



DIRECTORS' REPORT

The Members,
Uniroyal Industries Limited,

Your Directors feel pleasure to present the 27th Annual Report of the Company along with its Audited Financial Statements for the financial year ended March 31, 2020.

FINANCIAL RESULTS

The Company's financial performance, for the year ended March 31, 2020 is summarized below:

Particulars	(Rs. in Lacks)			
	Consolidated Financial Year Ended 31.03.20	Consolidated Financial Year Ended 31.03.19	Standalone Financial Year Ended 31.03.20	Standalone Financial Year Ended 31.03.19
Revenue from operations	6917.01	7807.95	2954.97	3087.31
Other Income	12.08	22.29	7.18	19.53
Total Revenue	6929.09	7830.24	2962.15	3106.84
Total Expenses	6373.51	7082.03	2465.13	2463.36
Finance Cost	247.89	303.42	175.32	212.37
Gross Profit after Finance Cost But before Depreciation & Tax	307.69	444.79	321.70	431.11
Depreciation & Amortization Expense	268.1	281.72	256.73	270.04
Profit Before Tax	39.59	163.07	64.97	161.07
Tax Expenses				
- Current Tax	20.75	40.13	20.75	39.33
-Tax Adjustments	1.72	(4.55)	1.70	(4.96)
-Deferred Tax	(37.61)	9.80	(31.80)	10.09
Net Profit	54.73	117.69	74.32	116.61
Other Comprehensive Income/ (Loss)	3.11	2.27	3.11	2.27
Profit/(Loss) for the period	51.62	119.96	71.21	118.88
Proposed Dividend	0.00	0.00	0.00	0.00
Carried to Balance Sheet	51.62	119.96	71.21	118.88
Paid up equity share capital	826.87	826.87	826.87	826.87
Reserves & Surplus	967.55	915.93	905.05	833.84

REVIEW OF OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY

Total income from operations (Net of GST) decreased by 4.65% from Rs. 3,106.84 lacs to Rs. 2,962.15 lacs due to COVID-19 & complete lockout from 22nd March, 2020. Net Profit decreased from 116.61 lacs to Rs. 74.32 lacs due to fall in sales caused by COVID and resulting lockout. AM Textiles & Knitwears Limited, subsidiary of the company too felt the affect of Pandemic and both Turnover and profitability declined causing consolidated income decline to Rs. 6,929.09 lacs from Rs. 7,830.24 lacs and Net profit after taxes falling from Rs. 117.69 lacs to Rs. 54.73 lacs.

The Board has assessed the impact of ongoing COVID-19 and expects the performance to remain below par in at least two to three quarters of the current FY 20-21 and is hopeful of normal activity from the last quarter of the current fiscal. The Board, however, do not expect any impact of this Pandemic in the Long Term.

DIVIDEND

In order to conserve resources to meet the financial requirements of Company's expansion plans in the near future, the Directors of the Company express their inability to recommend any dividend for the Financial Year 2019-20.

AMOUNT CARRIED TO RESERVES

The Profit earned by the Company is retained in the Profit and Loss account of the Company and no amount has been transferred to general reserve during the year under review.

SUBSIDIARY COMPANIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, no company have become or ceased to be Company's subsidiaries, joint venture or associate company. The company has only one 100% subsidiary company, A M Textiles & Knitwears Limited, particulars of which are attached in Form AOC-1 as Annexure - I. The Annual Report contains the consolidated financial statements of the holding company and its subsidiary duly audited by the statutory auditors and the said financial statements have been prepared in strict compliance with applicable Accounting Standards IND-AS and Listing Agreement. The consolidated Financial Statements presented by the company include financial results of the subsidiary company. A statement in respect of the subsidiary giving the details of capital, reserves, total assets and liabilities, details of investments, turnover, profit before taxation, provision of tax, profit after taxation and proposed dividend is attached to this report. The company will make available the Annual Accounts of the subsidiary company and other related information to any member of the company who is interested in obtaining the same. The annual accounts of the subsidiary company are available for inspection at the registered office of the company and that of the respective subsidiary between 11.00 A.M to 1.00 P.M on all working days.

CONSOLIDATED FINANCIAL STATEMENT

The Company has one wholly owned subsidiary named "A M Textiles and Knitwear Limited" and the consolidated financial statements have been prepared with consolidation to the financial statements of A M Textiles and Knitwear Limited.

In accordance with the Companies Act, 2013 ("the Act") and Accounting Standard (AS) - 21 on Consolidated Financial Statements read with AS - 23 on Accounting for Investments in Associates and AS - 27 on Financial Reporting of Interests in Joint Ventures, the audited consolidated financial statement is provided in the Annual Report.

MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF FINANCIAL YEAR AND THE DATE OF REPORT

No material changes and commitments have occurred from the date of closure of the Financial Year 2019-20 year till the date of finalization of this Report, which has any effect over the financial position of the Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply over the Company as there was no dividend declared and paid in the previous financial year 2018-19 and therefore, no amount was transferred to the Investor Education and Protection Fund during the financial year 2019-20.

ENERGY CONSERVATION AND TECHNOLOGY ABSORTION, FOREIGN EXCHANGE EARNING AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows :

(A). Conservation of Energy		
i)	The steps taken or impact on conservation of energy	NIL
ii)	The steps taken for utilizing alternate sources of energy	NIL
iii)	The capital investment on energy conservation equipments	NIL
(B.) Technology Absorption		
i)	The efforts made towards technology absorption	NIL
ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	N.A.



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i) In case of imported technology(imported during the last 3 years reckoned from the beginning of the Financial Year) a) The details of Technology imported b) The year of Import c) Whether the technology been fully absorbed d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A.
ii) The expenditure incurred on Research and Development	NIL
(C). Foreign Exchange Earnings and outgo	
i) The foreign exchange earned in terms of actual inflows during the year	RS. 58,37,851/-
ii) The foreign exchange outgo during the year in terms of actual outflows	RS. 25,02,836/-

DEPOSITS

The Company has neither accepted nor renewed any deposits from public during the year under review and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans, guarantees or investments made by the Company as per Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

PARTICULARS OF THE CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. Further, Your Directors draw attention of the members to Note 10 to the financial statement which sets out related party disclosures. The information on transactions with related parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in as Annexure - II in Form AOC-2 and same forms the part of this report.

ANNUAL RETURN

The extracts of the annual Return, pursuant to the provisions of Section 92(3) read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Form MGT-9 and is attached as Annexure-III to this Report.

SECRETARIAL STANDARDS

The company complies with all applicable the secretarial standards issued by the Institute of Company Secretaries of India. All the provisions of Secretarial Standards I and Secretarial Standards II in respect of the meeting of the Board of Directors and general Meetings respectively has been complied with.

BOARD MEETINGS

The Company had Seven Board meetings during the financial year under review.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Company's Policy relating to selection and appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is furnished in Annexure – IV-A & IV-B and is attached to this report.

BOARD OF DIRECTORS

The Board consists of Three Executive and Four Non-executive Directors including independent Directors who have varied experience in different disciplines of corporate functioning.

In accordance with the provisions of the Act and the Articles of Association of the Company Mrs. Rashmi Mahajan, Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible, she have offered herself for re-appointment. The Board recommends the appointment of Mrs. Rashmi Mahajan as director of the company liable to retire by rotation.

It is further informed that the term of appointment of Mr. Akhil Mahajan as an Executive Director comes to an end on 31st August, 2020 and being eligible he has offered himself for re-appointment. Accordingly, the Board of Directors have proposed to re-appoint Mr. Akhil Mahajan as an Executive Director of the Company w.e.f. 1st September, 2020, subject to the approval of the members of the Company at the ensuing Annual General Meeting.

Mr. Abhay Mahajan has tendered his resignation from the position of Whole Time Director of the Company w.e.f. 31st May, 2020

DISCLOSURE ABOUT KEY MANAGERIAL PERSONNEL

The company has following Key Managerial Personnel:

1. Mr. Arvind Mahajan as the Managing Director,
2. Mrs. Rashmi Mahajan, Whole Time Director
3. Mr. Akhil Mahajan, Whole Time Director
4. Mr. Sumit Rawat, Company Secretary and Compliance Officer
5. Mr. Nasib Kumar Jaryal, Chief Financial Officer

Ms. Meenakshi tendered her resignation from the post of the Company Secretary and Compliance officer of the Company w.e.f. 05.09.2019 and accordingly, Ms. Vrinda Aggarwal, Qualified Company Secretary was appointed as the Company Secretary and compliance officer of the company w.e.f. 06.09.2019.

Ms. Vrinda Aggarwal resigned from the post of the Company Secretary and Compliance officer of the Company w.e.f. 01.12.2019 and accordingly, Ms. Payal Gupta, Qualified Company Secretary was appointed as the Company Secretary and compliance officer of the company w.e.f. 02.12.2019.

Mr. Abhay Mahajan has tendered his resignation from the position of Whole Time Director of the Company w.e.f. 31st May, 2020 due to his immigration out of the country.

Ms. Payal Gupta had resigned from the post of the Company Secretary and Compliance officer of the Company w.e.f. 03/08/2020 and accordingly, Mr. Sumit Rawat, Qualified Company Secretary was appointed as the Company Secretary and compliance officer of the company w.e.f. 04/08/2020.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, we state that during the year under report, none of the employees drew remuneration in excess of the limits set out in the said rules.

DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures Section 149(7) of the Companies Act, 2013 to the Board that they fulfill



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all the requirements and criteria as stipulated in Section 149(6) of the Companies Act, 2013 read with Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

AUDIT COMMITTEE

The Audit Committee consists of the following members:

- a. Mr. Anirudh Khullar
- b. Mr. Sushil Gupta
- c. Mr. Akhil Mahajan

The Audit Committee consists of two independent Directors viz., Mr. Anirudh Khullar and Mr. Sushil Gupta and one executive Director Mr. Akhil Mahajan.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of the following members:

- a. Mr. Anirudh Khullar
- b. Mr. Hasan Singh Mejie
- c. Mr. K.K. Malik

All the members of the Nomination and Remuneration Committee are independent.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee consists of the following members:

- a. Mr. Anirudh Khullar
- b. Mr. Hasan Singh Mejie
- c. Mr. Sushil Gupta

All the members of the Stakeholders Relationship Committee are independent.

There were no complaints filed by any of the shareholders or any other stakeholders of the company during the year under review.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under schedule V and Regulation 34 of the SEBI (LODR) regulations 2015 is presented in a separate section forming part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- a) In the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance

with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

RISK MANAGEMENT POLICY

In terms of the provision of section 134 of the Companies Act, 2013 a risk management policy is set out in the Annual Report of the company. The risk management policy cover the areas of capital risk, liquidity requirements and credit risks. The policy document is furnished in Annexure - IV-C and is attached to this Report.

PROVIDING VIGIL MECHANISM

The Company has established a vigil mechanism and overseas through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of Company's employees and the Company.

AUDITORS AND AUDITOR'S REPORT

M/s Gopal Bhargawa & Co., Chartered Accountants, were appointed as the Statutory Auditors of the Company, at the Annual General Meeting held for the financial year 2018-19, to hold the office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Companies Act, 2013 and that they are not disqualified for re-appointment. The Board recommends their re appointment as auditors of the company for the financial year 2020-21.

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

COST AUDITORS AND COST AUDITOR'S REPORT

As, the Company does not come under the ambit of the provisions of Section 148 of Companies Act, 2013 and Companies (Cost Records and Audit) Rules, 2014, therefore maintenance of Cost Records and requirement of Cost Audit is not applicable to the company for Financial Year 2019-20.

SECRETARIAL AUDITOR AND SECRETARIAL AUDITOR'S REPORT

The Board has appointed Mr. Manish Aggarwal, Practising Company Secretary (M. No. 6714), to conduct Secretarial Audit for the financial year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith this Report. Copy of the Secretarial Audit Report in Form MR-3 issued by the practicing company secretary is enclosed as Annexure V.

The Auditors' Report does not contain any qualification, reservation or adverse remark.

INTERNAL CONTROL SYSTEM

The company's internal control system is commensurate to the size and nature of its business and it ensures timely and accurate financial reporting in accordance with the applicable accounting standards; optimum utilization, efficient monitoring, timely maintenance and safety of assets; compliance with applicable laws, regulations, listing agreement and management policies; effective Management information system and review of other systems. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

LISTING STATUS OF SHARES



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Shares of your company are listed on The Stock Exchange of Mumbai (BSE). Your company is regular in paying annual listing fees to the concerned stock exchange. There was no change in Authorized/Paid up capital during the year.

SHARES

(A) BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

(B) SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

(C) BONUS SHARES

No Bonus Shares were issued during the year under review.

(D) EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable over the company and therefore, the Company has not developed and implemented any Corporate Social Responsibility Policy or initiatives.

PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The act "Prevention, Prohibition And Redressal Of Sexual Harassment Of Women At Workplace Act, 2013" provides for protection against the sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment and for matters connected therewith or incidental thereto. The Company has developed policy on prevention of sexual harassment at workplace as per the provisions of the Act. During the period under review no instances of Sexual Harassment or any other kind of misconduct with Women has been recorded by the Company.

MATERIAL IMPACT OF COVID-19 PANDEMIC ON OPERATIONS AND PERFORMANCE OF THE COMPANY

1. Impact of the CoVID-19 pandemic on the business:

Our manufacturing unit was closed w.e.f. 23rd March, 2020 to 17th May, 2020 (56 days) due to lockdown. However, we had started manufacturing operations to meet small orders backlog. We are currently operating at around 25% production capacity.

2. Ability to maintain operations including the factories/units/office spaces functioning

We are pleased to inform that we are now operating in single shifts at our registered office and manufacturing unit located at Panchkula, Haryana and our capacity utilization is around 25%. We are observing full compliance to the conditions of operations stipulated to avoid any infection due to COVID-19;

We are not facing any migrant labour issues;

3. Steps taken to ensure smooth functioning of operations:

We are taking necessary preventive measures like social distancing, temperature testing, providing masks and sanitization facility to all workers etc. to avoid any infection due to COVID-19;

Most of our labourers are from local areas, so we are not facing any issue of migrant labour.

We have sufficient stock of Raw Materials to meet production requirements.

4. Estimation of the future impact of CoVID-19 on its operations:

It is very early to assess the future impact of COVID-19 with reasonable certainty, however, we are getting regular order. With the opening of domestic market post lockdown, we expect business to improve gradually. We estimate that business will start improving from 3rd quarter of FY21 and we can expect normal business from 4th quarter of FY21 onwards.

5. Details of impact of CoVID-19 on listed entity's:

Capital and financial resources: We have adequate capital to meet business requirements.

Profitability: Profitability for the Quarter 1 (April, 2020 to June, 2020) FY21 is expected to be affected due to lockdown and partial manufacturing capacity utilization. It will remain lacklustre too in 2nd & 3rd quarter. However, it is expected to improve marginally from Quarter 2 (July, 2020 to Sept, 2020) FY21 onwards.

Liquidity position: We have conserved resources to maintain liquidity position in the company.

Ability to service debt and other financing arrangements: Company is capable to service all debts as and when due. The Company is paying its lenders as per due date and has availed moratorium facilities as offered by our banks.

Assets: Company will assess further CAPEX requirements once situation improves and will arrange necessary funding.

Internal financial reporting and control: internal financial reporting and control are fully functioning.

Supply Chain: Its too early to say anything on supply chain issues. It will be known only after the lockdown is lifted.

GENERAL

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

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

PERSONNEL AND INDUSTRIAL RELATIONS

The Employee relations continued to be cordial. The Directors express their thankfulness to the employees for their sincere contribution at all levels.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere thanks to all employees of the company for their committed services and total support for the entire year and particularly during the COVID-19 lockouts. Your Directors place on record the appreciation for the assistance and co-operation received from the Banks, Government authorities, customers, vendors and members during the year under review.

For and on behalf of the Board

Dated: 14/08/2020
Place: Panchkula

(Arvind Mahajan)
Managing Director
DIN: 00007397

(Akhil Mahajan)
Executive Director
DIN: 00007598



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ANNEXURE-I

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/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

INR

Sl. No.	Particulars	Details
1.	Name of the subsidiary	A M TEXTILES AND KNITWEARS LIMITED
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A
4.	Share capital	1,65,00,000
5.	Reserves & surplus	62,49,962
6.	Total assets	9,71,77,463
7.	Total Liabilities	9,71,77,463
8.	Investments	0
9.	Turnover	39,69,45,693
10.	Profit before taxation	(25,38,187)
11.	Provision for taxation	(5,79,260)
12.	Profit after taxation	(19,58,927)
13.	Proposed Dividend	0
14.	% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations;
- Names of subsidiaries which have been liquidated or sold during the year.

