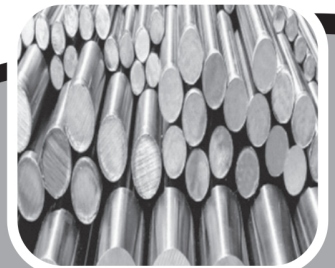


33rd ANUAL REPORT
2019-2020



INDIA STEEL WORKS LTD

Inner Vision. Global Action.





CORPORATE INFORMATION

CHAIRMAN

Mr. T. R. Bajalia (Non-Executive & independent Director) since 14.08.2019
Late Mr. Ashwinkumar H. Gupta
up to 07/05/2019.

MANAGING DIRECTOR

Mr. Sudhir H. Gupta

DIRECTORS

Mr. Varun S. Gupta -Whole-time Director & CFO
Mr. Deepak Kumar Gaur - Executive Director
Mr. Bimal Desai -Non - Executive & Non- Independent Director
Mrs. Kavita R. Joshi - Non-Executive & Independent Director
Mrs. Riddhi Shah - Non-Executive & Independent Director

STATUTORY AUDITORS

Lakshmikant Kabra & Co.
Chartered Accountants
1, Matru Chaya, M Karve Road, Dr. Bedekar Hosp.
Naupada, Thane (W), 400 602.

COST AUDITOR

Vishesh Patani
601, MadhurPushpalata CHSL,
Gokhale Road, Dahanukarwadi,
Kandivali West, Mumbai 400067.

REGISTERED OFFICE

Zenith Compound, Khopoli, Raigad-410203

WORKS

Zenith Compound, Khopoli, Raigad - 410203

CORPORATE OFFICE

304, Naman Midtown, Tower A,
Senapati Bapat Marg, Elphinstone Road (W),
Mumbai-400013

BANKER

Kotak Mahindra Bank Ltd
Dombivli Nagari Sahakari Bank Ltd

WEBSITE

www.indiasteel.in

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt Ltd
C 101, 247 Park,
L B S Marg, Vikhroli West,
Mumbai 400 083

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MESSAGE TO SHAREHOLDERS

It gives me immense pleasure in presenting to you the 33rd Annual Report of the Company and thanking you for your continued support and goodwill that is critical to the success of your Company. I, on behalf of the India Steel Board of Directors would now like to highlight some key aspects of the year under review:

-Revenue generated during the FY 2019-20 of Rs. 17664.04 lakhs, the same in last year was Rs. Rs. 55757.06 Lakhs, so EBITDA has fallen to Rs. 111.94 Lakhs.

-Net worth of the Company has reduced to Rs. 15,450.15 lakhs from Rs. 17,410.60 lakhs in F.Y. 2018-19 to, due to loss suffered by the Company for the year ended 31st March, 2020.

There was a fire accident occurred at the plant of the Company situated at Zenith Compound, Khopoli, Raigad on 11th July, 2019 disrupting the working of the Company.

The continuing spread of COVID-19 has caused significant losses of lives and livelihoods, being a health crisis with deep economic implications. Normal life came to a halt amid the lockdowns across the world, including in India in the latter part of March. India Steel was also affected by the impact of such global events. However, our Management team & employees took significant initiatives to improve the operating & marketing performance.

I would like to take this opportunity to thank you as the shareholders of the Company for your support & motivation to the Company during the year. I would also like to thank the lenders, customers, suppliers, various national & provincial governments with whom we have been working, further shall appreciate the employees, workers and Unions of India Steel group Companies who have stood by the Company & I look forward to their continuous dedication and support in the future.

Yours Sincerely,

Sudhir H. Gupta
Managing Director
DIN: 00010853



MANAGEMENT DISCUSSION AND ANALYSIS

In view of the COVID-19 pandemic, there remains considerable uncertainty around the global economic forecast for 2020. Steel demand is expected to fall 25 per cent this fiscal as the Indian and global economy struggle to recover from the destruction caused by the Covid-19 pandemic. This is to affect construction activities and automobile production, and thereby steel demand. Weak steel demand is expected to pull down global prices. The slump in demand will lead to high inventory levels. India's economy in the Financial Year 2020-21 is projected to grow at a slower pace following a longer period of lockdown and slower rate of recovery than anticipated. Effective policies and fiscal measures by the Government will be essential to forestall contraction of growth.

Economic Scenario: Global

- In CY 2019, the world crude steel production reached 1870 million tonnes (mt) and showed a growth of 3.4% over CY 2018.
- China remained world's largest crude steel producer in same period (996 mt) followed by India (111mt), Japan (99mt) and the USA (88mt).
- Per capita finished steel consumption in 2018 was 224.5 kg for world and 590.1 kg for China (Source: World Steel Association).

The same for India was 73.3 kg in 2018 (Source: JPC) and 75.7 kg (prov) in 2019. The per capita consumption of India in 2018-19 was 74.1 kg and that in 2019-20 was 74.6 kg (prov.) (Source: JPC).

Note: World Steel Association report, Data Provisional. Data on per capita consumption yet to be released for 2019 by World Steel Association. For India, figures are quoted based on data released by JPC.

The COVID-19 pandemic has severely affected economies and industries globally and the steel industry is no exception. Therefore, outlook for the steel industry includes scenarios regarding the pandemic's speed of propagation, possible recurrence, near-term impact of measures being taken to contain the outbreak, and the effectiveness of the stimulus announced by the Governments of various nations. After slower than expected growth in 2019, steel demand is estimated to contract significantly in the Financial Year 2020-21.

IMPACT OF COVID-19 PANDEMIC ON THE COMPANY

The COVID-19 pandemic has posed unprecedented disruptions in business operations of companies all over the globe. The Company has been operating its facilities in accordance with the advisories issued from time to time, by the Central, State and local Governments, including the prescribed safety and social distancing norms.

Impact on the operations In view of the nationwide lockdown imposed to combat the COVID-19 pandemic and the slowdown in economic activity, there has been a significant reduction in demand in key steel consuming segments such as automotive, infrastructure, construction, real estate, capital goods, consumer durables amongst others. The steel consuming industries have reduced production amidst weakening economic activities, shortage of manpower, working capital constraints, and logistical issues, thereby impacting steel demand adversely.

The impact on the operations of the Company on account of the COVID-19 pandemic, led to decline in steel deliveries which resulted in decline in earnings and increase in inventories. Post relaxation of the lockdown, the plant production is gradually ramping up and the inventory is being liquidated based on market demand.

Economic Scenario: India (Ministry of Steel)

India is currently the world's 2nd largest producer of crude steel in January-December, 2019, producing 111.245 Million Tonnes (MT) (provisional) crude steel with growth rate 1.8% over the corresponding period last year. The growth in the Indian steel sector has been driven by domestic availability of raw materials such as iron ore and cost-effective labour. Consequently, the steel sector has been a major contributor to India's manufacturing output.

In case of total finished steel (non-alloy + alloy/stainless):

- Production stood at 76.33 Million Tonnes, a growth of 1.8%.
- Exports stood at 6.52 Million Tonnes, up by 39.4%.



- Imports stood at 5.51 Million Tonnes, down by 6.7%.
- India was a net exporter of total finished steel.
- Consumption stood at 75.05 Million Tonnes, a growth of 3.8%

Data on production, consumption, import and export of total finished steel (alloy + non alloy) and production of crude steel from 2014-15 to April – December, 2019 (provisional) are shown in the table below:

Trend of Finished Steel (alloy/stainless + non-alloy) in Last Five years

(in million tonnes)

Item	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20*
Finished Steel						
Production	104.58	106.60	120.14	126.85	101.28#	76.326# (1.8)
Imports	9.32	11.71	7.23	7.48	7.834	5.51 (-6.7)
Export	5.59	4.08	8.24	9.62	6.361	6.52 (39.4)
Apparent Steel Use	76.994	81.525	84.042	90.708	90.708	75.05 (3.8)
Crude Steel						
Production	88.979	89.790	97.936	103.131	110.921	82.192 (04)

Source: JPC; Figures in bracket () indicate % change over same period of last year * Provisional; for April- December, 2019
Crude steel equivalent

Key Customer Industries:

Most effective utilization of materials viz. concrete in compression and steel intension under Composite Construction, e.g. four Seasons hotel, tallest hotel in Mumbai. Any bridge, steel or concrete, designed and built as per the provision of the IRCs, the longevity is expected to be well over 120 years.

- Consumer Goods and Catering Industry
- Automotive and Transport Industry
- Mechanical & Plant Engineering
- Power Generation
- Chemical Industry
- Medical Equipment
- Architecture and Building Industry
- Heavy Industries
- Aviation Industry
- Food & Packaging
- Structural & Civil engineering
- Hydraulic elements
- Bright Bar Industry
- Fasteners Industry
- Forging Industry
- Capital Goods Industry

**FINANCIAL PERFORMANCE**

During the year the company generated a revenue of Rs.17664.04 lakhs, the same in last year was Rs. 55,757.06 Lakhs, so EBITDA has fallen to Rs. 111.94 Lakhs. Net worth of the Company has reduced to Rs.15450.15 lakhs from Rs. 17,410.60 lakhs in F.Y. 2018-19, due to loss suffered by the Company for the year ended 31st March, 2020. The organization has applied to various financial institutions and Banks for enhancing working capital facilities to support operations & maximise capacity utilization.

RISK & OPPORTUNITIES

India Steel Works is exposed to risk and opportunities in equal measures. The company has a robust Enterprise Risk Management (ERM) framework that allows the organization to take certain risk in order to be competitive and to mitigate other risk to drive sustainable results. By identifying and proactively addressing risk and opportunities, stakeholder value is protected at all times. We do address the risk related to strategy, operational, financial and legal.

The main competitive strength of the company:

- Promoters have more than 50 years of experience in the same line of business.
- Company has large customers base in pan India basis.
- Company has large variety of products in various length and sizes in Billets, Angles, Wire Rods, Wire and Bright Bars.
- High quality products accepted by customers over 50 years and growing acceptability in the quality conscious markets.
- Integrated facilities accredited with quality and ISO certifications such as ISO 9001:2008, TUV NORD, Germany in September 2004 and SIRIM International by Govt. of Malaysia.
- Excellent strategic management in procurement of imported stainless steel Scrap, Alloys and allied materials.
- Cost competitive with good operational efficiency.
- Skill work force with industry expertise with long years of experience.
- All downstream and upstream product lines are consolidated.
- Consistent and growing demand from overseas clients.

Opportunities:

The New Industrial policy opened up the Indian iron and steel industry for private investment by (a) removing it from the list of industries reserved for public sector and (b) exempting it from compulsory licensing. Imports of foreign technology as well as foreign direct investment are now freely permitted up to certain limits under an automatic route. Ministry of Steel plays the role of a facilitator, providing broad directions and assistance to new and existing steel plants, in the liberalized scenario.

the National Steel Policy 2017, which has laid down the broad roadmap for encouraging long term growth for the Indian steel industry, both on demand and supply sides, by 2030-31, with a vision to create a technologically advanced and globally competitive steel industry that promotes economic growth. At the same time, as a facilitator in the present-day de-regulated, liberalized economic/market scenario, the Government has also announced a policy for providing preference to domestically manufactured Iron & Steel products in Government procurement. This policy seeks to accomplish Hon'ble Prime Minister's vision of 'Make in India' with the objective of nation building and to encourage domestic manufacturing.

The Government's vision to achieve a \$5 trillion economy by 2024 entails investments in several steel intensive sectors like infrastructure, housing for all, 100% electrification, piped water for all, etc. The growth potential for the sector is thus immense and the domestic steel consumption will increase significantly in line with this vision. It is, therefore, important to ensure that this demand is served through a robust domestic steel industry.

