of the Company's short-term and long-term borrowings, including interest rate profiles, refer to note no. 17.10 & 22.2 of this Ind AS financial statements.

Impact of increase/decrease in benchmark interest rates on the Company's equity and statement of Profit and Loss for the year are as given below:

(₹ in million)

Particulars	Changes in interest rate	Year ended 31-03-2020		Year ended 31-03-2019	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
Interest rate	+50 bps	(29.26)	(19.04)	(34.25)	(21.90)
	-50 bps	29.26	19.04	34.25	21.90

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(B) Liquidity Risks

The Company determines its liquidity requirement in the short, medium and long term. Its objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/ long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

(a) Financing Arrangement

The Company had access to the following available liquidity:

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Cash & Cash Equivalent	9.06	6.30
Availability under Committed credit facility	1,861.68	1,116.64

Undrawn limit has been calculated based on eligible drawing power at each reporting date less actual utilisation.

(b) Maturity Analysis

(i) The following are the remaining contractual maturities of financial liabilities as at 31st March, 2020

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	2,968.64	417.72	981.92	169.25	4,537.53
Lease Liabilities	12.74	25.72	15.59	16.85	70.90
Trade Payables	3,743.89	-	-	-	3,743.89
Others Financial Liabilities	481.63	-	-	-	481.63
	7,206.90	443.44	997.51	186.10	8,833.95
Derivative					
MTM Loss on Forward Contract	135.58	-	-	-	135.58
	135.58	-	-	-	135.58
Total	**7,342.48**	**443.44**	**997.51**	**186.10**	**8,969.53**

(ii) The following are the remaining contractual maturities of financial liabilities as at 31st March, 2019

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	3,590.56	445.08	1,194.90	-	5,230.54
Trade Payables	3,513.81	-	-	-	3,513.81
Others Financial Liabilities	33.18	-	-	-	33.18
	7,137.55	**445.08**	**1,194.90**	**-**	**8,777.53**
Derivative					
MTM Loss on Forward Contract	24.86	-	-	-	24.86
	24.86	**-**	**-**	**-**	**24.86**
Total	**7,162.41**	**445.08**	**1,194.90**	**-**	**8,802.39**

(C) Credit Risks

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

(a) Summary of trade receivables and provision with ageing as on 31st March, 2020

(₹ in million)

Particulars	Not Due	1 to 90 days	91 to 180 days	181 to 365 days	More than 365 days	Total
Gross Carrying Amount	1,950.96	1,016.58	944.40	218.76	272.49	4,403.20
Expected loss rate	0%	0.250%	0.750%	2.250%	2.750%	
Expected credit loss provision	-	2.54	7.08	4.92	7.49	22.04
Carrying Amount of Trade Receivables (Net of impairment)	1,950.96	1,014.04	937.32	213.84	264.99	4,381.16

(b) Summary of trade receivables and provision with ageing as on 31st March, 2019

(₹ in million)

Particulars	Not Due	1 to 90 days	91 to 180 days	181 to 365 days	More than 365 days	Total
Gross Carrying Amount	2,594.35	1,673.12	454.62	79.51	154.96	4,956.56
Expected loss rate	0%	0.250%	0.750%	2.250%	2.750%	
Expected credit loss provision	-	4.18	3.41	1.79	4.26	13.64
Carrying Amount of Trade Receivables (Net of impairment)	2,594.35	1,668.94	451.21	77.72	150.70	4,942.92

(c) Reconciliation of Provision for Loss Allowance

(₹ in million)

Particulars	As at 31-03-2020	"As at 31-03-2019
Opening Balance	13.64	10.80
Add: Changes in Loss Allowance (Net)	8.40	2.84
Closing Balance	**22.04**	**13.64**

(D) Regulatory Risks

The Company performance may be impacted due to change in Regulatory Environment. The Company is closely monitoring the regulatory developments and risks thereof and proactively implementing course correction for proper compliance commensurate with new regulatory requirements.

53 Capital Management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term. The Company is not subject to any externally imposed capital requirements. The Company monitors capital using a debt equity ratio.

For the purpose of calculation:
Debt = Non current borrowings + Current Borrowings + Current maturities of long term borrowings + Interest Accrued - Cash and Cash equivalent -Other Bank balances (excluding Unpaid Dividend Balance)

Equity = Equity Share capital + Other Equity

(₹ in million)

Particulars	As at 31-03-2020	"As at 31-03-2019
Debt	4,433.28	5,122.90
Equity	6,875.79	6,486.24
Debt Equity ratio	**0.64**	**0.79**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2020

53 Capital Management (Contd.)

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

54 The Company has been accorded the recognition for its R&D activities and R&D Centre dedicatedly located at Vill. & Post Barunda, P.S. Bagnan, Dist. Howrah by Department of Scientific and Industrial Research (DSIR), Government of India, vide certificate dated 6th February, 2020. This will lead the Company to entitlement of benefits u/s 35 (2AB) of the Income Tax Act, 1961, further giving the company new opportunities to enhance the R&D efforts, activities & new technologies.

(₹ in million)

Research and Development Expenditure	2019-2020
Capital Expenditure	584.00
Revenue Expenditure	12.07
Total	**596.07**

The sales income of Rs NIL has been included in sales revenue and expenses are debited to respective head of accounts - Employee Benefit Expenses - ₹ 9.23 Million, Depreciation & Amortisation Expenses - ₹ 1.48 Million, Cost of Materials Consumed - ₹ 0.08 Million, Other Expenses - ₹ 1.28 Million.

55 Balances of certain debtors and creditors are subject to confirmation and reconciliation. In the opinion of the management, current assets, loan and advances will have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

56 Impact of COVID-19 - The spread of COVID-19 has severely impacted businesses around the globe. In many countries, including India, there has been severe disruption to regular business operations due to lockdowns, disruptions in transportation, supply chain, travel bans, quarantines, social distancing and other emergency measures. Skipper plants and offices were closed under nationwide lockdown since March 24, 2020 and operations are being resumed in a phased manner taking into account directives from the Government. As a result of lockdown the volumes for the month of March 2020 have been impacted and consequently, the performance for the month of March 2020 has also been partially impacted. Management is expecting that demand for products will improve on stabilization of COVID-19, post removal of lock down. The Company has made detailed assessment of its liquidity position for a period of at least one year from the balance sheet date, of the recoverability and carrying values of its assets comprising property, plant and equipment, Intangible assets, Trade Receivables, Inventory, investments, other current and non-current assets and ability to pay its liabilities and effectiveness of internal financial controls at the balance sheet date, and has concluded that there are no material impact or adjustments required in the stand-alone financial statements.

Management believes that it has taken into account all the possible impact of known events till the date of approval of its financial statements arising from COVID-19 pandemic in the preparation of the stand-alone financial statements. The impact on our business will depend on future developments that cannot be reliably predicted. It is uncertain how long these conditions will last. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Company will closely monitor any material changes to future economic conditions. Management expects no significant impact on the continuity of operations of the business on a long term basis.

57 With reference to RBI circular dated 23/05/2020 for COVID-19 – Regulatory Package, the Company has applied for deferment of instalment of Term Loans and interest on working capital facilities. Considering that the deferment will be allowed by Banks, the Company has given effect to current maturities.

58 The previous period figures have been regrouped/rearranged wherever necessary, to confirm to the current period figures.

Significant Accounting Policies, Judgements and Key Estimates 1
The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed	For and on behalf of the Board	
For Singhi & Co.		
Chartered Accountants		
Firm's Regn No.-302049E		
PRADEEP KUMAR SINGHI	SAJAN KUMAR BANSAL	DEVESH BANSAL
Partner	Managing Director	Director
Membership No. 50773	DIN - 00063555	DIN - 00162513
Place: Kolkata	SANJAY KUMAR AGRAWAL	MANISH AGARWAL
Dated: 22nd June, 2020	Chief Financial Officer	Company Secretary

INDEPENDENT AUDITOR'S REPORT

To
The Members of **Skipper Limited**

Report on the Audit of Consolidated Financial Statements.

Opinion

1. We have audited the accompanying consolidated financial statements of **Skipper Limited** (hereinafter referred to as the "company") and its joint venture, comprising the consolidated balance sheet as at March 31, 2020, the consolidated statement of profit and loss (including other comprehensive Income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the company and its joint venture as at March 31, 2020, their consolidated total comprehensive income (comprising consolidated profit and consolidated other comprehensive loss), their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'auditor's responsibilities for the audit of the consolidated financial statements' section of our report. We are independent of the company and its joint venture in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context:

Descriptions of Key Audit Matter	How we addressed the matter in our audit
1. Accuracy and completeness of revenue recognized. The Company reported revenue of Rs. 13905.07 million from sale of tower, pole, Polymers product and EPC contract and related activities. The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. In EPC contract, revenue is accounted for under the percentage completion method which also requires significant judgements and estimates in particular with respect to estimation the cost to complete. Due to the estimates and judgement and complexity involved in the application of the revenue recognition accounting standards, we have considered this matter as a key audit matter. The Company's accounting policies relating to revenue recognition are presented in note 1.10 to the financial statements.	We addressed the Key Audit Matter as follows :- 1. As part of our audit, we understood the Company's policies and processes, control mechanisms and methods in relation to the revenue recognition and evaluated the design and operative effectiveness of the financial controls from the above through our test of control procedures. 2. Review the company's judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. 3. Tested a sample of sales transactions for compliance with the Company's accounting principles to assess the completeness and accuracy of revenue recorded. 4. We evaluated the management's process to recognize revenue over a period of time, total cost estimates, status of the projects and re-calculated the arithmetic accuracy of the same. 5. We examined contracts with exceptions including contracts with low or negative margins, loss making contracts, etc to determine the level of provisioning. 6. Our tests of detail focused on transactions occurring within proximity of the year end and obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents. We considered the appropriateness and accuracy of any cut-off adjustments. 7. Traced disclosure information to accounting records and other supporting documentation. **Our Observation:** Based on the audit procedures performed we did not identify any material exceptions in the revenue recognition.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
2. Valuation of Inventories. Refer to note 6 to the consolidated financial statements. The Company is having the Inventories of Rs 4923.34 million as on 31st March 2020. As described in the accounting policies in note 1.2 to the consolidated financial statements, inventories are carried at the lower of cost and net realisable value. As a result, the management applies judgement in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realisable value below cost based upon future plans for sale of inventory.	We addressed the Key Audit Matter as follows :- We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions and management assertion regarding existence and ownership by:- 1. Completed a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; 3. Reviewing the physical verification documents related to inventories conducted during the year. 4. Verifying for a sample of individual products that costs have been correctly recorded. 5. Comparing the net realisable value to the cost price of inventories to check for completeness of the associated provision. 6. Reviewing the historical accuracy of inventory provisioning and the level of inventory write-offs during the year. 7. Recomputing provisions recorded to verify that they are in line with the Company policy. Our Observation: Based on the audit procedures performed we did not identify any material exceptions in the Inventory valuation and existence.

Information Other than the consolidated 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 annual reports, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained 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 be report in this regard.

Management's Responsibility for the Consolidated Financial Statements

5. The company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and consolidated changes in equity of the company and its joint venture with accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Board of Directors of the company and management of joint venture are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and its joint venture and for preventing and detecting fraud and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.
6. In preparing the consolidated financial statements, the Board of Directors of the company and management of its joint venture are responsible for assessing the ability of the company and its joint venture to continue as a going concern, disclosing, as applicable, matter related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company and its joint venture or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors of the company and the management of its joint venture, are responsible for overseeing the financial reporting process of the company and its joint venture.

Auditor's Responsibility

8. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or

in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

    a) Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

    b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

    c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

    d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the company and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and its joint venture to cease to continue as a going concern.

    e) Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

    f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities of the company and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

10. Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated 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 consolidated financial statements.

11. We communicate with those charged with governance of the company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2020 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

13. As required by Section143(3) of the Act, we report, to the extent applicable, that:

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

(b) In our opinion, proper books of account as required by law relating to relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of the other auditor.

(c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), consolidated cash flow statement and the consolidated statement of changes in equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the company as on March 31, 2020 taken on record by the Board of Directors of the company none of the directors of the company is 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 with reference to consolidated financial statements of the company and its joint venture and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact, if any, of pending litigations as at March 31, 2020 on the consolidated financial position of the company and its joint venture– Refer Note 39 to the consolidated financial statements.

ii. The company and its joint venture did not have any long-term contracts including derivative contracts as at March 31, 2020 for which there were 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, during the year ended March 31, 2020

For Singhi & Co.
Chartered Accountants
Firm's Registration Number: 302049E

(Pradeep Kumar Singhi)
Partner
Membership Number 050773
UDIN: 20050773AAAAAK7383

Place: Kolkata
Date: June 22, 2020

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

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

In conjunction with our audit of the consolidated financial statements of the company, as of and for the year ended March 31, 2020, we have audited the internal financial controls with reference to financial statements of SKIPPER LIMITED (the company") and its joint venture as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the company and management of the joint venture whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of adequacy of the internal financial control with reference to financial statements is applicable, which are company's/ LLP incorporated in India, are responsible for establishing and maintaining internal financial control based on "internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on audit of internal financial controls over financial reporting (the "Guidance Note") and the standards on auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the company and its joint venture has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 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 Singhi & Co.
Chartered Accountants
Firm Registration Number: 302049E

(Pradeep Kumar Singhi)
Partner
Membership Number 050773
UDIN: 20050773AAAAAK7383

Place: Kolkata
Date: June 22, 2020

CONSOLIDATED BALANCE SHEET as at 31st March, 2020

(₹ in million)

Particulars	Note No.	As at 31st March, 2020		As at 31st March, 2019	
ASSETS					
NON-CURRENT ASSETS					
Property, Plant and Equipment (Including Right of Use Assets)	2	5,779.56		5,134.06	
Capital Work-In-Progress		106.97		84.49	
Other Intangible Assets	2	8.74		10.74	
Investments accounted for using the equity method	3	92.24		89.27	
Financial Assets					
Loans	4	617.45		2.20	
Other Non Current Assets	5	15.59	6,620.55	22.51	5,343.27
CURRENT ASSETS					
Inventories	6	4,923.34		5,347.50	
Financial Assets					
Trade Receivables	7	4,381.16		4,942.92	
Cash and Cash Equivalents	8	9.06		6.30	
Bank Balances other than cash & cash equivalent	9	119.36		102.24	
Loans	10	38.49		30.75	
Other Financial Assets	11	0.71		0.27	
Contract Assets	12	271.10		47.95	
Current Tax Assets (Net)	13	-		13.59	
Other Current Assets	14	764.39	10,507.61	693.24	11,184.76
TOTAL:			**17,128.16**		**16,528.03**
EQUITY AND LIABILITIES					
EQUITY					
Equity Share capital	15	102.67		102.67	
Other Equity	16	6,770.16	6,872.83	6,383.41	6,486.08
LIABILITIES					
NON-CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	17	1,568.89		1,639.98	
Lease Liabilities	18	58.16		-	
Provisions	19	57.58		47.83	
Deferred Tax Liabilities (Net)	20	288.63		563.18	
Other Non-Current Liabilities	21	13.20	1,986.46	15.18	2,266.17
CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	22	2,624.18		3,133.36	
Lease Liabilities	23	12.74		-	
Trade Payables	24				
Total Outstanding Dues of Micro Enterprises and Small Enterprises		31.68		16.87	
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises		3,712.21		3,496.94	
Other Financial Liabilities	25	961.67		515.24	
Contract Liabilities	26	720.80		386.46	
Other Current Liabilities	27	177.37		225.25	
Provisions	28	1.45		1.66	
Current Tax Liabilities (Net)	29	26.77	8,268.87	-	7,775.78
TOTAL:			**17,128.16**		**16,528.03**