N.A
NIL

Part "B": Associates and Joint Ventures

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

	Name of associates/Joint Ventures			
1.	Latest audited Balance Sheet Date			
2.	Shares of Associate/Joint Ventures held by the company on the year end			
	No.			
	Amount of Investment in Associates/Joint Venture			
	Extend of Holding%			
3.	Description of how there is significant influence			
4.	Reason why the associate/joint venture is not consolidated			
5.	Net worth attributable to shareholding as per latest audited Balance Sheet			
6.	Profit/Loss for the year			
i.	Considered in Consolidation			
ii.	Not Considered in Consolidation			

- Names of associates or joint ventures which are yet to commence operations.
- Names of associates or joint ventures which have been liquidated or sold during the year.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For Uniroyal Industries Limited

(Arvind Mahajan)
Managing Director
Din No. 00007397

(Akhil Mahajan)
Executive Director
Din No. 00007598

Place : Panchkula
Dated: 14/08/2020

For GOPAL BHARGAWA & CO.
Chartered Accountants

Gopal Bhargawa
Proprietor
Firm Regn. No. 026816N
M.No. 531619

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

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

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions'	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Mr. Arvind Mahajan
	Nature of contracts/arrangements/transaction	Rent paid for house which was taken on lease by the company.
	Duration of the contracts/arrangements/transaction	Till 30 th September, 2022
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rent @ Rs. 12.00 Lacs per annum is paid
	Date of approval by the Board	14.08.2019
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
2.	Name (s) of the related party & nature of relationship	Mr. Arvind Mahajan
	Nature of contracts/arrangements/transaction	Salary paid to Mr. Arvind Mahajan for working as Managing Director in the company.
	Duration of the contracts/arrangements/transaction	Till 19 th April, 2021
	Salient terms of the contracts or arrangements or transaction including the value, if any	Salary @ Rs. 50.20 Lacs per annum is paid.
	Date of approval by the Board	26.03.2018
	Amount paid as advances, if any	NIL



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SL. No.	Particulars	Details
3.	Name (s) of the related party & nature of relationship	Mrs. Rashmi Mahajan
	Nature of contracts/arrangements/transaction	Salary paid to Mrs. Rashmi Mahajan for working as Executive Director in the company
	Duration of the contracts/arrangements/transaction	Till 31 st March, 2022
	Salient terms of the contracts or arrangements or transaction including the value, if any	Salary @ Rs. 18.84 Lacs per annum is paid.
	Date of approval by the Board	30.03.2019
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
4.	Name (s) of the related party & nature of relationship	Mr. Akhil Mahajan
	Nature of contracts/arrangements/transaction	Salary paid to Mr. Akhil Mahajan for working as Executive Director in the company
	Duration of the contracts/arrangements/transaction	Till 31 st August, 2020
	Salient terms of the contracts or arrangements or transaction including the value, if any	Salary @ Rs. 48.83 Lacs per annum is paid.
	Date of approval by the Board	14.08.2017
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
5.	Name (s) of the related party & nature of relationship	Mr. Abhay Mahajan
	Nature of contracts/arrangements/transaction	Salary paid to Mr. Abhay Mahajan for working as Executive Director in the company
	Duration of the contracts/arrangements/transaction	Till 31 st October, 2020
	Salient terms of the contracts or arrangements or transaction including the value, if any	Salary @ Rs. 54.93 Lacs per annum is paid.
	Date of approval by the Board	29.09.2017
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
6.	Name (s) of the related party & nature of relationship	A M Textiles & knits Ltd
	Nature of contracts/arrangements/transaction	Rent received from subsidiary company
	Duration of the contracts/arrangements/transaction	31 st March, 2020.
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rent of Rs. 0.48 Lacs is received for the financial year 2019-20.
	Date of approval by the Board	30 th October, 2007
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
7.	Name (s) of the related party & nature of relationship	A M Textiles & knitwears Ltd
	Nature of contracts/arrangements/transaction	Purchase from subsidiary company
	Duration of the contracts/arrangements/transaction	Ongoing transactions
	Salient terms of the contracts or arrangements or transaction including the value, if any	Yarn of Rs. 2.05 Lacs is purchase for the financial year 2019-20.
	Date of approval by the Board	30 th October, 2007
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
8.	Name (s) of the related party & nature of relationship	A M Textiles & knitwears Ltd
	Nature of contracts/arrangements/transaction	Sale to subsidiary company
	Duration of the contracts/arrangements/transaction	Ongoing transactions
	Salient terms of the contracts or arrangements or transaction including the value, if any	Yarn of Rs. 0.00 Lacs is sale for the financial year 2019-20.
	Date of approval by the Board	30 th October, 2007
	Amount paid as advances, if any	NIL

For and on behalf of the Board

Dated:14/08/2020
Place: Panchkula

(Akhil Mahajan)
Executive Director
DIN No. 00007598



UNIROYAL INDUSTRIES LIMITED

ANNEXURE-III

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

as on financial year ended on 31.03.2020

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L18101HR1993PLC033167
ii	Registration Date	30/12/1993
iii	Name of the Company	UNIROYAL INDUSTRIES LTD
iv	Category/Sub-category of the Company	PUBLIC LTD COMPANY
v	Address of the Registered office & contact details	PLOT NO 365 INDUSTRIAL AREA PHASE II PANCHKULA HARYANA 134113 tel 0172-5066531-33
vi	Whether listed company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	LINK INTIME INDIA PVT LTD NOBLE HEIGHTS, 1ST FLOOR, PLOT NO. NH-2, C-1 BLOCK, JANAKPURI, NEW DELHI-110058

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufacture of all types of textile garments and clothing accessories	18101	100

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	A M TEXTILES & KNITWEARS LTD	U17301PB2007PLC031538	SUBSIDIARY	100	2(87)(ii)

IV SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i)	Category-wise Share Holding	As per Annexure-"A"
ii)	Shareholding of Promoters	As per Annexure-"B"
iii)	Change in Promoters"Shareholding	As per Annexure-"C"
iv)	Shareholding Pattern of top ten Share- holders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Annexure-"D"
v)	Shareholding of Directors and Key Managerial Personnel	As per Annexure-"E"

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due	As per Annexure-"F"
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VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

i)	Remuneration to Managing Director, Whole time Directors and/or Manager	As per Annexure-"G"
ii)	Remuneration to other Directors,	As per Annexure-"H"
iii)	Remuneration to key Managerial Personnel other than MD/MANAGER/WTM	As per Annexure-"I"

**VII PENALTIES/PUNISHMENT/COMPOUNDING
OF OFFENCES**

As per Annexure-"J"

ANNEXURE- "A"

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

Category of Shareholders	No. of Shares held at the beginning of the year 2019				No. of Shares held at the end of the year 2020				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Shares	
A. Promoters										
(1) Indian	-	-	-	-	-	-	-	-	-	-
a) Individual/HUF	4,350,150	-	4,350,150	51.93%	4,459,041	-	4,459,041	53.23%	108,891	0.0130
b) Central Govt.or State Govt.	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL: (A) (1)	4,350,150	-	4,350,150	51.93%	4,459,041	-	4,459,041	53.23%	108,891	0.0130
(2) Foreign	-	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	4,350,150	-	4,350,150	51.93%	4,459,041	-	4,459,041	53.23%	108,891	0.0130
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	-	4,000	4,000	0.05%	-	4,000	4,000	0.05%	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify) PSIDC	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	-	4,000	4,000	0.05%	-	4,000	4,000	0.05%	-	-
(2) Non Institutions										
a) Bodies corporates	90,700	39,200	129,900	1.57%	90,700	39,200	129,900	1.57%	-	-
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1,244,049	631,330	1,875,379	22.39%	1,244,049	631,330	1,875,379	22.39%	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	1,460,117	35,000	1,495,117	17.85%	1,460,117	35,000	1,495,117	17.85%	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
(c-i) Directors/Relatives	-	3,000	3,000	0.04%	-	3,000	3,000	0.04%	-	-
(c-ii) Non Resident /NRI	20,493	96,500	116,993	1.40%	20,493	96,500	116,993	1.40%	-	-
(c-iii) Clearing Members	46,764	-	46,764	0.56%	46,764	-	46,764	0.56%	-	-
(c-iv) Hindu Undivided Families	244,377	200	244,577	2.92%	244,377	200	244,577	2.92%	-	-
(c-v) NBFCs regd with RBI	2,840	-	2,840	0.03%	2,840	-	2,840	0.03%	-	-
SUB TOTAL (B)(2):	3,109,340	805,230	3,914,570	46.73%	3,109,340	805,230	3,914,570	46.73%	-	-
Total Public Shareholding (B)= (B)(1)+(B)(2)	3,109,340	809,230	3,918,570	46.77%	3,109,340	809,230	3,918,570	46.77%	-	-
C. Shares held by Custodian for GDRs & ADRs										
	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	7,459,490	809,230	8,268,720	98.70%	7,568,381	809,230	8,377,611	100.00%	108,891	0.0130



UNIROYAL INDUSTRIES LIMITED

ANNEXURE-"B"

SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Sh.Arvind Mahajan	2511631	30.38%	0.00%	2620522	31.69%	0.00%	1.32%
2	Mrs Rashmi Mahajan	410969	4.97%	0.00%	410969	4.97%	0.00%	0.00%
3	Mrs Anila Aggarwal	600	0.01%	0.00%	600	0.01%	0.00%	0.00%
4	Sh Akhil Mahajan	390,125	4.72%	0.00%	390125	4.72%	0.00%	0.00%
5	Sh Abhay Mahajan	713475	8.63%	0.00%	713475	8.63%	0.00%	0.00%
6	Mrs Dimple Mahajan	323,350	3.91%	0.00%	323350	3.91%	0.00%	0.00%
	Total	4,350,150	52.61%	0.00%	4,459,041	53.93%	0.00%	1.32%

ANNEXURE-"C"

Changes in Promoter's Shareholding

Sl No	Name	Share Holding No. of shares at the beginning 01.04.19 end of the year31.03.20	% of total Shares of the company	Date	Increase/decrease in shareholding	Reason	Cumulative share holding during the year No of Shares	% of total share of the company
1	Arvind Mahajan	2511631	30.3751	31.03.2020	108891	Open Market Buy-out	2620522	30.3751
		2620522	31.692					
2	Rashmi Mahajan	410969	4.9701			Nil movement during the year	410969	4.9701
		410969	4.9701					
3	Akhil Mahajan	390125	4.718			Nil movement during the year	390125	4.718
		390125	4.718					
4	Abhay Mahajan	713475	8.6286			Nil movement during the year	713475	8.6286
5	Dimple Mahajan	323350	3.9105			Nil movement during the year	323350	3.9105
		323350	3.9105					
6	Anila Aggarwal	600	0.0072			Nil movement during the year	600	0.0072
		600	0.0072					

ANNEXURE-"D"

Shareholding Pattern of Top ten shareholders (Other than directors, Promoters and holders of GDRs and ADRs)

Sl No	Name	Share Holding No. of shares at the beginning 01.04.18 end of the year31.03.19	% of total Shares of the company	Date	Increase/ decrease in shareholding	Reason	Cumulative share holding during the year	
							No of Shares	% of total share of the company
1	Mahendra Girdhari Lal	47408	0.5733	06.04.18	302		47710	0.577
				20.04.18	63320		111030	1.3428
				27.04.18	46300		157330	1.9027
				04.05.18	25785		183115	2.2146
				11.05.18	12192		195307	2.362
				25.05.18	741		196048	2.371
				22.06.18	4960		201008	2.4309
				06.07.18	200		201208	2.4334
				13.07.18	10827		212035	2.5643
				20.07.18	20669		232704	2.8143
				31.08.18	100		232804	2.8155
				07.09.18	811		233615	2.8253
				14.09.18	2953		236568	2.861
				21.09.18	3669		240237	2.9054
				29.09.18	250		240487	2.9084
				05.10.18	6041		246528	2.9815
				12.10.18	6600		253128	3.0613
				26.10.18	50350		303478	3.6702
				09.11.18	5538		309016	3.7372
				16.11.18	1200		310216	3.7517
				23.11.18	1299		311515	3.7674
				30.11.18	2400		313915	3.7964
				14.12.18	100		314015	3.7976
				21.12.18	3361		317376	3.8383
				28.12.18	800		318176	3.8479
				31.12.18	375		318551	3.8525
				04.01.19	724		319275	3.8612
				11.01.19	1290		320565	3.8768
				18.01.19	911		321476	3.8879
				25.01.19	7590		329066	3.9796
				01.02.19	801		329867	3.9893
				22.02.19	2250		332117	4.0165
				01.03.19	499		332616	4.0226
				08.03.19	1		332617	4.0226
				15.03.19	1900		334517	4.0456
				22.03.19	2119		336636	4.0712
				29.03.19	6351		342987	4.148
		342987	4.148					
2	Sonal Lohia	227955	2.7568				227955	2.7568
		227955	2.7568					
3	Camel Foods Private Limited	196589	2.3775	20.04.18	-52749		143840	1.7396
				27.04.18	-70000		73840	0.893
				04.05.18	-20172		53668	0.649
				11.05.18	-10000		43668	0.5281
				13.07.18	-25000		18668	0.2258
				20.07.18	-18668		0	0
		0	0					
4	Luxmi Kant Gupta	102782	1.243	11.05.18	1		102783	1.243
				18.05.18	1200		103983	1.2575
				25.05.18	1798		105781	1.2793
				01.06.18	75		105856	1.2802
				03.08.18	500		106356	1.2862
				21.09.18	779		107135	1.2957
				11.01.19	200		107335	1.2981
				18.01.19	1		107336	1.2981
				15.03.19	1079		108415	1.3111
				22.03.19	100		108515	1.3124
				29.03.19	453		108968	1.3178
		108968	1.3178					
5	Raj Kumar Lohia	100000	1.2094				100000	1.2094
		100000	1.2094					
6	Raj Kumar Lohia	78658	0.9513				78658	0.9513
		78658	0.9513					
7	Harsha Hitesh Javeri	75000	0.907		0		75000	0.907
		75000	0.907					
8	Hitesh Ramji Javeri	75000	0.907		0		75000	0.907
		75000	0.907					
9	Prabhjot Singh Sahni	50082	0.6057	26.10.18	-50000		82	0.001
		82	0.001					
10	Sumita Chugh	49176	0.5947	17.08.18	30250	Transfer	79426	0.9606
		79426	0.9606					
11	Dheeraj Kumar Lohia	44539	0.5386				44539	0.5386
		44539	0.5386					



UNIROYAL INDUSTRIES LIMITED

ANNEXURE-"E"

Shareholding of Directors and Key Managerial personnel

Sl No	Name	Share Holding No. of shares at the beginning 01.04.19 end of the year 31.03.20		% of total Shares of the company	Date	Increase/ decrease in shareholding	Reason	Cumulative share holding during the year	
								No of Shares	% of total share of the company
1	Arvind Mahajan	2511631		30.3751	31.03.2020	108891	Open Market Buy-outs	2620522	31.692
		2620522		31.692					
2	Rashmi Mahajan	410969		4.9701			Nil movement during the year	410969	4.9701
		410969		4.9701					
3	Akhil Mahajan	390125		4.718			Nil movement during the year	390125	4.718
		390125		4.718					
4	Abhay Mahajan	713475		8.6286			Nil movement during the year	713475	8.6286
		713475		8.6286					
5	Anirudh Khullar	500		0.006			Nil movement during the year	500	0.006

ANNEXURE-"F"

Indebtedness of the company including interest outstanding/accrued but not due

Amount in lakhs

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits (Rs. in Lac)	Unsecured Loans (Rs. in Lac)	Deposits (Rs.in Lac)	Total Indebtedness (Rs. In Lac)	
Indebtness at the beginning of the financial year					
i) Principal Amount	1275.65	336.60	0	1612.25	
ii) Interest due but not paid	0	0	0	0.00	
iii) Interest accrued but not due	0	0	0	0	
Total (i+ii+iii)	1275.65	336.6	0	1612.25	
Change in Indebtedness during the financial year					
Additions	0.00	324.66	0	324.66	
Reduction	272.75	357.12	0	629.87	
Net Change	-272.75	-32.46	0	-305.21	
Indebtedness at the end of the financial year					
i) Principal Amount	1002.90	304.14	0	1307.04	
ii) Interest due but not paid	0	0	0	0.00	
iii) Interest accrued but not due	0	0	0	0.00	
Total (i+ii+iii)	1002.90	304.14	0	1307.04	

ANNEXURE-"G"

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

Amount in lakhs

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount	
1	Gross salary	Mr. Arvind Mahajan	Mrs. Rashmi Mahajan	Mr. Akhil Mahajan	Mr. Abhay Mahajan		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	50.02	15.79	46.68	48.85		161.34
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	1.9	8.6	3.72	11.82		26.04
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0		0
2	Stock option	0	0	0	0		0
3	Sweat Equity	0	0	0	0		0
4	Commission	0	0	0	0		0
	as % of profit	0	0	0	0		0
	others (specify)	0	0	0	0		0
5	Others, please specify	0	0	0	0		0
	Total (A)	51.92	24.39	50.40	60.67		187.38
	Ceiling as per the Act	84.00	84.00	84.00	84.00		336.00

ANNEXURE-"H"

Remuneration to other directors:

Amount in lakhs

Sl.No	Particulars of Remuneration	Name of the Directors				Total Amount
1	Independent Directors	Mr. K K Malik	Mr. Anirudh Khullar	Mr. Sushil Gupta	Mr. Hassan Singh Mejie	
	(a) Fee for attending board committee meetings	0	0	0	0	0
	(b) Commission	0	0	0	0	0
	(c) Others, please specify	0	0	0	0	0
	Total (1)					
2	Other Non Executive Directors	NIL	NIL	NIL	NIL	NIL
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Cieling as per the Act.					



UNIROYAL INDUSTRIES LIMITED

ANNEXURE-"I"

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

Amount in lakhs

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
1	Gross Salary	CEO	Company Secretary	CFO	Total	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.		1.80	5.60	7.40	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961		0	0	0	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		0	0	0	
2	Stock Option		0	0	0	
3	Sweat Equity		0	0	0	
4	Commission		0	0	0	
	as % of profit		0	0	0	
	others, specify		0	0	0	
5	Others, please specify		0	0	0	
					0	
	Total		1.80	5.60	7.40	

ANNEXURE-"J"

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

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

ANNEXURE-IV A

NOMINATION AND REMUNERATION POLICY OF UNIROYAL INDUSTRIES LIMITED

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors in the Board of Directors meeting held on 30th July, 2015.

1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto. The Key Objectives of the Committee would be:

- 1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the

Company's operations.

- 1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.6. To devise a policy on Board diversity
- 1.7. To develop a succession plan for the Board and to regularly review the plan;

2. DEFINITIONS

- 2.1. Act means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- 2.2. Board means Board of Directors of the Company.
- 2.3. Directors mean Directors of the Company.
- 2.4. Key Managerial Personnel (KMP) means
 - 2.4.1. Chief Executive Officer or the Managing Director or the Manager;
 - 2.4.2. Whole-time director;
 - 2.4.3. Chief Financial Officer;
 - 2.4.4. Company Secretary; and
 - 2.4.5. such other officer as may be prescribed.
- 2.5. Senior Management Personnel means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.
- 2.6. "Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;



3. ROLE OF COMMITTEE

3.1. Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- 3.1.1. Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- 3.1.2. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- 3.1.3. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

3.2. Policy for appointment and removal of Director, KMP and Senior Management

3.2.1. Appointment criteria and qualifications

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

3.2.2. Term / Tenure

- a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

- b) Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

3.2.3. Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at

regular interval (yearly) on the basis of following criteria:-

- a. Criteria for evaluation of the Board of Directors as a whole:
 - i. The Frequency of Meetings
 - ii. Quantum of Agenda
 - iii. Administration of Meetings
 - iv. Flow and quantity of Information from the Management to the Board
 - v. Number of Committees and their role.
 - vi. Overall performance of the Company
- b. Criteria for evaluation of the Individual Directors;
 - i. Experience and ability to contribute to the decision making process
 - ii. Problem solving approach and guidance to the Management
 - iii. Attendance and Participation in the Meetings
 - iv. Personal competencies and contribution to strategy formulation
 - v. Contribution towards statutory compliances, monitoring of controls and Corporate Governance

3.2.4. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3.2.5. Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

3.3. Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

3.3.1. General:

- a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- b) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act.
- c) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.
- d) Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

3.3.2. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

- 1) Remuneration to Managing Director / Whole-time Directors:
 - a. The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may



consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

b. Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the prior approval of the Central Government.

c. Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

2. Remuneration to Non- Executive / Independent Directors:

- a. The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c. An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d. Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
 - i. The Services are rendered by such Director in his capacity as the professional; and
 - ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- e. The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).