**CREDIT RATING**

Brickwork ratings India Private Limited has rated the Company (rating assigned BWRRB+ for fund based facility).

INTERNAL CONTROLS

The Company has proper and adequate systems of internal control that provides assurance on the efficiency of operations and security of assets. An independent Internal Auditor is in place to check, audit and monitor the process as per the Internal Audit Plan approved by the Audit Committee of the Company.

Further Company is in the process of implementing Enterprise Resource Planning (ERP) at all its plants covering all its businesses, planning and accounting processes. This will help Company to increase the operational efficiency and cost effectiveness of overall operational controls.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES

In the year under review, the overall industrial relations have been cordial and conducive to work. The Company recognizes the value and contribution of its employees and earnestly endeavors to create a responsive organization with emphasis on performance with responsibility and accountability. Continuous appraisal of the competencies of the personnel in line with job requirements is carried out to facilitate higher levels of output and productivity.

Particulars	FY 2019-20	FY 2018-19
Debtors Turnover in days	78.79	22.13
Inventory Turnover	0.54	2.01
Interest Coverage Ratio	-1.04	0.59
Current Ratio	0.76	0.78
Debt Equity Ratio	0.70	0.53
Operating Profit Margin (%)	-20.68%	-1.25%
Net Profit Margin (%)	-11.08%	-1.06%
Return on net worth (%)	-12.67%	-3.39%

Significant change in Financial Ratios

Particulars	FY 2019-20	FY 2018-19	Changes in %	Reasons for Changes
Debtors Turnover in days	78.79	22.13	256.06%	The company extended higher credit period during the year to address cash crunch in the market.
Inventory Turnover	0.54	2.01	-73.12%	Higher inventory at year end to cater to next month sale orders.
Interest Coverage Ratio	-1.04	0.59	-275.15%	Interest Coverage Ratio has decreased because of lower profitability as compared to the previous year.
Operating Profit Margin (%)	-20.68%	-1.25%	1552.94%	Lower operating level resulting in lower operating profit.
Net Profit Margin (%)	-11.08%	-1.06%	946.13%	Lower operating profit resulting in lower profitability.
Return on net worth (%)	-12.67%	-3.39%	273.40%	Net loss.

DISCLAIMER

This discussion and analysis have been provided with a view to enable shareholders with a better understanding of the performance of the Company. In certain areas the discussion may cover strategic decision and management expectations from the same. Such forecasts should not be construed as a guarantee of performance and actual results may differ significantly depending upon the operating conditions and external environment.

**DIRECTORS' REPORT**

Dear Members,

Your Directors present their 33rd Annual Report and the Company's Audited Accounts for the financial year ended 31st March, 2020.

1. FINANCIAL HIGHLIGHTS:

The summarized financial results of the Company for the financial year 2019-20 are given hereunder:

Particulars	Standalone		Consolidated	
	Year ended 31.03.2020	Year ended 31.03.2019	Year ended 31.03.2020	Year ended 31.03.2019
Sales including excise duty/Income including Job work operations	13,953.76	53,179.42	13,953.76	53,179.42
Operating Profit (EBITDA)	111.94	1,880.11	111.94	1,880.11
Finance Costs	964.27	1,330.22	964.27	1,330.22
Provision for Depreciation	1060.87	1,089.90	1060.87	1,089.90
Profit / (Loss) before tax & exceptional items	-1967.55	-540.01	-1969.10	-541.33
Exceptional Items	-	-	-	-
Current tax	-0.14	2.04	-0.14	2.04
Profit / (Loss) after Tax	-1967.70	-537.98	-1969.25	-539.30
Items not to be classified to statement of profit or Loss in subsequent years	10.12	-52.69	10.12	-52.69
Total comprehensive income	-1957.58	-590.67	-1959.13	-591.99

2. CHANGE IN THE NATURE OF BUSINESS:

There was no material change in the nature of business of the Company during the year.

3. Covid-19 :

Towards the end of the financial year, the World Health Organisation (WHO) declared Covid-19 a pandemic and the outbreak, which infected millions, has resulted in deaths of a significant number of people globally. Covid-19 is seen having an unprecedented impact on people and economies worldwide. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. It is focused on controlling the fixed costs, maintaining liquidity and closely monitoring the supply chain to ensure that the manufacturing facilities operate smoothly. The Ministry of Home Affairs, Government of India on March 24, 2020 notified the first ever nationwide lockdown in India to contain the outbreak of Covid-19 pandemic. The operations was disrupted at the manufacturing facilities of the Company.

In view of the outbreak of the pandemic, the Company undertook essential measures to ensure the safety and well-being of its employees at its plant locations and the head office. The Company observed all the government advisories and guidelines.

4. OPERATIONS:

During the year under review, the gross revenue has reduced to Rs.17666.04 Lakh as against Rs.55, 757. 06 in the previous year. The wholly owned subsidiary of the Company has no income during the financial year as well as during the previous financial year. The performance of the Company was low in last year due to working capital need, inadequate supply of raw material and COVID 19 Pandemic situation.

5. DIVIDEND:

Keeping in view the need for strengthening financial soundness of the company and considering accumulated losses the Directors regret their inability to declare any dividend on Equity Shares of the Company during the year under review.



However, your Directors are pleased to recommend a Dividend @ 0.01% on total paid up Preference share capital of the company for the financial year ended 31st March, 2020, payable to those Shareholders whose names appear in the Register of Members as on the Book Closure Date for the Financial Year 2019-20, dividend amounting to Rs. 75,513/- on total paid up preference shares inclusive of tax on distributed profits.

6. SHARE CAPITAL :

The paid-up Equity Share Capital as on 31st March, 2020 was Rs. 3980.81 Lakh. During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

7. FIXED DEPOSITS :

The Company has not accepted any deposits from the shareholders or public under applicable provisions of the Companies Act 2013 or rules made there under.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS :

The company has not provided any loan or guarantee directly or indirectly to any person or body corporate, during the year under review.

9. SUBSIDIARY :

The Wholly Owned Subsidiary namely Indinox Steels Private Limited was incorporated on 16/06/2018. The Subsidiary Company has no income during the financial year 2019-20.

However, the Consolidated Financial Statements of the Company and its subsidiary, prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'), form part of the Annual Report and are reflected in the Consolidated Financial Statements of the Company.

A report on the financial position of the subsidiary company as per the Companies Act, 2013 ('the Act') is provided in Form AOC-1 in Annexure-G which is attached to the financial statements.

10. RELATED PARTY TRANSACTIONS:

The Company has made materially significant Related Party Transactions, as approved by the non-interested shareholders at the 32nd Annual General meeting of the Company. Further the said material related Party Transactions made during the year under review were on an arm's length basis and in the ordinary course of business. Required disclosures are made in **Annexure-E** in Form No. AOC 2. On the recommendation of the Audit Committee, the Board of Directors has adopted a policy on Related Party Transactions, which is also uploaded on the website of the Company www.indiasteel.in under the head 'Investor Relations' and the weblink is provided in the Corporate Governance Report. The Policy envisages the procedure governing related party transactions required to be followed to ensure compliance with the applicable laws and regulations as well as to ensure that the Related Party Transactions are managed and disclosed in accordance with the legal and accounting requirements.

All Related Party Transactions that were entered into during the financial year were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations.

All Related Party Transactions are placed before the Audit Committee for review and approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis for the transactions which are planned / repetitive in nature and omnibus approvals are taken as per the policy laid down for unforeseen transactions. Related Party Transactions entered into pursuant to the omnibus approval so granted are placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions. All the Related Party Transactions under Ind AS-24 have been disclosed at the financial statements forming part of this Annual Report.

11. KEY MANAGERIAL PERSONNEL ('KMP'):

In terms of the provisions of Sections 2(51) and 203 of the Act, the following are the KMPs of the Company:

Mr. Sudhir H. Gupta, Managing Director.

Mr. Varun S. Gupta, Executive Director & Chief Financial Officer.

Mr. Deepak Kumar Gaur, Executive Director

Mr. Dilip Maharana, Company Secretary (effective 31.07.2020)

Mrs. Dipti Vartak, Company Secretary(up to 04.03.2020)

**12. CORPORATE SOCIAL RESPONSIBILITY:**

The Company believes in development which is beneficial for the society at large and to practice the corporate values through commitment to grow in socially and environmentally responsible way while meeting the interest of our stake-holders. During the year, the Company voluntarily contributed Rs.10000/- towards CSR activities.

13. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Pursuant to Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has adopted a Whistle-Blower Policy, whereby employees are free to report violations of laws, rules, and regulations, or unethical conduct to the Audit Committee. The details of the Whistle Blower Policy are explained in the Corporate Governance Report and also posted on the website of the Company at www.indiasteel.in under the head 'Investor Relations' and the weblink is provided in the Corporate Governance Report. During the year the Audit Committee has not received any reference under the policy.

14. RISK MANAGEMENT POLICY:

The Company has a risk management policy to identify, mitigate elements of risk, if any, which in the opinion of the Board may threaten the existence of the company. The Board of Directors and senior management team assess the operations and operating environment to identify potential risks and take necessary mitigation actions.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

16. DIRECTORS:**(i) Re-Appointment of Mr. T. R. Bajalia for a 2nd term of consecutive five years:**

Mr. T. R. Bajalia, Chairman of the Company is a Non-Executive & Independent Director. His 1st term of appointment for a consecutive period of five years ended on 12th February, 2020. He has been re-appointed by your Board of Directors as an Independent Director, for a 2nd term of consecutive five years, up to 12th February, 2025 subject to the members approval at the ensuing Annual General Meeting of the Company.

(ii) Re-Appointment of Mrs. Kavita R. Joshi for a 2nd term of consecutive five years:

Mrs. Kavita R. Joshi, is a Non-executive & Independent Director of the Company. Her 1st term of appointment for a consecutive period of five years ended on 30th May, 2020. She has been re-appointed by your Board of Directors as an Independent Director, for a 2nd term of consecutive five years, up to 29th May, 2025 subject to the members approval at the ensuing Annual General Meeting of the Company.

(iii) Re-Appointment of Mr. Deepak Gaur as director who retires by rotation:

In accordance with the provisions of the Companies Act, 2013 in accordance with the Articles of Association of the Company Mr. Deepak Gaur retires from office by Rotation, and being eligible, offers themselves as provided in the notice are eligible for reappointment.

The details of the Director are given in the Corporate Governance Report as well as in the Notice of the Annual General meeting.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulations 16 (1) (B) of SEBI (LODR), 2015. Attention of the Members is invited to the relevant items in the Notice of the Annual General Meeting seeking your approval to the aforesaid appointments.

(iv) Board Evaluation

Board Evaluation In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Nomination & Remuneration Committee. The manner in which the evaluation was been carried out has been explained in the Corporate Governance Report.

**(v) Board Meetings:**

During the year, five (5) Board Meetings were convened and held. The details are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

(vi) Nomination & Remuneration Policy:

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel in accordance with Section 178 of the Companies Act, 2013. More details of the same are given in the Corporate Governance Report.

(vi) Audit committee Policy:

The Board has, on the recommendation of the Audit committee, framed a policy for selection, appointment and remuneration of Statutory Auditors and internal Auditor in accordance with the Section 177 of the Companies Act, 2013. More details of the same are given in the Corporate Governance Report.