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2020

(₹ in million)

Particulars	Note No.	Year ended 31-03-2020	Year ended 31-03-2019
A. INCOME			
Revenue From Operations	30	13,905.07	18,708.69
Other Income	31	19.65	13.66
Total Income		**13,924.72**	**18,722.35**
B. EXPENDITURE			
Cost of Materials Consumed	32	8,451.26	12,545.39
Change in Stock of Finished Goods & Work-In-Progress	33	435.88	94.87
Employee Benefit Expense	34	747.20	816.88
Finance Costs	35	847.59	1,015.93
Depreciation & Amortisation Expenses	2	381.00	378.70
Other Expenses	36	2,879.47	3,440.74
Total Expenditure		**13,742.40**	**18,292.51**
C. Profit Before share of profit of joint venture	**A-B**	**182.32**	**429.84**
D. Share of profit of joint venture	**58**	**(2.35)**	**(0.16)**
E. Profit before exceptional items	**C+D**	**179.97**	**429.68**
F. Exceptional Items		-	-
G. Profit Before Tax	**E-F**	**179.97**	**429.68**
H. Tax Expense	**37**		
Current Tax		41.89	131.93
MAT Credit entitlement for current year		(41.89)	-
MAT Credit entitlement for earlier years		-	(21.57)
Tax adjustments for earlier years		-	(15.65)
Deferred Tax	20	(232.58)	23.01
Total Tax Expense		**(232.58)**	**117.72**
I. Profit After Tax	**G-H**	**412.55**	**311.96**
J. Other Comprehensive Income	**38**		
Items that will not be reclassified to profit or loss		(0.23)	4.71
Income tax relating to items that will not be reclassified to profit or loss	20	0.08	(1.64)
Share of Other Comprehensive Income of joint venture	58	(0.45)	-
Total Other Comprehensive Income		**(0.60)**	**3.07**
K. Total Comprehensive Income	**I+J**	**411.95**	**315.03**
L. Earning Per Share	**46**		
Basic Earning Per Share of ₹ 1 each		4.02	3.04
Diluted Earning Per Share of ₹ 1 each		4.02	3.04

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 31st march, 2020

A. EQUITY SHARE CAPITAL

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Opening	102.67	102.58
Changes in Equity Share Capital during the year	0.00	0.09
Closing	**102.67**	**102.67**

B. OTHER EQUITY

(₹ in million)

Particulars	Attributable to owners of the Company					
	Securities Premium Reserve	Share Options Outstanding Account	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
					Re-Measurement of defined benefit plans	
Balance at 01-04-2019 (a)	**1,174.74**	**-**	**439.76**	**4,768.91**	**-**	**6,383.41**
Profit for the year (b)	-	-	-	412.55	-	412.55
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	-	(0.60)	(0.60)
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	**-**	**-**	**-**	**412.55**	**(0.60)**	**411.95**
Adjustment on account of Transition to Ind AS 116 as on 01-04-2019 (Refer note 45.3) (e)	-	-	-	5.74	-	5.74
Dividends (includes dividend Distribution Tax) (f)	-	-	-	(30.94)	-	(30.94)
Transfer of OCI-Remeasurement to Retained earning (g)	-	-	-	(0.60)	0.60	-
Total Changes (h)=(d+e+f+g)	**-**	**-**	**-**	**386.75**	**-**	**386.75**
Balance at 31-03-2020 (k)=(a+h)	**1,174.74**	**-**	**439.76**	**5,155.66**	**-**	**6,770.16**

(₹ in million)

Particulars	Attributable to owners of the Company					
	Securities Premium Reserve	Share Options Outstanding Account	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
					Re-Measurement of defined benefit plans	
Balance at 01-04-2018 (a)	**1,158.65**	**47.19**	**400.00**	**4,664.32**	**-**	**6,270.16**
Profit for the year (b)	-	-	-	311.96	-	311.96
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	-	3.07	3.07
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	**-**	**-**	**-**	**311.96**	**3.07**	**315.03**
Adjustment on account of Transition to Ind AS 115 as on 01-04-2018 (e)	-	-	-	(6.21)	-	(6.21)
Dividends (includes dividend Distribution Tax) (f)	-	-	-	(204.23)	-	(204.23)
Employee Stock Option-Compensation (Net of Unvested Option Lapsed/Cancelled) for the year (g)	-	-	-	-	-	-
Employee Stock Option- Transfer to general reserve for lapsed/ cancelled unvested option (h)		(39.76)	39.76			-
Employee Stock Option- Exercised (i)	16.09	(7.43)	-	-	-	8.66
Transfer of OCI-Remeasurement to Retained earning (j)	-	-	-	3.07	(3.07)	-
Total Changes (k)=(d+e+f+g+h+i+j)	16.09	(47.19)	39.76	104.59	-	113.25
Balance at 31-03-2019 (l)=(a+k)	**1,174.74**	**-**	**439.76**	**4,768.91**	**-**	**6,383.41**

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexe
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2020

(₹ in million)

Particulars		Year ended 31-03-2020	Year ended 31-03-2019
A CASH FLOW FROM OPERATING ACTIVITIES			
Profit before Tax		179.97	429.68
Adjustment for			
Depreciation		381.00	378.70
(Profit)/Loss on Sale of Fixed Assets		(9.95)	7.84
Unrealised Foreign Exchange Fluctuations		61.06	(17.12)
Fair Value movement (Gain)/Loss in Derivative Instruments		110.72	16.64
Share of loss of a joint venture		2.35	0.16
Provision for allowances under expected credit loss		8.40	2.84
Irrecoverable Debts/Advances Written Off (net)		1.95	8.57
Finance Costs		847.59	1,015.93
Interest Received on Fixed Deposits		(7.55)	(10.97)
Operating profit before Working Capital Changes		**1,575.54**	**1,832.27**
Changes in Working Capital			
(Increase)/decrease in Trade Receivables		576.94	200.90
(Increase)/decrease in Inventories		424.16	275.23
(Increase)/decrease in Other Financial Assets & Other Assets		(693.29)	498.15
(Increase)/decrease in Contract Assets		(223.15)	(54.16)
Increase/(decrease) in Trade Payables		219.32	(1,386.85)
Increase/(decrease) in Other Financial Liabilities & Other Liabilities		(67.09)	(127.95)
Increase/(decrease) in Contract Liabilities		334.35	386.46
Cash Generated from Operations		**2,146.78**	**1,624.05**
Direct taxes paid		(1.78)	(282.62)
NET CASH GENERATED /(USED IN) OPERATING ACTIVITIES	A	**2,145.01**	**1,341.43**
B CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		(543.51)	(420.65)
Sale proceeds of Fixed Assets		50.87	21.74
Investment in Joint Venture		(5.77)	(89.43)
Increase/(decrease) in Fixed Deposits		(16.89)	65.61
Interest income on Fixed Deposits		7.11	13.36
NET CASH GENERATED /(USED IN) INVESTING ACTIVITIES	B	**(508.19)**	**(409.37)**
C CASH FLOW FROM FINANCING ACTIVITIES			
Interest Paid		(824.44)	(1,011.61)
Dividend paid including dividend distribution tax		(30.93)	(204.18)
Proceeds from Long-Term Borrowings		530.74	441.26
Repayment of Long-Term Borrowings		(740.10)	(359.29)
Principal Payment of Lease Liabilities		(9.84)	-
Proceeds From Issue of Equity Shares under ESOP		-	8.73
Increase/(decrease) in Short-Term Borrowings		(559.49)	191.29
NET CASH GENERATED /(USED IN) FINANCING ACTIVITIES	C	**(1,634.06)**	**(933.80)**
NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	A+B+C	**2.76**	**(1.74)**
ADD: OPENING CASH & CASH EQUIVALENTS		**6.30**	**8.04**
		9.06	**6.30**
CLOSING CASH & CASH EQUIVALENTS		**9.06**	**6.30**

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2020 (Contd.)

1 Closing Cash and Cash Equivalents represent balances of cash and cash equivalents as indicated in note 8 to the financial statement.

2 The above Consolidated Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard ("Ind AS") 7- Statement of Cash Flows.

3 Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.

(₹ in million)

Particulars	Year ended 31.03.2020				Year ended 31.03.2019			
	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Finance Costs	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Finance Costs
Opening Balance	2,097.18	3,133.36	-	* 0.68	2,025.26	2,946.69	-	2.27
Cash Flow Changes (Net)	(209.36)	(559.49)	(9.84)	-	81.97	191.29	-	-
Non-Cash Flow Changes								
Fair Value Changes	(15.92)	-	80.74	0.11	9.03	-	-	(5.91)
Forex movement	41.45	50.31		-	(19.08)	(4.62)	-	-
Interest Expense	-	-		847.59	-	-	-	1,015.93
Interest Paid	-	-		(824.44)	-	-	-	(1,011.61)
Closing Balance	**1,913.35**	**2,624.18**	**70.90**	***23.94**	**2,097.18**	**3,133.36**	**-**	**0.68**

* Represents Interest accrued but not due

4 Figures relating to the previous year have been regrouped and rearranged wherever necessary.

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION

CORPORATE OVERVIEW:

Skipper Limited ("the Company") is a public limited company incorporated in India having its registered office at 3A Loudon Street, Kolkata 700017, West Bengal, India. The company has its primary listings on the BSE Limited and NSE Limited. The company is engaged in the manufacturing and selling of Transmission & Distribution Structures (Towers & Poles) being its Engineering Products segment and CPVC, UPVC, PVC, SWR Pipes & Fittings, being its Polymer segment. The company is also involved in execution of EPC projects being its infrastructure segment. The Company and its interest in joint venture, together referred to as "The Holding company and its Joint Venture".

The consolidated financial statements of The Holding company and its Joint Venture for the year ended 31st March, 2020 has been approved by the Board of Directors in their meeting held on 22nd June, 2020.

SIGNIFICANT ACCOUNTING POLICIES:

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

1) BASIS OF PREPARATION:

a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (amended), guidelines issued by the Securities and Exchange Board of India (SEBI), other relevant provisions of the Act and other accounting principles generally accepted in India.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Holding company and its Joint Venture has applied the following accounting standards and its amendment for the first time for annual reporting period commencing 1st April, 2019.

i) Ind AS 116, Leases

ii) Amendment to Ind AS 12, Income Taxes and Ind AS 12 Appendix 'C', Uncertainty over Income Tax Treatments

iii) Amendment to Ind AS 23, Borrowing Cost

iv) Amendment to Ind AS 103, Business Combination and Ind AS 111 – Joint Arrangements

v) Ind AS 109 – Prepayment Features with Negative Compensation.

The amendments listed above except Ind AS 116 lease, did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current and future periods. Impact due to application of Ind AS 116 is summarised below.

On March 30, 2019, the Ministry of Corporate Affairs (MCA) notified Ind AS 116, 'Leases' as part of the Companies (Indian Accounting Standards (Ind AS)) Amendment Rules, 2019. Ind AS 116 replaces existing Ind AS 17, Leases with effect from April 1, 2019 (the effective date). Ind AS 116 sets out principles for recognition, measurement, presentation and disclosure of leases. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. For all leases except as noted above, a lessee is required to recognise a right-of-use asset (ROU Asset) representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments in the balance sheet. Lessee will recognise depreciation of right-of-use assets and interest on lease liabilities in the statement of profit and loss. Operating cash flows will be higher as repayments of the lease liability and related interest are classified within financing activities. However, there was no major change in accounting from a Lessor perspective.

The Holding company and its Joint Venture's new accounting policy is described in paragraph 8 of Accounting Policy to the consolidated financial statements and its impact is explained in Note 45.3 to the consolidated financial statements.

b) Basis of Measurement

The consolidated financial statements of The Holding company and its Joint Venture have been prepared on historical cost basis except for the following assets and liabilities which have been measured at fair value:

i) Certain financial assets & liabilities (including derivative instruments)

ii) Defined Benefit Plans as per actuarial valuation

iii) Share based Payments

c) Functional and Presentation Currency

The consolidated financial statements have been presented in Indian Rupees (INR), which is also The Holding company and its Joint Venture's functional currency. All financial information presented in INR has been rounded off to the nearest millions as per the requirements of Schedule III, unless otherwise stated.

d) Basis of Consolidation

Joint Ventures

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the consolidated Ind AS contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

The joint arrangement is structured through a separate vehicle and the legal form of the separate vehicle, the terms of the contractual arrangement and, when relevant, any other facts and circumstances gives The Holding company and its Joint Venture rights to the net assets of the arrangement (i.e. the arrangement is a joint venture). The activities of the joint venture are primarily aimed to provide the third parties with an output and the parties to the joint venture will not have rights to substantially all the economic benefits of the assets of the arrangement. The Holding company and its Joint Venture's interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet. Details of the joint venture are set out in note 58.

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

Equity Method

Under the equity method of accounting, the investments are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the carrying amount of the investment is adjusted to recognise changes in The Holding company and its Joint Venture's share of net assets of the joint venture since the acquisition date and The Holding company and its Joint Venture's share of other comprehensive income. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually. When The Holding company and its Joint Venture's share of losses in an equity accounted investment equals or exceeds its interest in the entity, The Holding company and its Joint Venture does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment. The carrying amounts of equity accounted investments are tested for impairment.

Changes in ownership interests

When The Holding company and its Joint Venture ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in statement of profit and loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as a joint venture. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if The Holding company and its Joint Venture had directly disposed off the related assets or liabilities. The amounts previously recognised in other comprehensive income are reclassified to statement of profit and loss. If the ownership interest in a joint venture is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to statement of profit and loss where appropriate.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to statement of profit and loss where appropriate.

Transactions eliminated on consolidation

Inter-group balances and transactions, and any unrealised income and expenses arising from inter-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the Investment to the extent of The Holding company and its Joint Venture's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

e) Use of Assumptions, Judgements and Estimates

The key assumption, judgement and estimation at the reporting date, that have significant risk causing the material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Holding company and its Joint Venture based its assumption, judgement and estimation on parameters available on the consolidated financial statements were prepared. Existing circumstances and assumption about future development, however, may change due to market changes or circumstances arising that are beyond the control of The Holding company and its Joint Venture. Such changes are reflected in the assumption when they occur.

i) Revenue

The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Holding company and its Joint Venture exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time.

The measurement of construction contracts in progress is based on an assessment of the stage of each project and expectations concerning the remaining progress towards completion of each contract, including the outcome of disagreements. The assessment of stage, income and expenses, including disagreements, is made the project management on a project-by-project basis.

The assessment of disagreements relating to extra work, extensions of time, demands concerning liquidated damages, etc., is based on the nature of the circumstances, knowledge of the client, the stage of negotiations, previous experience and consequently an assessment of the likely outcome of each case. For major disagreements, external legal opinions are a fundamental part of the assessment.