3) Remuneration to Key Managerial Personnel and Senior Management:

- a) The remuneration to Key Managerial Personnel and Senior Management shall be in compliance with the applicable provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

4. MEMBERSHIP OF COMMITTEE

4.1 The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.

4.2 Minimum two (2) members shall constitute a quorum for the Committee meetings.

4.3 Membership of the Committee shall be disclosed in the Annual Report.

4.4 Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRPERSON

5.1 Chairperson of the Committee shall be an Independent Director.

5.2 Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.

5.3 In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.

5.4 Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

7.1 The disclosure of Interest and participation in the meetings by a member of the Committee shall be as per the provisions of the Act and Rules made thereunder from time to time.

7.2 The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

9. VOTING

9.1 Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

9.2 In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.



POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE OF UNIROYAL INDUSTRIES LIMITED

1. Introduction

- 1.1 Uniroyal Industries Limited (UIL) believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Towards this, UIL ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively.
- 1.2 UIL recognizes the importance of Independent Directors in achieving the effectiveness of the Board. UIL aims to have an optimum combination of Executive, Non-Executive and Independent Directors.

2. Scope and Exclusion:

- 2.1 This Policy sets out the guiding principles for the Human Resources, Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company.

3. Terms and References:

In this Policy, the following terms shall have the following meanings:

- 3.1 "Director" means a director appointed to the Board of a company.
- 3.2 "Human Resources, Nomination and Remuneration Committee" means the committee constituted by UIL's Board in accordance with the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Equity Listing Agreement.
- 3.3 "Independent Director" means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Clause 49(II)(B) of the Equity Listing Agreement.

4. Policy:

4.1 Qualifications and criteria

- 4.1.1 Nomination and Remuneration (NR) Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company's global operations.
- 4.1.2 In evaluating the suitability of individual Board members, the NR Committee may take into account factors, such as: General understanding of the Company's business dynamics, global business and social perspective; Educational and professional background Standing in the profession; Personal and professional ethics, integrity and values; Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
- 4.1.3 The proposed appointee shall also fulfill the following requirements:
 - Shall possess a Director Identification Number;
 - Shall not be disqualified under the Companies Act, 2013;
 - Shall give his written consent to act as a Director;

- Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
- Shall abide by the Code of Conduct established by the Company for Directors and Senior Management Personnel;
- Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, Equity Listing Agreements and other relevant laws.

4.1.4 The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

4.2 Criteria of Independence

4.2.1 The NR Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

4.2.2 The criteria of independence, as laid down in Companies Act, 2013 and Clause 49 of the Equity Listing Agreement, is as below: An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director—

a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b. (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) who is not related to promoters or directors in the company, its holding, subsidiary or associate company;

c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

d. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

e. who, neither himself nor any of his relatives—

(i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

(iii) holds together with his relatives two per cent or more of the total voting power of the company; or

(iv) is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per



cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or

(v) is a material supplier, service provider or customer or a lessor or lessee of the company.

f. shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.

g. shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.

h. who is not less than 21 years of age.

4.2.3 The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.

4.3 Other directorships / committee memberships

4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

4.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies.

4.3.3 A Director shall not serve as an Independent Director in more than 7 Listed Companies and not more than 3 Listed Companies in case he is serving as a Whole-time Director in any Listed Company.

4.3.4 A Director shall not be a member in more than 10 Committees or act as Chairman of more than 5 Committees across all companies in which he holds directorships. For the purpose of considering the limit of the Committees, Audit Committee and Stakeholders' Relationship Committee of all Public Limited Companies, whether listed or not, shall be included and all other companies including Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 shall be excluded.

RISK MANAGEMENT POLICY UNDER COMPANIES ACT, 2013

BACKGROUND AND CONTEXT APPLICABILITY:

Enterprise risk management was not mandatory according to the Companies Act 1956. However, as per the new law, there are specific requirements that a company needs to comply with. This document lays down the framework of Risk Management at the Uniroyal Industries Limited. This document shall be under the authority of the Board of Directors of the Company. It seeks to identify risks inherent in any business operations of the Company and provides guidelines to define, measure, report, control and mitigate the identified risks.

OBJECTIVE:

The objective of Risk Management at Uniroyal Industries Limited is to create and protect shareholder value by minimizing threats or losses, and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risks is an integral part of every employee's job.

RISK MANAGEMENT:

Risk management, by and large involves reviewing the operations of the organization followed by identifying potential threats to the organization and the likelihood of their occurrence, deciding how to manage it and then taking appropriate actions to address any threats by implementing the management technique, measuring the ongoing effectiveness of management and taking appropriate corrective action.

OBJECTIVES

1. Providing a framework that enables future activities to take place in a consistent & controlled manner.
2. Improving decision making, planning and prioritization by comprehensive and Structured understanding of business activities, volatility and opportunities/ threats.
3. Contributing towards more efficient use/ allocation of the resources within the Organization.
4. Protecting and enhancing assets and company image.
5. Reducing volatility in various areas of the business.
6. Developing and supporting people and knowledge base of the organization.
7. Optimizing operational efficiency.

APPLICABILITY

This policy shall complement the other policies of Uniroyal Industries Limited in place e.g. Related Party Transactions Policy, Whistle blower Policy, Sexual Harassment etc. to ensure that the risk if any arising out of Related Party Transactions are effectively mitigated.

STEPS FOR IMPLEMENTATION

1. **RISK IDENTIFICATION:** To identify organization's exposure to uncertainty. Risk may be classified in the following:
 - i. Strategic
 - ii. Operational
 - iii. Financial
 - iv. Hazard
2. **RISK DESCRIPTION:** The description of the prospected risk related to a particular task must be ascertained and recorded in the specified manner.
 - Name of Risk
 - Scope of Risk Qualitative description of events with size, type, number etc.
 - Nature of Risk Strategic, Operational, Financial, Hazard
 - Quantification of Risk Significance & Probability



- Risk Tolerance/ Appetite Loss Potential & Financial Impact of Risk
- Risk Treatment & Control Mechanism a) Primary Means b) Level of Confidence c)
- Monitoring & Review
- Potential Action for Improvement Recommendations to Reduce Risk
- Strategy & Policy Development Identification of Function Responsible to develop
- Strategy & Policy
- To display the identified risks in a structured format

3. RISK FACTORS

The objectives of the Company are subject to both external and internal risks that are enumerated below:-

External Risk Factors

- Economic Environment and Market conditions
- Political Environment
- Competition

Internal Risk Factors

- Project Execution
- Contractual Compliance
- Operational Efficiency
- Hurdles in optimum use of resources
- Quality Assurance
- Environmental Management
- Human Resource Management
- Culture and values

REVENUE CONCENTRATION AND LIQUIDITY ASPECTS

Each business area of products such as pumps, turbines, motors, generators, switch gears and turnkey projects has specific aspects on profitability and liquidity. The risks are therefore associated on each business segment contributing to total revenue, profitability and liquidity. Since the projects have inherent longer time-frame and milestone payment requirements, they carry higher risks for profitability and liquidity.

INFLATION AND COST STRUCTURE

Inflation is inherent in any business and thereby there is a tendency of costs going higher. Further, the project business, due to its inherent longer time-frame, as much higher risks for inflation and resultant increase in costs.

TECHNOLOGY OBSOLESCENCE

The Company strongly believes that technological obsolescence is a practical reality. Technological obsolescence is evaluated on a continual basis and the necessary investments are made to bring in the best of the prevailing technology.

LEGAL

Legal risk is the risk in which the Company is exposed to legal action. As the Company is governed by various laws and the Company has to do its business within four walls of law, the Company is exposed to legal risk.

FLUCTUATIONS IN FOREIGN EXCHANGE

The Company has limited currency exposure in case of sales, purchases and other expenses. It has natural hedge to some extent. However, beyond the natural hedge, the risk can be measured through the net open position i.e. the difference between un-hedged outstanding receipt and payments. The risk can be controlled by a mechanism of "Stop Loss" which means the Company goes for hedging (forward booking) on open position when actual exchange rate reaches a particular

level as compared to transacted rate.

4. RISK EVALUATION

After risk analysis, comparison of estimated risks against organization risk criteria is required. It is to be used to make decisions about the significance of risks and whether each specific risk to be accepted or treated.

5. RISK ESTIMATION

Can be quantitative, semi quantitative or qualitative in terms of probability of occurrence and possible consequences.

Impact level on performance/profit – Both Threats and Opportunities

REPORTING

Internal Reporting

- a) Risk and Audit Committee
- b) Board of Directors
- c) Vertical Heads
- d) Individuals

External Reporting: To communicate to the stakeholders on regular basis as part of Corporate Governance

6. BOARD APPROVAL

The Action Plan and guidelines shall be approved by the Board before communication to the personnel for implementation.

The Board shall approve the Risk Management (including Risk Treatment) strategy, control structure and policy guidelines and delegate authority and accountability for risk management to the Company's executive team.

7. RISK TREATMENT

Treatment of Risk through the process of selecting and implementing measures to mitigate risks. To prioritize risk control actions in terms of their potential to benefit the organization. Risk treatment includes risk control/ mitigation and extends to risk avoidance, risk transfer (insurance), risk financing, risk absorption etc. for

- a) Effective and efficient operations
- b) Effective Internal Controls
- c) Compliance with laws & regulations

Risk Treatment shall be applied at all levels through carefully selected validations at each stage to ensure smooth achievement of the objective.

8. REVIEW

This policy shall evolve by review by the Risk and Audit Committee and the Board from time to time as may be necessary. This Policy will be communicated to all vertical/functional heads and other concerned persons of the Company. This Policy may be amended or substituted by the RMC or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy. However, no such amendment or modification will be binding on the Directors and employees unless the same is communicated in the manner described as above.



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,
Uniroyal Industries Limited
365, Industrial Estate,
Phase-2, Panchkula
Haryana – 134109

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Uniroyal Industries Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Uniroyal Industries Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my 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:

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

- (i) The Companies Act, 2013 (the Act) and the rules and regulations made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I/we have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s);

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

Companies Act, 2013 and rules made thereunder:

I further report that -

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

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

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

I 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.

I further report that during the audit period the company, there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Place: Chandigarh
Date: 03/07/2020
UDIN: F006714B000412614

(Manish Aggarwal)
C.P. No. 7055



The Members,
Uniroyal Industries Limited
365, Industrial Estate,
Phase-2, Panchkula
Haryana – 134109

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

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

Place : Chandigarh
Date : 03/07/2020

(Manish Aggarwal)
C.P. No. 7055

INDEPENDENT AUDITOR'S REPORT

To the Members of
Uniroyal Industries Limited

REPORT ON THE STANDALONE Ind-AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Standalone Ind-AS financial statements of Uniroyal Industries Limited ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2020, the Standalone statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone statement of Cash Flow for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind-AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

Key Audit matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Ind AS financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

Litigations and contingencies:

See note 4 to the financial statements:

The Key audit matter	How the matter was addressed in our audit
- The company is exposed to a variety of different Central and state laws, regulations and interpretations thereof. In this regulatory environment, there is an inherent risk of litigations and claims. - In the normal course of business, provisions and contingent liability disclosures for	Our procedures included: Inquiring the status of significant known actual and potential litigation with the Company's in-house Legal Counsel and other senior management personal who have knowledge of these matters and critically assessing their responses.



litigations and claims may arise from direct and indirect tax proceedings, legal proceedings, including regulatory and other government/department proceedings, as well as investigations by authorities and commercial claims. • At 31 March 20 20, the Company's contingent liabilities were Rs.62.00 lacs (31, March 2019 : Rs.62.00) (refer note 4 to the financial statements) • These estimates could change substantially over time as new facts emerge and each legal case progresses • Given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures, this is a key audit matter.	▪ Obtaining, on a sample basis, written responses from the Company's in-house legal counsel, containing their views and conclusions on material exposures and any related litigation and considered the same in evaluating the appropriateness of the Company's provisions or disclosures on such matters. ▪ Reading the latest correspondence between the Company and the various tax/legal authorities or plaintiffs and attorneys where applicable, for matters selected on sample basis for detailed evaluation. ▪ For the most significant of the matters, we assessed relevant historical and recent judgments passed by the court authorities and considering legal opinion, where obtained by management from external lawyers, to challenge the basis used for the provisions recorded and the disclosures made by the Company ▪ Challenging the decisions and rationale for provisions held or for decisions not to record provisions or make disclosures. ▪ For those matters where management concluded that no provisions should be recorded, we have reviewed the adequacy and completeness of the Company's disclosures.
• The company has recognised deferred tax liability(Net) amounting to Rs.1 25.68 lacs (31 March 2019 : Rs.1 63.30) for temporary differences, In the value of assets as per Books of Accounts & as per Income Tax Act.	▪ Reconciling tax losses and tax credits and its expiry dates to tax returns filed with tax authority ▪ With respect to tax matters, involving our tax specialists, and discussing with the Company's tax officers, their views and strategies on significant cases, as well as the related technical grounds relating to their conclusions based on applicable tax laws. ▪ Assessing the accuracy of forecast future taxable profits approved by the Board, by evaluating historical forecasting accuracy and comparing the assumptions, such as projected growth rates, with our own expectations of those assumptions derived from our knowledge of the industry and our understanding obtained during our audit, including where applicable their consistency with business plans.

INFORMATION OTHER THAN STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 Standalone 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 report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these Standalone Ind-AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (IND-AS) prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

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

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

AUDITORS' RESPONSIBILITY FOR AUDIT OF STANDALONE FINANCIAL STATEMENTS

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our



opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 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.

For GOPAL BHARGAWA & Co.

Chartered Accountants
Firm's Regn. No. 026816N

Panchkula
30th June, 2020

Gopal Bhargawa
Proprietor
Membership No. 531619

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Companies (Auditor's Report) Order 2016 ("the Order"), issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 & 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone IND-AS financial statements comply with the Accounting Standards (IND-AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - 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 Company does not have any pending litigations which would impact its financial position.
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

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

For GOPAL BHARGAWA & Co.
Chartered Accountants
Firm's Regn. No. 026816N

Panchkula
30th June, 2020

Gopal Bhargawa
Proprietor
Membership No. 531619



Referred to in paragraph 1 of our report of even date:

- (i) a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets..
- b) The company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) According to the information & 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) The stock of Finished Goods, Stores, Spare Parts and Raw Material lying in the factory (other than stock in transit) have been physically verified by the management during and at the year-end. In our opinion and according to information and explanations given to us the frequency of physical verification is reasonable. The discrepancies noticed on verification between the physical stock and the book records were not material & have been properly dealt within books of accounts.
- (iii) The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013(" the Act").Accordingly, paragraphs 3 (iii) (a) , (iii) (b) & (iii) (c) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information & explanations given to us, the Company has not granted any loan, made any investment or provided any guarantees or security to the parties covered under Section 185 and 186 of the Act. Accordingly, paragraph 3 (iv) of the Order is not applicable to the Company.
- (v) In our opinion and according to information and explanations given to us, the Company has not accepted deposits as per directives issued by the Reserve Bank of India and provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
- (vi) In our opinion and according to information and explanations given to us, Central Government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 for any of the products manufactured by the Company.
- (vii) a) According to information & explanations given to us and on the basis of our examination of the records of the Company, amounts deducted /accrued in the books of accounts in respect of undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, Goods & Services Tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities.

According to information & explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues were in arrears as at 31 March 2020 for more than six months from the date they became payable.
- b) In our opinion and according to information and explanations given to us, there are no dues of ,Income tax or Goods & Services Tax or Sales tax or Service tax, Professional tax, Customs duty, Excise duty and Value added tax or cess which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to its bankers or to its financial institutions or debenture holders. The Company does not have loans or borrowings from government.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of public issue / follow-on-offer (including debt instruments) during the Year. However term loans raised have been applied for the purposes for which they have been raised.

- (x) According to information and explanations given to us, no material fraud by the company or any fraud on the company by its officers/ employees has been noticed or reported during the course of our audit.
- (xi) In our opinion and according to information & explanations given to us, managerial remuneration has been paid/ provided in accordance with the requisite approvals mandated by the provisions of Section 197 Read with schedule V to the Companies Act.
- (xii) In our opinion and according to information & explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to information & explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements IND-AS as required by the Accounting Standards.
- (xiv) According to information & explanations given to us and based on the examinations of our records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3 (xiv) of the Order is not applicable to the Company.
- (xv) According to information & explanations given to us and based on the examinations of our records of the Company, the Company has not entered into any non cash transactions with directors or persons connected with them& therefore provisions of section 192 of the Companies Act, 2013 are not applicable to the company. Accordingly paragraph 3 (xv) of the Order is not applicable to the Company.
- (xvi) According to information & explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3 (xvi) of the Order is not applicable to the Company.

For GOPAL BHARGAWA & Co.
Chartered Accountants
Firm's Regn. No. 026816N

Panchkula
30th June, 2020

Gopal Bhargawa
Proprietor
Membership No. 531619



Annexure – B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Uniroyal Industries Ltd. ('the Company') as of 31 March 2020 in conjunction with our audit of the standalone IND-AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of the 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 over the financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over the 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 for 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of the financial reporting and the preparation of financial statements for the external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that

- (1) pertains 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 receipt 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 unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or

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

Opinion

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 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 GOPAL BHARGAWA & Co.