17. DIRECTORS RESPONSIBILITY STATEMENT :

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of the Section 134(3)(c) of the Companies Act, 2013:

- I. That in the preparation of the annual financial statements for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- II. That such accounting policies, as mentioned in the Financial Statements as 'Significant Accounting Policies' have been selected and applied consistently and judgments and estimates have been made 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;
- III. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV. That the annual financial statements have been prepared on a going concern basis;
- V. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- VI. That proper system's to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

18. AUDITORS**I. STATUTORY AUDITORS & AUDIT REPORT:**

The Company has received a letter from M/s Laxmikant Kabra & Co., Chartered Accountants (Firm Registration No. 117183W), regarding their eligibility for the continuing appointment as statutory Auditors of the Company. The said auditors were appointed effective Annual General Meeting held on 20th August, 2018 for a period of 5 years. Pursuant to the notification dated May 7, 2018 issued by Ministry of Corporate Affairs, the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with. Accordingly, no such item has been considered in the notice calling the ensuing Annual General Meeting of the Company.

There is no qualification, reservation or adverse remark or disclaimer made by the auditor in the Statutory Audit Report issued by him to the members of the Company.

II. SECRETARIAL AUDITOR & AUDIT REPORT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mrs. Deepika Arora (ACS 29794 & CP No. 11355) Practicing Company Secretary, was appointed to undertake the Secretarial Audit of the Company for the financial year 2019-20. The Report of the Secretarial Audit is annexed herewith as "**Annexure - A**".

**Qualifications/observations:**

1. During the year *Company Secretary* and Compliance officer Mrs. Dipti Vartak has resigned from 04th March, 2020 however the Company has appointed Mr. Dilip Maharana w.e.f. 31st July, 2020.
2. Non Compliance under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Composition of Board.
3. Non Compliance under Regulation 33 of S0EBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to un-audited standalone Financial results.

Managements Reply:

1. During the year *Company Secretary* and Compliance officer Mrs. Dipti Vartak had resigned effective 04th March, 2020. Due to pandemic situation, appointment of Mr. Dilip Maharana was considered at the next Board Meeting held on 31st July, 2020.
2. Mr. Tilak Raj Bajalia was appointed as the Non-executive Chairman of the Company during the year. Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Composition of Board was complied.
3. Due to unavoidable causes, un-audited financial results pertaining to the quarter ended 30th June, 2019 could not be taken on record & submitted with Stock Exchanges on or before the due date 14.08.2019, which was complied later. The fine levied by the Stock Exchange was waived later.

Secretarial Compliance Report Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 the Company has obtained annual Secretarial Compliance Report for the financial year ended 31st March, 2020. The report has been annexed herewith as **"Annexure – B"**.

III. COST AUDITORS:

The Board has appointed Mr. Vishesh N. Patani (Membership No. 30328) cost Accountants, Mumbai under section 148 of the Companies Act, 2013 for conducting the audit of cost records of the Company for the financial year ending 31st March, 2020. Approval of the members by way of ordinary resolution ratifying the remuneration to be paid to the cost auditors is suitable included in the notice calling the Annual General Meeting of the Company. The Cost Auditor have further confirmed that their appointment is within the limits of section 141(3)(g) of the Companies Act, 2013.

IV. BRANCH AUDITOR:

The Company has branch outside India and may also open/acquire new branches outside India in future. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches, subject to approval of shareholders.

19. REPORTING OF FRAUDS BY AUDITORS :

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Audit Committee under Section 143(12) of the Act, details of which needs to be mentioned in this Report.

20. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Your Company's Financial Statements are prepared on the basis of the Significant Accounting Policies that are carefully selected by Management and approved by the Audit Committee and the Board. These Accounting policies are reviewed and updated from time to time. Your Company uses ERP Systems as a business enabler and also to maintain its Books of Account. The transactional controls built into the ERP systems ensure appropriate segregation of duties, appropriate level of approval mechanisms and maintenance of supporting records. Kindly refer to the write-up in the section Management Discussion and Analysis.

21. ANNUAL RETURN:

The extract of the annual return in Form No. MGT – 9 annexed as **"Annexure-C"** forms part of the Board's report and the same are being hosted on the website of the Company at www.indiasteel.in.

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

The Company has adopted the generally accepted technology for its products. Particulars regarding conservation of energy foreign exchange earnings and outgo are given in “**Annexure – D**” as required under The Companies Act, 2013 read with The Companies (Accounts) Rules, 2014 and forms part of this report.

23. DISCLOSURE UNDER THE SEXUAL HARRASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual harassment Policy in line with the requirements of the Sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. An internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No complaints pertaining to sexual harassment were received during FY 2019-20.

24. SECRETARIAL STANDARDS OF ICSI :

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and that such systems were adequate and operating effectively.

25. MANAGEMENT DISCUSSION AND ANALYSIS:

A detailed analysis of your Company's performance is discussed in the Management Discussion and Analysis Report, which forms part of this Annual Report.

26. CORPORATE GOVERNANCE:

The Company has implemented the provisions of Chapter IV of SEBI (LODR), 2015 relating to the Corporate Governance requirements. A Report on Corporate Governance, the Report of Auditors Certificates thereof is given as annexure to this report.

25. PARTICULARS OF EMPLOYEES:

During the year under review, the Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are annexed as “**Annexure F**”.

26. INDUSTRIAL RELATIONS:

During the year under review, industrial relations at the Company's unit continued to remain cordial and peaceful.

27. ACKNOWLEDGEMENTS:

The Directors express their appreciation for co-operation and encouragement received from all the Shareholders, Business Associates, Dealers, and Insurers, vendors, investors and bankers during the year. The Directors also place on record their appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

For and on behalf of the Board of Directors of
INDIA STEEL WORKS LIMITED

Sudhir H. Gupta
Managing Director
(DIN: 00010853)

Address:

541/C, Ashok, Adenwala Road,
King Circle, Matunga, Mumbai 400013.

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

Address:

541/C, Ashok, Adenwala Road, King
Circle, Matunga, Mumbai 400013.

Place: Mumbai
Date: 25/09/2020



Annexure-A
Form No.MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31st, 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,
India Steel Works Limited
India Steel Works Complex,
Zenith Compound,
Khopoli- 410203.

Dear Sirs,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **M/s. India Steel Works Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes 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 financial year ended 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 the Company, for the financial year ended on 31st March, 2020, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and 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) Regulations, 1999, and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October 2014 **(not applicable to the Company during the Audit period)**;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(not applicable to the Company during the Audit period)**;
 - f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client,



- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(not applicable to the Company during the Audit period)**, and;
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(not applicable to the Company during the Audit period)**
- (vi) For the other applicable laws, our Audit was limited to
- a. The Factories Act, 1948
 - b. The Minimum Wages Act, 1948
 - c. The employees Provident Funds and Misc. Provisions Act, 1952
 - d. The payment of Bonus Act, 1965
 - e. The payment of gratuity Act, 1972
 - f. The Contract labour (Regulation and Abolition) Act, 1952
 - g. The Industrial Employment (Standing Orders) Act, 1946
 - h. The Employees Compensation Act, 1923
 - i. The Apprentices Act, 1923
 - j. The Air (Prevention and control of pollution) Act, 1981

I have relied on the representation made by the Company, its Officers and authorized representatives during the conduct of the audit, and also on the review of Certificates by respective department Heads/ Company Secretary/ CEO. In my opinion, adequate systems and process and control mechanism exists in the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations to the Company.

I further report that, the compliance by the Company of applicable financial laws like Direct and Indirect Tax laws has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and other designated professionals.

I have also examined compliance with the applicable clause of the following:

- a. Secretarial Standards issued by The Institute of Company Secretaries of India; and
- b. The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited. 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 above observations.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Listing Agreement with Stock Exchanges, Guidelines, Standards, etc. mentioned above. I further report that:

- 1. During the year *Company Secretary* and Compliance officer Mrs. Dipti Vartak has resigned from 04th March, 2020 however the Company has appointed Mr. Dilip Maharana w.e.f. 31st July, 2020.
- 2. 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.
- 3. 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.
- 4. 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 the management is responsible for compliance of all business laws and other applicable laws. This responsibility includes maintenance of statutory register/files as required by the concerned authorities and internal control of the concerned department. I further report that during the year under review, the Company has no specific Public Issue/ Right Issue/Preferential issue of Shares/ Debentures/SweatEquity/Redemption/ Buy-Back of Securities/ Merger/ Amalgamation/ Reconstruction/ Foreign Technical Collaborations.

(a) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited (BSE)	Non Compliance under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Composition of Board.	Fine Amount was imposed on the Company.	The company has complied with the provision and also paid as fine Amount to BSE.
2	BSE Limited (BSE)	Non Compliance under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Annual Audited standalone Financial results	Fine Amount was imposed on the Company.	The company has complied with the provision and also paid as fine Amount to BSE.

Note: Due to the outbreak of COVID-19 pandemic and the current lockdown, physical examination of documents under the SEBI Act and Regulations is not possible; we have therefore relied upon the documents provided by the Company in electronic mode for Audit purpose.

**For Deepika
Company Secretaries**

**Place: Bangalore
Date : 25/09/2020**

**Deepika
Proprietor
(ACS No.: 29794 & C. P. No.:11355)
UDIN:A029794B000767806**



Annexure –I

To,
The Members,
INDIA STEEL WORKS LIMITED

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

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

For Deepika
Company Secretaries

Deepika
Proprietor

Place: Bangalore
Date : 25/09/2020

(ACS No.: 29794 & C. P. No.:11355)
UDIN:A029794B000767806

Annexure-B

Secretarial compliance report of INDIA STEEL WORKS LIMITED for the year ended March 31, 2020

(Pursuant to SEBI circular - CIR/CFD/CMD 1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
INDIA STEEL WORKS LIMITED
Regd. Off: India Steel Works Complex
Zenith Compound
Khopoli MH 410203 IN.
CIN:L29100MH1987PLC043186

Authorized Share Capital: Rs.1,07,00,00,000/-

I, **Deepika Arora, ACS No. 29794 C. P. No.:11355, Practicing Company Secretary** have conducted the Secretarial Compliance Audit of the applicable SEBI Regulation and the circular/guidelines issued there under for the Financial Year March 31st, 2020 of **INDIA STEEL WORKS LIMITED** ("the listed entity"). The audit was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances and expressing our opinion thereon.

We have examined:

- (a) all the documents and records made available to us and explanation provided by the listed entity,



- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31st, 2020 ("Review Period") in respect of compliance with the provisions of:
- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI").

The following Regulations prescribed under The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the circulars / guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018—**(not applicable to the company during the review period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999—**not applicable to the company during the review period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008—**(not applicable to the company during the review period)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(not applicable to the company during the review period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The provision of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agent) Regulation, 1993;
- (j) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;

Based on our examination and verification of the documents and records produced to us according to the information and explanations given by the Company, we report that:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1.	Compliance Requirement under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. 50% of the total Strength of the Board should be Independent Directors if the Chairman is Executive Director.	Non Compliance. (Composition of Board of Director was not in accordance Regulations of 17(1).The Chairman of the Company was Executive Director. However the Independent Directors of the Company was less than 50%.)	It was complied later.



Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
2.	Compliance Requirement under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 Company shall submit quarterly & year to date stand alone financial results to the Stock exchange within forty five days of end of each quarter , other than the last quarter.	Non Compliance The June Quarter report should have been submitted on or before 14/08/2019.	Late Submission of June Quarter on 17.10.2019.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any.
1.	BSE Limited (BSE) BSE Limited (BSE)	Non Compliance under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Composition of Board.	Fine was imposed on the company. and Demat accounts of the promoters are frozen.	The company has complied with the provision and also paid as fine to BSE. The Demat Accounts of the Promoters were defrozeed later.
2.	BSE Limited (BSE)	Non Compliance under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Annual Audited Standalone Financial results	Fine was imposed on the Company and the Demat Accounts of the Promoters were frizzed.	The company has complied with the provision and also paid as fine to BSE. The Demat Accounts of the Promoters were de-freezed later.