Estimates concerning the remaining progress towards completion depend on a number of factors, and project assumptions may change as the work is being performed. Likewise, the assessment of disagreements may change as the cases proceed. Actual results may therefore differ materially from expectations. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

ii) Impairment of non-financial assets

The Holding company and its Joint Venture assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, The Holding company and its Joint Venture estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

An impairment loss is recognized as an expense in the consolidated statement of profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

iii) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Holding company and its Joint Venture uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Share-based payments

The Holding company and its Joint Venture measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vii) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of The Holding company and its Joint Venture's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.

viii) Classification of Leases

The Holding company and its Joint Venture enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

ix) Restoration , rehabilitation and decommissioning

Estimation of restoration/ rehabilitation/ decommissioning costs requires interpretation of scientific and legal data, in addition to assumptions about probability of future costs.

x) Provisions and Contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

xi) Allowances for Doubtful Debts

The Holding company and its Joint Venture makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

xii) Estimation uncertainty relating to the global health pandemic on COVID-19-

The Holding company and its Joint Venture has considered internal and external information up to the date of approval of financial statements in assessing the recoverability of property plant and equipment, receivables, intangible assets, cash and cash equivalent and investments. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions; the Company expects to recover the carrying amount of these assets. The Company has concluded that the impact of COVID – 19 is not material based on these estimates. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

f) Classification of Assets and Liabilities into Current/Non-Current

All assets and liabilities have been classified as current or non-current as per The Holding company and its Joint Venture's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013, as given below.

The Holding company and its Joint Venture has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

i) Expected to be realized or intended to sold or consumed in normal operating cycle;

ii) Held primarily for the purpose of trading;

iii) Expected to be realized within twelve months after the reporting period; or

iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

reporting period.

All the other assets are classified as non-current.

Similarly, a liability is current if:

i) It is expected to be settled in normal operating cycle;

ii) It is held primarily for the purpose of trading;

iii) It is due to be settled within twelve months after the reporting period; or

iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Holding company and its Joint Venture classifies all other liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2) Inventories

a) **Raw materials, fuel, stores & spare parts and packing materials**
Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis.

b) **Work-in- progress (WIP) and finished goods**
Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

c) **Waste / Scrap**
Waste / Scrap inventory is valued at NRV. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3) Cash and Cash Equivalents

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

4) Income Tax

Income Tax comprises current and deferred tax.

a) **Current Tax**
Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. Current income tax is recognized in The consolidated statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

b) **Deferred Tax**
Deferred tax is provided, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the consolidated statement of profit and loss.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

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

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of interest in joint arrangements where The Holding company and its Joint Venture is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

MAT Credit is recognized as an asset only when and to the extent there is convincing evidence that The Holding company and its Joint Venture will pay normal Income Tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the ICAI, the said asset is created by way of credit to consolidated statement of profit and loss and shown as MAT credit entitlement. The Holding company and its Joint Venture reviews the same at each Balance Sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Group will pay normal Income Tax during the specified period.

5) Property, Plant and Equipment

a) **Recognition and Measurement**

i) Property, plant and equipment held for use in the production or/ and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).

ii) Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

iii) In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

iv) For transition to IND AS, The Holding company and its Joint Venture has revalued land at fair value as deemed cost and considered other assets at Ind AS Cost.

v) The Holding company and its Joint Venture had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind-AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

vi) Gains or losses arising from de-recognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset is recognized in the consolidated statement of profit and loss.

vii) Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to The Holding company and its Joint Venture and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

viii) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ix) The Holding company and its Joint Venture identifies and determines cost of asset significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

x) Research and development costs that are in nature of tangible/ intangible assets and are expected to generate probable future economic benefits are capitalised and classified under tangible/ intangible assets and depreciated on the same basis as other fixed assets. Revenue expenditure on research and development is charged to the statement of profit and loss in the year in which it is incurred.

b) Depreciation and Amortization

i) Depreciation on property, plant and equipment is provided under Straight Line Method over the useful lives of assets prescribed by Schedule II of the Companies Act, 2013. Depreciation in change in the value of fixed assets due to exchange rate fluctuation has been provided prospectively over the residual life of the respective assets.

ii) Depreciation in respect of property, plant and equipment added / disposed off during the year is provided on pro-rata basis, with reference to the date of addition/disposal.

6) Intangible Assets

i) Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

ii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss.

iii) Intangible assets are amortised on straight line basis over its estimated useful life of 5 years.

7) Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

8) Leases

a) The Holding company and its Joint Venture as lessor

Leases for which The Holding company and its Joint Venture is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

b) The Holding company and its Joint Venture as lessee

The Holding company and its Joint Venture assesses whether a contract is or contains a lease, at inception of the contract. The Holding company and its Joint Venture recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, The Holding company and its Joint Venture recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

c) Lease Liability

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in The Holding company and its Joint Venture, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

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

- Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Holding company and its Joint Venture re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.

d) Right of Use (ROU) Assets

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever The Holding company and its Joint Venture incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. The costs are included in the related right-of-use asset.

ROU assets are depreciated over the shorter period of the lease term and useful life of the underlying asset. If The Holding company and its Joint Venture is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The depreciation starts at the commencement date of the lease.

The ROU assets are not presented as a separate line in the Balance Sheet but presented below similar owned assets as a separate line in the PPE note under "Notes forming part of the Financial Statement".

The Holding company and its Joint Venture applies Ind AS 36-Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'property, plant and equipment'.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Holding company and its Joint Venture has used this practical expedient.

Extension and termination options are included in many of the leases. In determining the lease term the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

9) Revenue Recognition

The Holding company and its Joint Venture earns revenue primarily from sale of engineering & polymer products. It also earns revenue from its Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

Ind AS 115 "Revenue from Contracts with Customers", that replaces Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" and related interpretations, introduce one single new model for recognition of revenue which includes a 5-step approach and detailed guidelines. Among other, such guidelines are on allocation of revenue to performance obligations within multi-element arrangements, measurement and recognition of variable consideration and the timing of revenue recognition.

The Holding company and its Joint Venture considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

a) Revenue from sale of goods

Revenue from the sale engineering and polymer segments is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Group recognises revenue at a point in time, when control is transferred to the customer, and the consideration agreed is expected to be received. Control is generally deemed to be transferred upon delivery of the components in accordance with the agreed delivery plan.

b) Revenue from infrastructure projects

According to Ind AS 115 revenue is recognized over time (percentage of completion) either when the performance creates an asset that the customer controls as the asset is created (e.g. work in progress) or when the performance creates an asset with no alternative use and an enforceable right to payment as performance is completed to date has been secured. Revenue is also recognized over time if the customer simultaneously receives and consumes the benefits from goods and services as performed. Under Ind AS 11 construction contracts, with a high degree of individual adjustment were recognized as revenue by reference to the percentage of completion.

Revenue from infrastructure projects is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the consolidated financial statements as the effect thereof cannot be accurately determined. Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Unbilled receivables where further subsequent performance obligation is pending are classified as contract assets when The Holding company and its Joint Venture does not have unconditional right to receive cash as per contractual terms. Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Impairment of Contract asset

The Holding company and its Joint Venture assesses a contract asset for impairment in accordance with Ind AS 109. An impairment of a contract asset is measured, presented and disclosed on the same basis as a financial asset that is within the scope of Ind AS 109.

Contract Liability

Contract Liability is recognised when there are billings in excess of revenues and it also includes consideration received from customers for whom The Holding company and its Joint Venture has pending obligation to transfer goods or services.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

Modification in contract

Contracts are subject to modification to account for changes in contract specification and requirements. The Holding company and its Joint Venture reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Holding company and its Joint Venture disaggregates revenue from contracts with customers by industry verticals, geography and nature of goods or services.

c) Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income also includes interest earned on margin money kept with banks.

d) Other Operating Revenue

Export incentive and subsidies are recognized when there is reasonable assurance that The Holding company and its Joint Venture will comply with the conditions and the incentive will be received.

10) Retirement and other employee benefits

a) Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Benefits

The liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value (determined by actuarial valuation using the projected unit credit method) of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period and recognised in books of accounts. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Re-measurements as the result of experience adjustment and changes in actuarial assumptions are recognized in consolidated statement of profit and loss.

c) Post-Employment Benefits

The Holding company and its Joint Venture operates the following post-employment schemes:

i) Defined Benefit Plan

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Holding company and its Joint Venture's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods.

The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method. The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Past service cost is recognised in the consolidated statement of profit and loss in the period of a plan amendment. The present value of the defined benefit plan liability is calculated using a discount rate

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

which is determined by reference to market yields at the end of the reporting period on government bonds.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to consolidated statement of profit and loss.

The Holding company and its Joint Venture contributes to fund maintained with Life Insurance Corporation of India.

ii) Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Holding company and its Joint Venture has no obligation other than the contribution payable to the Provident fund. Contribution payable under the provident fund is recognised as expenditure in the consolidated statement of profit and loss and/or carried to Construction work-in-progress when an employee renders the related service.

11) Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and The Holding company and its Joint Venture will comply with all the attached conditions.

a) Government grants are recognised in the statement of profit or loss on a systematic basis over the periods in which The Holding company and its Joint Venture recognises the related costs for which the grants are intended to compensate.

b) Grants related to acquisition/ construction of property, plant and equipment are recognised as deferred revenue in the Balance Sheet and transferred to the statement of profit or loss on a systematic and rational basis over the useful lives of the related asset.

12) Foreign Currency Transactions

a) The functional currency and presentation currency of The Holding company and its Joint Venture is Indian Rupee (INR).

b) Transactions in currencies other than The Holding company and its Joint Venture's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each balance sheet date, foreign currency monetary items are reported using the closing rate.

c) Non- monetary items that are measured in terms of historical cost in foreign currency are not retranslated. Exchange difference that arise on settlement of monetary items or on reporting of monetary items at each Balance sheet date at the closing spot rate are recognised in profit or loss in the period in which they arise except for:

i) exchange difference on foreign currency borrowings related to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings; and

ii) exchange differences on transactions entered into in order to hedge certain foreign currency risks.

d) The Holding company and its Joint Venture had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on 31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

13) Borrowing Cost

Borrowing cost include interest expense calculated using the Effective interest method, finance charges in respect of assets acquired on finance lease and exchange difference arising on foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs (including other ancillary borrowing cost) directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Holding company and its Joint Venture considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the consolidated statement of profit and loss in the period in which they are incurred.

14) Earnings per Share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

15) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in consolidated statement of

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

profit and loss.

a) Financial Assets

i) Classification and Subsequent Measurement

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

- Measured at Amortized Cost
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)
- Measured at Fair Value Through Profit or Loss (FVTPL) and
- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period The Holding company and its Joint Venture changes its business model for managing financial assets.

- Measured at Amortized Cost

The Financial assets are subsequently measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as FVTPL. Interest income is recognised in the consolidated statement of profit and loss.

- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

The financial assets are measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on re-measurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the consolidated statement of profit and loss in investment income.

- Measured at Fair Value Through Profit or Loss (FVTPL) and

Financial assets are measured at fair value through profit or Loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on re-measurement are recognised in the consolidated statement of profit and loss. The net gains or loss recognised in consolidated statement of profit and loss incorporates any dividend or interest earned on the financial assets and is included in the "Other income" line item.

- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, The Holding company and its Joint Venture may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Holding company and its Joint Venture makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. In case The Holding company and its Joint Venture decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

ii) Derecognition

The Holding company and its Joint Venture derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

iii) Impairment of Financial Assets

In accordance with Ind AS 109, The Holding company and its Joint Venture uses 'Expected Credit Loss' (ELC model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Holding company and its Joint Venture uses historical default rate to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, The Holding company and its Joint Venture uses 12 month ELC to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ELC is used.

iv) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost, the exchange differences are recognised in the consolidated statement of profit and loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES& BASIS OF CONSOLIDATION (Contd.)

b) Financial Liabilities and equity instruments

Debts and equity instruments issued by a Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an equity after deducting all of its liabilities. Equity instruments issued by The Holding company and its Joint Venture are recognised at the proceeds received, net of direct issue costs.

Financial Liabilities

i) Recognition and Initial Measurement

Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent Measurement

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by The Holding company and its Joint Venture are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

iv) De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

v) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are included in consolidated statement of profit and loss. The fair value of the financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

vi) Offsetting financial instruments

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

c) Derivative financial instruments

The Holding company and its Joint Venture uses derivative financial instruments such as forward, swap, options etc. to hedge against interest rate and foreign exchange rate risks, including foreign exchange fluctuation related to highly probable forecast sale. The realized gain / loss in respect of hedged foreign exchange contracts which has expired / unwinded during the year are recognized in the consolidated statement of profit and loss and included in other operating revenue / other expense as the case may be. However, in respect of foreign exchange forward contracts period of which extends beyond the balance sheet date, the fair value of outstanding derivative contracts is marked to market and resultant net loss/gain is accounted in the consolidated statement of profit and loss. Group does not hold derivative financial instruments for speculative purposes.

16) Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

i) Provisions are recognised when The Holding company and its Joint Venture has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

ii) Decommissioning Liability

Restoration/ Rehabilitation/ Decommissioning cost are provided for in the accounting period when the obligation arises based on the NPV of the estimated future cost of restoration to be incurred. It includes the dismantling and demolition of infrastructure and removal of residual material. This provision is based on all regulatory requirements and related estimated cost based on best available information.

iii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

b) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of The Holding company and its Joint Venture or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Holding company and its Joint Venture does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

17) Operating Segment

The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker. An operating segment is a component of The Holding company and its Joint Venture that engages in business activities from which it may earn revenues and incur expenses including revenues and expenses that relate to transactions with any of the other components of The Holding company and its Joint Venture and for which discrete financial information is available. Operating segments of The Holding company and its Joint Venture comprises three segments Engineering, Polymer products and Infrastructure segment. All operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

18) Employee Share based payment

Equity-settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date. The fair value of option at the grant date is expensed over the vesting period with a corresponding increase in equity as "Employee Stock Options Account". In case of forfeiture of unvested option, portion of amount already expensed is reversed. In a situation where the vested option forfeited or expires unexercised, the related balance standing to the credit of the "Employee Stock Options Account" are transferred to the "General Reserve". When the options are exercised, The Holding company and its Joint Venture issues new equity shares of The Holding company and its Joint Venture of ₹1/- each fully paid-up. The proceeds received and the related balance standing to credit of the Employee Stock Options Account, are credited to share capital (nominal value) and Securities Premium Account.

19) Measurement of Fair Values

A number of The Holding company and its Joint Venture's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

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

The Holding company and its Joint Venture uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

b) Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

c) Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of The Holding company and its Joint Venture considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained statements.