Chartered Accountants

Firm's Regn. No. 026816N

Panchkula
30th June, 2020

Gopal Bhargawa

Proprietor

Membership No. 531619



UNIROYAL INDUSTRIES LIMITED

UNIROYAL INDUSTRIES LIMITED BALANCE SHEET AS AT 31ST MARCH, 2020

Particulars	Note No.	Figs for the Current Yr.	Figs for the Previous Yr.
ASSETS			
1. Non-current assets			
(a) Property, Plant & Equipments	1	241102134	265093175
(b) Capital Work- in- Progress		0	0
(c) Investment Properties	2	36059305	36532979
(d) Deferred tax assets (net)		0	0
(e) Financial Assets			
Non Current Investments	3	16500000	16500000
(f) other Non Current Assets			
- Long-term loans and advances	4	6719090	4826215
- Other non-current assets	5	867560	594578
Total - Non-current assets		301248089	323546947
2. Current assets			
(a) Inventories	6	13476874	16102514
(b) Financial Assets			
(i) Investments	7	2499790	2452491
(ii) Trade receivables	8	78134393	74754288
(iii) Cash and cash equivalents	9	1877151	2614446
(c) Other current assets			
- Short-term loans and advances	10	3298461	4845665
- Other current assets	11	2928111	1259433
Total- Current assets		102214780	102028837
Total Assets		403462869	425575784
A. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	82687200	82687200
(b) Other Equity	13	90505004	83384065
Total Equity		173192204	166071265
Liabilities			
Non Current Liabilities			
(I) Financial Liabilities			
(a) Long-Term borrowings	14	114452274	132825848
(b) Other Long-Term liabilities		0	0
(II) Non Current Provisions	15	5438810	2347293
(III) Deferred Tax Liabilities (Net)		13149700	16330418
(IV) Other Non Current Liabilities		0	0
Total- Non-current liabilities		133040784	151503559
Current Liabilities			
(I) Financial Liabilities			
(a) Short-Term borrowings	16	34508085	30748565
(b) Trade Payables	17	22723034	22153901
(c) Other Financial liabilities	18	33213074	46022816
(II) Provisions	19	6785688	9075678
Total- Current liabilities		97229881	108000960
Total :- Equity and Liabilities.		403462869	425575784

Summary of significant accounting policies & other notes on accounts 20

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

(Gopal Bhargawa)
Proprietor

Panchkula
30th June 2020

Chartered Accountants
M. No. 531619
Firm registration No.026816N

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

UNIROYAL INDUSTRIES LIMITED
PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	Note No.	Figs for the Current Yr.	Figs for the Previous Yr.
Income			
(I) Revenue from operations	20	295496581	308731067
(II) Other Income	21	718466	1444641
(III) Total Income		296215047	310175708
(IV) Expenses			
Cost of Materials consumed	22	58792294	61618592
Purchase of trade goods	23	15220052	23849878
Changes in inventories of finished goods, traded goods and work in progress	24	951194	1941237
Employee benefits expense	25	82544272	73977263
Finance Cost	26	17531912	21236566
Depreciation and amortization expenses	27	25672600	26531592
Other expenses	28	89005996	84913669
Total Expenses (IV)		289718320	294068797
V Profit/(Loss) before exceptional items and tax (III-IV)		6496727	16106911
VI. Exceptional items		0	0
VII Profit/(Loss) before tax (V-VI)		6496727	16106911
VIII Tax expense			
Current tax		2075000	3933000
Deferred tax		(3180718)	1008899
Adjustment of tax relating to earlier years		170481	(495637)
		7431964	11660649
IX Profit/(Loss) for the year from continuing operations (VII-VIII)		0	0
X Profit/(Loss) for the year from discontinued operations		0	0
XI Tax expense of discontinued operations		0	0
XII Profit/(Loss) for the year from discontinued operations (after tax) (X-XI)		7431964	11660649
XIII Profit/(Loss) for the year (IX+XIII)		414700	(302711)
XIV Other comprehensive income			
(A) (i) Items that will not to be reclassified to profit or loss		(103675)	75678
Re-measurement (gains)/losses on defined benefit plans		311025	(227033)
(ii) Income Tax relating to items that will not to be reclassified to profit or loss		7120939	11887682
Tax impact effect			
Other comprehensive income for the year, net of tax		Rs. Per share	Rs. Per share
		0.86	1.44
XV Total comprehensive income for the year (XIII+XIV)		0.86	1.44
XVI Earnings per equity share{refer note no}			
(nominal value of share Rs.10)		8268720	8268720
Basic (Rs.)		8268720	8268720
Diluted (Rs.)			

Summary of significant accounting policies &
other notes on accounts 29

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

(Gopal Bhargawa)
Proprietor

Panchkula
30th June 2020

Chartered Accountants
M. No. 531619
Firm registration No.026816N

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer



UNIROYAL INDUSTRIES LIMITED

UNIROYAL INDUSTRIES LIMITED
Note No. "1" Property, Plant & Equipments
Summary of Property, plant and equipment (PPE)

(Summary of Property, plant and equipment (PPE))										(In Rs.)
	Land (Freehold)	Building	Leasehold improvements	Plant and equipment	Furniture and fixture	Office equipment	Computers and data processing units	Motor vehicles	Total	
At cost										
	20,599,659.00	46,460,428.00	-	373,319,385.00	3,655,599.00	2,197,829.00	2,711,612.00	31,845,843.00	480,790,355.00	
	Additions	- 5,904,899.00	-	57,817,658.00	9,492.00	403,462.00	39,661.00	-	64,175,172.00	
	Disposals	-	-	- (11,769,856.00)	-	-	-	-	(11,769,856.00)	
As at March 31, 2019	20,599,659.00	52,365,327.00	-	419,367,187.00	3,665,091.00	2,601,291.00	2,751,273.00	31,845,843.00	533,195,671.00	
	Additions	-	-	279,000.00	28,900.00	230,910.00	689,150.00	-	1,227,960.00	
	Disposals	-	-	-	-	-	-	-	-	
	Adjustments	-	-	- (5,126,760.00)	-	-	-	- (52,345.00)	- (5,127,105.00)	
As at March 31, 2020	20,599,659.00	52,365,327.00	-	414,519,427.00	3,693,991.00	2,832,201.00	3,440,423.00	31,793,498.00	529,244,526.00	
Depreciation										
As at April 1, 2018	-	13,888,402.00	-	213,105,958.00	2,287,450.00	1,567,098.00	1,808,375.00	9,048,829.00	241,706,112.00	
Charge for the year	-	1,564,207.00	-	20,430,304.00	303,196.00	198,095.00	481,316.00	3,599,240.00	26,566,358.00	
Deletions	-	-	-	- (5,296,734.00)	-	-	-	-	- (5,296,734.00)	
As at March 31, 2019	-	15,442,609.00	-	228,239,528.00	2,590,646.00	1,765,193.00	2,289,691.00	12,648,069.00	262,975,736.00	
Charge for the year	-	1,585,372.00	-	19,532,598.00	304,420.00	228,649.00	338,230.00	3,209,657.00	25,198,926.00	
Deletions	-	-	-	-	-	-	-	-	-	
Adjustments	-	-	-	-	-	-	-	- (32,266.00)	- (32,266.00)	
As at March 31, 2020	-	17,027,981.00	-	247,772,126.00	2,895,066.00	1,993,842.00	2,627,921.00	15,825,460.00	288,142,396.00	
Net carrying amount										
As at March 31, 2020	20,599,659.00	35,337,346.00	-	166,747,301.00	798,925.00	838,359.00	812,502.00	15,968,038.00	241,102,130.00	
As at March 31, 2019	20,599,659.00	36,922,718.00	-	191,127,659.00	1,074,445.00	836,098.00	461,582.00	19,197,774.00	270,219,935.00	
As at April 1, 2018	20,599,659.00	32,572,026.00	-	160,213,427.00	1,368,149.00	630,731.00	903,237.00	22,797,014.00	239,084,243.00	

NOTE "2" INVESTMENT PROPERTIES

Long term non trade

- Investments in Immovable property(Net of accumulated depreciation& impairment,if any)

	Figs for the Current Yr.	Figs for the Previous Yr.
Flat at Mohali (Under Construction)	8773903	8773903
Flat at Goa	2950488	3002105
Flat at Chandigarh	24334914	24756971

- In Associates concerns

0 0

Total Rs.

36059305 36532979

NOTE "3" FINANCIAL ASSETS

Long term trade

- Investments in equity instruments of subsidiary companies-Unquoted

16,50,000 Equity Shares of Rs. 10/- each fully paid up in A M Textiles & Knitwears Ltd	16500000	16500000
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Total Rs.

16500000 16500000

NOTE "4" LONG TERM LOANS AND ADVANCES

Loans and Advances (unsecured considered good)

Advances recoverable in cash or in kind or value to be received

- With parties for Capital Goods 0 157125

Securities & Deposits with Government Departments & other Agencies 6719090 4669090

Total Rs.

6719090 4826215

NOTE "5" OTHER NON-CURRENT ASSETS

Balances with banks held as margin money/against commitments

867560 594578

Total Rs.

867560 594578

NOTE "6" INVENTORIES

- (As prepared, valued & certified by the management)

Stock in Trade		
- Raw Materials	11340256	12951918
- Semi Finished Products	538365	1010150
- Finished Goods	237005	357971
- Labels/Seal Trading	670404	1028847
- Packing Materials	320389	290179
- Stores & Spares	239439	242755
- Fuel	111492	196290
- Printing & Stationery	19524	24404

Total Rs.

13476874 16102514

NOTE "7" INVESTMENTS

Capital in partnership firms

- Uniroyal Builders & Developers 2499790 2452491

Details of Partners in Uniroyal Builders & Developers

Name of Partners	Profit/(Loss) Sharing Ratio	Capital Rs.
Uniroyal Industries Ltd	50.00%	2499790
Sh. Saurabh Gupta	50.00%	1026162
Total	100%	3525952

Total Rs.

2499790 2452491



UNIROYAL INDUSTRIES LIMITED

NOTE "8" TRADE RECEIVABLES

(Unconfirmed and unsecured but considered good)

Outstanding for exceeding six months from the date they were due for payment	1144793	945220
Others	76989600	73809068
Total Rs.	78134393	74754288

NOTE "9" CASH AND CASH EQUIVALENTS

Cash in hand	840908	195368
Imprest balances with staff	63401	80986
Balances with banks	972842	1244494
Cheques, drafts on hand	0	1093598
Total Rs.	1877151	2614446

NOTE "10" SHORT TERM LOANS AND ADVANCES

Loans and Advances (unsecured considered good)

Advances recoverable in cash or in kind or value to be received

With parties for

- Supplies/Expenses	111260	29464
- Staff	388000	344500
- With related parties:	0	0
Pre-paid Expenses	495070	893058
With Income Tax Department	2269463	3548064
With GST	34668	30579

Total Rs.	3298461	4845665
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NOTE "11" OTHER CURRENT ASSETS

Claim receivable under TUFS	597181	501835
Interest receivable	1178819	677053
Rent receivable	28320	42480
Term Loan Receivable (555 Lacs)	1054431	0
PNB Housing Finance Ltd	66013	32782
Toyota Finance Services India Ltd	3347	5283
Quantity Discount and Rate Difference Receivable	0	0

Total	2928111	1259433
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NOTE "12" EQUITY SHARE CAPITAL

Authorised Capital Uniroyal Industries Ltd.

1,05,00,000 Equity Shares of Rs. 10/- each	105000000	105000000
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Total Rs.

	105000000	105000000
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Issued, Subscribed And Paid Up Capital Uniroyal Industries Ltd

82,68,720 (Previous year-82,68,720) Equity shares of Rs. 10/- each	82687200	82687200
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-22,33,200 Shares of Rs. 10/- each fully paid up have been allotted pursuant to a scheme of Amalgamation, without payments being received in cash in 2006

Issued, Subscribed And Paid Up Capital AM Textiles & Knitwear Ltd

16,50,000(Previous Year 16,50,000) Equity Shares of Rs. 10/- each - 100% held by Holding Company Uniroyal Industries Ltd.	0	0
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Details of shares held by each shareholder holding more than 5% shares

Equity Shares with voting rights

Name of shareholder	As at 31.03.20		As at 31.03.19	
	No. of shares	%age holding	No. of shares	%age holding
Mr. Arvind Mahajan	2620522	31.69	2511631	30.38
Mr. Abhay Mahajan	713475	8.63	713475	8.63

Total Rs.	82687200	82687200
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NOTE :13" OTHER EQUITY
General Reserve

Opening balance	12416074	12416074
Addition /Adjustment: Transfer from profit and loss account	0	0
Closing balance	12416074	12416074

Surplus /Profit and Loss Account	70817991	58930309
Addition during the year	7120939	11887682
Less : Transfer to general reserve	0	0
Closing balance	77938930	70817991

Securities Premium Account	150000	150000
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Total Rs.

90505004 83384065

NOTE "14" LONG TERM BORROWINGS
(a) Term Loans from banks-Secured

- Secured by 'mortgage of 'immovable & moveable properties both present 'and future and personal guarantees of the promoter directors.	59100666	66995629
- Secured by hypothecation of vehicles	2093313	7347449

(b) Term Loans NBFC's-Secured

22844712 24822778

Subtotal : Depsoits-un secured

84038691 99165856

(c) Deposits-Un secured from related parties

Deposits From Directors	30413583	33659992
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from others

Deposits From Public	0	0
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Subtotal : Depsoits-un secured

30413583 33659992

Total Rs.

114452274 132825848

The company has not defaulted in the repayment of principal and interest on loans & deposits

NOTE "15" NON CURRENT PROVISIONS

Provision for Leave Encashment	3115207	1735470
Provision for Gratuity	2323603	611823

Total Rs.

5438810 2347293

NOTE "16" SHORT TERM BORRWINGS
(a) Cash Credit from banks- secured

Secured by way of first charge on debtors arising out of trade transactions & stocks of raw materials and consumable stores stocks in process finished goods and packing materials and by way of charge on the immovable assets of the company and personal guarantees of promoter directors

34508085 30748565

Loans and advances from related parties-unsecured

0 0

Total Rs.

34508085 30748565

NOTE "17" TRADE PAYABLES

Sundry Creditors for	21887280	21531301
- Goods/Expenses	835754	622600
- Advances received from customers		

Total Rs.

22723034 22153901



UNIROYAL INDUSTRIES LIMITED

NOTE "18" OTHER FINANCIAL LIABILITIES

Other Liabilities	3887308	5347222
Expenses Payable	13074239	12276403
Current maturity of Long Term Borrowings	16251527	28399191
Total Rs.	<u>33213074</u>	<u>46022816</u>

NOTE "19" PROVISIONS

Provision for Taxation - Income Tax	1971325	4008678
Provision for Gratuity	4611273	4561141
Provision for Leave Encashment	203090	487250
Provision for Bad Debts	0	18609
Total Rs.	<u>6785688</u>	<u>9075678</u>

NOTE "20" REVENUE FROM OPERATIONS

Sales of Products	290075621	301509006
Other Operating Revenue	5420960	7222061
Total Rs.	<u>295496581</u>	<u>308731067</u>

NOTE "21" OTHER INCOME

Rent received	48000	48000
Interest received	575120	621118
Tuff Interest subvention	95346	775523
Total Rs.	<u>718466</u>	<u>1444641</u>

NOTE "22" COST OF MATERIALS CONSUMED

Raw Material Consumed

Opening stock	12951918	13426448
Add : Purchases	57180632	61144062
Less: Closing stock	<u>(11340256)</u>	<u>(12951918)</u>
Total Rs.	<u>58792294</u>	<u>61618592</u>

NOTE "23" PURCHASE OF TRADE GOODS

Purchase for trading	15220052	23849878
Total Rs.	<u>15220052</u>	<u>23849878</u>

NOTE "24" CHANGES IN INVENTORY OF FINISHED GOODS, TRADE GOODS AND WORK IN PROGRESS

Stock at Close

Finished Goods	237005	357971
Semi Finished Goods	538365	1010150
Traded Goods	670404	1028847
Total Rs	<u>1445774</u>	<u>2396968</u>

Opening Stock

Finished Goods	357971	1600198
Semi Finished Goods	1010150	965050
Traded Goods	1028847	1772957
Total Rs.	<u>2396968</u>	<u>4338205</u>
Increase / (Decrease)	<u>(951194)</u>	<u>(1941237)</u>

NOTE "25" EMPLOYEE BENEFIT EXPENSES

Salaries, Wages & Bonus	54063299	49351952
Contribution to Provident & Other Funds	4088295	3999792
Retirement Benefits	4352414	3249075
Workmen & Staff Welfare Expenses	1559907	1471980
Director's Remuneration	18480357	15904464
Total Rs.	<u>82544272</u>	<u>73977263</u>

NOTE "26" FINANCE COST

Interest expense on		
- Borrowings	17274786	20866749
- Trade payables	0	0
- Others	1450	0
Other Borrowing cost	255676	369817
Total Rs.	<u>17531912</u>	<u>21236566</u>

NOTE "27" DEPRECIATION AND AMORTIZATION EXPENSES

Depreciation	25198926	26057918
Depreciation on Investments	473674	473674
Total	<u>25672600</u>	<u>26531592</u>

NOTE "28" OTHER EXPENSES

Manufacturing expenses		
Stores & Spares consumed	8398288	4209382
Power & fuel	30549565	33294212
Repairs - Plant & Machinery	9212921	5468850
Repairs - Building & Others	413447	298527
Other Manufacturing Expenses	1356802	1620569
Sub total	49931023	44891540
Administrative expenses		
Rent	2213166	2075164
Rates & Taxes	421011	139098
Insurance	819690	700795
Auditor's Remuneration	108196	115142
Travelling & Conveyance		
- Director's Travelling	3195865	2267028
- Other's Travelling	786053	888252
Legal & Professional Charges	2270100	2286610
Loss on sale of Fixed Assets	10079	2173122
Vehicle Running & Maintaince	1753236	1881084
Telephone Expenses	542000	565629
Festival Expenses	475586	561726
Repair & Maintenance	1887	1570
Share Department expenses	840529	920874
Other Administrative expenses	1803822	1749179
Sub total	15241220	16325273
Selling and distribution expenses		
Freight & forwarding	7930118	8604420
Advertisement & publicity	99533	49806
Packing expenses	5264517	4793894
Discount & commission	10163245	9951671
Sales promotion	376340	297065
Sub total	23833753	23696856

Total	<u>89005996</u>	<u>84913669</u>
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UNIROYAL INDUSTRIES LIMITED

UNIROYAL INDUSTRIES LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020 (Amount in Rs.)			
		Uniroyal Industries Limited	
Sr. No.	PARTICULARS	Figs for the Current Yr.	Figs. for the Previous Yr.
A	CASH FLOW FROM OPERATING ACTIVITIES		
	NET PROFIT BEFORE TAX	6,496,727	16,106,911
	ADJUSTMENTS FOR :-		
	Depreciation	25,198,926	26,057,918
	Loss on Fixed Assets	10,079	2,173,122
	Misc. Exp. Written Off	-	-
	Depreciation on Investments	473,674	473,674
	Other comprehensive income for the year, net of tax	(311,025)	227,033
	Sundry Balance Written Off/Written Back	13,276	262,733
	Dividend Received	-	-
	Profit Transfer from Uniroyal Developers & Builder	(35,299)	12,671
	Financial Expenses	17,531,912	21,236,566
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE	49,378,270	66,550,628
	Adjustments for (increase) / decrease in operating assets:		
	Inventories	2,625,640	2,739,588
	Trade receivables	(3,393,381)	(5,726,691)
	Short term loans and advances	1,547,204	4,039,482
	Long term loans and advances	(1,892,875)	8,401,152
	Other Current Assets	(1,668,678)	(70,581)
	Other Non current assets	(272,982)	(42,065)
	Adjustments for increase / (decrease) in operating liabilities:		
	Trade Payable	569,130	(5,188,542)
	Other Financial liabilities	(12,809,742)	120,617
	Other Non Current liabilities	-	-
	Provisions Short Term	(2,289,990)	3,085,068
	Non Current Provisions	3,091,517	(624,661)
		34,884,113	73,283,995
	Less:- Current Taxes	(2,075,000)	(3,933,000)
	Income Tax Paid	(170,481)	495,637
	Total (A)	32,638,632	69,846,632
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Property, Plant & Equipments	(1,227,961)	(13,986,446)
	Disposal of Assets	10,000	4,300,000
	Dividend Received	-	-
	Investments Current	(12,000)	(75,000)
	Investments Properties	-	-
	Total (B)	(1,229,961)	(9,761,446)
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Short Term Borrowings	3,759,520	(12,328,693)
	Long Term borrowings	(18,373,574)	(25,844,182)
	Issue of Share Capital	-	-
	Less :- Cash outflow from the financing activities		
	Financial Expenses	(17,531,912)	(21,236,566)
	Total (C)	(32,145,966)	(59,409,441)
	Total Cash Inflow During The Year (A) + (B) + (C)	(737,295)	675,745
	Opening Cash Balance	2,614,446	1,938,701
	Total Cash Inflow During The Year	(737,295)	675,745
	Net Cash & Cash Equivalent as on 31.03.2020	1,877,151	2,614,446

For GOPAL BHARGAWA & CO.
(Chartered Accountants)

(Gopal Bhargawa)
Proprietor

Chartered Accountants
M. No. 531619
Firm registration No.026816N

For and on behalf of the Board of Directors

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

Payal Gupta
Company Secretary
M. No. 59388

(Akhil Mahajan)
Executive Director
DIN No. 00007598

Nasib Kumar Jaryal
Chief Finance Officer

Note No. "29" Notes forming part of the financial statements

1 Corporate Information

Uniroyal Industries Limited (the Company) is a public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India.