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Non Compliance under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 pertaining to Composition of Board.	Pertaining to Composition of the Board.	Fine of Rs.10,85,600/- was imposed on the Company.	The company has complied with the provision and also paid Rs.10,85,600 /- as fine to BSE on 20/03/2019.

Due to the outbreak of COVID-19 pandemic and the current lockdown, physical examination of documents under the SEBI Act and Regulations is not possible; we have therefore relied upon the documents provided by the Company in electronic mode for Audit purpose.

**For Deepika
Practicing Company Secretary**

**Deepika
Proprietor**

**Place: Bangalore
Date: 31/07/2020.**

**ACS No.: 29794, C. P. No.:11355
UDIN: A029794B0005333935**



NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

To:
 The Members
 India Steel Works Limited
 Regd. Off: India Steel Works Complex
 Zenith Compound, Khopoli, MH 410203 IN.
 CIN:L29100MH1987PLC043186

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of India Steel Works Limited CIN:L29100MH1987PLC043186 and having registered office at India Steel Works Complex, Zenith Compound, Khopoli, Raigad-4102033 Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31 March 2020, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in the Company
1	Sudhir H. Gupta	00010853	01/09/2013
2	Varun S. Gupta	02938137	17/12/2009
3	Tilak Raj Bajalia	02291892	13/02/2015
4	Bimal Desai	00872271	12/12/2006
5	Deepak Gaur	07636636	09/11/2016
6	Kavita R. Joshi	07138704	30/05/2015
7	Riddhi Shah	07527966	25/05/2016

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

For Deepika
 Practicing Company Secretary

Deepika
 Proprietor
 ACS No.: 29794.C. P. No.:11355
 UDIN: A029794B000767839

Place: Bangalore
 Date:25/09/2020

**Annexure-C**

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies

(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN:- L29100MH1987PLC043186
- ii) Registration Date: 15th April, 1987.
- iii) Name of the Company: India Steel Works Limited
- iv) Category / Sub-Category of the Company: Listed Public Limited Company
- v) Address of the registered office and contact details: India Steel Woks Complex,
Zenith Compound Khopoli, Raigad-410203,
Tel:+91 2192 265 812 F:+91 2192 264 061
Email: cosec@indiasteel.in
- vi) Whether listed company: Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:
LINK INTIME INDIA PVT LIMITED
C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083.
Tel No: +91 22 49186000
Fax: +91 22 49186060
Email ID: rent.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name & Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Manufacturing of Metal & Metal ores	C7	62.92%
2	Trading	G2	37.08%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Indinox Steels Pvt. Ltd., A-301 & 304, Floor-3, Plot-FP 616 (PT), naman Midtown, SB Marg, Nr IndiaBulls, DADAR WEST, MUMBAI Mumbai City MH 400028 IN	U27200MH2018PTC310835	Subsidiary	100	2(87)(ii)



IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	Shareholding at the beginning of the year :31.03.2019				Shareholding at the end of the year :31.03.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters*									
(1) Indian									
a) Individual/HUF	5693285	0	5693285	1.43	5693285	0	5693285	1.43	0
b) Central Govt or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	188214329	0	188214329	47.28	188214329	0	188214329	47.28	0
d) Bank/Fl	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	193907614	0	193907614	48.71	193907614	0	193907614	48.71	0
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/Fl	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	193907614	0	193907614	48.71	193907614	0	193907614	48.71	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	3600	3600	0	0	3600	3600	0	0
b) Banks/Fl	5001150	400	5001550	1.26	5001150	400	5001550	1.26	0
c) Foreign Mutual Fund	260000	0	260000	0.06	260000	0	260000	0.06	0
d) Foreign Financial Institutions	0	14900	14900	0	0	14800	14800	0	0
e) Foreign Institutional Investors	17868600	0	17868600	4.49	0	0	0	0	-4.49
f) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
g) Unit Trust of India	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	23129750	18900	23148650	5.81	5261150	18800	5279950	1.32	-4.49
(2) Non Institutions									
a) Bodies corporates									
i) Indian	3523784	21950	3545734	0.89	10296538	21950	10318488	2.59	1.70
ii) Overseas	0	0	0	0					
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	43199408	1056005	44255413	11.11	40618687	1041705	41660392	10.46	-0.65
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	12674185	0	12674185	3.18	26368409	0	26368409	6.62	3.44
c) Others (specify)								0	0
Non Resident Indians (Repat)	576727	0	576727	0.14	605978	1250	607228	0.15	0.007
Non Resident Indians (Non Repat)	995654	15400	1011054	0.25	1035079	15400	1050479	0.26	0.0099038
Foreign Company	117458196	0	117458196	29.50	117458196	0	117458196	29.50	0



Category of Shareholders	Shareholding at the beginning of the year :31.03.2019				Shareholding at the end of the year :31.03.2020				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Clearing Member	307204	0	307204	0.07	18644	0	18644	0.00	-0.07
Market Makers	7200	0	7200	0	0	0	0	0	-0.001
Hindu Undivided Family	1168948	0	1168948	0.29	1411525	0	1411525	0.35	0.06
NBFC	20000	0	20000	0	0	0	0	0	-0
SUB TOTAL (B)(2):	179931306	1093355	181024661	45.47	197813056	1080305	198893361	49.96	4.48
Total Public Shareholding (B)= (B)(1)+(B)(2)	203061056	1112255	204173311	51.28	203074206	1112255	204173311	49.89	-1.39
C. Shares held by Custodian for	0	0	0	0	0	0	0	0	0.00
GDRs & ADRs									
Grand Total (A+B+C)	396968670	1112255	398080925	99.99	396981820	1112255	398080925	100	0

*shareholdings of Late Mr. Ashwin Gupta and his relative Mrs. Anita Gupta, Mr. Vipin Agarwal are not considered as Promoters of the Company.

(ii) Shareholding of Promoters

Sl No.	Promoter's Name	Shareholding at the beginning of the year: 31.03.2019			Shareholding at the end of the year : 31.03.2020			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	SUDHIR GUPTA	5382725	1.35	0	5382725	1.35	0	0
2	VARUN GUPTA	204800	0.05	0	204800	0.05	0	0
3	PRIYA GUPTA	86060	0.022	0	86060	0.02	0	0
4	SIDDHARTH GUPTA	9700	0.002	0	9700	0.002	0	0
5	MALIKA SIDDHARTH GUPTA	5000	0.001	0	5000	0.001	0	0
6	PRIYANKA VARUN GUPTA	5000	0.001	0	5000	0.001	0	0
7	INDIA STEEL INTERNATIONAL (P) LTD	45634150	11.46	99.68	45634150	11.46	99.68	0
8	KHAMGAON LAND DEVELOPMENT & TRADING CO (P) LTD	43650000	10.96	0	43650000	10.96	0	0
9	YEOTMAL LAND DEVELOPMENT & TRADING CO (P) LTD	43650000	10.96	0	43650000	10.96	0	0
10	ISIWORLD STEELS PVT LTD	17837500	4.48	0	17837500	4.48	0	0
11	ISISALES (INDIA) PVT LTD	17400400	4.37	0	17400400	4.37	0	0
12	ISIMETALS (INDIA) PVT LTD	17400350	4.37	0	17400350	4.37	0	0
13	ISICOM TRADERS P LTD	1312750	0.32	0	1312750	0.32	0	0
14	ISISTAR EXPORTS PVT LTD	437500	0.10	0	437500	0.10	0	0
15	ISINOX LTD	891679	0.225	0	891679	0.22	0	0
	TOTAL	193907614	48.71	11.42	193907614	48.71	11.42	0

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Not applicable				


(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Name	Shareholding		Date	Increase/ (- Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01-04-19 to 31-03-20)	
		No. of Shares at the beginning (01-04-19)/ end of the year(31-03-20)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	METAL INDUSTRIAL PTE LTD	90458196	22.72	1.04.2019	0	No movement		
		90458196	22.72	31.03.2020			90458196	22.72
2	TB INVESTMENTS LTD	27000000	6.78	1.04.2019	0	No movement		
		27000000	6.78	31.03.2020			27000000	6.78
3	PARVEEN KUMAR GUPTA	7585874	1.91	1.04.2019	0	Purchase		
		7585874	1.91	31.03.2020			7585874	1.91
4	LOHAGAR DEVELOPER PVT LTD	0	0.00	1.04.2019	7350000	Purchase		
		7350000	1.85	31.03.2020			7350000	1.85
5	KOTAK MAHINDRA BANK	5000000	1.26	1.04.2019	0	No movement		
		5000000	1.26	31.03.2020			7350000	1.85
6	SIRIUS SECURITIES PVT LTD	1870002	0.47	1.04.2019	-138153	Transfer		
		1731849	0.44	31.03.2020			1731849	0.44
7	SHIVKUMAR JAIN	0	0.00	1.04.2019	1373338	Purchase		
		1373338	0.34	31.03.2020			1373338	0.34
8	VIVEK AGARWAL	1100000	0.28	1.04.2019	0	No movement		
		1100000	0.28	31.03.2020			1100000	0.28
9	SUNDEEP MULK	820000	0.21	1.04.2019	1000000	Purchase		
		1820000	0.46	31.03.2020			1820000	0.46
10	SOMNATH B SHINDE	101335	0.03	1.04.2019	600000	Purchase		
		701335	0.18	31.03.2020			701335	0.18

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year 1.04.2019		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Late Mr. Ashwinkumar H. Gupta				
	At the beginning of the year 1.04.2019	5515825	1.39		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): Interse Transfer /Transmission	1000000	-	-	-
	At the End of the year 31.03.2020	4515825	1.13	4515825	1.13
2	Mr. Sudhir H. Gupta				
	At the beginning of the year 1.04.2019	5382725	1.35	5382725	1.35
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	5382725	1.35	5382725	1.35



Sl. No.	Name	Shareholding at the beginning of the year 1.04.2019		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	Mr.Varun S. Gupta				
	At the beginning of the year 1.04.2019	204800	0.05	204800	0.05
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	204800	0.05	204800	0.05
4	Mr. Deepak Kumar Gaur				
	At the beginning of the year 1.04.2019	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	-	-	-	-
5	Mr. T.R. Bajalia				
	At the beginning of the year 1.04.2019	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	-	-	-	-
6	Mrs. Kavita Joshi				
	At the beginning of the year 1.04.2019	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	-	-	-	-
7	Mrs. Riddhi Shah				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	-	-	-	-
8	Mrs. Dipti Vartak				
	At the beginning of the year 1.04.2019	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year 31.03.2020	-	-	-	-



V. INDEBTEDNESS

Indebtedness of the company including interest outstanding/accrued but not due for payment: (Rs. In Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2018)				
i) Principal Amount	52.61	5066.27	-	5118.88
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL (i+ii+iii)	52.61	5066.27	-	5118.88
Change in Indebtedness during the financial year				
Addition	-	1943.49	-	1,943.49
Reduction	-27.65	-202.33	-	-229.98
Net Change	-27.65	1741.16	-	1713.51
Indebtedness at the end of the financial year (31.03.2019)				
i) Principal Amount	24.96	6807.43	-	6832.39
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL (i+ii+iii)	24.96	6807.43	-	6832.39

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

B. Remuneration to other directors:

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

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

(Rs.in Lakh)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manger				Total amount
		Mr. Ashwinkumar H. Gupta	Mr. Varun S. Gupta	Mr. Sudhir H. Gupta	Mr. Deepak Kumar Gaur	
1	Gross Salary					
	a) Salary	2.99	16.00	18.00	12.96	49.95
	b) Allowance	2.27	7.12	7.76	24.04	41.19
	b) Perquisites	0	0	0	0	0
	c) Profits in lieu of Salary	0	0	0	0	0
2	Stock option	0	0	0	0	0
3	Sweet Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
5	others	0.01	0.08	0.08	0.08	0.27
	Total	5.27	23.20	25.84	37.08	91.39