20) New Standards / Amendments to Existing Standard issued but not yet effective –

The Ministry of Corporate Affairs has not notified new standards or amendments to the existing standards which would have been applicable from April 1, 2020.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st march 2020

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in million)

Description	GROSS BLOCK					DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2019	Adjustment to Opening Balance [Note no 45.3]	Additions	Deductions/ Adjustments	As at 31-03-2020	As at 01-04-2019	For the year	Deductions/ Adjustments	As at 31-03-2020	As at 31-03-2020	As at 31-03-2019
(A) Tangible Assets											
Land	699.82	-	-	17.84	681.98	-	-	-	-	681.98	699.82
Buildings	1,930.50	-	295.94	-	2,226.44	372.31	69.61	-	441.92	1,784.52	1,558.19
Plant and Machinery	4,372.52	-	670.17	39.47	5,003.22	1,599.63	273.68	19.56	1,853.75	3,149.47	2,772.89
Furniture and Fixtures	70.29	-	3.75	0.13	73.91	29.16	5.95	0.05	35.06	38.85	41.13
Vehicles	82.97	-	11.50	6.12	88.35	40.29	8.22	3.09	45.42	42.93	42.68
Office Equipments	47.20	-	2.02	0.22	49.00	27.85	4.90	0.16	32.59	16.41	19.35
Right of Use											
(a) Land	-	71.40	0.76	-	72.16	-	13.56	-	13.56	58.60	-
(b) Building	-	8.58	-	-	8.58	-	1.78	-	1.78	6.80	-
Total Tangible Assets	**7,203.30**	**79.98**	**984.14**	**63.78**	**8,203.64**	**2,069.24**	**377.70**	**22.86**	**2,424.08**	**5,779.56**	**5,134.06**
(B) Intangible Assets											
Computer Software	37.01	-	1.30	-	38.31	26.27	3.30	-	29.57	8.74	10.74
Total Intangible Assets	**37.01**	**-**	**1.30**	**-**	**38.31**	**26.27**	**3.30**	**-**	**29.57**	**8.74**	**10.74**
Total (A + B)	**7,240.31**	**79.98**	**985.44**	**63.78**	**8,241.95**	**2,095.51**	**381.00**	**22.86**	**2,453.65**	**5,788.30**	**5,144.80**
Capital Work in Progress										**106.97**	**84.49**

(₹ in million)

Description	GROSS BLOCK				DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2018	Additions	Deductions/ Adjustments	As at 31-03-2019	As at 01-04-2018	For the year	Deductions/ Adjustments	As at 31-03-2019	As at 31-03-2019	As at 31-03-2018
(A) Tangible Assets										
Land	699.82	-	-	699.82	-	-	-	-	699.82	699.82
Buildings	1,877.82	61.72	9.04	1,930.50	311.52	63.28	2.49	372.31	1,558.19	1,566.30
Plant and Machinery	4,146.74	258.47	32.69	4,372.52	1,319.60	293.03	13.00	1,599.63	2,772.89	2,827.14
Furniture and Fixtures	66.59	3.94	0.24	70.29	23.53	5.65	0.02	29.16	41.13	43.06
Vehicles	80.27	12.28	9.58	82.97	38.92	8.30	6.93	40.29	42.68	41.35
Office Equipments	45.54	2.37	0.71	47.20	22.78	5.30	0.23	27.85	19.35	22.76
Total Tangible Assets	**6,916.78**	**338.78**	**52.26**	**7,203.30**	**1,716.35**	**375.56**	**22.67**	**2,069.24**	**5,134.06**	**5,200.43**
(B) Intangible Assets										
Computer Software	31.40	5.61	-	37.01	23.14	3.14	0.01	26.27	10.74	8.26
Total Intangible Assets	**31.40**	**5.61**	**-**	**37.01**	**23.14**	**3.14**	**0.01**	**26.27**	**10.74**	**8.26**
Total (A + B)	**6,948.18**	**344.39**	**52.26**	**7,240.31**	**1,739.49**	**378.70**	**22.68**	**2,095.51**	**5,144.80**	**5,208.69**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS (Contd.)

2.1 Property, plant & equipment include assets acquired on finance :

(₹ in million)

Description	As at 31-03-2020		As at 31-03-2019	
	Gross Block	Net Block	Gross Block	Net Block
-From Banks	14.90	9.96	36.87	22.07
-From Others	12.84	10.89	12.39	9.30

2.2 Refer note 17 for security created on Land, Building and Property, Plant & Equipment.

2.3 Refer Note 45.3 for effect of adoption of Ind AS 116 "Lease"

3 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in million)

Particulars	As at 31-03-2020		As at 31-03-2019	
Investment (measured at cost)				
Investment in Joint Venture				
Unquoted (Fully paid up)				
Investment in Partnership Firm in the nature of Joint Venture				
In Skipper Metzer LLP	95.20		89.43	
Add: Share in Profit of Joint Venture	(2.96)	92.24	(0.16)	89.27
Total		92.24		89.27

3.1 The Company had executed a Limited Liability Partnership Agreement with Metzerplas Cooperative Agricultural Organization Ltd (an agriculture cooperative incorporated in Israel) dated 14th February 2018, to jointly carry out business activities in the field of micro-irrigation within the framework of joint-venture. Pursuant to this, an LLP was incorporated on 9th March, 2018, wherein the Company holds 50% partnership Interest.

4 NON-CURRENT FINANCIAL ASSETS - LOANS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Security Deposits		
Unsecured, Considered Good	617.45	2.20
Total	617.45	2.20

Includes deposits given for lease transactions which will be effectve from 01-Apr-2020 and hence, reported at transaction value.

5 OTHER NON CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Capital Advance		
Unsecured, Considered Good	15.47	21.65
Other		
Unsecured, Considered Good		
Prepaid expenses	0.12	0.86
Total	15.59	22.51

6 INVENTORIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
(As taken, valued and certified by the management)		
Raw Materials	1,573.31	1,622.16
Stores and Spare Parts	382.39	321.82
Work-In-Process	652.64	913.41
Finished Goods	2,253.27	2,391.61
Scrap and Waste	61.73	98.50
Total	4,923.34	5,347.50

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

7 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Unsecured, Considered Good	4,403.20	4,956.56
Unsecured, Considered Doubtful	-	-
Having Significant Credit Risk	-	-
Credit Impaired	-	-
	4,403.20	**4,956.56**
Less: Allowances ^	**22.04**	**13.64**
Total	**4,381.16**	**4,942.92**

^ Represents provision on account of Expected Credit Loss [Refer note no. 52(C)]

8 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Cash in hand (as certified by the Management)	4.72	2.40
Balances with Scheduled Banks		
In Current Accounts	4.34	3.90
	9.06	**6.30**

9 CURRENT FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENT

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Other Balances		
Balances with banks		
Deposits with more than 3 months initial maturity (Refer note no. 9.1)	119.13	102.02
In Unpaid Dividend Account	0.23	0.22
Total	**119.36**	**102.24**

9.1 Pledged against guarantees and letters of credit issued by banks.

10 CURRENT FINANCIAL ASSETS - LOANS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Security Deposits		
Unsecured, Considered Good	38.49	30.75
Total	**38.49**	**30.75**

11 CURRENT FINANCIAL ASSETS - OTHERS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Accrued Interest on Fixed Deposit with Bank	0.71	0.27
Total	**0.71**	**0.27**

12 CONTRACT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Contract Assets	271.10	47.95
Total	**271.10**	**47.95**

13 CURRENT TAX ASSETS (NET)

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Unsecured, Considered Good		
Advance Income Tax (net of provision)	-	13.59
Total	**-**	**13.59**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

14 OTHER CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Advances other than Capital Advances		
Unsecured, Considered Good		
Suppliers of Goods & Services	376.23	278.09
Other Advances		
Unsecured, Considered Good		
Balance with Government Authorities	264.44	321.47
Others	123.72	93.68
Total	**764.39**	**693.24**

15 EQUITY SHARE CAPITAL

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Authorized		
410000000 (Previous Years: 410000000) Equity Shares of ₹ 1 each	410.00	410.00
	410.00	**410.00**
Issued, Subscribed and Paid Up		
102670212 (Previous Year: 102670212) Equity Shares of ₹ 1 each fully paid up.	102.67	102.67
Total	**102.67**	**102.67**

15.1 The Reconciliation of the number of shares outstanding is set out below:

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Equity Shares at the beginning of the year	102670212	102582962
Add: Equity Shares issued during the year under Employee Stock Options Plan	-	87250
Equity Shares At the end of the year	**102670212**	**102670212**

15.2 Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of equity shares having a par value of ₹ 1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15.3 Details of shareholders holding more than 5% shares :

Name of Shareholders	As at 31-03-2020		As at 31-03-2019	
	No of Shares	%	No of Shares	%
Mr. Sajan Kumar Bansal	21855339	21.29	21855339	21.29
Mrs. Meera Bansal	21769198	21.20	21769198	21.20
Skipper Plastics Limited	20050000	19.53	20050000	19.53

15.4 The Company does not have any Holding Company.

15.5 The Shareholders of the Company approved the Employee Stock Options Plan 2015 ("ESOP 2015") for issue of Option not exceeding 2000000 (Two million) options to its permanent employees (including a Director, whether whole time or not but excluding independent directors) of the Company, working in India. There were NIL oustanding options at the begining and at the end of the year and no options were granted, cancelled/forfeited, exercised or expired during the year.

15.6 None of the securities are convertible into shares at the end of the reporting period.

15.7 The Company during the preceding 5 years –

(a) Has not allotted shares pursuant to contracts without payment received in cash.

(b) Has not issued shares by way of bonus shares.

(c) Has not bought back any shares.

15.8 There are no calls unpaid by Directors / Officers.

15.9 The Company has not forfeited any shares.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

16 OTHER EQUITY

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Securities Premium Account	1,174.74	1,174.74
Share Options Outstanding Account	-	-
General Reserve	439.76	439.76
Surplus in the Statement of Profit and Loss	5,155.65	4,768.91
Other Comprehensive Income	-	-
Total	**6,770.16**	**6,383.41**

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
16.1 Securities Premium Account		
Balance at the beginning of the year	1,174.74	1,158.65
Add: Premium on issue of share under ESOP	-	16.09
Balance at the end of the year	**1,174.74**	**1,174.74**
16.2 Share Options Outstanding Account		
Balance at the beginning of the year	-	47.19
Less: Transferred to Securities Premium Account on Options Exercised	-	7.43
Less: Transferred to General Reserve on unexercised Options lapsed/cancelled	-	39.76
Balance at the end of the year	**-**	**-**
16.3 General Reserve		
Balance at the beginning of the year	439.76	400.00
Add: Option lapsed/forfeited during the year transferred from Employee Stock Options Outstanding	-	39.76
Balance at the end of the year	**439.76**	**439.76**
16.4 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	4,768.91	4,664.32
Adjustment on account of Transition to Ind AS 115 as on 01-04-2018	-	(6.21)
Adjustment on account of Transition to Ind AS 116 as on 01-04-2019 (Refer note 45.3)	5.74	-
Add: Profit for the year	412.55	311.96
Less: Appropriations		
Proposed Dividend on Equity Shares	25.67	169.41
Corporate Tax on Dividend	5.27	34.82
Add: Transfer from OCI-ReMeasurement	(0.60)	3.07
Balance at the end of the year	**5,155.65**	**4,768.91**
16.5 Other Comprehensive Income		
Items that will not be reclassified to profit or loss (Net of Income Tax Effect)		
Remeasurement of Defined Benefit Plans		
Balance at the beginning of the year	-	-
Add: Other Comprehensive Income for the year	(0.60)	3.07
Less: Transfer to retained earning	0.60	(3.07)
Balance at the end of the year	**-**	**-**
Total	**6,770.16**	**6,383.41**

16 Other Equity (Contd.)

16.6 The description of the nature and purpose of each reserve within equity is as follows:

(a) **Securities Premium Reserve :** The Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

(b) **Share Options Outstanding Account :** The Company has one share option scheme under which options to subscribe for the Company's shares have been granted to certain executives and senior employees. The share-based payment reserve is used to recognise the value of equity settled share-based payments provided to employees as part of their remuneration.

(c) **General Reserve :** The Reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of Other Comprehensive Income. The same can be utilised by the company in accordance with the provisions of the Companies Act, 2013.

(d) **Retained Earnings :** This reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the Companies Act 2013.

(e) **Item of other Comprehensive Income (Re-Measurement of defined benefit plans):** Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

17 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in million)

Particulars	As at 31-03-2020		As at 31-03-2019	
SECURED LOANS				
From Banks				
Rupee Term Loans	951.85		1,203.05	
Foreign Currency Term Loans From Banks	316.25		379.50	
	1,268.10		1,582.55	
Less: Current maturities of term loan	292.72	975.38	401.05	1,181.50
From Bodies Corporate				
Rupee Term Loan	460.01		138.68	
Less: Current maturities of loans	47.67	412.34	50.69	87.99
Hire purchase loans				
From banks	6.73		6.29	
Less: Current maturities of loans	2.74	3.99	2.34	3.95
From others	9.26		7.79	
Less: Current maturities of loans	1.33	7.93	3.12	4.67
UNSECURED LOANS				
Loans from Related Parties		169.25		314.37
Intercorporate Loans		-		**47.50**
Total		**1,568.89**		**1,639.98**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

17 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS (Cntd.)

Secured Loans are covered as follows :

17.1 Rupee Term Loans from Banks of ₹ **406.25 million** (Previous Year: ₹ 500.00 million,) is secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Jangalpur unit, Howrah excluding those assets for which there is a charge of other lenders. These loans are also secured by personal guarantees of some of the directors of the Company.

17.2 Rupee Term Loans from Banks of ₹ **218.16 million** (Previous Year: ₹ 284.78 million) and Foreign Currency Term Loans of ₹ 259.06 million (Previous Year: ₹ 297.09 million) are secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia unit, Howrah excluding those assets for which there is charge of other lenders. These loans are further secured by second pari-passu charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.

17.3 Foreign Currency Term Loan from Banks of ₹ **57.19 million** (Previous Year: ₹ 82.41 million) is secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia and Jangalpur Units excluding those assets for which there is a charge of other lenders. It is further secured by second pari-passu charge on current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.

17.4 Rupee Term Loan from Body Corporate of ₹ **87.57 million** (Previous Year: ₹ 138.68 million) is secured by way of first charge on movable fixed assets of company's Polymer units situated at Uluberia & Guwahati (Unit 1).

17.5 Rupee Term Loans from Banks of ₹ **327.44 million** (Previous Year: ₹ 418.27 million) is secured by way of first charge over all fixed assets, both present and future, of Guwahati (Unit 2).It is further secured by second pari-passu charge on the current assets of the Company.

17.6 Rupee Term Loan from Body Corporate of ₹ **372.44 million** (Previous Year: NIL) is secured by Bank Guarantees.

17.7 Vehicle loans from Banks of ₹ **6.73 million** (Previous Year: ₹ 6.29 million) and ₹ **9.26 million** (Previous Year: ₹ 7.79 million) from Others are secured against hypothecation of respective fixed assets financed by them.

17.8 Repayment schedule as on 31st March, 2020 is as follows:

(₹ in million)

Year of Repayment	Secured				
	Rupee Loan from bank	Rupee Loan from Body Corporate	Foreign Currency Loan	Hire purchase loans from banks	Hire purchase loans from Others
2020-21	205.68	47.67	87.04	2.74	1.33
2021-22	275.00	37.50	101.96	1.79	1.47
2022-23	275.00	374.84	75.00	1.35	3.64
2023-24	196.17	-	52.25	0.85	2.82
Total	**951.85**	**460.01**	**316.25**	**6.73**	**9.26**

17.9 Loans from related parties of ₹ **169.25 million** (Previous Year: ₹ 314.37 million), being long term in nature, have not been considered in the above repayment schedule.