The company is carrying on the business of manufacture and trading of garment accessories such as narrow fabric woven labels, printed labels, hang tags, etc. company has its manufacturing facility at Panchkula, Haryana.

2 Significant accounting policies

2.A Basis of preparation

"The Statement of Assets and Liabilities of the Company as at March 31, 2020 and the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash flows for the year ended March 31, 2020 and Other Financial Information (together referred as 'Financial Information') has been prepared under Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended)."

The financial information are presented in Indian Rupees (INR).

2.B Significant accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

"(i) Expected to be realized or intended to be 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 other assets are classified as non-current.

A liability is current when:

"(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.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), all assets were carried in the balance sheet at cost, less accumulated depreciation and accumulated impairment losses, if any. On the date of transition to Ind AS, the Company has applied exemptions of Ind AS 101 to continue the carrying value of all property, plant and equipment as at the date of transition as its deemed cost.

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of CENVAT/GST credit and VAT credit availed wherever applicable. Cost includes borrowing cost for long term construction projects if recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

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



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

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

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.

In respect of other assets, depreciation is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life is as follows:

Assets	Useful lives estimated by the management (years)
Factory building	30
Other building	60
Plant and Equipment	15
Office Equipment	5
Computers & Data Processing Units	3
Furniture and Fixtures	10
Motor Vehicles	8

c. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

d. 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. Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in- use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the asset exceeds the estimated recoverable amount of the asset."

After impairment, depreciation is provide on the revised carrying amount of the asset over its remaining economic life.

e. 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.

(i) Financial Assets

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value measured on initial recognition of financial asset. Purchase and sale of financial assets are accounted for at trade date.

Financial instruments at amortized cost

"A financial instrument is measured at the amortized cost if both the following conditions are met: a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding."

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate method.

Financial instrument at Fair Value through Other Comprehensive Income (OCI)

"A financial instrument is classified and measured at fair value through OCI if both of the following criteria are met: a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and b) The asset's contractual cash flows represent solely payments of principal and interest."

Financial instruments included within the OCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in OCI. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from OCI to statement of profit and loss.

Financial instrument at Fair Value through Profit and Loss

Any financial instrument, which does not meet the criteria for categorization at amortized cost or at fair value through other comprehensive income, is classified at fair value through profit and loss. Financial instruments included in the fair value through profit and loss category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

Equity investments in subsidiaries are measured at cost.

Derecognition of financial assets

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit and loss. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case they are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognized in the statement of profit and loss.

(ii) Financial liabilities

"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. The Company's financial liabilities include trade payables, borrowings including bank overdrafts and other payables."

After initial recognition, financial liabilities are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

f. Investment in Subsidiaries

The investment in subsidiaries are carried at cost as per Ind AS 27. Investment accounted for at cost is accounted for in accordance with Ind AS 105 when they are classified as held for sale. Investment carried at cost is tested for impairment as per Ind AS 36. An investor, regardless of the nature of its involvement with an entity (the investee), shall determine whether it is a parent by assessing whether it controls the investee. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the



investee. Thus, an investor controls an investee if and only if the investor has all the following:

- (a) power over the investee;
- (b) exposure, or rights, to variable returns from its involvement with the investee and
- (c) the ability to use its power over the investee to affect the amount of the investor's returns.

On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

g. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods and is measured at fair value of consideration received/receivable, net of returns and allowances, trade discounts and volume rebates.

Job work income

Revenue from job work is recognised by reference to stage of completion of job work as per terms of agreement. Revenue from job work is measured at the fair value of the consideration received or receivable, net of allowances, trade discounts and volume rebates, if any.

Export benefits

Export benefits constituting duty draw back and others are accounted for on accrual basis and are considered as other operating income.

h. Inventories

Inventories are valued at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overhead, where applicable.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

i. Government Grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, by deducting the grant from the carrying amount of the asset in which case the grant is recognised in profit or loss as a reduction of depreciation charged.

j. Taxes: Taxes comprises current income tax and deferred tax

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 and the income computation and disclosure standards (ICDS) enacted in India by using tax rates and tax laws that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the year that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

GST (Goods and Service tax) / Sales/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

- ▶ When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- ▶ When receivables and payables are stated with the amount of tax included"

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

k. Borrowing costs

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

l. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalized at the commencement of the lease at the inception date at fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs .

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the payment are structured to increase in line with expected general inflation to compensate for the losses in expected inflationary cost increase.

m. Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of 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. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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 financial statements unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

n. Employee benefits

Provident fund

Provident fund contribution in respect of employees are made to government as per the Provident Fund Act.

"Gratuity"

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. The Company has also made contribution to SBI Life Insurance towards a policy to cover the gratuity liability of the employees to an extent. The difference between the actuarial valuation of the gratuity of employees at the year-end and the balance of funds with SBI Life is provided for as liability in the books.

Net interest is calculated by applying the discount rate to the net defined benefit (liabilities/assets). The Company recognized the following changes in the net defined benefit obligation under employee benefit expenses in statement of profit and loss

- (i) Service cost comprising current service cost, past service cost, gain & loss on curtailments and non routine settlements.
- (ii) Net interest expenses or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Short-term obligations

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 employee service upto the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

o. Cash and cash equivalents

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

p. Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

q. Foreign currencies

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Company's financial statements are presented in Indian rupee (Rs) which is also the Company's functional and presentation currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the time of the transaction.

Measurement of foreign currency items at the balance sheet date

Foreign currency monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

r. Fair value measurement

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:

- (i) In the principal market for the asset or liability, or
- (ii) 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 financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

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

External valuers are involved for valuation of significant assets, such as properties and financial assets and significant liabilities. Involvement of external valuers is decided upon annually by the management. The management decided, after discussions with the Company's external valuers which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies.

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

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

s Dividend

Final dividend proposed by the Board of Directors is recognized upon approval by the shareholders who have the right to decrease but not increase the amount of dividend recommended by the Board of Directors. Interim dividends are recognized on declaration by the Board of Directors.

2.C Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. These estimates are based on the management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.



Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

(a) Operating lease commitments - Company as lessee

The Company has taken various properties on leases. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it does not retain all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

Estimates and assumptions

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

(a) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

(b) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions 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. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates.

(c) Impairment of Financial assets

The impairment provisions of 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.

(d) 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 CGU's fair value less cost 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 Company's assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

3. Statement of changes in equity for the year ended March 31, 2020

a) Equity share capital

Particulars	Nos.	(Rs.)
As at March 31, 2018	8,268,720	82,687,200.00
Add: Equity share issued	-	-
As at March 31, 2019	8,268,720	82,687,200.00
Add: Equity share issued (refer note 12)	-	-
As at March 31, 2020	8,268,720	82,687,200.00

b) Other equity

(Rs.)

Particulars	Reserves and surplus				Total Other Equity
	Capital reserve	Securities premium account	General Reserve	Retained Earnings	
As at April 1, 2018	-	150,000.00	12,416,074.00	58,930,309.00	71,496,383.00
Profit\ (Loss) for the year	-	-	-	11,887,682.00	11,887,682.00
Other comprehensive income for the year	-	-	-	-	-
Transfer from Profit and Loss account	-	-	-	-	-
Addition on equity shares issued	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax	-	-	-	-	-
As at March 31, 2019	-	150,000.00	12,416,074.00	70,817,991.00	83,384,065.00
Profit\ (Loss) for the year	-	-	-	7,120,939.00	7,120,939.00
Other comprehensive income for the year	-	-	-	-	-
Addition on equity shares issued	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax	-	-	-	-	-
As at March 31, 2020	-	150,000.00	12,416,074.00	77,938,930.00	90,505,004.00



4. Summary of Commitments and contingencies

(Rs. in Lakhs)

S. No.	Particulars	As at 31-Mar-20	As at 31-Mar-19
i.	Claims against the Company not acknowledged as debts (Refer note (a))	-	-
ii.	Guarantees given by banks on behalf of the company - to Reliance Industries Ltd.	62.00 62.00	52.25 50.00

5. Summary of Gratuity

The Company has a defined benefit gratuity plan. Under Gratuity Plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The scheme is partially funded with SBI Life Insurance in the form of a qualifying insurance policy.

The gratuity plan is governed by the Payment of Gratuity Act, 1972. The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

		(Rs. in Lakhs)
	Year ended March 31, 2020	Year ended March 31, 2019
a)	Reconciliation of opening and closing balances of defined benefit obligation	
	Defined benefit obligation at the beginning of the year	9,201,903.00
	Interest expense	693,345.00
	Past Service Cost	-
	Current service cost	1,003,393.00
	Benefit paid	(277,139.00)
	Acquisition adjustment	-
	Remeasurement of (Gain)/loss in other comprehensive income	-
	Actuarial changes arising from changes in demographic assumptions	-
	Actuarial changes arising from changes in financial assumptions	649,873.00
	Actuarial changes arising from changes in experience adjustments	(239,928.00)
	Defined benefit obligation at year end	11,031,447.00
b)	Reconciliation of opening and closing balances of fair value of plan assets	
	Fair value of plan assets at beginning of the year	4,028,940.00
	Interest Income	299,526.00
	Employer contribution	50,000.00
	Remeasurement of (Gain)/loss in other comprehensive income	(4,754.00)
	Benefits paid	(277,139.00)
	Fair value of plan assets at year end	4,096,573.00
c)	Net defined benefit asset/ (liability) recognized in the balance sheet	
	Fair value of plan assets	4,096,573.00
	Present value of defined benefit obligation	11,031,447.00
	Amount recognized in balance sheet- asset / (liability)	(6,934,874.00)
d)	Net defined benefit expense (recognized in the statement of profit and loss for the year)	
	Current service cost	1,003,393.00
	Past service cost	-
	Interest cost on benefit obligation	693,345.00
	Expected return on plan assets	(299,526.00)
	Net defined benefit expense debited to statement of profit and loss	1,397,212.00
e)	Broad categories of plan assets as a percentage of total assets	
	Asset invested in insurance scheme with the insurer	100%

f) **Principal assumptions used in determining defined benefit obligation**

Assumption particulars	As At	As At
	March 31, 2020	March 31, 2019
Discount rate	6.82%	7.65%
Salary escalation rate	4.00%	4.00%
Mortality Rate (% of IALM 06-08)	100.00%	100.00%

g) **Quantitative sensitivity analysis for significant assumptions is as below:**

Increase / (decrease) on present value of defined benefits obligations at the end of the year

Discount rate

Increase by 1.00%	(7.00)	(6.10)
Decrease by 1.00%	8.30	7.20

Salary growth rate

Increase by 1.00%	7.00	5.80
Decrease by 1.00%	(5.90)	(5.00)

Withdrawal Rate

Increase by 1%	2.70	3.20
Decrease by 1%	(3.10)	(3.60)

h) **Maturity profile of defined benefit obligation (valued on undiscounted basis)**

	Year ended March 31, 2020	Year ended March 31, 2019
Within the next 12 months (next annual reporting period)	4,611,273.00	4,561,141.00
Between 2 and 5 years	1,117,345.00	673,488.00
Between 6 and 10 years	2,206,420.00	1,624,972.00
Beyond 10 Years	-	-

i) The average duration of the defined benefit plan obligation at the end of the reporting period is 12 Years

j) The Company expects to contribute net liability of minimum of Rs 69.35 Lakhs or 8.33% of the wage bill to the planned assets during the next financial year.

k) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by independent Actuary.

l) Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

m) The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

6. Summary of Financial instruments

The comparison of carrying value and fair value of financial instruments by categories that are not measured at fair value are as follows:

(In Rupees)

Category	Carrying value		Fair Value		
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	
Financial asset at amortized cost					
Investments	18,999,790.00	18,952,491.00	18,999,790.00	18,952,491.00	
Trade receivables	78,134,393.00	74,754,288.00	78,134,393.00	74,754,288.00	
Financial liabilities at amortized cost					
Non-Current borrowings (refer note 14)	114,452,274.00	132,825,848.00	114,452,274.00	132,825,848.00	
Short term borrowings (refer note 16)	34,508,085.00	30,748,565.00	34,508,085.00	30,748,565.00	
Other non-current financial liabilities	-	-	-	-	
Trade payables (refer note 17)	22,723,034.00	22,153,901.00	22,723,034.00	22,153,901.00	
Other current financial liabilities (refer note 18)	33,213,074.00	46,022,816.00	33,213,074.00	46,022,816.00	

The Company assessed that trade receivables, cash and cash equivalents, other bank balances, loans and advances to related parties, interest receivable, trade payables, capital creditors are considered to be the same as their fair values, due to their short term nature.

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

Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.



7. Restated summary of Financial risk management objectives and policies

The Company's has instituted an overall risk management programme which also focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses forward covers to hedge foreign currency risk exposures.

The Company is exposed to capital risk, market risk, credit risk and liquidity risk. These risks are managed pro-actively by the Senior Management of the Company, duly supported by various Groups.

a) Capital risk

The Company's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns to its shareholders and benefits for other stakeholders and to provide for sufficient capital expansion.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company employees prudent liquidity risk management practices which inter alia means maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. Given the nature of the underlying businesses, the corporate finance maintains flexibility in funding by maintaining availability under committed credit lines and this way liquidity risk is mitigated by the availability of funds to cover future commitments. Cash flow forecasts are prepared and the utilized borrowing facilities are monitored and there is adequate focus on good management practices whereby the collections are managed efficiently. The Company while borrowing funds for large capital project, negotiates the repayment schedule in such a manner that these match with the generation of cash on such investment. Longer term cash flow forecasts are updated from time to time and reviewed by the Senior management of the Company.

c) Credit risk

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

(i) Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Management evaluate credit risk relating to customers on an ongoing basis. Receivable control management team assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance. An impairment analysis is performed at each reporting date on group\category basis. The calculation is based on exchange losses historical data and available facts as on date of evaluation. Trade receivables comprise a widespread customer base. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

(ii) Financial instruments and cash deposit

Credit risk from balances with banks and financial institutions is managed by the Company's Banking and Forex team in accordance with the Company's policy. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make payments. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company.

d) 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 prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits, and foreign currency receivables and payables.

8. Summary of Earnings per share (EPS)

	(In Rs.)	
	Year ended March 31, 2020	Year ended March 31, 2019
Basic EPS		
Profit/(loss) after tax (Rs. in Lakhs)	7,120,939.00	11,887,680.00
Net profit/(loss) for calculation of basic EPS	7,120,939.00	11,887,680.00
Weighted average number of equity shares outstanding during the year (Nos.)	8,268,720	8,268,720
Basic earnings per share (Rs.)	0.86	1.44
Dilutive EPS		
Equivalent weighted average number of equity convertible security\option outstanding	Nil	Nil
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos)	8,268,720	8,268,720
Diluted earnings per share (Rs.)	0.86	1.44

9. Summary of Capital Management

For the purpose of the Company's capital management, capital includes issued equity attributable to the equity shareholders of the Company, share premium and all other equity reserves. The primary objective of the Company's capital management is that it maintain an efficient capital structure and maximize the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, The Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

	(Rs. in Lakhs)	
	As at March 31, 2020	As at March 31, 2019
Long term borrowings	114,452,274.00	132,825,848.00
Short term borrowings	34,508,085.00	30,748,565.00
Trade payables	22,723,034.00	22,153,901.00
Less: Cash and Cash equivalents	1,877,151.00	2,614,446.00
Less: Other bank balances	-	-
Net Debt	169,806,242.00	183,113,868.00
Equity share capital	82,687,200.00	82,687,200.00
Other equity	90,505,004.00	83,384,063.00
Total Equity	173,192,204.00	166,071,263.00
Total Capital and net debt	342,998,446.00	349,185,131.00
Gearing ratio	98%	110%

10 In the opinion of the Directors current assets loans & advances have a value on realization in ordinary course of business at least equal to the value at which they have been stated in the Balance Sheet.

11 Revenue from contracts is Rs. 29,00,75,621 which includes revenue from cintracts Rs. 29,14,61,921 minus Rate Difference, Rejections of Rs. 13,86,300.