B. Remuneration to other/ independent Directors

(Rs.in Lacs)

S. No.	Particulars of Remuneration	Name of Independent Directors				Total
		Mr. Bimal Desai	Mr.T.R.Bajalia	Mrs. Kavita Joshi	Mrs. Riddhi Shah	
1	a) fees for attending board Meeting	0.32	0.44	0.57	0.36	1.69
	b) Commission	-	-	-	-	-
	c) other	-	-	-	-	-
	Total	0.32	0.44	0.57	0.36	1.69



C. Remuneration to other KMP (Rs.in Lacs)

S. No.	Particulars of Remuneration	Name of KMP
		Dipti Vartak, Company Secretary /Compliance officer
1	Gross Salary	
	a) Salary	4.57
	b) Perquisites	6.86
	c) Profits in lieu of Salary	0
2	Stock option	0
3	Sweet Equity	0
4	Commission	0
5	Others	0.08
	Total	11.51

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief	Details Description of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty		Non-Compliance under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – pertaining to composition of Board and Regulation 33 pertaining to submission of financial results	Fine of Rs.8,90,000/- was imposed on the Company	BSE Limited (BSE)	Application was made to BSE to waive SOP fine paid by the company. Rs.371000/- was waived and adjusted against Annual Listing Fees payable by the company for FY 20-21 and Rs.17700/-is lying with BSE for adjustment of future liability.
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment			None		
Compounding					
B.OTHER OFFICERS					
Penalty					
Punishment			None		
Compounding					

For and on behalf of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

**Annexure-D****(A) Conservation of energy-**

Total energy consumption and energy consumption per unit of production is given in the table below:

	Particulars	2019-20	2018-19
I a	Power & fuel Consumption		
	Electricity:		
	Purchase Units ('000 kwh)	24412	42587
	Total Amount (' 000 Rs.)	228805	371563
	Average Rate/Unit (Rs./Kwh)	9.37	8.72
b	Furnace Oil / CBFS / Disale:		
	Quantity (Kilo litres)	2756	4284
	Total Amount (in '000 Rs.)	95419	151241
	Average Rate (Rs./Ltre)	34.63	36.01
c	Others		
	LDO:		
	Total amount (in '000 Rs.)	3873	5790
	Gases:-		
	Total Amount (in '000 Rs.)	34931	49241
II	Consumption Per Unit Of Production		
	Electricity:		
	Steel Billets	733	707
	Hot Rolled/Bars/rods	314	265
	Cold Finish Bars	187	169
	Furnace Oil / CBFS / Disel:		
	Steel Billets	29	17
	Hot Rolled/Bars/rods	84	67
	Cold Finish Bars	-	-

(B) Technology absorption-

In-house expertise has been used to successfully develop various grades of special steels meeting international standards of quality.

The fume-extraction system of the AOD converter has been upgraded to reduce consequent Air Pollution.

Quality System: To continue in pursuit of quality, Steel and Rolling Mill Division of your Company at Khopoli has been accredited with "TUV CERT" by RWTUV for compliance in accordance with AD-Merkblatt W0/W2/W10 manufacturing process. The Khopoli Plant as well as Purchase and Marketing Departments of your Company remains ISO 9001 certified by IRQS Mumbai.

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year is NIL and the Foreign Exchange outgo during the year in terms of actual outflows is Rs. 22,048,509/-.

For and on behalf of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

**Annexure-E**

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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

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

(a)	Name of related party and nature of relationship	Isinox Limited (Formerly known as Isinox Steels Limited) ISL Global Pte. Ltd. (WOS of Isinox Limited) UAB ISL Lithuania (WOS of ISL Europe Spolka Zoo.) Isisales India Pvt. Ltd. Leap Brandhub India Pvt. Ltd.
(b)	Nature of contracts/ arrangements / transactions	Sales / purchase of goods / conversion/ job work etc.
(c)	Duration of the contracts/ arrangements / transactions	Ongoing
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Arm's length basis
(e)	Date(s) of approval by the Board	In the quarterly meetings of the Board.
(f)	Amount paid as advances, if any:	---

For and on behalf of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

**Annexure-F**

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-20, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2019-20, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No	Name of Director/KMP and Designation	Remuneration of Director / KMP for financial year 2019-20 (Rs.in Lakh)	% increase in Remuneration in the Financial Year 2019-20 (Rs.in Lakh)	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of Remuneration of KMP against the performance of the Company
1	Ashwinkumar H. Gupta, Executive Chairman (Up to 7.05.2020)	5.27	-	2.82	Operating profit (EBITDA) decreased to Rs.113.49 Lakh. There was a loss after tax Rs. 1967.70 Lakh.
2	Sudhir H. Gupta, CEO & Managing Director	25.84	-	13.82	
3	Varun S. Gupta whole-time Director	23.20	-	12.41	
4	Deepak Kumar Gaur (Additional Director)	37.08	-	19.83	
5	Dipti Vartak Company Secretary & Compliance Officer (Up to 4/03/2020)	11.51	-	6.16	

- (ii) The median remuneration of employees of the Company during the financial year was Rs.187000 p.a.
- (iii) In the financial year, there was no increase in the median remuneration of employees.
- (iv) There were 380 permanent employees on the rolls of Company as on March 31, 2020.
- (v) Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2019-20 was Nil.
- (vi) There is no change in the managerial remuneration as compared to last year.

For and on behalf of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

**REPORT ON CORPORATE GOVERNANCE****1. Company's Philosophy on Code of Governance :**

Corporate Governance at INDIA STEEL WORKS LIMITED is demonstrated by fair business and corporate practices with all its stakeholders' integrity, transparent dealings and ethical conduct of affairs of the Company is the basic norm of Corporate Governance practiced here.

The Corporate Governance System includes the mechanisms and procedures required to prevent, identify, and resolve conflicts of competition and of interest, whether of an exceptional or structural and permanent nature. The Company seeks to assure, to the extent it is able to do so, the respectability, capability, expertise, competence, experience, qualifications, training, availability, and commitment to their duties of the directors and senior officers. A Report on compliance with the Corporate Governance provisions as prescribed under the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 ("Listing Regulations") is given below.

2. Board of Directors:

The Board of Directors of the Company is the highest governance authority within the management structure of the Company. The Board of Directors of the Company is committed to the best practices for effective Corporate Governance. The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company.

(a) Composition of the Board:

The Board composition is in conformity with Section 149 of the Act and Regulation 17 of the Listing Regulations. During financial year 2019-20, the Board consists of Seven Directors comprising of

- i. three executive Directors
- ii. three Independent Directors including two Women Directors
- iii. one non-executive Non-Independent Director.

The composition and categories of Directors, attendance at Board Meetings and at the last Annual General Meeting, the number of Directorships/Chairpersonships and Committee positions held by them in other public limited companies during the year are given below:

Name of the Director	Category/ Inter-se relationship	Financial Year 2019-20 attendance in		No of other Directorship in Other Indian Public Ltd Companies @	No of Chairmanship / Membership in other Indian Public Limited Companies #
		Board Meetings	Last AGM		
Mr. Ashwinkumar H. Gupta (DIN: 00010850)	Executive Chairman (Up to 7.05.2019), Promoter , Brother of Managing Director	NA	NA	NIL	NIL
Mr. T.R. Bajalia (DIN: 02291892)	Chairman (Since 14 th August, 2019) , Non-Executive & Independent Director	5	Yes	4	2
Mr. Sudhir H. Gupta (DIN: 00010853)	Managing Director (Promoter Director)	4	Yes	NIL	NIL
Mr. Varun S. Gupta (DIN: 02938137)	Executive Director & CFO Son of Managing Director	5	Yes	1	NIL
Mr. Deepak Kumar Gaur (DIN: 07636636)	Executive Director	5	Yes	1	NIL
Mr. Bimal Desai (DIN: 00872271)	Non-Executive & Non-Independent Director.	5	Yes	1	1
Mrs. Kavita R. Joshi (DIN: 07138704)	Non-Executive & Independent Director	5	Yes	1	NIL
Mrs. Riddhi Shah (DIN: 07527966)	Non-Executive & Independent Director	3	No	NIL	NIL



@Directorship excludes Alternate Directorship, Foreign Company Directorship & Pvt Limited Companies.

#Committee positions of only of Audit Committee and the Stakeholders Relationship Committee have been considered (Excluding committees of India Steel Works Limited) as per SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018.

(b) The names of the listed entities where Mr. T R. Bajalia is the Director and category of directorship.

Sr. No.	Name of Company	Category	Whether member of Audit Committee / Designation	Whether member of Stakeholders committee/ Designation
1	Capri Global Capital Limited	Independent Director	Yes. Member (Up to 19.12.2019)	No
2	Indianivesh Limited	Independent Director	Yes. Member (Up to 27.03.2020)	No

(c) Number of Board Meetings and dates:

During the Financial year five Meetings were held on 29th May, 2019, 14th August, 2019, 17th October, 2019, 14th November, 2019 and 14th February, 2020. The maximum interval between any two meetings was not more than 120 days.

(d) Information supplied to the Board:

The Board of Directors has complete access to any information within the Company. At the Board Meetings, directors are provided with all relevant information on important matters, working of the Company as well as all related details that require deliberations by the members of the Board, inter-alia include:

- Annual business plans,
- Production, sales & financial performance data;
- Business review;
- Quarterly and annual financial results;
- Minutes of the meetings of the Audit and other Committees as well as circular resolutions if any to be passed;
- Significant initiatives and developments relating to labour/human resource relation
- Information on recruitment and remuneration of senior officers just below the Board level,
- Materially important show cause / demand / prosecution / penalty notices and legal proceedings by or against the Company;
- Quarterly details of foreign exchange exposure and the steps taken by the management to limit the risk of adverse exchange rate movement;
- Any other information which is relevant for decision-making by the Board.

(e) Directors Profile seeking appointment / re-appointment:

As required, a brief profile and other particulars of the following Directors seeking appointment / re-appointment are given in the Notice of the 33rd Annual General Meeting and form a part of this Report:

1. Mr. Tilak R. Bajalia for re-appointment as Independent Director of the Company for a second term of consecutive 5(five) years.
2. Mrs. Kavita Joshi for re-appointment as Independent Director of the Company for a second term of consecutive 5(five) years.
3. Mr. Deepak Kumar Gaur (who retires by rotation) for re-appointment as the Director of the Company.

(f) Induction & Familiarization Programs for Independent Directors:

The Directors on appointment are issued a letter of Appointment setting out in detail, the terms of appointment, duties and responsibilities. Each newly appointed Independent Director is taken through a familiarization



programme. The program aims to familiarize the Directors with the Company, their role and responsibilities, business model of the Company etc. The details of such familiarization programme have been displayed on the website and the weblink of the same is: <http://www.indiasteel.in/pdfs/Familiarisation%20programme.pdf>

(g) Performance Evaluation:

In compliance with the provisions of Section 134 of the Companies Act, 2013 ('the Act') read with the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board during the year adopted a formal mechanism for evaluation of its performances as well as that of its committees and individual Directors, including the Chairman of the Board. A questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on various parameters. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

(h) Independent Directors' Meeting:

In compliance with Section 149(8) of the Act read along with Schedule IV of the Act and Regulation 25 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 with the stock exchange, the Independent Directors met on 14th February, 2020, inter alia, to discuss: (a) Evaluation of the performance of non-Independent Directors and the Board as a whole; (b) Evaluation of the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors; (c) Evaluation of the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. All the Independent Directors on the Board as on the date of the meeting were present at the meeting.