17.10 Interest Rates:

(₹ in million)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Loan Amount (₹ in million)	Rate of Interest (%)	Loan Amount (₹ in million)	Rate of Interest (%)
Secured				
Rupee term loan from banks	951.85	8.50% to 10.60%	918.27	8.75% to 9.15%
	-		284.78	8.35%
Foreign Currency Term Loans From Banks	316.25	4.43% to 4.50%	379.50	5.14% to 5.60%
Rupee term loan from body corporates	460.01	10.25% to 10.50%	138.68	11.05%
Hire purchase loans from Bank	6.73	8.90% to 10.24%	6.29	8.90% to 10.24%
Hire purchase loans from from others	9.26	9.75% to 11.30%	7.79	9.75% to 11.30%
Unsecured				
Loans from Related Parties	169.25	9.00%	314.37	9.00%
Intercorporate Loans	-	-	47.50	7.00%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

18 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Lease Liabilities	58.16	-
Total	**58.16**	**-**

19 NON-CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for employee benefits		
Gratuity	50.82	41.10
Leave encashment	6.46	6.46
Others		
Decommissioning Liability	0.30	0.27
Total	**57.58**	**47.83**

20 DEFERRED TAX LIABILITIES (NET)

The Company has recognized Deferred Tax Liability as per Indian Accounting Standard ("Ind AS") 12- Income Taxes . The balance comprises temporary difference attributable to :

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Deferred tax liability :		
Property Plant Equipment (Refer Note 48)	623.71	605.01
Unamortised Processing Fees On Loan	2.53	-
Right of Use Assets	22.85	-
Security Deposit-Prepaid Rent	0.05	0.38
Total Deferred Tax Liability (A)	**649.14**	**605.39**
Less:		
Deferred Tax Assets :		
Employee's Separation and Retirement Expenses	20.52	17.20
Long Term Capital Loss Carried Forward	0.83	-
Deferred Revenue	5.30	5.99
Provision for allowances on account of Expected Credit Loss	7.70	4.77
Unamortised Processing Fees On Loan	-	3.02
Decommissioning Liability	0.10	0.09
Rent Payable-Rent Straight lining	-	2.01
Forward Mark to Market	47.38	8.69
Security Deposit - Fair Value	0.06	0.44
Lease Liability	24.78	-
Carry Forward of Deductions	211.95	-
Total Deferred Tax Assets (B)	**318.62**	**42.21**
MAT Credit Entitlement	**41.89**	**-**
Deferred Tax Liabilities (Net)	**288.63**	**563.18**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

20 DEFERRED TAX LIABILITIES (NET) (Contd.)

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2020 is given below:

(₹ in million)

Particulars	As at 31-03-2020	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2019
Deferred tax liability :				
Property Plant Equipment (Refer Note 48)	623.71	18.70	-	605.01
Unamortised Processing Fees On Loan	2.53	2.53	-	-
Right of Use Assets	22.85	22.85	-	-
Security Deposit-Prepaid Rent	0.05	(0.33)	-	0.38
Total Deferred Tax Liability (A)	**649.14**	**43.75**	**-**	**605.39**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	20.52	3.24	0.08	17.20
Long Term Capital Loss Carried Forward	0.83	0.83	-	-
Deferred Revenue	5.30	(0.69)	-	5.99
Provision for allowances on account of Expected Credit Loss	7.70	2.93	-	4.77
Unamortised Processing Fees On Loan	-	(3.02)	-	3.02
Decommissioning Liability	0.10	0.01	-	0.09
Rent Payable-Rent Straight lining	-	(2.01)	-	2.01
Forward Mark to Market	47.38	38.69	-	8.69
Security Deposit - Fair Value	0.06	(0.38)	-	0.44
Lease Liability	24.78	24.78	-	-
Carry Forward of Deductions	211.95	211.95	-	-
Total Deferred Tax Assets (B)	**318.62**	**276.33**	**0.08**	**42.21**
Deferred Tax Liabilities (Net) (A-B)	**330.52**	**(232.58)**	**(0.08)**	**563.18**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

20 DEFERRED TAX LIABILITIES (NET) (Contd.)

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2019 is given below:

(₹ in million)

Particulars	As at 31-03-2020	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2019
Deferred tax liability :				
Property Plant Equipment	605.01	35.79	-	569.22
Security Deposit-Prepaid Rent	0.38	(1.59)	-	1.97
Total Deferred Tax Liability (A)	**605.39**	**34.20**	**-**	**571.19**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	17.20	3.81	(1.64)	15.03
Deferred Revenue	5.99	3.45	-	2.54
Provision for allowances on account of Expected Credit Loss	4.77	1.00	-	3.77
Unamortised Processing Fees On Loan	3.02	2.16	-	0.86
Decommissioning Liability	0.09	(0.62)	-	0.71
Rent Payable-Rent Straight lining	2.01	(2.72)	-	4.73
Forward Mark to Market	8.69	5.82	-	2.87
Security Deposit - Fair Value	0.44	(1.71)	-	2.15
Total Deferred Tax Assets (B)	**42.21**	**11.19**	**(1.64)**	**32.66**
Deferred Tax Liabilities (Net) (A-B)	**563.18**	**23.01**	**1.64**	**538.53**

21 OTHER NON-CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Deferred Revenue (Refer note 27.1)	13.20	15.18
Total	**13.20**	**15.18**

22 CURRENT FINANCIAL LIABILIITES- BORROWINGS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
SECURED LOANS		
Working Capital Facilities from Banks		
Cash Credit facilities including Packing Credit and Demand Loans*	2,388.32	3,133.36
Buyer's Credit from Banks		
For Operational Use	155.86	-
UNSECURED LOANS		
Intercorporate Loans	80.00	
Total	**2,624.18**	**3,133.36**

* Includes positive balance of Rs 309.15 million in Cash Credit Account

22.1 Working Capital are secured by first charge on current assets and second charge on fixed assets of Jangalpur, Uluberia & Guwahati (Unit 1 & 2) and also by personal guarantees of some of the directors of the Company.

22.2 Interest on working Capital Facilities from banks carries interest ranging from 8.60% to 10% per annum. Packing Credit from Banks bears interest 6 months' Libor plus 125 bps. Buyer's Credit from Banks bears interest from 1.64% to 2.89%.

23 CURRENT FINANCIAL LIABILIITES- LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Lease Liabilities	12.74	-
Total	**12.74**	**-**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

24 CURRENT FINANCIAL LIABILIITES- TRADE PAYABLES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Total Outstanding Dues of Micro Enterprises and Small Enterprises (Refer note 43)	31.68	16.87
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises	3,712.21	3,496.94
Total	**3,743.89**	**3,513.81**

25 CURRENT FINANCIAL LIABILITIES - OTHERS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Current maturities of Long-Term Debt including unsecured Loans	340.39	451.74
Current maturities of Hire Purchase Loans	4.07	5.46
Interest accrued but not due	23.94	0.68
Unpaid dividends	0.23	0.21
Liability for Capital Expenditure	457.46	32.29
MTM Loss on Forward Contract	135.58	24.86
Total	**961.67**	**515.24**

26 CONTRACT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Contract Liabilities	720.80	386.46
Total	**720.80**	**386.46**

27 OTHER CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2020		As at 31-03-2019	
Other payables				
Deferred Revenue (Refer note 27.1)	1.97		1.97	
Payable to Employees	90.53		100.34	
Statutory dues	78.42		110.75	
Rent Straight lining Provision	-		5.74	
Other Payables	6.45	177.37	6.45	225.25
Total		**177.37**		**225.25**

27.1 Movement of Deferred Revenue (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Opening Balance	17.15	7.27
Add: Received during the year	-	11.07
Less: Released to Statement of Profit & Loss	1.98	1.19
Closing Balance	**15.17**	**17.15**

28 CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for employee benefits		
Leave encashment	1.45	1.66
Total	**1.45**	**1.66**

29 CURRENT TAX LIABILITIES (NET)

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Provision for Income Tax (Net of Advance Tax)	26.77	-
Total	**26.77**	**-**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

30 REVENUE FROM OPERATIONS

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Sale of Goods	12,728.48	17,929.94
Income From Job Work	-	0.38
Income from Infrastructure Projects	1,116.41	658.27
	13,844.89	**18,588.59**
Other Operational Revenues		
Export Benefits	60.18	120.10
Total	**13,905.07**	**18,708.69**

30.1 Refer note 49 for disaggregated revenue informations.

30.2 Reconciliation of revenue from sale of products with the contracted price is given below

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Contracted Price	13,978.47	18,652.79
Less: Trade discounts, volume rebates, etc	133.58	64.20
Sale of Goods	**13,844.89**	**18,588.59**

31 OTHER INCOME

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Interest Income on Bank Deposits	7.55	10.97
Other non-operating income		
Profit on sale of Fixed Assets	9.95	-
Miscellaneous Income	2.15	2.69
Total	**19.65**	**13.66**

32 COST OF MATERIALS CONSUMED

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Cost of Materials (including conversion charges and procurement expenses)	**8,451.26**	**12,545.39**

32.1 Shortage/excess (if any) on physical verification have been adjusted in the consumption shown above.

33 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(₹ in million)

Particulars	Year ended 31-03-2020		Year ended 31-03-2019	
Opening Stock :				
Work-In-Process	913.41		700.94	
Finished Goods	2,391.61		2,734.44	
Scrap and Waste	98.50	3,403.52	63.01	3,498.39
Less:				
Closing Stock :				
Work-In-Process	652.64		913.41	
Finished Goods	2,253.27		2,391.61	
Scrap & Waste	61.73	2,967.64	98.50	3,403.52
(Increase)/Decrease in Stock		435.88		94.87
Total		**435.88**		**94.87**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

34 EMPLOYEE BENEFIT EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Salaries, Wages, Bonus and Allowances	686.21	749.12
Contribution to Provident and Other Funds	49.74	54.33
Workmen and Staff Welfare Expenses	11.25	13.43
Total	**747.20**	**816.88**

35 FINANCE COSTS

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Interest	743.12	912.60
Lease Interest	7.58	-
Exchange differences regarded as an adjustment to borrowing costs	38.14	40.08
Other Borrowing Costs	58.75	63.25
Total	**847.59**	**1,015.93**

36 OTHER EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Consumption of Stores and Spare Parts	687.61	613.62
Power and Fuels	453.14	604.19
Labour Charges & Project Expenses	810.23	929.02
Repairs & Maintenance		
-Plant & Machinery	63.70	87.97
-Building	16.75	32.48
-Others	43.12	62.28
Rent and Hire Charges	33.33	71.19
Rates and Taxes	20.80	54.85
Insurance	23.83	16.18
Electricity Charges	4.33	4.35
Travelling and Conveyance Expenses	105.91	124.57
Communication Expenses	6.32	9.24
Bank Charges	6.08	5.02
Freight, Packing and Handling Expenses (net)	120.60	196.96
Legal and Professional Expenses	28.23	56.76
Security Service Expenses	34.87	36.99
Advertisement and Sales Promotion Expenses	61.92	192.95
Commission	13.53	39.50
Derivative Instruments (Gain)/Loss	129.34	5.31
(Gain)/loss on exchange fluctuation	25.79	24.22
Loss on sale of Fixed Assets	-	7.84
Irrecoverable Debts/Advances Written Off (net)	1.95	8.57
Provision for allowances under expected credit loss [Refer note 52 (C)]	8.40	2.84
Charity and Donations	0.27	0.30
Corporate Social Responsibility	27.51	34.02
Auditors' Remuneration (Refer note no. 36.1)	2.45	2.53
Miscellaneous Expenses (Refer note no. 36.2)	149.46	216.99
Total	**2,879.47**	**3,440.74**

36 OTHER EXPENSES (Contd.)

36.1 Auditors' Remuneration includes:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
(a) Statutory Auditors		
Audit Fees	1.40	1.40
Reimbursement of out-of-pocket expenses	-	0.01
Certification & Other Services (incl. Limited Review Fees)	0.98	1.04
Total (a)	2.38	2.45
(b) Cost Auditors		
Audit Fees	0.07	0.07
Certification	-	0.01
Total (b)	0.07	0.08
Total (a+b)	2.45	2.53

36.2 Miscellaneous expenses includes:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Sitting Fee to Directors	0.85	1.18
Total	0.85	1.18

37 TAX EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Current Tax	41.89	131.93
MAT Credit entitlement for current year	(41.89)	-
MAT Credit entitlement for earlier years	-	(21.57)
Tax adjustments for earlier years	-	(15.65)
Deferred Tax	(232.58)	23.01
Total	(232.58)	117.72

37.1 Reconciliation of estimated income tax expenses at Indian statutory income tax rates to income tax expenses reported in statement of profit and loss:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Income before taxes	179.97	429.84
Applicable Tax Rate	34.94%	34.94%
Estimated Income Tax Expense	62.89	150.20
Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of non deductible expenses	9.71	6.90
Effect of allowances for tax purpose	(103.49)	(3.98)
Effect of tax rate change considered	(203.08)	-
Others	1.39	1.82
Tax Expense in Statement of Profit and Loss (Refer note 37.2)	(232.58)	154.94
Effective Tax Rate	-	36.04%

37.2 Tax Expense in Statement of Profit and Loss is excluding Tax adjustment and MAT Credit for earlier years.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

38 OTHER COMPREHNSIVE INCOME

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Items that will not be reclassified to profit or loss :		
Remeasurement of defined benefit plans	(0.23)	4.71
	(0.23)	4.71
Income tax relating to items that will not be reclassified to profit or loss :		
Remeasurement of defined benefit plans	0.08	(1.64)
	0.08	(1.64)
Total	(0.15)	3.07

39 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF

Claims against the Company not acknowledged as debt, disputed taxes/ duties are as follows:-

(₹ in million)

Nature of Contingent Liability	Authorities before which matter is pending and year of dispute	As at 31-03-2020	As at 31-03-2019
Demand notices issued by Central Excise Department	The matter is pending with Commissioner(A) /CESTAT. (Related to year: 2005-06, 2007-08, 2009-10 to 2012-13 & 2017-18) [Paid ₹ **10.39 million** (Previous Year: ₹ 10.80 million)]	60.47	66.90
Demand notices issued by Service Tax Department	The matter is pending with Commissioner(A) / CESTAT (Related to year: 2007-08, 2009-10 to 2012-13) [Paid ₹ **0.73 million** (Previous Year: ₹ 0.73 million)]	33.89	33.89
Demand notices issued by Directorate of Revenue Intelligence	The matter is pending with DRI (Related year: 2015-16) [Paid ₹ **0.95 million** (Previous Year: ₹ 0.95)]	25.58	25.58
CST Demand issued by Assessing Authority	The matter is pending with Joint Commissioner-Commercial Taxes /Senior Joint Commissioner/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2005-06, 2006-07, 2015-16, 2016-17 & 2017-18) [Paid ₹**1.95 million** (Previous Year: ₹ 11.14 million)]	36.17	44.07
GST Demand issued by Assessing Authority	The matter is pending with Commissioner SGST & CX (Related to year: 2018-19) [Paid ₹ **0.30 million** (Previous Year: ₹ NIL)]	0.30	-
Sales Tax/VAT demands issued by Assessing Authority	The matter is pending with Senior Joint Commissioner/ Additional Commissioner-Commercial Taxes/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2005-06, 2006-07, 2009-10 & 2016-17) [Paid ₹ **0.46 million** (Previous Year: ₹ Nil)]	79.52	74.55
Income Tax demands issued by Assessing Authority	The matter is pending with CIT (Appeals) (Related to assessment year: 2018-19) [Paid **NIL** (Previous Year: ₹ NIL)]	9.67	-

39 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF (Contd.)