12 Small Scale Creditors

Sundry Creditors includes Rs 16,32,778/- (Previous year-Rs. 42,79,,741/-) due to Micro/Small/Medium enterprises . There are three undertaking from whom amount outstanding for more than 30 Days in respect of small scale undertaking where such dues exceeds Rs. 1.00 lacs (Previous year NIL)

13 Balance of sundry creditors, Sundry Debtors and other advances are subject to confirmation.



14	The amount of exchange rate differences	Cur. Yr.	Prev. Yr.
a)	Included in Profit & Loss account of the year on	188264	81127
	Account of receivable and payables :Net		
b)	Adjusted in carrying amount of fixed assets	0	0
c)	In respect of forward exchange contract to be Recognized as an expense in the current year	0	0
d)	In respect of forward exchange contract to be Recognized as an expense in the subsequent years	0	0

15	Managerial Remuneration	Curr.Yr	Prev.Yr
	(Remuneration is within the limit prescribed under schedule V to the Companies Act, 2013.)		
a)	To the managing Director & Whole time Directors		
	Salary/Commission/Allowance	15540000	13440000
	Perquisites	1740357	1264463
	Rent Free Accommodation	1200000	1200000
	Total	18480357	15904463
b)	To other Director	0	0

16 Foreign exchange derivates and exposures outstanding as at the Balance Sheet Date:

Nature of Instrument

A.	Hedged Foreign Currency Exposure on:		
	I. Payable	0	0
	II. Receivable	0	0
B.	Un hedged Foreign Currency Exposure on:		
	I. Payable		
		0USD	478USD
		0INR	31,135INR
		CHF	1,201.54CHF
		0 INR	83,761 INR
		0EURO	1,514.37EURO
		0 INR	1,17,925 INR
	II. Receivable		
		17,199.18 USD	2,971.10 USD
		12,95,529.00 INR	2,06,134 INR

17 Related Party disclosure as per AS-18
a. List of related & Associated parties

Name of party	Relationship
Uniroyal Builders & Developers	Partnership Investment of 50% Share of the Company
AM Textiles & Knitwears Limited	100% Subsidiary

b. Key management personnel

Mr. Arvind Mahajan	Managing Director
Mrs. Rashmi Mahajan	Executive Director
Mr. Akhil Mahajan	Executive Director
Mr. Abhay Mahajan	Executive Director

c. Outstanding Balances

		Cur. Yr.	Prev. Yr.
Due to Directors	Remuneration	4,828,001	3,600,253
Due to Directors	Unsecured Loan	30,413,583	33,659,992
Due to (from) AM Textiles and Knitwears Ltd		0	28,938
Capital in Uniroyal Builders & Developers		2,499,790	2,452,491
Capital in AM Textiles & Knitwears Ltd		1,65,00,000	1,65,00,000

d. Transaction /consideration during the year

Party	Relation		Cur. Yr	Prev. Yr.
Mr. Arvind Mahajan	Mg. Director	Rent Paid	12,00,000	1200000
Mr. Arvind Mahajan	Mg. Director	Salary/Commission/Perquisites/Allowance	5,020,201	2,881,405
Mrs. Rashmi Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	1,884,343	1,870,943
Mr. Akhil Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	4,882,773	4,685,621
Mr. Abhay Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	5,493,040	5,266,496
Uniroyal Builders & Developer	Partnership	Share of Profit/(Loss) Received	35,299.00	(12,671.00)
Uniroyal Builders & Developer	Partnership	Investment during the year	12,000	75,000
AM Textiles & Knitwears Ltd	Subsidiary Company	Rent Received	48,000	48,000
AM Textiles & Knitwears Ltd	Subsidiary Company	Purchase of Yarn	204,648	1,076,223
AM Textiles & Knitwears Ltd	Subsidiary Company	Sale of yarn	0	0
Mr. Arvind Mahajan	Mg. Director	Interest Paid	2,295,380	2,801,309
Mrs. Rashmi Mahajan	Executive Director	Interest Paid	808,235	986,096
Mr. Abhay Mahajan	Executive Director	Interest Paid	1,472,443	733,924
Mr. Akhil Mahajan	Executive Director	Interest Paid	689,597	456,574

18 Auditor's Remuneration

	Cur. Yr.	Prev. Yr.
Auditor's Expenses	38,696	56,642
Payment to Auditors -Certification Etc	16,500	16,500
Tax Audit Fee	11,000	0
Audit Fee	42,000	42,000
Total	108,196	115,142



UNIROYAL INDUSTRIES LIMITED

19 Value of Raw Material, Stores and Spare Parts consumed.

	Current Yr. % age	Current Yr. Value	Prev. Yr. & % age	Prev Yr. Value
I. Stores & Spares				
Imported	31.98	2,684,328	23.88	906,036
Indigenous	68.02	5,710,644	76.12	2,887,444
II. Raw Material Consumed				
Polyester Yarn				
	Qty. Kg	Value	Qty. Kg	Value
	169,058	47,463,342	179,131	49,592,431

20 Sale of Raw Material

	Qty. Kg	Value	Qty. Kg	Value
Polyester Yarn	0.00	0	3,467.00	1,110,184

21 Value of Imports Calculated on CIF

	Current Yr.	Pre Yr.
Import of Machinery	0	0

22 Expenditure in Foreign Currencies during the financial Year

		Current Yr.	Previous Yr.
Raw Material/Store	INR	1,486,142	728,040
	Euro	18,407	8,764
	INR	729,733	422,521
	Swiss Franks	10,049	5,663
	INR	0	0
	USD	0	0

23 Amount remitted in foreign currencies on account of

	Current Yr.	Previous Yr.
Dividend	Nil	Nil
Expenditure Travelling	2,502,836	1,405,403
Earning in foreign exchange-Exports of Goods FOB Value	5,837,851	6,704,453

24 Previous Years Figures

Previous year's figures have been regrouped /reclassified wherever necessary to correspond with the current year's classification/ disclosure.

25 Balance Sheet abstract and company's general business profile

I. Registration Details:	
Registration No.	L18101HR1993PLC033167
Balance Sheet Date	31/03/2019
II. Capital raised during the year (amount in thousand)	
Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement	Nil
III. Position of mobilization and deployment of funds (amounts in thousands)	
Source of Funds	
Total Liabilities	403463
Paid up Capital	82687
Reserve & Surplus	90505
Share Application Money	0
Non Current Liabilities	133041
Current Liabilities	97230
Application for Funds	
Total assets	403463
Non current Assets	301248
Current assets	102215
IV. Performance of Company (Amount in thousands)	
Turnover	296215
Total Expenditure	289718
Profit/Loss before Tax	6497
Profit/Loss after Tax	7432
(+for profit, ()for loss)	
Earning Per Share	0.86
Dividend rate%	0
V. Generic Names of Three Principal Products/Services of Company (as per Monetary terms)	
Product Description	(ITC Code)
Labels	58071020
Plastic Seals	39269099
As per our report of even date attached	

For Uniroyal Industries Limited

For Gopal Bhargawa & Co.

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

(Gopal Bhargawa)
Chartered Accountants
M. No. 531619
Firm registration No.026816N

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

Panchkula
30th June 2020



FORM A

(For Audit Report with unmodified opinion)

1.	Name of the Company	Uniroyal Industries Limited
2.	Annual Financial statements for the year ended	31st March 2020 (Standalone)
3.	Type of Audit observation	Unmodified
4.	Frequency of observation	Not Applicable
5.	CEO/Mg. Director/Executive Director	Sd- Akhil Mahajan
	CFO	Sd- Nasib Kumar Jaryal
	Auditor	Sd- Gopal Bhargawa Proprietor
	Chairman Audit Committee	Sd- Anirudh Khullar

Dated : 30th June, 2020

Place : Panchkula

INDEPENDENT AUDITOR'S REPORT

**To the Members of
Uniroyal Industries Limited**

REPORT ON THE CONSOLIDATED Ind-AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated Ind-AS financial statements of Uniroyal Industries Limited ("the Holding Company"), and its subsidiary company A M Textiles & Knitwears Ltd. (hereinafter collectively referred as "The Group") which comprise the Consolidated Balance Sheet as at 31st March 2020, the Consolidated statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated statement of Cash Flow for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind-AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Group as at 31 March 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing 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 Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Ind AS financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

Litigations and contingencies:

See note 4 to the financial statements:

The Key audit matter	How the matter was addressed in our audit
- The company is exposed to a variety of different Central and state laws, regulations and interpretations thereof. In this regulatory environment, there is an inherent risk of litigations and claims. - In the normal course of business, provisions and contingent liability disclosures for litigations and claims may arise from direct and indirect tax proceedings, legal	Our procedures included: - Inquiring the status of significant known actual and potential litigation with the Company's in-house Legal Counsel and other senior management personnel who have knowledge of these matters and critically assessing their responses. - Obtaining, on a sample basis, written responses from the Company's in-house



proceedings, including regulatory and other government/department proceedings, as well as investigations by authorities and commercial claims. • At 31 march 2020, the Company's contingent liabilities were Rs.62.00 lacs (31,March 2019 : Rs. 62.25) (refer note 4 to the financial statements) • These estimates could change substantially over time as new facts emerge and each legal case progresses • Given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures, this is a key audit matter.	legal counsel, containing their views and conclusions on material exposures and any related litigation and considered the same in evaluating the appropriateness of the Company's provisions or disclosures on such matters. ▪ Reading the latest correspondence between the Company and the various tax/legal authorities or plaintiffs and attorneys where applicable, for matters selected on sample basis for detailed evaluation. ▪ For the most significant of the matters, we assesse relevant historical and recent judgments passed by the court authorities and considering legal opinion, where obtained by management from external lawyers, to challenge the basis used for the provisions recorded and the disclosures made by the Company ▪ Challenging the decisions and rationale for provisions held or for decisions not to record provisions or make disclosures. ▪ For those matters where management concluded that no provisions should be recorded, we have reviewed the adequacy and completeness of the Company's disclosures.
• The company has recognised deferred tax liability amounting to Rs. 125.68 lacs (31 March 2019 : Rs. 163.30) for temporary differences, In the value of assets as per Books of Accounts & as per Income Tax Act. x	▪ Reconciling tax losses and tax credits and its expiry dates to tax returns filed with tax authority ▪ With respect to tax matters, involving our tax specialists, and discussing with the Company's tax officers, their views and strategies on significant cases, as well as the related technical grounds relating to their conclusions based on applicable tax laws. ▪ Assessing the accuracy of forecast future taxable profits approved by the Board, by evaluating historical forecasting accuracy and comparing the assumptions, such as projected growth rates, with our own expectations of those assumptions derived from our knowledge of the industry and our understanding obtained during our audit, including where applicable their consistency with business plans.

INFORMATION OTHER THAN CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT

The Group's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Group's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these consolidated Ind-AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (IND-AS) prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

In preparing the financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

AUDITORS' RESPONSIBILITY FOR AUDIT OF CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on



whether the Group 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

For GOPAL BHARGAWA & Co.
Chartered Accountants
Firm's Regn. No. 026816N

Place : Panchkula
Dated : 30th June, 2020

Gopal Bhargawa
Proprietor
Membership No. 531619

UNIROYAL INDUSTRIES LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2020

Particulars	Note No.	Figs for the Current Yr.	Figs for the Previous Yr.
ASSETS			
1. Non-current assets			
(a) Property, Plant & Equipments		245737501	270865947
(b) Capital Work- in- Progress	1	0	0
(c) Investment Properties		36059305	36532979
(d) Deferred tax assets (net)	2	581625	1282
(e) Financial Assets			
Non Current Investments		0	0
(f) other Non Current Assets			
- Long-term loans and advances	3	6719090	4826215
- Other non-current assets	4	867560	594578
Total - Non-current assets		289965081	312821001
2. Current assets			
(a) Inventories	5	50258597	72190766
(b) Financial Assets			
(i) Investments	6	2499790	2452491
(ii) Trade receivables	7	130768025	122458679
(iii) Cash and cash equivalents	8	2060848	2901770
(c) Other current assets			
- Short-term loans and advances	9	5522171	8836792
- Other current assets	10	3037500	2087913
Total- Current assets		194146931	210928411
Total Assets		484112012	523749412
A. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	11	82687200	82687200
(b) Other Equity	12	96754966	91592954
Total Equity		179442166	174280154
Liabilities			
Non Current Liabilities			
(I) Financial Liabilities			
(a) Long-Term borrowings	13	124536356	134054933
(b) Other Long-Term liabilities		0	0
(II) Non Current Provisions	14	5438810	2347293
(III) Deferred Tax Liabilities (Net)		13149700	16330418
(IV) Other Non Current Liabilities		0	0
Total- Non-current liabilities		143124866	152732644
Current Liabilities			
(I) Financial Liabilities			
(a) Short-Term borrowings	15	93861870	96133732
(b) Trade Payables	16	26230687	43588348
(c) Other Financial liabilities	17	34666735	47858856
(II) Provisions	18	6785688	9155678
Total - Current liabilities		161544980	196736614
Total :- Equity and Liabilities.		484112012	523749412

Summary of significant accounting policies & other notes on accounts

For Uniroyal Industries Limited

For Gopal Bhargawa & Co.

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

(Gopal Bhargawa)
Chartered Accountants
M. No. 531619
Firm registration No.026816N

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

Panchkula
30th June 2020



UNIROYAL INDUSTRIES LIMITED

UNIROYAL INDUSTRIES LIMITED

CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	Note No.	Figs for the Current Yr.	Figs for the Previous Yr.
Income			
(I) Revenue from operations	19	691700754	780794657
(II) Other Income	20	1207338	1720479
(III) Total Income		692908092	782515136
(IV) Expenses			
Cost of Materials consumed	21	58587646	60542369
Purchase of trade goods	22	384941339	496261275
Changes in inventories of finished goods, traded goods and work in progress	23	20257723	(10718870)
Employee benefits expense	24		
Finance Cost	25	83469816	74755838
Depreciation and amortization expenses	26	24789497	30341764
Other expenses	27	26810005	27663679
		90093526	87362168
Total Expenses (IV)		688949552	766208223
V Profit/(Loss) before exceptional items and tax (III-IV)		3958540	16306913
VI. Exceptional items		0	0
VII Profit/(Loss) before tax (V-VI)		3958540	16306913
VIII Tax expense			
Current tax		2075000	4013000
Deferred tax		(3761061)	979683
Adjustment of tax relating to earlier years		171564	(455239)
IX Profit/(Loss) for the year from continuing operations (VII-VIII)		5473037	11769469
X Profit/(Loss) for the year from discontinued operations		0	0
XI Tax expense of discontinued operations		0	0
XII Profit/(Loss) for the year from discontinued operations (after tax) (X-XI)		0	0
XIII Profit/(Loss) for the year (IX+XIII)		5473037	11769469
XIV Other comprehensive income			
(A) (i) Items that will not to be reclassified to profit or loss		414700	(302711)
Re-measurement (gains)/losses on defined benefit plans			
(ii) Income Tax relating to items that will not to be reclassified to profit or loss		(103675)	75678
Tax impact effect		311025	(227033)
		5162012	11996502
Other comprehensive income for the year, net of tax			
XV Total comprehensive income for the year (XIII+XIV)		Rs. Per share	Rs. Per share
		0.62	1.45
XVI Earnings per equity share{refer note no}		0.62	1.45
(nominal value of share Rs.10)			
Basic (Rs.)		8268720	8268720
Diluted (Rs.)		8268720	8268720

Summary of significant accounting policies & other notes on accounts 28

For Uniroyal Industries Limited

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

For Gopal Bhargawa & Co.

(Gopal Bhargawa)
Chartered Accountants
M. No. 531619
Firm registration No.026816N

Panchkula
30th June 2020

UNIROYAL INDUSTRIES LIMITED
Note No. "1" Property, Plant & Equipments
Summary of Property, plant and equipment (PPE)

	Land (Freehold)	Building	Leasehold improvements	Plant and equipment	Furniture and fixture	Office equipment	Computers and data processing units	Motor vehicles	Total
At cost									
Deemed cost as at April 1, 2018	20,599,659.00	46,460,428.00	-	373,319,385.00	3,695,944.00	2,533,736.00	2,775,206.00	40,746,337.00	490,130,695.00
Additions	-	5,904,889.00	-	57,817,658.00	9,492.00	522,808.00	60,847.00	-	64,315,704.00
Disposals	-	-	-	(11,769,856.00)	-	-	-	-	(11,769,856.00)
As at March 31, 2019	20,599,659.00	52,365,327.00	-	419,367,187.00	3,705,436.00	3,056,544.00	2,836,053.00	40,746,337.00	542,676,543.00
Additions	-	-	-	279,000.00	28,900.00	230,910.00	689,150.00	-	1,227,960.00
Disposals	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	(5,126,760.00)	-	-	-	(52,345.00)	(5,179,105.00)
As at March 31, 2020	20,599,659.00	52,365,327.00	-	414,519,427.00	3,734,336.00	3,287,454.00	3,525,203.00	40,693,992.00	538,725,398.00
Depreciation									
As at April 1, 2018	-	13,888,402.00	-	213,105,958.00	2,304,167.00	1,710,438.00	1,853,024.00	11,420,136.00	244,282,125.00
Charge for the year	-	1,554,207.00	-	20,430,304.00	307,707.00	252,976.00	488,827.00	4,664,424.00	27,698,445.00
Deletions	-	-	-	(5,296,734.00)	-	-	-	-	(5,296,734.00)
As at March 31, 2019	-	15,442,609.00	-	228,239,528.00	2,611,874.00	1,963,414.00	2,341,851.00	16,084,560.00	266,683,836.00
Charge for the year	-	1,585,372.00	-	19,532,598.00	306,558.00	287,864.00	349,096.00	4,274,843.00	26,336,331.00
Deletions	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	(32,266.00)	(32,266.00)
As at March 31, 2020	-	17,027,981.00	-	247,772,126.00	2,918,432.00	2,251,278.00	2,690,947.00	20,327,137.00	292,987,901.00
Net carrying amount									
As at March 31, 2020	20,599,659.00	35,337,346.00	-	166,747,301.00	815,904.00	1,036,176.00	834,256.00	20,366,855.00	245,737,497.00
As at March 31, 2019	20,599,659.00	36,922,718.00	-	191,127,659.00	1,093,562.00	1,093,130.00	494,202.00	24,661,777.00	275,992,707.00
As at April 1, 2018	20,599,659.00	32,572,026.00	-	160,213,427.00	1,391,777.00	823,298.00	922,182.00	29,326,201.00	245,848,570.00

(In Rs.)



UNIROYAL INDUSTRIES LIMITED

NOTE "2" INVESTMENT PROPERTIES

Long term non trade

- Investments in Immovable property(Net of accumulated depreciation& impairment,if any)

Flat at Mohali (Under Construction)	8773903	8773903
Flat at Goa	2950488	3002105
Flat at Chandigarh	24334914	24756971

- In Associates concerns

0	0
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Total Rs.

36059305	36532979
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NOTE "3" LONG TERM LOANS AND ADVANCES

Loans and Advances (unsecured considered good)

Advances recoverable in cash or in kind or value to be received

- With parties for Capital Goods

0	157125
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Securities & Deposits with Government Departments & other Agencies

6719090	4669090
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Total Rs.