(i) Code of Conduct:

The Board of Directors of the Company has adopted Code of Business Conduct & Ethics and is applicable to all the Directors and senior management personnel. In terms of the requirements of Regulation 17(5) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Code of Business Conduct & Ethics, as approved by the Board of Directors, has been displayed at the website of the company, www.indiasteel.in, under the heading 'Investors Relations'.

The weblink of the same is: <http://www.indiasteel.in/pdfs/Code of Conduct for Company Board of Directors Senior Management.pdf>. The Company has a Code of Conduct for Prevention of Insider Trading in the shares and securities of the Company. This Code, inter-alia, prohibits purchase / sale of shares of the Company by Directors and employees while in possession of unpublished price sensitive information in relation to the Company. This Code is available on the Company's website www.indiasteel.in. All the Board Members and senior management personnel of the Company have affirmed compliance of the Code of Conduct for the year ended 31st March, 2020. A declaration to that effect signed by the Managing Director is attached and forms part of the Annual Report of the Company.

3. Committees of the Board

The Board has constituted various mandatory and other Committees from time to time. The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. The minutes of the Committee meetings are circulated / tabled at the Board meetings.

(a) Audit Committee

• **Composition:**

During the financial year, the Audit Committee of Directors comprised of Three Non-Executive Independent Directors viz. Mr. T R Bajalia - Chairman, Mrs. Kavita Joshi - Member

Mrs. Riddhi Shah - Member, One Non-Executive Non-Independent Director viz. Mr. Bimal Desai - Member (up to 29.05.2019) and two Executive Directors viz., Mr. Sudhir H. Gupta - Member (up to 14.08.2019), Mr. Varun S. Gupta - Member.



- Brief description of terms of reference:

The terms of reference of this committee covers the matters specified for Audit Committees under Regulation 18 of the SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018 as well as Section 177 of the Companies Act, 2013.

- Meetings and attendance during the year:

During the year, five Audit Committee Meetings were held on 29th May, 2019, 14th August, 2019, 17th October, 2019, 14th November, 2019 and 14th February, 2020.

The Composition of Audit Committee and the attendance at the meetings as given hereunder:

Name of the Director	Status	No. of meetings attended
Mr. T. R. Bajalia	Chairman, Non-Executive Independent Director	5
Mr. Bimal Desai (up to 29.05.2019)	Member, Non-Executive Non- Independent Director	Nil
Mr. Sudhir H. Gupta (up to 14.08.2019)	Member, Managing Director, Promoter	2
Mr. Varun Gupta	Member, Executive Director	5
Mrs. Kavita Joshi	Member, Non-Executive Independent Director	5
Mrs. Riddhi Shah	Member, Non-Executive Independent Director	3

- Whistle Blower Policy

The Company has been formulated Whistle Blower Policy to establish a Vigil Mechanism for directors and employees of the Company. This Policy covers misuse or abuse of authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers. The vigil mechanism provides a channel to the employees and directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors to avail of the mechanism and also provide for direct access to the Chairperson of the Audit Committee in exceptional cases. This policy, however, neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and/ or colleagues in general. It is affirmed that no personnel have been denied access to the Audit Committee. The Whistle Blower Policy of the Company has been uploaded and can be viewed on the Company's website, www.indiasteel.in,

- CFO Certification

The Managing Director & CFO had issued a Certificate pursuant to the provisions of Clause 17 (8) of the Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015 certifying the Financial Statements, the Cash Flow Statements and the Internal Financial Control Systems for financial Year ended March 31st, 2020 and the same was placed before the Board of Directors at their meeting held on 31st July, 2020.

(b) Stakeholders Relationship Committee:

In compliance with the provisions of Section 178 of the Act and Regulation 20 of the Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) (Amendments) Regulations, 2018, the Board has renamed the existing Shareholders/Investors Grievance Committee as "Stakeholders Relationship Committee". This Committee ensures speedy disposal of all grievances/complaints relating to shareholders/investors.

The terms of reference of the Committee include the following:

- To specifically look into complaints received from the shareholders of the Company;
- To oversee the performance of the Registrar and Transfer Agent of the Company;
- To recommend measures for overall improvement in the quality of services to the investors;



The Committee comprised of:

Name of the Director	Status	No. of meetings attended
Mr. Bimal Desai	Chairman (Since 29.05.2019), Independent Director	3
Mr. T.R. Bajalia	Member, Non-Executive Independent Director	3
Mrs. Kavita Joshi	Member, Non-Executive Independent Director	3
Mrs. Riddhi Shah	Member, Non-Executive Independent Director	2
Mr. Ashwinkumar H. Gupta	Member (Up to 07.05.2019), Independent Director	N.A

Mrs. Dipti Vartak, Company Secretary (Up to 4th March 2020) was the Compliance Officer for complying with the requirements of SEBI Regulations and Listing Agreement with the Stock Exchange. Mr. Dilip Maharana Company Secretary (since 31/07/2020) is the Compliance Officer for complying with the requirements of SEBI Regulations and Listing Agreement with the Stock Exchange. The address and contact details of the Compliance Officer are as given below:

Address : 304, Naman Midtown, Tower A, S B Marg, Mumbai 400 013 Phone : 022- 62 304 304 Fax : 022- 62 304 399
Email : cosec@indiasteel.in

Three meetings were held during the year i.e. 29th May, 2019, 14th August, 2019, and 14th November, 2019.

During the year 2019-20, the Company has resolved shareholders' complaints and there were no requests for dematerialization pending for more than 30 days as on 31st March, 2020.

Share Transfers in physical form can be lodged with Link Intime India Private Ltd. A summary of transfer / transmission of securities of the Company so approved as placed at every Stakeholders Relationship Committee. The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 7(3) of the Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015 and files a copy of the said certificate with Stock Exchange.

(c) Nomination and Remuneration Committee:

In accordance with Section 178 of the Act read along with the applicable Rules thereto and Regulation 19 of the Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) (Amendments) Regulations, 2018, the Board has "Nomination and Remuneration Committee", the composition of which is as follows:

Name of the Director	Status	No. of meetings attended
Mrs. Kavita Joshi	Chairman, Non-Executive Independent Director	3
Mr. T R Bajalia	Member, Non-Executive Independent Director	3
Mrs. Riddhi Shah	Member, Non-Executive Independent Director	2
Mr. Bimal Desai	Member, Non-Executive Independent Director	3

The objective of this Policy is to lay down a framework and set standards in relation to nomination, remuneration and evaluation of Directors, Key Managerial Personnel (KMP) and such other senior management personnel in the organization. The terms of reference of the Committee inter alia, include the following:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and senior management personnel;
- To evaluate the performance of the members of the Board as well as Key Managerial Personnel and senior management personnel and to provide rewards linked directly to their efforts, performance, dedication and achievement relating to Company's operations;
- To recommend to the Board on remuneration payable to the Directors, Key Managerial Personnel and senior management personnel;
- Assessing the independence of Independent Directors;

During the financial year 2019-20, the Nomination & Remuneration Committee met on 29th May, 2019 , 14th August, 2019 and 14th February, 2020.



(d) **Corporate Social Responsibility Committee:** During the year one meeting of the Committee was held on 29/05/2019 the composition and the attendance of the same is as follows:

Name of Committee members	Status	No of meetings attended
Bimal Desai	Non-Executive - Non Independent Director, Chairperson	1
Tilak Raj Bajalia	Non-Executive - Independent Director, Member	1
Kavita Joshi	Non-Executive - Independent Director, Member	1
Riddhi Shah	Non-Executive - Independent Director, Member	1
Varun Gupta	Executive Director, Member	1

(e) **Internal Complaint Committee:**

In compliance with the provisions of The Sexual harassment of Women at Workplace (Prevention, prohibition and Redressal) Act, 2013, the Board has formed an internal Complaints Committee.

The constitution of this committee is as mentioned below:

Name	Status /designation	Contact Details(e-mail id)
Mrs. Jyoti Kathale	Presiding officer, HR & Admin Manager	jkathale@indiasteel.in
Milind Ghumare	Vice President Exports Member	milind@indiasteel.in
Mrs. Ranjita Kar	Sr. Officer Member	nojha@indiasteel.in

The Committee will be considering the following issues also: • Sexual Harassment • Redressal of employee complaints

- Safety and Job Security The same has been conveyed through placing an official mail. Further, the ICC meets regularly to review the complaints and disputes arise, if any. The Committee has not received any Complaint during the year.

The noting of the Committee meeting is also noted in Board Meeting.

Appointment & Remuneration Policy:

A. Policy for appointment and removal of directors, KMP and senior management personnel (i) Appointment Criteria and Qualifications

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as director, KMP or senior management personnel and recommend to the Board his/her appointment.
- A person should possess adequate qualifications, expertise and experience for the position he / she is considered for appointment.
- The Company shall not appoint or continue the employment of any person as Managing/ 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 the 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.

(ii) Term/Tenure

a) Managing Director / Whole-time Director

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Wholetime Director for a term subject to the provisions of the Companies act 2013 & rules made there under, not exceeding three years at a time for the time-being.

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 of upto a maximum of five years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director, provided that the 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.
 - 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.
- (iii) Evaluation The Committee shall carry out evaluation of performance of every Director, Key Managerial Personnel and senior management personnel at regular intervals.
- (iv) Removal
Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, Rules & Regulations there under, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, Key Managerial Personnel or senior management personnel subject to the provisions and compliance of the said Act, Rules & Regulations.
- (v) Retirement
The Directors, 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 and senior management personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.
- B. Policy for remuneration to directors, KMP and senior management personnel
- (i) Remuneration to Managing/Whole-time Directors, KMP and senior management personnel The remuneration/ compensation/ commission etc. to be paid to Managing/Whole-time Directors 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.
 - (ii) Remuneration to Non-Executive/ Independent Director The non-executive Independent /Non-Independent Director may receive remuneration/ compensation/ commission as per the provisions of the Act. The amount of sitting fees shall be subject to ceiling/limits as provided under the Act and Rules made thereunder or any other enactment for the time being in force. The Nomination & Remuneration Policy of the Company has been uploaded and can be viewed on the Company's website, www.indiasteel.in.
- C. Details of remunerations paid to the Directors during the financial year 2019-20: Rs.in Lakhs

Name of the Director	Salary & Perquisites	Contribution to PF	Commission	Sitting Fees
Late Mr. Ashwinkumar H. Gupta (up to 7.5.2019)	5.27	Nil	Nil	Nil
Mr. Sudhir H. Gupta	25.84	Nil	Nil	Nil
Mr. Varun S. Gupta	23.20	Nil	Nil	Nil
Mr. Deepak Kumar Gaur	37.08	Nil	Nil	Nil
Mr. Bimal Desai	Nil	Nil	Nil	0.32
Mr. T R Bajalia	Nil	Nil	Nil	0.44
Mrs. Kavita Joshi	Nil	Nil	Nil	0.57
Mrs. Riddhi Shah	Nil	Nil	Nil	0.36

**4. General Body Meetings**

The last three Annual General Meetings of the Company were as under:

AGM	Date	Location	Time	Special Resolution passed
32 nd AGM	18.09.2019.	India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203	11:30 a.m	1. Appointment of Sudhir H. Gupta as the Managing Director for a period of 3 years effective 1.10.2019. 2. Re-appointment of Mr. Deepak Kumar Gaur, as Whole Time Director for a period of 3 years effective 9.11.2019. 3. Approval of arrangements / transactions with related parties. 4. Appointment of T.R Bajalia as the Chairman of the Company.
31 st AGM	20.08.2018	India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203	11.00 a.m.	1. Reappointment of Mr. Varun Gupta as a Whole Time Director of the Company 2. Increase in remuneration payable to Mr. Deepak Kumar Gaur, Whole Time Director of the Company 3. Approval of arrangements/transactions with related parties 4. Transfer of steel works business of the Company to its wholly owned subsidiary
30 th AGM	09.08.2017	India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203	11.00 a.m.	1. Reappointment of Mr. Sudhir Gupta as Managing Director of the Company 2. Reappointment of Mr. Ashwinkumar Gupta as Chairman of the Company 3. Variation in terms of remuneration payable to Mr. Varun Gupta 4. Increase in borrowing powers of the Board upto Rs. 250 crores 5. Approval of arrangements / transactions with related parties