39.1 The Company does not expect any reimbursements in respect of the above contingent liability.

39.2 It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at pending resolution of the appellate proceedings.

39.3 A nine judge bench of the Supreme Court of India upheld the constitutional validity of entry tax by majority decision subject to fulfilling of certain conditions. Majority members held that entry tax should not be discriminatory in nature. The writ petition is pending at the division bench of Kolkata challenging the levy of West Bengal tax on Entry of goods into local areas Act 2012 (the Act), on the ground that it is violation of articles 304(a) and Article 14 of the Constitution. The Hon'ble High Court of Calcutta has granted interim order that tax shall not be realized by State. However, the petitioner Companies have been directed to comply with the provisions of Entry tax relating to filing of return etc. It has been legally advised that the levy of Entry tax in the state of West Bengal would not pass the acid test of discrimination in as much as the Hon'ble Supreme Court has categorically stated that "State Legislature in exercise of its taxing power can grant exemption / set off to locally produce and manufactured goods only to a limited extent based on the intelligible differentia which is not in the nature of the general / unspecified exemptions. There is a blanket, unlimited and unspecified exemption provided by the state of West Bengal on the intra-state movement of goods, which may contradict the guidelines laid down by the Hon'ble Supreme Court. In the meantime vide notification no.256-L, dated 6th March, 2017 and no.457-L, dated 7th March, 2017 the Govt. of W.B. have made retrospective amendments to the said Act which have also been challenged before the Hon'ble WBTT. In view of the above fact and as per the legal opinion received, management is of the view that no provision is required on account of entry tax amounting to **₹ 139.36 million** (Previous year: ₹ 139.36 million).

40 Estimated amount of contracts pending execution on capital account net of advances of **₹ 15.47 million** (Previous Years: ₹ 21.65 million) and not provided for is **₹ 112.66 million** (Previous Years: ₹ 86.77 million).

41 The Company has given Corporate Guarantee of **₹ 480.00 million** to a Bank for arranging credit facility for its Joint Venture and is expecting a counter Bank Gauarantee from its Joint Venture Partner for **₹ 240.00 million**. Borrowings oustanding in the books of account of the Joint Venture as at 31st March' 2020 from this credit facility is **₹ 177.82 million**.

42 As per Section 135 of the Companies Act, 2015, a CSR committee has been formed by the company. The disclosure in respect of CSR Expenditure during the year as aligned with the CSR Policy of the Company which is in line with the activities specified in Schedule VII of the Companies Act, 2013 is as under:

(₹ in million)

Particulars			Year ended 31-03-2020		Year ended 31-03-2019	
(a) Gross amount required to be spent by the Company during the year			27.41		34.01	
(b) Related Party Transaction as per Ind AS 24 in relation to CSR activities (Refer note no. 50)			24.30		24.08	
	Amount Paid	Amount yet to be paid	Amount Paid	Amount yet to be paid		
(c) Amount spent during the year on:-						
(i) Construction/ acquisition of any asset	-	-	-	-		
(ii) Purposes other than (i) above	27.51	-	34.02	-		
Total	**27.51**	-	**34.02**	-		

43 The information regarding amounts due to creditors registered under the Micro, Small and Medium Enterprises Development Act, 2006, has been given to the extent available with the Company. The required disclosures of outstanding dues of micro, small & medium enterprises are as under:

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
(a) Principal amount remaining unpaid as at 31st March	31.68	16.87
(b) Interest amount remaining unpaid as at 31st March	0.15	Nil
(c) Interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year.	Nil	Nil
(d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
(e) Interest accrued and remaining unpaid as at 31st March	Nil	Nil
(f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

44 EMPLOYEE BENEFITS

Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 - Employee Benefits are as under :

(A) Defined Contribution Plan :

The amount recognised as an expenses for the Defined Contribution Plans are as under :

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Contribution to Provident and other funds:		
Employer's Contribution to Provident Fund	9.71	10.16
Employer's Contribution to Pension Scheme	18.03	18.19
Employees Deposit Linked Insurance	1.14	1.21
Workmen and Staff Welfare Fund:		
Employees State Insurance Corporation	7.86	11.66
Labour Welfare Fund	0.13	0.10
Total	**36.87**	**41.32**

(B) Defined Benefit Plan :

Post employment and other long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit obligation. The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Liability for leave payable at the time of retirement has been recognized on actuarial basis.

Risk Exposure:

Defined Benefit Plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk, Demographic Risk and Regulatory risk.

(a) **Interest rate risk :** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) **Salary risk :** Higher than expected increases in salary will increase the defined benefit obligation.

(c) **Demographic risk :** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

(d) **Regulatory Risk :** Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity from **₹ 1 million to ₹ 2 million**). An upward revision of maximum gratuity limit will result in gratuity plan obligation.

44 EMPLOYEE BENEFITS (Contd.)

The following tables summarise the components of net benefit expense recongnised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Post-retirement benefit plans.

(₹ in million)

Particulars	Gratuity (Funded) 2019-2020	Gratuity (Funded) 2018-2019
(i) Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined benefit obligation at beginning of the year	54.25	47.57
Current service cost	8.64	9.03
Interest cost	3.85	3.59
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Benefits paid directly by the Company	(0.18)	(0.03)
Benefits paid from plan assets	(7.01)	(0.78)
Defined benefit obligation at year end	59.72	54.25
(ii) Reconciliation of opening and closing balances of fair value of plan assets		
Fair value of plan assets at beginning of the year	13.15	12.40
Interest Income on plan assets	0.81	0.95
Employer's Contribution	2.00	1.00
Return on plan assets greater/ (Less) than discount rate	(0.06)	(0.42)
Benefits paid	(7.01)	(0.78)
Fair value of plan assets at year end	8.89	13.15
(iii) Reconciliation of fair value of assets and obligations		
Fair value of plan assets as at 31st March	8.89	13.15
Present value of obligation as at 31st March	59.72	54.25
Net asset/(liability) recognized in Balance Sheet	(50.83)	(41.10)
(iv) Expenses recognized during the year		
Current service cost	8.64	9.03
Interest cost	3.04	2.64
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Return on plan assets greater/ (Less) than discount rate	0.06	0.42
Amount charged to statement of Profit & Loss	11.91	6.96
(v) Re-measurements recognised in Other Comprehensive Income (OCI)		
Actuarial (gain)/loss - experience	(4.19)	(5.13)
Actuarial (gain)/loss - financial assumptions	4.36	-
Return on plan assets greater/ (Less) than discount rate	0.06	0.42
Amount recognised in Other Comprehensive Income (OCI)	0.23	(4.71)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

44 EMPLOYEE BENEFITS (Contd.)

(₹ in million)

Particulars	Gratuity (Funded) 2019-2020	Gratuity (Funded) 2018-2019
(vi) Maturity Profile of Defined Benefit obligation for the year ending:		
31st March, 2020	-	9.00
31st March, 2021	9.94	4.63
31st March, 2022	4.48	5.35
31st March, 2023	6.53	7.39
31st March, 2024	5.36	6.69
31st March, 2025	8.24	-
31st March, 2025 to 31st March, 2029	-	43.17
31st March, 2026 to 31st March, 2030	41.23	-
(vii) Sensitivity analysis for significant assumptions : #		
Increase/ (Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(4.81)	(4.11)
1% decrease in discount rate	5.69	4.84
1% increase in salary escalation rate	5.63	4.81
1% decrease in salary escalation rate	(4.83)	(4.15)
1% increase in withdrawal rate	1.70	1.41
1% decrease in withdrawal rate	(2.36)	(1.64)
(viii) Major Categories of Plan Assets		
L.I.C. Group Gratuity (Cash Accumulation Policy)-% of invested funds	100	100

(ix) Actuarial assumptions:

(₹ in million)

Mortality table (L.I.C.)	Indian Assured Lives Mortality (2006 - 08) Ult	Indian Assured Lives Mortality (2006 - 08) (modified) Ult
Discount rate (per annum)	6.70%	7.60%
Expected rate of return on plan assets (per annum)	6.70%	7.60%
Turnover rate	1% to 8%	1% to 8%
Rate of escalation in salary (per annum)	4.00%	4.00%
Retirement Age	60 years	60 years
(x) Weighted Average Duration of Defined Benefit Obligation	**10 Yrs.**	**11 Yrs.**
(xi) Expected Contribution during next year	**8.95**	**8.64**

These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

44 EMPLOYEE BENEFITS (Contd.)

(xii) Salary Escalation Rate :

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

45 OPERATING LEASE

45.1 The Company has certain residential/commercial premises under cancellable operating leases, renewable with mutual consent on mutually agreeable terms. There are no restrictions imposed by lease agreements. The Company had taken certain land on operating lease for its manufacturing facilities. There is escalation clause in some of the lease agreement. There is lock in clause ranging from 6 months to 12 months in certain lease agreement.

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Minimum lease payments recognised in the statement of profit and loss during the year included under the head "Rent and Hire Charges"	23.28	62.37
On cancellable leases	23.28	7.86
On non-cancellable leases	-	54.51

45.2 Future Minimum Lease Payments

As at 31st March, the future minimum lease payments to be made under non-cancellable operating lease are as follows:

(₹ in million)

Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Payables within one year	-	2.59

45.3 Effective April 01, 2019 the company adopted Ind AS 116 Lease" using modified retrospective approach in accordance with the modified retrospective transition method, the comparatives have not been retrospectively adjusted. The adoption of Ind AS 116 has the following impact.

(a)The Company recognized ROU assets for the following asset categories:

(₹ in million)

ROU Asset Category	As at 01-04-2019
Land	71.40
Building	8.58
Total	**79.98**

(b) The change in accounting policy increased Right of Use asset and Lease Liability by ₹ 79.98 million.

(c) Net impact on Retained Earnings on 1st April, 2019 was an increase of ₹ 5.74 million.

(d) Practical Expedients applied on initial application date-

(i)The Company has not reassessed whether a contract is or contains a lease at the date of initial application.

(ii) The Company has utilised the exemptions provided for short-term leases (less than a year) and leases for low value assets.

(iii) The Company has utilised hindsight in determining the lease terms where contracts contained options to extend or terminate the lease.

(iv) Initial direct costs are excluded from the measurement of right-of-use assets at the date of initial application.

(v)The Company has used a single discount rate to a portfolio of leases with reasonable similar characteristics based on the remaining lease term as at the date of initial application.

(vi) The Company has relied on its previous assessment on whether leases are onerous.

(vii)The weighted average of Company's incremental borrowing rate applied to lease liabilities at the date of Initial application was 10%.

(e) The operating cash flows for the year ended March 31, 2020 has increased by ₹ 17.42 million and the financing cash flows have decreased by ₹ 17.42 million as repayment of lease liabilities and related interest has been classified as cash flows from financing activities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

45 OPERATING LEASE (Contd.)

(f) A reconciliation of the operating lease commitments at 31st March, 2019, disclosed in the Company's 2018-19 financial statements, to the lease liabilities recognised in the statement of financial position is provided below:

Particular	(₹ in million)
Operating lease commitments disclosed as at March 31, 2019	-
Add/(Less) Lease obligations identified related to land	98.62
Add/(Less) Lease obligations identified related to buidling	11.10
Add/(Less)Recognition of Exemptions	
- Leases of low value assets	(0.16)
Gross Lease liabilities recognised as at April 01, 2019	109.56
Add/(Less) Effect of discounting	(29.58)
Lease liabilities recognised as at April 01, 2019	79.98

46 EARNINGS PER SHARE (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars		Year ended 31-03-2020	Year ended 31-03-2019
Profit After Taxation as per Statement of Profit & Loss -[In ₹ million]	(a)	412.55	311.96
Weighted-average Number of Equity Shares for computing basic EPS	(b)	10,26,70,212	10,26,54,674
Add: Dilutive Impact of Employee Stock Options Plan-[In ₹ million]	(c)	-	-
Weighted-average Number of Equity Shares for computing diluted EPS	(d=b+c)	10,26,70,212	10,26,54,674
Basic EPS -[In ₹]	(a/b)	4.02	3.04
Diluted EPS -[In ₹]	(a/d)	4.02	3.04

47 Event Occurring after Balance sheet

For the year ended 31st March, 2020, the Board of Directors of the Company has recommended dividend of ₹ **0.10 per share** (Previous Year: ₹ 0.25 per share) to equity shareholders subject to approval of shareholders in the ensuing AGM.

48 INCOME TAX

The Taxation Laws (Amendment) Act 2019 ('the Act'), was passed whereby existing domestic companies were given the option to compute income-tax at a lower rate of 22% (plus applicable surcharge and cess) under section 115BAA of the Income Tax Act, 1961 instead of the existing rate of 30% (plus applicable surcharge and cess). However, a domestic company can avail such lower tax rate only if it forgoes various deductions, exemptions or incentives specified in this behalf in the Act. The aforementioned option can be availed at the option of the domestic company for any previous year relevant to the assessment year beginning on or after the 1st day of April, 2020. There is no time limit to choose the option of lower tax rate under section 115BBA, however, once chosen it is irreversible.

The Company has made an assessment of the impact of the Act and decided to continue with the existing tax structure until the utilisation of MAT credit entitlement. tax incentives and deductions available to the Company. In compliance with the accounting standards, the Company has evaluated the outstanding deferred tax liability and written back an amount of ₹ 203.08 Million to the statement of profit and loss accounts on account of re-measurement of deferred tax liability that is expected to reverse in future when the Company would migrate to the new tax regime.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

49 SEGMENT REPORTING

(A) Business segment

(₹ in million)

Reportable Segments	Year ended 31st March, 2020				Year ended 31st March, 2019			
	Engineering Products	Polymer Products	Infrastructure Projects	Total	Engineering Products	Polymer Products	Infrastructure Projects	Total
(a) Segment Revenue -Gross								
Revenue From Operation (Gross)	11,425.49	1,363.17	1,116.41	13,905.07	16,452.20	1,598.22	658.27	18,708.69
(b) Segment Results	1,174.99	(2.67)	38.14	1,210.46	1,720.35	(27.79)	26.04	1,718.60
Unallocated Corporate income / (expenses) (net of expense / income)				(188.10)				(283.80)
Operating Profit				1,022.36				1,434.80
Interest Expenses				847.59				1,015.93
Interest Income				7.55				10.97
Share of profit/ (Loss) of Joint Ventures				(2.35)				(0.16)
Profit Before Tax				179.97				429.68
Less: Taxes				(232.58)				117.72
Profit After Tax				**412.55**				**311.96**

(c) Other Information

(₹ in million)

Reportable Segments	As at 31-03-2020		As at 31-03-2019	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
Engineering	13,265.68	4,023.71	13,364.42	3,681.99
Polymer	2,297.75	552.84	2,147.13	225.75
Infrastructure	1,136.61	745.89	658.77	312.02
Unallocated	428.12	382.64	357.71	591.65
Total	**17,128.16**	**5,705.08**	**16,528.03**	**4,811.41**

(₹ in million)

Reportable Segments	Year ended 31st March, 2020		Year ended 31st March, 2019	
	Capital Expenditure	Depreciation & Amortisation	Capital Expenditure	Depreciation & Amortisation
Engineering	937.73	275.10	349.86	270.15
Polymer	51.93	81.51	41.95	84.26
Infrastructure	6.67	12.66	4.22	12.50
Unallocated	11.59	11.73	17.09	11.79
Total	**1,007.92**	**381.00**	**413.12**	**378.70**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

49 SEGMENT REPORTING (Contd.)

(B) Geographical Segment

The Company operates in Geographical Segment as given below:-

(i) Revenue from Operations

Amount (₹ in million)

Reportable Segments	Year ended 31-03-2020	Year ended 31-03-2019
Within India	12,416.96	16,010.48
Outside India	1,488.11	2,698.21
Total	**13,905.07**	**18,708.69**

(ii) Non-Current Assets @

Amount (₹ in million)

Reportable Segments	Year ended 31-03-2020	Year ended 31-03-2019
Within India	6,620.55	5,343.27
Outside India	-	-
Total	**6,620.55**	**5,343.27**

@ Non-current assets exclude financial instruments, deferred tax assets and employee benefit assets.