6719090	4826215
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NOTE "4" OTHER NON-CURRENT ASSETS

Balances with banks held as margin money/against commitments

867560	594578
--------	--------

Total Rs.

867560	594578
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NOTE "5" INVENTORIES

- (As prepared, valued & certified by the management)

Stock in Trade

- Raw Materials

- Semi Finished Products

- Finished Goods

- Yarn Trading (Including stock in transit)

- Labels/Seal Trading

- Packing Materials

- Stores & Spares

- Fuel

- Printing & Stationery

11340256	12951918
538365	1010150
237005	357971
36781723	56088252
670404	1028847
320389	290179
239439	242755
111492	196290
19524	24404

Total Rs.

50258597	72190766
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NOTE "6" INVESTMENTS

Capital in partnership firms

- Uniroyal Builders & Developers

2499790	2452491
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Details of Partners in Uniroyal Builders & Developers

Name of Partners	Profit/(Loss) Sharing Ratio	Capital Rs.
Uniroyal Industries Ltd	50.00%	2499790
Sh. Saurabh Gupta	50.00%	1026162
Total	100%	3525952

Total Rs.

2499790	2452491
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NOTE "7" TRADE RECEIVABLES

(Unconfirmed and unsecured but considered good)

Outstanding for exceeding six months from the date they were due for payment
Others
Total Rs.

2231980	2282570
128536045	120176109
130768025	122458679

NOTE "8" CASH AND CASH EQUIVALENTS

Cash in hand
Imprest balances with staff
Balances with banks
Cheques, drafts on hand

Total Rs.

1024605	482692
63401	80986
972842	1244494
0	1093598
2060848	2901770

NOTE " 9" SHORT TERM LOANS AND ADVANCES

Loans and Advances (unsecured considered good)
Advances recoverable in cash or in kind or value to be received
With parties for

- Supplies/Expenses
- Staff

- With related parties:

Pre-paid Expenses
With Income Tax Department
With GST

Total Rs.

693843	29464
388000	344500
553944	967479
2513348	3785997
1373036	3709352
5522171	8836792

NOTE "10" OTHER CURRENT ASSETS

Claim receivable under TUFs
Interest receivable
Term Loan Receivable (555 Lacs)
PNB Housing Finance Ltd
Toyota Finance Services India Ltd
Quantity Discount and Rate Difference Receivable

Total

597181	501835
1178819	677053
1054431	0
66013	32782
3347	5283
137709	870960
3037500	2087913

NOTE "11" EQUITY SHARE CAPITAL

Authorised Capital Uniroyal Industries Ltd.

1,05,00,000 Equity Shares of Rs. 10/- each

105000000 105000000

Authorised Capital AM Textiles and Knitwear Ltd

17,50,000 (P.Y 17,50,000) Equity Shares of Rs. 10/- each

17500000 17500000

Total Rs.

105000000	105000000
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Issued, Subscribed And Paid Up Capital Uniroyal Industries Ltd

82,68,720 (Previous year-82,68,720) Equity shares of Rs. 10/- each

82687200 82687200

-22,33,200 Shares of Rs. 10/- each fully paid up have been allotted pursuant to a scheme of Amalgamation, without payments being received in cash in 2006

Issued, Subscribed And Paid Up Capital AM Textiles & Knitwear Ltd

16,50,000(Previous Year 16,50,000) Equity

0

0

Shares of Rs. 10/- each - 100% held by Holding Company Uniroyal Industries Ltd.



UNIROYAL INDUSTRIES LIMITED

Details of shares held by each shareholder holding more than 5% shares

Equity Shares with voting rights

Name of shareholder	As at 31.03.20		As at 31.03.19	
	No. of shares	%age holding	No. of shares	%age holding
Mr. Arvind Mahajan	2620522	31.69	2511631	30.38
Mr. Abhay Mahajan	713475	8.63	713475	8.63
Uniroyal Industries Limited	1650000	100.00	1650000	100.00

Total Rs.

82687200

82687200

NOTE :12" OTHER EQUITY

General Reserve

Opening balance	12416074	12416074
Addition /Adjustment: Transfer from profit and loss account	0	0
Closing balance	12416074	12416074

Surplus /Profit and Loss Account	79026880	67030378
Addition during the year	5162012	11996502
Less : Transfer to general reserve	0	0
Closing balance	84188892	79026880

Securities Premium Account	150000	150000
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Total Rs.

96754966

91592954

NOTE "13" LONG TERM BORROWINGS

(a) Term Loans from banks-Secured

- Secured by 'mortgage of 'immovable & moveable properties both present 'and future and personal guarantees of the promoter directors.	59100666	66995629
- Secured by hypothecation of vehicles	2093313	8576534

(b) Term Loans NBFC's-Secured

22844712	24822778
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Subtotal : Depsoits-un secured

84038691	100394941
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(c) Deposits-Un secured from related parties

Deposits From Directors	40497665	33659992
Deposits From Director's relatives	0	0
from others		
Deposits From Public	0	0

Subtotal : Depsoits-un secured

40497665	33659992
-----------------	-----------------

Total Rs.

124536356

134054933

The company has not defaulted in the repayment of principal and interest on loans & deposits

NOTE "14" NON CURRENT PROVISIONS

Provision for Leave Encashment	3115207	1735470
Provision for Gratuity	2323603	611823

Total Rs.

5438810

2347293

NOTE "15" SHORT TERM BORRWINGS

(a) Cash Credit from banks- secured

Secured by way of first charge on debtors arising out of trade transactions & stocks of raw materials and consumable stores stocks in process finished goods and packing materials and by way of charge on the immovable assets of the company and personal guarantees of promoter directors	93861870	96133732
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Loans and advances from related parties-unsecured

0

0

Total Rs.

93861870

96133732

NOTE "16" TRADE PAYABLES

Sundry Creditors for		
- Goods/Expenses	25248182	42814964
- Advances received from customers	982505	773384
Total Rs.	<u>26230687</u>	<u>43588348</u>

NOTE "17" OTHER FINANCIAL LIABILITIES

Other Liabilities	3906471	5371342
Expenses Payable	13279652	12382088
Current maturity of Long Term Borrowings	17480612	30105426
Total Rs.	<u>34666735</u>	<u>47858856</u>

NOTE "18" PROVISIONS

Provision for Taxation		
- Income Tax	1971325	4088678
Provision for Gratuity	4611273	4561141
Provision for Leave Encashment	203090	487250
Provision for Bad Debts	0	18609
Total Rs.	<u>6785688</u>	<u>9155678</u>

NOTE "19" REVENUE FROM OPERATIONS

Sales of Products	685563915	772040225
Other Operating Revenue	6136839	8754432
Total Rs.	<u>691700754</u>	<u>780794657</u>

NOTE "20" OTHER INCOME

Interest received	1111992	944956
Tuff Interest subvention	95346	775523
Total Rs.	<u>1207338</u>	<u>1720479</u>

NOTE "21" COST OF MATERIALS CONSUMED

Raw Material Consumed		
Opening stock	12951918	13426448
Add : Purchases	56975984	60067839
Less: Closing stock	(11340256)	(12951918)
Total Rs.	<u>58587646</u>	<u>60542369</u>

NOTE "22" PURCHASE OF TRADE GOODS

Purchase for trading	384941339	496261275
Total Rs.	<u>384941339</u>	<u>496261275</u>



UNIROYAL INDUSTRIES LIMITED

NOTE "23" CHANGES IN INVENTORY OF FINISHED GOODS, TRADE GOODS AND WORK IN PROGRESS

Stock at Close

Finished Goods	237005	357971
Semi Finished Goods	538365	1010150
Traded Goods	37452127	57117099
Total Rs	38227497	58485220

Opening Stock

Finished Goods	357971	1600198
Semi Finished Goods	1010150	965050
Traded Goods	57117099	45201102
Total Rs.	58485220	47766350
Increase / (Decrease)	(20257723)	10718870

NOTE "24" EMPLOYEE BENEFIT EXPENSES

Salaries, Wages & Bonus	54962899	50103752
Contribution to Provident & Other Funds	4088295	3999792
Retirement Benefits	4352414	3249075
Workmen & Staff Welfare Expenses	1585851	1498755
Director's Remuneration	18480357	15904464
Total Rs.	83469816	74755838

NOTE "25" FINANCE COST

Interest expense on

- Borrowings	23433429	27443929
- Trade payables	459448	1674186
- Others	570944	683438

Other Borrowing cost	325676	540211
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Total Rs.	24789497	30341764
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NOTE "26" DEPRECIATION AND AMORTIZATION EXPENSES

Depreciation	26336331	27190005
Depreciation on Investments	473674	473674

Total	26810005	27663679
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NOTE "27" OTHER EXPENSES

Manufacturing expenses

Stores & Spares consumed	8398288	4209382
Power & fuel	30549565	33294212
Repairs - Plant & Machinery	9212921	5468850
Repairs - Building & Others	413447	298527
Other Manufacturing Expenses	1356802	1620569
Sub total	49931023	44891540

Administrative expenses

Rent	2589516	2433964
Rates & Taxes	425461	147553
Insurance	968960	865547
Auditor's Remuneration	139196	135142

Travelling & Conveyance		
- Director's Travelling	3195865	3674511
- Other's Travelling	786093	888452
Legal & Professional Charges	2477100	2307910
Loss on sale of Fixed Assets	10079	2173122
Vehicle Running & Maintaince	1918657	2179595
Telephone Expenses	558435	577591
Festival Expenses	499901	610526
Repair & Maintenance	11375	21890
Share Department expenses	840529	920874
Other Administrative expenses	1850255	1788888
Sub total	16271422	18725565
Selling and distribution expenses		
Freight & forwarding	7930118	8604420
Advertisement & publicity	99533	49806
Packing expenses	5264517	4793894
Discount & commission	10164227	9972730
Sales promotion	432686	324213
Sub total	23891081	23745063
Total	90093526	87362168



UNIROYAL INDUSTRIES LIMITED

UNIROYAL INDUSTRIES LIMITED			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020 (Amount in Rs.)			
		Consolidated	
Sr. No.	PARTICULARS	Figs for the Current Yr.	Figs. for the Previous Yr.
A	CASH FLOW FROM OPERATING ACTIVITIES		
	NET PROFIT BEFORE TAX	3,958,540	16,306,913
	ADJUSTMENTS FOR :-		
	Depreciation	26,336,331	27,190,005
	Loss on Fixed Assets	10,079	2,173,122
	Misc. Exp. Written Off	-	-
	Depreciation on Investments	473,674	473,674
	Other comprehensive income for the year, net of tax	(311,025)	227,032
	Sundry Balance Written Off/Written Back	(41,699)	(1,052,099)
	Dividend Received	-	-
	Profit Transfer from Uniroyal Developers & Builder	(35,299)	12,671
	Financial Expenses	24,789,497	30,341,764
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE	55,180,098	75,673,082
	Adjustments for (increase) / decrease in operating assets:		
	Inventories	21,932,169	(9,920,519)
	Trade receivables	(8,267,647)	1,796,394
	Short term loans and advances	3,314,621	5,115,224
	Long term loans and advances	(1,892,875)	8,401,152
	Other Current Assets	(949,587)	(87,921)
	Other Non current assets	(272,982)	(42,065)
	Adjustments for increase / (decrease) in operating liabilities:		
	Trade Payable	(17,357,664)	(7,357,256)
	Other Financial liabilities	(13,192,121)	(1,479,006)
	Other Non Current liabilities	-	-
	Provisions Short Term	(2,369,990)	2,020,068
	Non Current Provisions	3,091,517	(624,661)
		39,215,539	73,494,492
	Less:- Current Taxes	(2,075,000)	(4,013,000)
	Income Tax Paid	(171,564)	455,239
	Total (A)	36,968,975	69,936,731
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Property, Plant & Equipments	(1,227,961)	(14,126,978)
	Disposal of Assets	10,000	4,300,000
	Dividend Received	-	-
	Investments Current	(12,000)	(75,000)
	Investments Properties	-	-
	Total (B)	(1,229,961)	(9,901,978)
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Short Term Borrowings	(2,271,862)	(1,312,995)
	Long Term borrowings	(9,518,577)	(27,550,417)
	Issue of Share Capital	-	-
	Less :- Cash outflow from the financing activities		
	Financial Expenses	(24,789,497)	(30,341,764)
	Total (C)	(36,579,936)	(59,205,176)
	Total Cash Inflow During The Year (A) + (B) + (C)	(840,922)	829,577
	Opening Cash Balance	2,901,770	2,072,193
	Total Cash Inflow During The Year	(840,922)	829,577
	Net Cash & Cash Equivalent as on 31.03.2020	2,060,848	2,901,770

For Uniroyal Industries Limited

For Gopal Bhargawa & Co.

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

(Gopal Bhargawa)
Chartered Accountants
M. No. 531619
Firm registration No.026816N

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

Panchkula
30th June 2020

Note No. "28" Notes forming part of the financial statements

1. Corporate Information

Uniroyal Industries Limited (hereinafter referred to as "the Company" or "the Parent Company") and its subsidiary (hereinafter collectively referred to as "the Group") are domiciled in India and incorporated under the provisions of the Companies Act applicable in India.

The Group is carrying on the business of manufacture and trading of garment accessories such as narrow fabric woven labels, printed labels, hang tags, plastic seals etc. company has its manufacturing facility at Panchkula, Haryana.

2.A Significant accounting policies

(a) Basis of Preparation of Consolidated Financial Statements

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

The financial information are presented in Indian Rupees (INR).

(b) Basis of Consolidation

The consolidated financial statements comprise the financial statements of Uniroyal Industries Limited, the Parent Company, and its subsidiaries, as at 31 March 2020.

Control is achieved when the Group is exposed, or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- b) Exposure, or rights, to variable returns from its involvement with the investee, and
- c) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- a) The contractual arrangement with the other vote holders of the investee
- b) Rights arising from other contractual arrangements
- c) The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

The financial statements of the subsidiaries in the Group are added on a line-by-line basis and intercompany balances and transactions including unrealized gain/loss from such transactions, are eliminated upon consolidation. The consolidated financial statements are prepared by applying uniform accounting policies in use by the Group.

2.B Significant accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- (i) Expected to be realized or intended to be 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 other assets are classified as non-current.

A liability is current when:

- (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.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b. Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), all assets were carried in the balance sheet at cost, less accumulated depreciation and accumulated impairment losses, if any. On the date of transition to Ind AS, the Company has applied exemptions of Ind AS 101 to continue the carrying value of all property, plant and equipment as at the date of transition as its deemed cost.

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of CENVAT\GST credit and VAT credit availed wherever applicable. Cost includes borrowing cost for long term construction projects if recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

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

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

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

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.

In respect of other assets, depreciation is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life is as follows:

Assets	Useful lives estimated by the management (years)
Factory building	30
Other building	60

Plant and Equipment	15
Office Equipment	5
Computers & Data Processing Units	3
Furniture and Fixtures	10
Motor Vehicles	8

c. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

d. 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. Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the asset exceeds the estimated recoverable amount of the asset."

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

e. 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.

(i) Financial Assets

All financial assets are recognized initially at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value measured on initial recognition of financial asset. Purchase and sale of financial assets are accounted for at trade date.

Financial instruments at amortized cost

"A financial instrument is measured at the amortized cost if both the following conditions are met:



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

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate method.

Financial instrument at Fair Value through Other Comprehensive Income (OCI)

"A financial instrument is classified and measured at fair value through OCI if both of the following criteria are met: a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and b) The asset's contractual cash flows represent solely payments of principal and interest."

Financial instruments included within the OCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in OCI. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from OCI to statement of profit and loss.

Financial instrument at Fair Value through Profit and Loss

Any financial instrument, which does not meet the criteria for categorization at amortized cost or at fair value through other comprehensive income, is classified at fair value through profit and loss. Financial instruments included in the fair value through profit and loss category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

Equity investments in subsidiaries are measured at cost.

Derecognition of financial assets

A financial asset is primarily derecognized when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit and loss. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case they are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognized in the statement of profit and loss.

(ii) Financial liabilities

"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. The Company's financial liabilities include trade payables, borrowings including bank overdrafts and other payables."

After initial recognition, financial liabilities are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

f. Investment in Subsidiaries

The investment in subsidiaries are carried at cost as per Ind AS 27. Investment accounted for at cost is accounted for in accordance with Ind AS 105 when they are classified as held for sale. Investment carried at cost is tested for impairment as per Ind AS 36. An investor, regardless of the nature of its involvement with an entity (the investee), shall determine whether it is a parent by assessing whether it controls the investee. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Thus, an investor controls an investee if and only if the investor has all the following:

- (a) power over the investee;
- (b) exposure, or rights, to variable returns from its involvement with the investee and
- (c) the ability to use its power over the investee to affect the amount of the investor's returns.

On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

g. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods and is measured at fair value of consideration received/receivable, net of returns and allowances, trade discounts and volume rebates.

Job work income

Revenue from job work is recognised by reference to stage of completion of job work as per terms of agreement. Revenue from job work is measured at the fair value of the consideration received or receivable, net of allowances, trade discounts and volume rebates, if any.

Export benefits

Export benefits constituting duty draw back and others are accounted for on accrual basis and are considered as other operating income.

h. Inventories

Inventories are valued at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overhead, where applicable.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

i. Government Grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, by deducting the grant from the carrying amount of the asset in which case the grant is recognised in profit or loss as a reduction of depreciation charged.

j. Taxes: Taxes comprises current income tax and deferred tax

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income Tax Act, 1961 and the income computation and disclosure standards (ICDS) enacted in India by using tax rates and tax laws that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in



which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the year that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

GST (Goods and Service tax) / Sales/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

"► When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable

► When receivables and payables are stated with the amount of tax included"

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

k. Borrowing costs

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

l. Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalized at the commencement of the lease at the inception date at fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs .

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the

lease term unless the payment are structured to increase in line with expected general inflation to compensate for the losses in expected inflationary cost increase.

m. Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of 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. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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 financial statements unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

n. Employee benefits

Provident fund

Provident fund contribution in respect of employees are made to government as per the Provident Fund Act.

"Gratuity"

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. The Company has also made contribution to SBI Life Insurance towards a policy to cover the gratuity liability of the employees to an extent. The difference between the actuarial valuation of the gratuity of employees at the year-end and the balance of funds with SBI Life is provided for as liability in the books.

Net interest is calculated by applying the discount rate to the net defined benefit (liabilities/assets). The Company recognized the following changes in the net defined benefit obligation under employee benefit expenses in statement of profit and loss

- (i) Service cost comprising current service cost, past service cost, gain & loss on curtailments and non routine settlements.
- (ii) Net interest expenses or income

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Short-term obligations

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 employee service upto the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

o. Cash and cash equivalents

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

p. Earning per share



Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

q. Foreign currencies

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Company's financial statements are presented in Indian rupee (Rs) which is also the Company's functional and presentation currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the time of the transaction.