5. Disclosures

- (i) There were transactions of material nature with related party. The transactions were made during ordinary course of business on arm's length basis. The details of related party transactions have been reported in the Notes to Accounts. Company has in place a policy on Related Party Transactions and the same is displayed on the Company's website and the weblink of the same is <http://www.indiasteel.in/pdfs/poicy-on-dealing-with-the-related-party-transaction.pdf>.
- (ii) The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and in conformity, in all material respects, with the generally accepted accounting principles and standards in India. The estimates/judgments made in preparation of these financial statement are consistent, reasonable and on prudent basis so as to reflect true and fair view of the state of affairs and results/operations of the Company.
- (iii) The Company has formulated Whistle Blower Policy to establish a Vigil Mechanism for directors and employees of the Company and the details are provided elsewhere in this report. (iv) The Company has Risk Management Policies for the businesses, duly approved by the Board, which are periodically reviewed to ensure that the executive management controls risk by means of a properly defined framework.
- (v) The Company has not raised any funds from the capital market (public/rights/preferential issues etc.) during the financial year under review.
- (vi) Disclosure under Regulation 39 and Schedule VI of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 in respect of unclaimed shares of India Steel Works Limited

Sr. No.	Particulars	No. of Shareholders	No. of Shares
1	No. of Shareholders and Shares outstanding as at 31.03.2019	237	43600
2	Requests received from the shareholders and subsequently transfer of shares from the suspense account	Nil	nil
3	No. of Shareholders and Shares outstanding as at 31.03.2020	237	43600

The voting rights on the shares outstanding in the suspense account as on March 31, 2020 are freeze till the rightful owner of such shares claims the shares. Whenever the shareholders shall claim the shares, after proper verification, the share certificates will be dispatched to them or as the case may be, the shares will be credited to the beneficiary account.



(vii) There was an instance of non-compliance of Regulation 33 of SEBI (LODR) 2015 pertaining to composition of Board. The Company has complied with the provisions and also paid the applicable fine to Stock Exchange.

(viii) The details of the equity shares of the Company held by the Directors as on 31st March, 2020 are as under:

Mr. Ashwinkumar H. Gupta -**4515825**

Mr. Sudhirkumar H. Gupta -5382725

Mr. Varun S. Gupta -204800

General Shareholders Information:

A. Annual General Meeting: Date: 17th December, 2020.

Time: 2: 30 p.m.

Venue: India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203.

B. Date of Book Closure and Dividend Payment:

- Date of Book closure **From 11.12.2020 To Date 17.12.2020** (Both days inclusive).
- Dividend Payment Date: The Dividend of 0.01% on total paid up Preference share capital of the Company for the financial year ended 31st March, 2020 shall be deposited into the account of the shareholders by 16th January, 2021.

C. Company Identification Number (CIN): L29100MH1987PLC043186

D. Stock Exchange Listing: The Stock Exchange, Mumbai

E. Stock Code:

1. ISIN: INE072A01029
2. The Stock Exchange, Mumbai: 513361

F. Stock Price Data:

4p6	High Price	Low Price
Apr-19	1.12	0.95
May-19	1.05	0.89
Jun-19	1.05	0.71
Jul-19	0.99	0.57
Aug-19	0.7	0.44
Sep-19	0.62	0.48
Oct-19	0.58	0.36
Nov-19	0.61	0.48
Dec-19	0.56	0.33
Jan-20	0.32	0.21
Feb-20	0.23	0.19
Mar-20	0.22	0.19

G. Registrar & Share Transfer Agents

Members are requested to correspond with the Company's Registrar & Transfer Agent:

LINK INTIME INDIA PVT LIMITED

Phone: 022 25946970,

C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083.

Tel No: +91 22 49186000 Fax: +91 22 49186060

Email ID: rnt.helpdesk@linkintime.co.in

Website: www.linkintime.co.in

H. Compliance Officer

Mrs. Dipti Vartak (up to 4.03.2020).

Mr. Dilip Maharana(effective 31/07/2020).

304, Tower A, Naman Midtown, Senapati Bapat Marg, Elphinstone (West), Mumbai – 400013.



I. Share Transfer System

Share Transfers in physical forms can be lodged with Link Intime India Pvt Ltd. The transfers are normally processed within a period of 15 days from the date of the receipt if the documents are complete in all respects. Requests for dematerialization if shares are processed and confirmation is given to the respective depositories, i.e. NSDL & CDSL within 15 days.

The Company obtains from a Company Secretary in practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 7(3) of the Securities Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015 and files a copy of the said certificate with Stock Exchange.

J. Distribution of shareholding based on nominal value as on 31st March, 2020.

SHAREHOLDING OF NOMINAL SHARES	NO.OF SHAREHOLDERS	% OF TOTAL	TOTAL SHARES	% OF TOTAL.
1-500	10052	61.5328	2117289	0.5319
501-1000	1989	12.1756	1805711	0.4536
1001-2000	1313	8.0375	2197754	0.5521
2001-3000	604	3.6974	1623826	0.4079
3001-4000	277	1.6956	1020499	0.2564
4001-5000	510	3.1219	2486099	0.6245
5001-10000	719	4.4013	5728938	1.4391
10001 & above	872	5.3379	381100809	95.7345
Total	16336	100	398080925	100

K. Shareholding Pattern

	Shareholding Pattern	Nos. of shareholders	Total no. of shares	As a % of (A+B+C)	Shares pledged or otherwise encumbered		
	Category of the shareholders				No. of Shares	As a % of no. of Shares	Number of shares held in dematerialised form
	(I)	(II)	(III)	IV	V		VI
A.	Promoter & Promoter Group						
1	Indian						
(a)	Individuals / Hindu Undivided Family	6	5693285	1.43	0	0.00	5693285
(b)	Central Government / State Government(s)	0	0	0	0	0	0
(c)	Financial Institutions / Banks	0	0	0	0	0	0
(d)	Any Other (Specify)	9	188214329	47.28	45487600	24.16	188214329
	Sub Total (A)(1)	15	193907614	48.71	45487600	24.16	193907614
2	Foreign						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0
(b)	Government	0	0	0	0	0	1
(c)	Institutions	0	0	0	0	0	2
(d)	Foreign Portfolio Investor	0	0	0	0	0	3
(e)	Any Other (Specify)	0	0	0	0	0	4
	Sub Total (A)(2)	0	0	0	0	0	5
	Total Shareholding Of Promoter And Promoter Group (A)= (A)(1)+(A)(2)	15	193907614	48.71	45487600	22.80	193907614
B.	Public Shareholding						
1							
(a)	Mutual Fund	3	3600	0.00	NA	NA	0
(b)	Venture Capital Funds	0	0	0.00	NA	NA	0
(c)	Alternate Investment Funds	0	0	0.00	NA	NA	0
(d)	Foreign Venture Capital Investors	0	0	0.00	NA	NA	0
(e)	Foreign Portfolio Investor	0	0	0.00	NA	NA	0
(f)	Financial Institutions / Banks	5	5001550	1.26	NA	NA	5001150
(g)	Insurance Companies	0	0	0.00	NA	NA	0



	Shareholding Pattern	Nos. of shareholders	Total no. of shares	As a % of (A+B+C)	Shares pledged or otherwise encumbered		
	Category of the shareholders				No. of Shares	As a % of no. of Shares	Number of shares held in dematerialised form
	(I)	(II)	(III)	IV	V		VI
(h)	Provident Funds/ Pension Funds	0	0	0.00	NA	NA	0
(i)	Any Other (Specify)	5	274800	0.07	NA	NA	260000
	Sub Total (B)(1)	13	5279950	1.33	NA	NA	5261150
2	Central Government/ State Government(s)/ President of India	0	0	0	0	0	0
	Sub Total (B)(2)	0	0	0	0	0	0
3	Non-Institutions						
(a)	Individuals						
	i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	15514	41660392	10.47	NA	NA	40618687
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.	31	26368409	6.62	NA	NA	26368409
(b)	NBFCs registered with RBI	0	0	0.00	NA	NA	0
	Trust Employee	0	0	0.00	NA	NA	0
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0.00	NA	NA	0
(e)	Any Other (Specify)	534	130864560	32.87	NA	NA	130825960
	Hindu Undivided Family	248	1411525	0.35	NA	NA	1411525
	Foreign Companies	2	117458196	29.51	NA	NA	117458196
	Non Resident Indians (Non Repat)	38	607228	0.15	NA	NA	605978
	Non Resident Indians (Repat)	94	1050479	0.26	NA	NA	1035079
	Clearing Member	7	18644	0.00	NA	NA	18644
	Bodies Corporate	145	10318488	2.59	NA	NA	10296538
	Sub Total (B)(3)	16076	198893361	49.96	NA	NA	197813056
	Total Public Shareholding (B)= (B)(1)+(B) (2)+(B)(3)	16089	204173311	51.29	NA	NA	203074206
1	Custodian/DR Holder						
2	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0
	Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)	0	0	0	0	0	0
	Grand Total (A+B+C)	16107	398080925	100	NA	NA	396981820

L. Dematerialization of shares and liquidity

The Company has arrangements with National Securities Depository Ltd. (NSDL) as well as the Central Depository Services(India) Ltd.(CDSL) for a demat facility, 99.72% of the Company's Listed Equity Share Capital was dematerialized as on 31.03.2020. The Company's shares are traded on the Stock Exchange, Mumbai.

M. Plant Locations: Special Steel and Rolling Mill Division Zenith Compound, Khopoli, Dist. Raigad, Maharashtra-410203
Tel. No. +91 21 92265812; Fax No. +91 21 92264061

N. Address for correspondence: India Steel Works Limited 304, Naman Midtown, Tower A, Senapati Bapat Marg, Elphinstone Road (W), Mumbai-400013 Tel: +91 22 62 304 361 / 364; Email: cosec@indiasteel.in Website: www.indiasteel.in

For and on behalf of the Board of Directors
India Steel Works Limited

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

Place: Mumbai
Date: 25/09/2020.

**CERTIFICATE OF COMPLIANCE WITH CODE OF CONDUCT**

As provided under Regulation 17(5) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 relating to corporate Governance with Stock Exchanges, all the Board members and senior management personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year 2019-20.

For India Steel Works Limited

Place: Mumbai
Dated: 25.09. 2020

Sd/-
Sudhir H. Gupta
Managing Director

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Shareholders of India Steel Works Ltd.

We have reviewed the records concerning the Company's Compliance with Regulation 27 and Schedule II of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 entered into by the Company with the Stock Exchanges of India for the financial year beginning April 1, 2019 and ending on March 31st, 2020.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for review and the information and explanations given to us by the Company.