(C) Information about major customers

Total amount of revenues from customers (each exceeding 10% of total revenues of the Company) is ₹ 1,823.64 million (Previous Year: ₹ 5,886.53 million) reported under engineering & infrastructure segment. During the year there is no revenue from a single export customers, which is more than 10% of the Company's total revenue.

(D) Other disclosures

(i) The Operating Segments have been reported in a manner consistent with the internal reporting and evaluation by Chief Operating Decision Maker (CODM).

(ii) The business segment comprise the following :

The Engineering Products segment which includes Towers, Tower Accessories, Fasteners, Angles, Channels, Highmast Poles, Swaged Poles, Scaffoldings, Solar Power Systems, Railway Structures etc.

The Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

The Polymer Product segment which includes PVC, CPVC, UPVC, SWR pipes & fittings and other related products.

(iii) The geographical information considered for disclosure are : Sales within India and Sales outside India.

(iv) There are no inter-segment revenues.

Amount (₹ in million)

(E) Based on Timing of Revenue	Year ended 31-03-2020	Year ended 31-03-2019
At a Point in Time	12,788.66	18,050.42
Over Time	1,116.41	658.27
Total	**13,905.07**	**18,708.69**

(F) **Performance obligation at a point in time:** Upon delivery/shipment as per the terms of contract.

(G) **The contracts does not have any financing component.**

50 RELATED PARTY DISCLOSURES

A. List of the related parties and relatives with whom transactions have taken place.

(1) Key Management Personnels.

(a) Mr. Sajan Kumar Bansal	-Managing Director	
(b) Mr. Sharan Bansal	-Whole Time Director	
(c) Mr. Devesh Bansal	-Whole Time Director	
(d) Mr. Siddharth Bansal	-Whole Time Director	
(e) Mr. Amit Kiran Deb	-Independent Director	
(f) Mr. Joginder Pal Dua	-Independent Director	
(g) Mrs. Mamta Binani	-Independent Director	
(h) Mr. Ashok Bhandari	-Independent Director	
(i) Mr. Yash Pall Jain	-Whole Time Director	
(j) Mr. Manindra Nath Banerjee	-Independent Director	ceased w.e.f. 05.06.2018
(k) Mr. Pramod Kumar Shah	-Independent Director	

(2) Parties where key managerial personnel along with their relatives have significant influence.

(a) Skipper Realties Limited
(b) Skipper Telelink Limited
(c) Ventex Trade Private Limited
(d) Skipper Plastics Limited
(e) Suviksit Investments Limited
(f) Skipper Polypipes Private Limited
(g) Vaibhav Metals Private Limited
(h) Aakriti Alloys Private Limited
(i) Samriddhi Ferrous Private Limited
(j) Utsav Ispat Private Limited
(k) Skipper Pipes Limited
(l) Sheo Bai Bansal Charitable Trust
(m) Skipper Foundation

(3) Relatives of key managerial personnel

(a) Mrs. Meera Bansal	-Wife of Mr. Sajan Kumar Bansal
(b) Mrs. Sumedha Bansal	-Wife of Mr. Sharan Bansal
(c) Mrs. Reshu Bansal	-Wife of Mr. Devesh Bansal
(d) Mrs. Shruti M Bansal	-Wife of Mr. Siddharth Bansal

(4) Other related parties (Joint Ventures)

(a) Skipper-Metzer India LLP

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

B. The following transactions were carried out with the related parties in the ordinary course of business :

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Remuneration Paid/Provided								
Mr. Sajan Kumar Bansal	14.40	-	-	-	18.00	-	-	-
Mr. Sharan Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Devesh Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Siddharth Bansal	12.00	-	-	-	9.00	-	-	-
Mr. Yash Pall Jain	4.50	-	-	-	4.50	-	-	-
(b) Rent Paid/Provided								
Mr. Sajan Kumar Bansal	0.36	-	-	-	0.36	-	-	-
Skipper Realties Limited	-	4.05	-	-	-	5.41	-	-
Suviksit Investments Limited	-	0.90	-	-	-	1.02	-	-
Skipper Polypipes Private Limited	-	2.08	-	-	-	2.08	-	-
Skipper Telelink Limited	-	3.24	-	-	-	4.69	-	-
Mrs. Sumedha Bansal	-	-	0.31	-	-	-	0.31	-
(c) Interest Paid/Provided								
Mr. Sajan Kumar Bansal	10.90	-	-	-	3.89	-	-	-
Mr. Sharan Bansal	1.23	-	-	-	0.63	-	-	-
Mr. Devesh Bansal	1.12	-	-	-	0.47	-	-	-
Mr. Siddharth Bansal	1.38	-	-	-	1.74	-	-	-
Skipper Plastics Limited	-	6.52	-	-	-	14.06	-	-
Ventex Trade Private Limited	-	1.23	-	-	-	2.81	-	-
(d) Sitting Fees paid/provided								
Mr. Amit Kiran Deb	0.21	-	-	-	0.33	-	-	-
Mr. Manindra Nath Banerjee	-	-	-	-	0.12	-	-	-
Mr. Joginder Pal Dua	0.22	-	-	-	0.16	-	-	-
Mrs. Mamta Binani	0.13	-	-	-	0.23	-	-	-
Mr. Ashok Bhandari	0.16	-	-	-	0.27	-	-	-
Mr. Pramod Kumar Shah	0.14	-	-	-	0.08	-	-	-
(e) Donation given for CSR Purpose								
Sheo Bai Bansal Charitable Trust	-	1.70	-	-	-	1.50	-	-
Skipper Foundation	-	22.60	-	-	-	22.58	-	-
(f) Loan taken								
Mr. Sajan Kumar Bansal	226.43	-	-	-	70.20	-	-	-
Mr. Sharan Bansal	19.60	-	-	-	13.50	-	-	-
Mr. Devesh Bansal	19.00	-	-	-	23.20	-	-	-
Mr. Siddharth Bansal	20.50	-	-	-	28.20	-	-	-
Skipper Plastics Limited	-	49.90	-	-	-	286.00	-	-
Ventex Trade Private Limited	-	81.60	-	-	-	49.13	-	-
(g) Loan Refunded								
Mr. Sajan Kumar Bansal	119.15	-	-	-	109.96	-	-	-
Mr. Sharan Bansal	5.10	-	-	-	27.27	-	-	-
Mr. Devesh Bansal	5.80	-	-	-	30.47	-	-	-
Mr. Siddharth Bansal	4.80	-	-	-	67.39	-	-	-
Skipper Plastics Limited	-	326.40	-	-	-	7.75	-	-
Ventex Trade Private Limited	-	100.90	-	-	-	29.15	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

50 RELATED PARTY DISCLOSURES (Contd.)

B. The following transactions were carried out with the related parties in the ordinary course of business (Contd.)

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(h) Investments made								
Skipper-Metzer India LLP	-	-	-	5.17	-	-	-	89.43
(i) Sales of Goods								
Skipper-Metzer India LLP	-	-	-	1.46	-	-	-	12.17
Skipper Realties Limited	-	27.77	-	-	-	19.55	-	-
(j) Payment received against sale of goods								
Skipper-Metzer India LLP	-	-	-	5.40	-	-	-	6.77
Skipper Realties Limited	-	27.77	-	-	-	19.55	-	-
(k) Sale of Assets								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	12.65
(l) Payment received against sale of Assets								
Skipper-Metzer India LLP	-	-	-	12.65	-	-	-	-
(m) Amount paid on behalf of related party and Reimbursement received								
Skipper-Metzer India LLP	-	-	-	0.67	-	-	-	35.51
Skipper Realties Limited	-	-	-	-	-	1.23	-	-
(n) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	155.00	-	-	-	-	-	-
Skipper Telelink Limited	-	462.10	-	-	-	-	-	-
(o) Amount received against assignment of Trade Receivable (Net of Charges)								
Skipper Plastics Limited	-	257.50	-	-	-	-	-	-
Ventex Trade Private Limited	-	349.60	-	-	-	-	-	-
(p) Assignment Charges Paid (Gross)								
Skipper Plastics Limited	-	19.38	-	-	-	-	-	-
Ventex Trade Private Limited	-	26.31	-	-	-	-	-	-
(q) Purchase of Assets								
Skipper Realties Limited	-	147.83	-	-	-	-	-	-
(r) Paid against Purchase of Assets								
Skipper Realties Limited	-	34.06	-	-	-	-	-	-
(s) Advance given to supplier								
Skipper-Metzer India LLP	-	-	-	37.33	-	-	-	-
(t) Amount refunded back by supplier								
Skipper-Metzer India LLP	-	-	-	15.50	-	-	-	-
(u) Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	-
(v) Commission on Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	0.60	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

50 RELATED PARTY DISCLOSURES (Contd.)

C. Balance Outstanding as at the balance sheet date

(₹ in million)

Particulars	2019-20 In relation to item				2018-19 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Loan -"Long-Term Borrowings"								
Mr. Sajan Kumar Bansal	123.42	-	-	-	16.14	-	-	-
Mr. Sharan Bansal	14.50	-	-	-	-	-	-	-
Mr. Devesh Bansal	13.20	-	-	-	-	-	-	-
Mr. Siddharth Bansal	15.70	-	-	-	-	-	-	-
Skipper Plastics Limited	-	1.75	-	-	-	278.25	-	-
Ventex Trade Private Limited	-	0.68	-	-	-	19.98	-	-
(b) Remuneration (Net of TDS)-"Other Current Liabilities"								
Mr. Sajan Kumar Bansal	0.80	-	-	-	-	-	-	-
Mr. Sharan Bansal	0.67	-	-	-	-	-	-	-
Mr. Devesh Bansal	0.67	-	-	-	-	-	-	-
Mr. Siddharth Bansal	0.67	-	-	-	-	-	-	-
Mr. Yash Pall Jain	0.24	-	-	-	-	-	-	-
(c) Sale of Goods-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	1.46	-	-	-	5.40
(d) Sale of Assets-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	12.65
(e) Purchase of Assets "Liability for Capital Expenditure"								
Skipper Realties Limited	-	113.77	-	-	-	-	-	-
(f) Advance paid for purchase of goods "Suppliers of Goods & Services"								
Skipper-Metzer India LLP	-	-	-	21.83	-	-	-	-
(g) Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	-
(h) Investment								
Skipper-Metzer India LLP	-	-	-	95.20	-	-	-	89.43
(i) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	155.00	-	-	-	-	-	-
Skipper Telelink Limited	-	462.10	-	-	-	-	-	-

50.1 Remuneration paid to directors represents short-term employee benefits and does not includes any long-term employee benefits post retirement.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

51 FAIR VALUATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (NON-CURRENT AND CURRENT)

(A) Classification of Financial Assets and Financial Liabilities

(₹ in million)

Particulars	As at 31st March, 2020			As at 31st March, 2019		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Trade Receivables	-	-	4,381.16	-	-	4,942.92
Cash and Cash Equivalents	-	-	9.06	-	-	6.30
Other Bank balances	-	-	119.36	-	-	102.24
Loans	-	-	655.94	-	-	32.95
Other Financial Assets	-	-	0.71	-	-	0.27
Total	-	-	5,166.23	-	-	5,084.68
Financial Liabilities						
Borrowings	-	-	4,537.53	-	-	5,230.54
Lease Liabilities	-	-	70.90	-	-	-
Trade Payables	-	-	3,743.89	-	-	3,513.81
Others Financial Liabilities	-	-	481.63	-	-	33.18
MTM Loss on Forward Contract (Derivative Liability)	135.58	-	-	24.86	-	-
Total	135.58	-	8,833.95	24.86	-	8,777.53

Note:

FVTPL: Fair Value Through Profit & Loss

FVOCI: Fair Value Through Other Comprehensive Income

(B) Fair Value Measurement & Hierarchy

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

The Company has established the following fair value hierarchy that categories the values into 3 heads. The inputs to valuation technique used to measure the fair value of the financial instruments are:

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly i.e. fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximises the use of observable market data and rely as little as possible on Company specific estimates. If all the significant inputs required to fair value an instrument are observable, the instruments is included in level 2.

Level 3: Unobservable inputs for the assets or liability i.e. if one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

Financial Assets and Financial Liabilities measured at Fair Vale Through Statement of Profit & Loss

Particulars	As at 31st March, 2020				As at 31st March, 2019			
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
Financial Liabilities								
MTM Loss on Forward Contract (Derivative Liability)	135.58	-	135.58	-	24.86	-	24.86	-
Total	135.58	-	135.58	-	24.86	-	24.86	-

Note:

(a) Current financial assets and liabilities are stated as amortised cost which is approximately equal to their fair value

(b) Non-current financial assets and liabilities measured at amortised cost have same fair value as at 31st March, 2020 and 31st March, 2019.

Valuation Techniques

The following methods and assumptions were used to estimate the fair values

Derivative assets/liabilities has been fair valued on Mark to Market valuation provided by Banks.

Changes in level 2 and level 3 fair values are analysed at each reporting period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities other than derivatives comprise long-term and short-term borrowings, capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets other than derivatives include trade and other receivables, cash and cash equivalents and deposits that derive directly from its operation.

The Company is exposed to market, credit, liquidity and regulatory risks. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below :

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: commodity risk, interest rate risk and foreign currency risk.

(a) Commodity Price Risk

Company is affected by the price volatility of certain commodities, primarily, Steel, Zinc and PVC Resin. Its operating activities require the on-going purchase of these materials. The company has arrangement to passthrough the increase/decrease in steel and Zinc price through price variance clause in majority of the contract. PVC resin being not a material item, hence price sensitivity is not disclosed.

(b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rate relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). Further, the Company has foreign currency risk on import of input materials, capital commitment and also borrow funds in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies, for the remaining exposers to foreign exchange risks, the Company adopts a policy of selective hedging based on risk perception of management using derivative, whenever required, to mitigate or eliminate the risks.