Measurement of foreign currency items at the balance sheet date

Foreign currency monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

r. Fair value measurement

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:

- (i) In the principal market for the asset or liability, or
- (ii) 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 financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

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

External valuers are involved for valuation of significant assets, such as properties and financial assets and significant liabilities. Involvement of external valuers is decided upon annually by the management. The management decided, after discussions with the Company's external valuers which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies.

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

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

s Dividend

Final dividend proposed by the Board of Directors is recognized upon approval by the shareholders who have the right to decrease but not increase the amount of dividend recommended by the Board of Directors. Interim dividends are recognized on declaration by the Board of Directors.

2.C Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. These estimates are based on the management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

(a) Operating lease commitments - Company as lessee

The Company has taken various properties on leases. the Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it does not retain all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

Estimates and assumptions

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

(a) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the



responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

(b) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions 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. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates.

(c) Impairment of Financial assets

The impairment provisions of 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.

(d) 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 assets recoverable amount is the higher of an asset's CGU'S fair value less cost 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 Company's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

3. Statement of changes in equity for the year ended March 31, 2020

a) Equity share capital

Particulars	Nos.	(Rs. in Rupees)
As at April 1, 2018	8,268,720	82,687,200.00
Add: Equity share issued	-	-
As at March 31, 2019	8,268,720	82,687,200.00
Add: Equity share issued (refer note 12)	-	-
As at March 31, 2020	8,268,720	82,687,200.00

b) Other equity

(Rs.)

Particulars	Reserves and Surplus			Total Other Equity
	Securities premium account	General Reserve	Retained Earnings	
As at April 1, 2016				
As at April 1, 2018	150,000.00	12,416,074.00	67,030,378.00	79,596,452.00
Profit (Loss) for the year	-	-	11,996,502.00	11,996,502.00
Other comprehensive income for the year	-	-	-	-
Transfer from Profit and Loss account	-	-	-	-
Addition on equity shares issued	-	-	-	-
Cash dividends	-	-	-	-
Dividend distribution tax	-	-	-	-
As at March 31, 2019	150,000.00	12,416,074.00	79,026,880.00	91,592,954.00
Profit (Loss) for the year	-	-	5,162,012.00	5,162,012.00
Other comprehensive income for the year	-	-	-	-
Addition on equity shares issued	-	-	-	-
Cash dividends	-	-	-	-
Dividend distribution tax	-	-	-	-
As at March 31, 2020	150,000.00	12,416,074.00	84,188,892.00	96,754,966.00



4. Summary of Commitments and contingencies

(Rs. in Lakhs)

S. No.	Particulars	As at 31-Mar-20	As at 31-Mar-19
i.	Claims against the Company not acknowledged as debts (Refer note (a))	-	-
ii.	Guarantees given by banks on behalf of the company - to Reliance Industries Ltd.	62.00 62.00	62.00 50.00

5. Summary of Gratuity

The Company has a defined benefit gratuity plan. Under Gratuity Plan, every employee who has completed five years or more of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The scheme is partially funded with SBI Life Insurance in the form of a qualifying insurance policy.

The gratuity plan is governed by the Payment of Gratuity Act, 1972. The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

		(Rs. in Lakhs) Year ended March 31, 2020	Year ended March 31, 2019
a)	Reconciliation of opening and closing balances of defined benefit obligation		
	Defined benefit obligation at the beginning of the year	9,201,903.00	8,650,867.00
	Interest expense	693,345.00	670,824.00
	Past Service Cost	-	-
	Current service cost	1,003,393.00	713,610.00
	Benefit paid	277,139.00	(531,145.00)
	Acquisition adjustment	-	-
	Remeasurement of (Gain)/loss in other comprehensive income		
	Actuarial changes arising from changes in demographic assumptions	-	-
	Actuarial changes arising from changes in financial assumptions	649,873.00	205,580.00
	Actuarial changes arising from changes in experience adjustments	(239,928.00)	(507,833.00)
	Defined benefit obligation at year end	11,031,447.00	9,201,903.00
b)	Reconciliation of opening and closing balances of fair value of plan assets		
	Fair value of plan assets at beginning of the year	4,028,940.00	3,772,241.00
	Interest Income	299,526.00	287,385.00
	Employer contribution	50,000.00	500,000.00
	Remeasurement of (Gain)/loss in other comprehensive income	(4,754.00)	459.00
	Benefits paid	(277,139.00)	(531,145.00)
	Fair value of plan assets at year end	4,096,573.00	4,028,940.00
c)	Net defined benefit asset/ (liability) recognized in the balance sheet		
	Fair value of plan assets	4,096,573.00	4,028,940.00
	Present value of defined benefit obligation	11,031,447.00	9,201,903.00
	Amount recognized in balance sheet- asset / (liability)	(6,934,874.00)	(5,172,963.00)
d)	Net defined benefit expense (recognized in the statement of profit and loss for the year)		
	Current service cost	1,003,393.00	713,610.00
	Past service cost	-	-
	Interest cost on benefit obligation	693,345.00	670,824.00
	Expected return on plan assets	(299,526.00)	(287,385.00)
	Net defined benefit expense debited to statement of profit and loss	1,397,212.00	1,097,049.00

e) **Broad categories of plan assets as a percentage of total assets**

Asset invested in insurance scheme with the insurer 100% 100%

f) **Principal assumptions used in determining defined benefit obligation**

Assumption particulars	As At March 31, 2020	As At March 31, 2019
Discount rate	6.82%	8.00%
Salary escalation rate	4.00%	4.00%
Mortality Rate (% of IALM 06-08)	100.00%	100.00%

g) **Quantitative sensitivity analysis for significant assumptions is as below:**

Increase / (decrease) on present value of defined benefits obligations at the end of the year

	Year ended March 31, 2020	Year ended March 31, 2019
<u>Discount rate</u>		
Increase by 1.00%	(6.10)	(6.10)
Decrease by 1.00%	7.20	7.20
<u>Salary growth rate</u>		
Increase by 1.00%	5.80	5.80
Decrease by 1.00%	(5.00)	(5.00)
<u>Withdrawal Rate</u>		
Increase by 1%	3.20	3.20
Decrease by 1%	(3.60)	(3.60)

h) **Maturity profile of defined benefit obligation (valued on undiscounted basis)**

	Year ended March 31, 2020	Year ended March 31, 2019
Within the next 12 months (next annual reporting period)	4,611,273.00	4,561,141.00
Between 2 and 5 years	1,117,345.00	673,488.00
Between 6 and 10 years	2,206,420.00	1,624,972.00
Beyond 10 Years	-	-

- i) The average duration of the defined benefit plan obligation at the end of the reporting period is 12 Years
- j) The Company expects to contribute Rs 25.86 Lakhs to the planned assets during the next financial year.
- k) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by independent Actuary.
- l) Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.
- m) The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

6. Summary of Financial instruments

The comparison of carrying value and fair value of financial instruments by categories that are not measured at fair value are as follows:

(In Rupees)

Category	Carrying value		Fair Value	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Financial asset at amortized cost				
Investments	2,499,790.00	2,452,491.00	2,499,790.00	2,452,491.00
Trade receivables	130,768,025.00	122,458,679.00	130,768,025.00	122,458,679.00
Financial liabilities at amortized cost				
Non-Current borrowings (refer note 13)	124,536,356.00	134,054,933.00	124,536,356.00	134,054,933.00
Short term borrowings (refer note 15)	93,861,870.00	96,133,732.00	93,861,870.00	96,133,732.00
Other non-current financial liabilities	-	-	-	-
Trade payables (refer note 16)	26,230,687.00	43,588,348.00	26,230,687.00	43,588,348.00
Other current financial liabilities (refer note 17)	34,666,735.00	47,858,856.00	34,666,735.00	47,858,856.00



The Company assessed that trade receivables, cash and cash equivalents, other bank balances, loans and advances to related parties, interest receivable, trade payables, capital creditors are considered to be the same as their fair values, due to their short term nature.

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

Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

7. Restated summary of Financial risk management objectives and policies

The Company's has instituted an overall risk management programme which also focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses forward covers to hedge foreign currency risk exposures.

The Company is exposed to capital risk, market risk, credit risk and liquidity risk. These risks are managed pro-actively by the Senior Management of the Company, duly supported by various Groups.

a) Capital risk

The Company's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns to its shareholders and benefits for other stakeholders and to provide for sufficient capital expansion.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company employees prudent liquidity risk management practices which inter alia means maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. Given the nature of the underlying businesses, the corporate finance maintains flexibility in funding by maintaining availability under committed credit lines and this way liquidity risk is mitigated by the availability of funds to cover future commitments. Cash flow forecasts are prepared and the utilized borrowing facilities are monitored and there is adequate focus on good management practices whereby the collections are managed efficiently. The Company while borrowing funds for large capital project, negotiates the repayment schedule in such a manner that these match with the generation of cash on such investment. Longer term cash flow forecasts are updated from time to time and reviewed by the Senior management of the Company.

c) Credit risk

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

(i) Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Management evaluate credit risk relating to customers on an ongoing basis. Receivable control management team assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance. An impairment analysis is performed at each reporting date on group/category basis. The calculation is based on exchange losses historical data and available facts as on date of evaluation. Trade receivables comprise a widespread customer base. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

(ii) Financial instruments and cash deposit

Credit risk from balances with banks and financial institutions is managed by the Company's Banking and Forex team in accordance with the Company's policy. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make payments. Credit limits of all authorities are reviewed by the management on regular basis. All balances with banks and financial institutions is subject to low credit risk due to good credit ratings assigned to the Company.

d) 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 prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits, and foreign currency receivables and payables.

8. Summary of Earnings per share (EPS)

	(In Rs.)	
	Year ended March 31, 2020	Year ended March 31, 2019
Basic EPS		
Profit/(loss) after tax (Rs. in Lakhs)	5,162,012.00	11,996,502.00
Net profit/(loss) for calculation of basic EPS	5,162,012.00	11,996,502.00
Weighted average number of equity shares outstanding during the year (Nos.)	8,268,720	8,268,720
Basic earnings per share (Rs.)	0.62	1.45
Dilutive EPS		
Equivalent weighted average number of equity convertible security/option outstanding	Nil	Nil
Weighted average number of equity shares outstanding during the year for dilutive earnings per share (Nos)	8,268,720	8,268,720
Diluted earnings per share (Rs.)	0.62	1.45

9. Summary of Capital Management

For the purpose of the Company's capital management, capital includes issued equity attributable to the equity shareholders of the Company, share premium and all other equity reserves. The primary objective of the Company's capital management is that it maintain an efficient capital structure and maximize the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, The Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

	(Rs)	
	As at March 31, 2020	As at March 31, 2019
Long term borrowings	124,536,356.00	134,054,933.00
Short term borrowings	93,861,870.00	96,133,732.00
Trade payables	26,230,687.00	43,588,348.00
Less: Cash and Cash equivalents	2,060,848.00	2,901,770.00
Less: Other bank balances	-	-
Net Debt	242,568,065.00	270,875,243.00
Equity share capital	82,687,200.00	82,687,200.00
Other equity	96,754,966.00	91,592,953.00
Total Equity	179,442,166.00	174,280,153.00
Total Capital and net debt	422,010,231.00	445,155,396.00
Gearing ratio	135%	155%

10 In the opinion of the Directors current assets loans & advances have a value on realization in ordinary course of business at least equal to the value at which they have been stated in the Balance Sheet.

11 Revenue from contracts is Rs. 685563915 which includes revenue from contracts Rs. 685819444 minus Rate Difference, Rejections of Rs. 1437181.

12 Small Scale Creditors

Sundry Creditors includes Rs 16,32,778/- (Previous year-Rs. 42,79,741/-) due to Micro/Small/Medium enterprises . There are three undertakings from whom amount outstanding for more than 30 Days in respect of small scale undertaking where such dues exceeds Rs. 1.00 lacs (Previous year NIL)

13 Balance of sundry creditors, Sundry Debtors and other advances are subject to confirmation



UNIROYAL INDUSTRIES LIMITED

14 The amount of exchange rate differences	Cur. Yr.	Prev. Yr.
a) Included in Profit & Loss account of the year on	188,264	81127
Account of receivable and payables :Net		
b) Adjusted in carrying amount of fixed assets	0	0
c) In respect of forward exchange contract to be Recognized as an expense in the current year	0	0
d) In respect of forward exchange contract to be Recognized as an expense in the subsequent years	0	0

15 Managerial Remuneration	Curr.Yr	Prev.Yr
(Remuneration is within the limit prescribed under schedule V to the Companies Act, 2013.)		
a) To the managing Director & Whole time Directors		
Salary/Commission/Allowance		
Perquisites	15,540,000	13,440,000
Rent Free Accommodation	1,740,357	1,264,463
	1,200,000	1,200,000
Total	18,480,357	15,904,463
b) To other Director	0	0

16 Foreign exchange derivatives and exposures outstanding as at the Balance Sheet Date:

Nature of Instrument

A. Hedged Foreign Currency Exposure on:		
I. Payable	0	0
II. Receivable	0	0
B. Un hedged Foreign Currency Exposure on:		
I. Payable		
	0USD	478USD
	0INR	31,135INR
	0CHF	1,201.54CHF
	0 INR	83,761 INR
	0 EURO	1514.37 EURO
	0 INR	1,17,925 INR
II. Receivable		
	17,199.18 USD	2,971.10 USD
	12,95,529 INR	2,06,134 INR

17 Related Party disclosure as per AS-18

a. List of related & Associated parties

Name of party	Relationship
Uniroyal Builders & Developers	Partnership Investment of 50% Share of the Company

b. Key management personnel

Mr. Arvind Mahajan	Managing Director
Mrs. Rashmi Mahajan	Executive Director
Mr. Akhil Mahajan	Executive Director
Mr. Abhay Mahajan	Executive Director

c. Outstanding Balances

		Cur. Yr.	Prev. Yr.
Due to Directors	Remuneration	4,828,001	3,600,253
Due to Directors	Unsecured Loan	30,413,583	33,659,992
Capital in Uniroyal Builders & Developers		2,499,790	2,452,491

d. Transaction /consideration during the year

			Cur. Yr	Prev. Yr.
Party	Relation			
Mr. Arvind Mahajan	Mg. Director	Rent Paid	12,00,000	12,00,000
Mr. Arvind Mahajan	Mg. Director	Salary/Commission/Perquisites/Allowance	5,020,201	2,881,405
Mrs. Rashmi Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	1,884,343	1,870,943
Mr. Akhil Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	4,882,773	4,685,621
Mr. Abhay Mahajan	Executive Director	Salary/Commission/Perquisites/Allowance	5,493,040	5,266,496
Uniroyal Builders & Developer	Partnership	Share of Profit/(Loss) Received	35,299.00	(12,671.00)
Uniroyal Builders & Developer	Partnership	Investments During the Year	12,000.00	75,000.00
Mr. Arvind Mahajan	Mg. Director	Interest Paid	2,861,956	2,801,309
Mrs. Rashmi Mahajan	Executive Director	Interest Paid	808,235	986,096
Mr. Abhay Mahajan	Executive Director	Interest Paid	1,472,443	1,417,362
Mr. Akhil Mahajan	Executive Director	Interest Paid	689,597	3,02,121

18 Auditor's Remuneration

	Cur. Yr.	Cur. Yr.
Auditor's Expenses	38,696	56,642
Payment to Auditors -Certification Etc	16,500	16,500
Tax Audit Fee	22,000	0
Audit Fee	62,000	62,000
Total	139,196	135,142

19 Value of Raw Material, Stores and Spare Parts consumed.

I. Stores & Spares	Current Yr. % age	Current Yr. Value	Prev. Yr. & % age	Prev Yr. Value
Imported	31.98	2,684,328	23.88	906,036
Indigenous	68.02	5,710,644	76.12	2,887,444
II. Raw Material Consumed				
Polyester Yarn	Qty. Kg	Value	Qty. Kg	Value
	169,058	47,463,342	179,131	49,592,431

20 Sale of Raw Material

	Qty. Kg	Value	Qty. Kg	Value
Polyester Yarn	3,467.00	1,110,184	3,467.00	1,110,184

21 Value of Imports Calculated on CIF

	Current Yr.	Pre Yr.
Import of Machinery	0	0

22 Expenditure in Foreign Currencies during the financial Year

Raw Material/Store	INR	1,486,142	728,040
	Euro	18,407	8,764
	INR	729,733	422,521
	Swiss Franks	10,049	5,663
	INR	0 INR	0 INR
	USD	0 USD	0 USD



UNIROYAL INDUSTRIES LIMITED

23 Amount remitted in foreign currencies on account of

Dividend	Nil	Nil
Expenditure Travelling	2,502,836	2,740,446
Earning in foreign exchange-Exports of Goods FOB Value	5,837,851	6,704,453

24 Previous Years Figures

Previous year's figures have been regrouped /reclassified wherever necessary to correspond with the current year's classification/ disclosure.

25 Balance Sheet abstract and company's general business profile

I. Registration Details:	
Registration No.	L18101HR1993PLC0331
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Balance Sheet Date	3/31/2020
II. Capital raised during the year (amount in thousand)	
Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement	Nil
III. Position of mobilization and deployment of funds (amounts in thousands)	
Source of Funds	
Total Liabilities	484112
Paid up Capital	82687
Reserve & Surplus	96755
Share Application Money	0
Non Current Liabilities	143125
Current Liabilities	161545
Application for Funds	
Total assets	484112
Non current Assets	289965
Current assets	194147
IV. Performance of Company (Amount in thousands)	
Turnover	692908
Total Expenditure	688950
Profit/Loss before Tax	3959
Profit/Loss after Tax	5473
(+for profit, -for loss)	
Earning Per Share	0.62
Dividend rate%	0
V. Generic Names of Three Principal Products/Services of Company (as per Monetary terms)	
Product Description	(ITC Code)
Labels	58071020
Plastic Seals	39269099
Polyester Filament Yarn	54024700
Polyester Texturised Yarn	54023300
As per our report of even date attached	

For Uniroyal Industries Limited

(Arvind Mahajan)
Managing Director
As per our attached report of even date
DIN No. 00007397

(Akhil Mahajan)
Executive Director
DIN No. 00007598

Payal Gupta
Company Secretary
M. No. 59388

Nasib Kumar Jaryal
Chief Finance Officer

For Gopal Bhargawa & Co.

(Gopal Bhargawa)
Chartered Accountants
M. No. 531619
Firm registration No.026816N

Panchkula
30th June 2020