(i) Unhedged Foreign Currency Exposure

The Company's exposure to foreign currency risk at the end of the reporting period are as given below.

Particulars	As at 31-03-2020		As at 31-03-2019	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Financial Assets				
Trade Receivables				
EUR	0.00	0.18	-	-
Financial Liabilities				
Trade Payables				
USD	0.01	0.68	0.29	20.15
Bills Payable				
USD	3.02	227.51	0.57	39.54
Foreign Currency Term Loans				
USD	14.68	1,106.39	5.40	373.55
Buyers Credit Loan				
USD	2.07	155.86	-	-
Packing Credit Loan				
USD	3.00	226.16	-	-
Net Exposure in foreign currency Receivables / (Payable)				
EUR	0.00	0.18	-	-
USD	(22.78)	(1,716.60)	(6.26)	(433.24)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(ii) Impact of increase/ decrease in the exchange rates on the Company's equity and statement of profit and loss for the year is given below:

(₹ in million)

Currency	Changes in exchange rate	Year ended 31-03-2020		Year ended 31-03-2019	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
USD	+5%	(85.83)	(55.84)	(21.66)	(13.85)
	-5%	85.83	55.84	21.66	13.85
EUR	+5%	0.01	0.01	-	-
	-5%	(0.01)	(0.01)	-	-

(iii) Derivative Financial Instruments

Outstanding position and fair value of various derivative financial instruments (Non designated as Cash Flow hedge) is given below :

Particulars	As at 31-03-2020		As at 31-03-2019	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Forward Contract to Sell:				
USD	41.58	3,242.83	36.82	2,632.09
Mark to Mark Gain/(Loss) on Forward Contract to Sell				
USD		(139.68)		(24.86)
Forward Contract to Buy:				
USD	1.00	76.44	-	-
Mark to Mark Gain/(Loss) on Forward Contract to Buy				
USD		4.10		-

(c) Interest Rate risk

The Company is exposed to interest rate risk on financial liabilities such as borrowings, both short-term and long-term. It maintains a balance of fixed and floating interest rate borrowings and the proportion is determined by current market interest rates, projected debt servicing capability and view on future interest rates.

For details of the Company's short-term and long-term borrowings, including interest rate profiles, refer to note no. 17.10 & 22.2 of this Ind AS financial statements.

Impact of increase/decrease in benchmark interest rates on the Company's equity and statement of Profit and Loss for the year are as given below:

(₹ in million)

Particulars	Changes in interest rate	Year ended 31-03-2020		Year ended 31-03-2019	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
Interest rate	+50 bps	(29.26)	(19.04)	(34.25)	(21.90)
	-50 bps	29.26	19.04	34.25	21.90

(B) Liquidity Risks

The Company determines its liquidity requirement in the short, medium and long term. Its objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/ long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(a) Financing Arrangement

The Company had access to the following available liquidity:

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Cash & Cash Equivalent	9.06	6.30
Availability under Committed credit facility	1,861.68	1,116.64

Undrawn limit has been calculated based on eligible drawing power at each reporting date less actual utilisation.

(b) Maturity Analysis

(i) The following are the remaining contractual maturities of financial liabilities as at 31st March, 2020

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	2,968.64	417.72	981.92	169.25	4,537.53
Lease Liabilities	12.74	25.72	15.59	16.85	70.90
Trade Payables	3,743.89	-	-	-	3,743.89
Others Financial Liabilities	481.63	-	-	-	481.63
	7,206.90	**443.44**	**997.51**	**186.10**	**8,833.95**
Derivative					
MTM Loss on Forward Contract	135.58	-	-	-	135.58
	135.58	**-**	**-**	**-**	**135.58**
Total	**7,342.48**	**443.44**	**997.51**	**186.10**	**8,969.53**

(ii) The following are the remaining contractual maturities of financial liabilities as at 31st March, 2019

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	3,590.56	445.08	1,194.90	-	5,230.54
Trade Payables	3,513.81	-	-	-	3,513.81
Others Financial Liabilities	33.18	-	-	-	33.18
	7,137.55	**445.08**	**1,194.90**	**-**	**8,777.53**
Derivative					
MTM Loss on Forward Contract	24.86	-	-	-	24.86
	24.86	**-**	**-**	**-**	**24.86**
Total	**7,162.41**	**445.08**	**1,194.90**	**-**	**8,802.39**

(C) Credit Risks

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

52 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Contd.)

(a) Summary of trade receivables and provision with ageing as on 31st March, 2020

(₹ in million)

Particulars	Not Due	1 to 90 days	91 to 180 days	181 to 365 days	More than 365 days	Total
Gross Carrying Amount	1,950.96	1,016.58	944.40	218.76	272.49	4,403.20
Expected loss rate	0%	0.250%	0.750%	2.250%	2.750%	
Expected credit loss provision	-	2.54	7.08	4.92	7.49	22.04
Carrying Amount of Trade Receivables (Net of impairment)	1,950.96	1,014.04	937.32	213.84	264.99	4,381.16

(b) Summary of trade receivables and provision with ageing as on 31st March, 2019

(₹ in million)

Particulars	Not Due	1 to 90 days	91 to 180 days	181 to 365 days	More than 365 days	Total
Gross Carrying Amount	2,594.35	1,673.12	454.62	79.51	154.96	4,956.56
Expected loss rate	0%	0.250%	0.750%	2.250%	2.750%	
Expected credit loss provision	-	4.18	3.41	1.79	4.26	13.64
Carrying Amount of Trade Receivables (Net of impairment)	2,594.35	1,668.94	451.21	77.72	150.70	4,942.92

(c) Reconciliation of Provision for Loss Allowance

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Opening Balance	13.64	10.80
Add: Changes in Loss Allowance (Net)	8.40	2.84
Closing Balance	22.04	13.64

(D) Regulatory Risks

The Company performance may be impacted due to change in Regulatory Environment. The Company is closely monitoring the regulatory developments and risks thereof and proactively implementing course correction for proper compliance commensurate with new regulatory requirements.

53 Capital Management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term. The Company is not subject to any externally imposed capital requirements. The Company monitors capital using a debt equity ratio.

For the purpose of calculation:

Debt = Non current borrowings + Current Borrowings + Current maturities of long term borrowings + Interest Accrued - Cash and Cash equivalent -Other Bank balances (excluding Unpaid Dividend Balance)

Equity = Equity Share capital + Other Equity

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Debt	4,433.28	5,122.90
Equity	6,872.83	6,486.08
Debt Equity ratio	**0.65**	**0.79**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

53 Capital Management (Contd.)

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

54 The Company has been accorded the recognition for its R&D activities and R&D Centre dedicatedly located at Vill. & Post Barunda, P.S. Bagnan, Dist. Howrah by Department of Scientific and Industrial Research (DSIR), Government of India, vide certificate dated 6th February, 2020. This will lead the Company to entitlement of benefits u/s 35 (2AB) of the Income Tax Act, 1961, further giving the company new opportunities to enhance the R&D efforts, activities & new technologies.

(₹ in million)

Research and Development Expenditure	2019-2020
Capital Expenditure	584.00
Revenue Expenditure	12.07
Total	**596.07**

The sales income of Rs NIL has been included in sales revenue and expenses are debited to respective head of accounts - Employee Benefit Expenses - ₹ 9.23 Million, Depreciation & Amortisation Expenses - ₹ 1.48 Million, Cost of Materials Consumed - ₹ 0.08 Million, Other Expenses - ₹ 1.28 Million.

55 Balances of certain debtors and creditors are subject to confirmation and reconciliation. In the opinion of the management, current assets, loan and advances will have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

56 Impact of COVID-19 - The spread of COVID-19 has severely impacted businesses around the globe. In many countries, including India, there has been severe disruption to regular business operations due to lockdowns, disruptions in transportation, supply chain, travel bans, quarantines, social distancing and other emergency measures. Skipper plants and offices were closed under nationwide lockdown since March 24, 2020 and operations are being resumed in a phased manner taking into account directives from the Government. As a result of lockdown the volumes for the month of March 2020 have been impacted and consequently, the performance for the month of March 2020 has also been partially impacted. Management is expecting that demand for products will improve on stabilization of COVID-19, post removal of lock down. The Company has made detailed assessment of its liquidity position for a period of at least one year from the balance sheet date, of the recoverability and carrying values of its assets comprising property, plant and equipment, Intangible assets, Trade Receivables, Inventory, investments, other current and non-current assets and ability to pay its liabilities and effectiveness of internal financial controls at the balance sheet date, and has concluded that there are no material impact or adjustments required in the Consolidated financial statements.

Management believes that it has taken into account all the possible impact of known events till the date of approval of its financial statements arising from COVID-19 pandemic in the preparation of the Consolidated financial statements. The impact on our business will depend on future developments that cannot be reliably predicted. It is uncertain how long these conditions will last. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Company will closely monitor any material changes to future economic conditions. Management expects no significant impact on the continuity of operations of the business on a long term basis.

57 With reference to RBI circular dated 23/05/2020 for COVID-19 – Regulatory Package, the Company has applied for deferment of instalment of Term Loans and interest on working capital facilities. Considering that the deferment will be allowed by Banks, the Company has given effect to current maturities.

58 Interest in Joint Venture

Below is the Joint venture, which has been considered for consolidation. The entity given below is a Limited Liability Partnership (LLP).

Particulars	As at 31-03-2020	As at 31-03-2019
Name of the entity	Skipper-Metzer India LLP	Skipper-Metzer India LLP
Place of business	Hyderabad, India	Hyderabad, India
% of ownership interest	50%	50%
Relationship	Joint Venture	Joint Venture
Accounting method	Equity Method	Equity Method
Carrying Amount (₹ in million)	92.24	89.27

Summarised financial information for joint venture

The tables below provide summarised financial information for joint venture. The information disclosed reflects the amounts presented in the financial statements of the relevant joint venture and not Skipper's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method, including fair value adjustments made at the time of acquisition and modifications for differences in accounting policies, if any.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

58 Interest in Joint Venture (Contd.)

SUMMARISED BALANCE SHEET

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
ASSETS		
NON-CURRENT ASSETS		
Property, Plant and Equipment	278.70	0.00
Capital Work-in-Progress	0.00	191.55
Financial Assets		
Loans	7.28	5.78
Other Non-Current Assets	0.19	3.55
Total Non-Current Assets	**286.17**	**200.88**
CURRENT ASSETS		
Inventories	94.31	8.19
Financial Assets		
Trade Receivables	136.34	-
Cash & Cash Equivalents	13.11	7.07
Loans	2.42	1.10
Contract Assets	60.07	0.00
Other Current Assets	44.79	33.72
Total Current Assets	**351.04**	**50.08**
TOTAL ASSETS (A)	**637.21**	**250.96**
LIABILITIES		
NON-CURRENT LIABILITIES		
Financial Liabilities		
Borrowings	54.34	-
Lease Liabilities	67.19	-
Other Financial Liabilities	2.68	-
Provisions	1.57	-
Total Non-current Liabilities	**125.78**	**-**
CURRENT LIABILITIES		
Financial Liabilities		
Borrowings	112.61	-
Lease Liabilities	4.56	-
Trade & Other Payables	95.03	18.31
Others	3.26	50.41
Contract Liabilities	12.77	0.50
Other Current Liabilities	99.88	3.20
Provisions	0.04	
Total Current Liabilities	**328.15**	**72.42**
TOTAL LIABILITIES (B)	**453.93**	**72.42**
NET ASSETS (A-B)	**183.28**	**178.54**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2020

58 Interest in Joint Venture (Contd.)

SUMMARISED STATEMENT OF PROFIT AND LOSS

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
INCOME		
Revenue from Operations	324.28	-
Other Income	0.62	2.01
Total Income	**324.90**	**2.01**
EXPENDITURE		
Cost of Materials Consumed	233.33	
Change in Stock of Finished Goods & Work-In-Progress	-75.66	
Employee Benefit Expense	59.74	1.92
Finance Costs	14.81	
Depreciation & Amortisation Expenses	22.17	
Other Expenses	75.21	0.41
Total Expenditure	**329.60**	**2.33**
Profit/(Loss) Before Exceptional Items and Tax	(4.70)	(0.32)
Exceptional Items	-	-
Profit/(Loss) Before Tax	(4.70)	(0.32)
Tax Expense		
Current Tax	-	-
Deferred Tax	-	-
Total Tax Expense	-	-
Profit/(Loss) After Tax	**(4.70)**	**(0.32)**
Other Comprehensive Income (Net of Taxes)	(0.90)	-
Total Profit/(Loss) for the year	**(5.60)**	**(0.32)**
Share of loss from joint venture		
-Profit/(Loss) After Tax	(2.35)	(0.16)
-Other Comprehensive Income (Net of Taxes)	(0.45)	-

Reconciliation to carrying amounts

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Opening Net Assets	178.54	-
Add: Capital Contribution	10.34	178.86
Profit / (Loss) for the year including Other Comprehensive Income (Net of Taxes)	(5.60)	(0.32)
Closing Net Assets	**183.28**	**178.54**
Group's share in %	50%	50%
Group's share	91.64	89.27
Add: Guarantee Commission receivable by Holding Company not accounted for by JV	0.60	-
Carrying Amount	92.24	89.27

58 Interest in Joint Venture (Contd.)

Additional information as required under Schedule III to the Companies Act, 2013 of entities consolidated as Joint Venture as at 31st March, 2020

(₹ in million)

Name of the entity in group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in Other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other omprehensive income	Amount	As % of consolidated total omprehensive income	Amount
Parent	100.04%	6,875.79	100.57%	414.90	24.80%	(0.15)	100.68%	414.75
Indian								
Joint ventures (investment as per equity method)								
Skipper-Metzer India LLP	-0.04%	(2.96)	-0.57%	(2.35)	75.20%	(0.45)	-0.68%	(2.80)
Total	**100%**	**6,872.83**	**100%**	**412.55**	**100%**	**(0.60)**	**100%**	**411.95**

Additional information as required under Schedule III to the Companies Act, 2013 of entities consolidated as Joint Venture as at 31st March, 2019

(₹ in million)

Name of the entity in group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in Other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other omprehensive income	Amount	As % of consolidated total omprehensive income	Amount
Parent	100.00%	6,486.24	100.05%	312.12	100.00%	3.07	100.05%	315.19
Indian								
Joint ventures (investment as per equity method)								
Skipper-Metzer India LLP	0.00%	(0.16)	-0.05%	(0.16)	0.00%	-	-0.05%	(0.16)
Total	**100%**	**6,486.08**	**100%**	**311.96**	**100%**	**3.07**	**100%**	**315.03**

59 The previous period figures have been regrouped/rearranged wherever necessary, to confirm to the current period figures.

Significant Accounting Policies, Judgements and Key Estimates 1

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

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

PRADEEP KUMAR SINGHI
Partner
Membership No. 50773

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 22nd June, 2020

SANJAY KUMAR AGRAWAL
Chief Financial Officer

MANISH AGARWAL
Company Secretary

Notes

Notes

Skipper erected one of the tallest Flag Masts of India, a 300 feet National Flag Mast with 3 nos. of 20m High Masts in Kartarpur Sahib Corridor, Punjab.

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