Based on such review, in our opinion, the Company has complied with Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 of the Stock Exchanges of India during the financial year except the composition of the Board of Directors till appointment of regular Non-Executive & Independent Director as the Chairman of the Company on 14/08/2019. The Company has also delayed submission of financial results for the quarter ended 30th June, 2019.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Chartered Accountants
Firm registration No. 117183W

Sd/-
[Lakshmikant Kabra]
Partner
Membership No. 101839
UDIN: 20101839AAAAEK6684

Place: Thane
Dated: 25. 09. 2020

**Annexure-G****Form AOC-1**

[Statement pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 containing salient features of the financial statement of subsidiaries/associate companies/joint ventures for the year ended March 31, 2020]

Part "A":

Name of the Subsidiary: Indinox Steels Pvt. Limited

Sl. No.	Particulars	Amount (Rs. in Lakh)
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable
2	Reporting currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable
3	Share Capital	5.00
4	Reserves & Surplus	-2.87
5	Total Assets	2.82
6	Total Liabilities (excluding Share Capital and Reserves & Surplus)	0.69
7	Investments	-
8	Turnover	-
9	Profit before taxation	-1.55
10	Provision for taxation	0.00
11	Profit after taxation	-1.55
12	Proposed dividend	-
13	% of shareholding	100

1. Reporting period of the above subsidiaries is the same as that of the Company.
2. Part B of the Annexure is not applicable as there are no associate companies/ joint ventures of the Company as on March 31, 2020.

For and on behalf of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sudhir H. Gupta
Managing Director
(DIN:00010853)

Varun S. Gupta
Executive Director & CFO
(DIN: 02938137)

**INDEPENDENT AUDITORS' REPORT**To the Members of **INDIA STEEL WORKS LIMITED**

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS Financial Statements of **INDIA STEEL WORKS LIMITED** which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit & Loss including Statement of Other Comprehensive Income, Cash Flow Statement and Statement of Changes in Equity for the year then ended and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Emphasis of the Matter

- a) The developments surrounding the Corona (Covid-19) virus have a profound impact on people's health and on our society as a whole, as well as on the operational and financial performance of organizations. The situation changes on a daily basis giving rise to inherent uncertainty. The Company is confronted with this uncertainty as well, which has been disclosed in the Note No 50 to the Ind AS financial statements, together with its evaluation thereof. We draw attention to these disclosures. Our opinion is not modified in respect of this matter.
- b) In absence of information of Investee Company, we are unable to determine the fair value of the investments as on reporting date. Hence the same are carried at cost and no provision for diminution, if any in value of such investments in made.
- c) No effect is given in respect of settlement deed with the creditor resulting into possible reduction in liability to the extent of ₹46.11 Crores, after adjusting ₹9.23 Crores on the basis of the payment made before the audit of the said Standalone Financial Results.
- d) In the absence of uncertainties of making profit in immediate future the company has decided not to create Asset/Liability on account of Deferred Tax.
- e) We did not Audited the financial statement of overseas branch included in the financial statement, which constitute the total current assets of ₹288,487,457/- and net assets of ₹9,59,382/- as at 31st March 2020, total revenue of Rs. Nil, Net Loss of ₹14,09,857/- and net cash flow amounting to ₹3,05,945/- for the period ended on that date, as considered in the financial statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

a) Going Concern	Our audit procedures included
As of 31 March 2020, the Company's total liabilities did not exceed its total assets; however company is continuously incurring losses. The directors of the Company have formed a judgement that the going concern basis is appropriate in preparing the financial statements.	Going through the business planning process and assessing the design, implementation and operating effectiveness of management's key internal controls over the assessment of going concern, including the preparation of cash flow forecasts.



a) Going Concern	Our audit procedures included
The directors of the Company made their assessment of going concern by preparing a cash flow forecast in which some key; assumptions were applied. These key assumptions included forecasts of sales volumes, average selling prices, raw material costs and the availability of banking and other financing facilities.	Evaluating the key assumptions in the cash flow forecasts (including future revenue, gross profit, operating expenses and capital expenditure) with reference to historical production information, current performance, internal investment and production plans, and market and other external available information,
We identified going concern as a key audit matter because a significant degree of management judgement is involved in making this assessment and in forecasting the future cash flows of the Company which are inherently uncertain and because the management judgement and _ inherently uncertainties and because the management judgement and _ inherent uncertainties could have significant impact on the basis of preparation of the financial statements and could be subject to management bias.	Considering the accuracy and reliability of cash flow forecasts made by management in prior years by comparing them with the current year's results; We also checked if any waivers were obtained from the financial institutions from which borrowings are made. Based on our procedures we noted that the key assumptions used in the forecasts were within a reasonable range of our expectations.
(b) Revenue Recognition	Our audit procedures to assess the recognition of revenue included the following:
The Company's revenue is derived from the sale of steel products. The Company recognizes revenue when the control is transferred to the customer. The terms set out in the Company's sales contracts relating to goods acceptance by customers are varied. Accordingly, the terms and conditions of sales contracts may affect the timing of recognition of sales to customers as each sales contract could have different terms relating to customer acceptance of the goods sold.	Evaluating the design, implementation and operating effectiveness of key internal controls over the existence, accuracy and timing of revenue recognition; performed substantive test of details over revenue recognized throughout the period by selecting a sample of transactions to ensure that the samples selected meet the revenue recognition criteria and are appropriately recorded;
We identified the recognition of revenue as a key audit matter because revenue is one of the key performance indicators of the Company and is, therefore, subject to an inherent risk of misstatement to meet targets or expectations and because errors in the recognition of revenue could have a material impact on the Company.	Tested sample transactions around the period end to end sure they were recorded in the correct period; and tested journal entries posted to revenue accounts focusing on unusual or irregular items, if any.
Contingent Liabilities (Note No.32) Evaluation of uncertain tax positions	Our audit procedures include the following substantive procedures:
The Company operates in multiple jurisdictions and is subject to periodic challenges by local tax authorities on account of tax matters during the normal course of business including transfer pricing and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the standalone financial statements. Refer Note 32 to the standalone financial statements.	Obtained understanding of key uncertain tax positions and, We – <ul style="list-style-type: none"> • Read and analyzed select key correspondences external legal opinions / consultations by management for key uncertain tax positions; • Discussed with appropriate senior management and evaluated management' s underlying key assumptions in estimating the tax provisions and • Assessed management' s estimate of the possible outcome of the disputed cases.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's report including annexure to Board's report, but does not include the Standalone Ind AS Financial Statements and our auditor's report thereon.



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

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

Management's Responsibility for the Standalone Ind AS Financial Statements

These Standalone Financial Results have been prepared on the basis of the annual Standalone Financial Statements. The Company's Board of Directors are responsible for the preparation and presentation of these Standalone Financial Results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company and the balance sheet and the statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. The Board of Directors of the Company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Standalone Financial Results by the Directors of the Company, as aforesaid.

In preparing the Standalone Financial Results, the Board of Directors of the Company are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results 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 Results.

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

1. Identify and assess the risks of material misstatement of the Standalone Financial Results, 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
4. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone



Financial Results or, if such disclosures are Inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the Standalone Financial Results including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India, in terms of section 143 (11) of the Companies Act, 2013, we give in the 'Annexure -A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit & Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
 - d) In our opinion and to the best of our information and according to the explanation given to us, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as on year ended March 31, 2020
 - 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report:
 - 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements Refer Note 32 to the standalone Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company.
3. In our opinion, the managerial remuneration for the year ended 31 March 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act; The Ministry of Corporate Affairs has not prescribed other details under section 197 (16) which are required to be commented by us.

For Laxmikant Kabra & Co
Chartered Accountants
FRN No.: 117183W

CA Laxmikant Kabra
Partner

Membership No.: 101839
UDIN: 20101839AAAADO2463

Date: 31st July 2020
Place: Thane

**ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT**

Annexure referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the standalone Ind AS financial statements for the year ended March 31, 2020, we report that:

1. a) The company has maintained proper records showing full particulars, including quantitative details and situations of its fixed assets.
- b) According to the information and explanation given to us, the company has a regular program of physical verification of its fixed assets by which fixed assets are verified in phased manner over a period of three years in accordance with this program, certain fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its business and no material discrepancies have been noticed on such physical verification.
- c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the title deeds of immovable's and movable properties are held in the name of the company except certain motor vehicles having carrying value of ₹10.98 lakhs as at 31/03/2020, is held in the name of directors of company's behalf.
2. The inventories have been physically verified by the management during the year except inventories lying with the third parties and goods in transit. In respect of inventories lying with the third parties, these have been substantially confirmed by them and with respect to goods in transit subsequent goods receipts have been verified by management. In our opinion, frequency of physical verification of inventory followed by the management was reasonable in relation to the size of the company and the nature of its business. The discrepancies noticed on physical verification of the inventories have been properly dealt with in the books of account.
3. According to the information and explanation given to us, the Company's has not granted any loans secured or unsecured during the period to company's firms or other parties covered in the register maintained under section 189 of the companies Act 2013. Therefore, comments under clause (a), (b) and (c) are not given.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investment and guarantee made.
5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
6. According to the information and explanation given to us, cost records were maintained by the company pursuant to the order of the Central Government under Section 148(1) of the Act.
7. a) According to the records, the Company is regular in depositing undisputed statutory dues in respect of duty of customs, however undisputed statutory dues including income tax, employees' state insurance, provident fund, duty of excise, sales-tax, service tax, value added tax, Goods & service tax, cess and other statutory dues have not been regularly deposited with the appropriate authorities and there have been delays in depositing the same.
- b) According to the information and explanations given to us, and on the basis of our examination of books of accounts, there are no cases of dues of income tax, goods & service tax, sales tax, duty of customs, duty of excise, value added tax and cess as at 31 March 2020 which have not been deposited on account of disputes except for the following: -

Name of Status	Nature of dues	Amount (In Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Sales Tax Act	Sales Tax	160.11	FY-2014/2015	Sales Tax Officer
Central Excise Act	Excise	53.53	FY-2012/2013	DGCI
Central Excise Act	Excise	406.30	FY-2012/2013	FTWL
Central Excise Act	Excise	37.99	FY-2005/2006	Commissioner Central Excise
Central Excise Act	Excise	9.64	FY-2012/2013	Addl. Com of Central Excise

8. Based on our audit procedures and on the basis of information and explanations given by the management, we are



of the opinion that the Company has not defaulted in the repayment of dues to banks and financial institute. The company did not have any outstanding dues to debenture holders during the year.

9. During the year, the company did not raise money by way of initial public offer or further public offer (including debt instrument) and term loans during the year.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
11. According to information and explanation given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act for the year under consideration.
12. In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. According to the information and explanations given to us and based on our examinations of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Indian accounting standards.
14. According to the information and explanations given to us and based on our examinations of the records of the company, the company had not made any preferential allotment of shares during the year under review.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Laxmikant Kabra & Co
Chartered Accountants
FRN No.: 117183W

CA Laxmikant Kabra
Partner

Date: 31st July 2020
Place: Thane

Membership No.: 101839
UDIN: 20101839AAAADO246

**ANNEXURE B**

Annexure referred to in paragraph 2 (f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the standalone Ind AS financial statements.

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 **INDIA STEEL WORKS LIMITED** (“the Company”) as of March 31, 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 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, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, however, company is required to strengthen its financial controls for obtaining balance confirmations from trade receivables and payables based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India" (ICAI).

For Laxmikant Kabra & Co

Chartered Accountants

FRN No.: 117183W

CA Laxmikant Kabra

Partner

Membership No.: 101839

UDIN: 20101839AAAADO246

Date: 31st July 2020

Place: Thane



Balance Sheet as at 31st March, 2020

(Rs. in lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non - Current Assets			
Property, Plant & Equipment	3	23,648.29	24,640.53
Capital Work - In - Progress	3	23.52	23.52
Intangible Assets	3	236.41	293.43
Financial Assets			
Investments	4	217.81	213.81
Others	5	1,120.27	1,120.27
Non - Current Tax Assets	6	323.94	226.53
Other Non - Current Assets	7	20,548.98	12,549.95
Total Non - Current Assets		46,119.22	39,068.04
Current Assets			
Inventories	8	6,546.95	15,098.79
Financial Assets			
Trade Receivables	9	3,554.44	3,799.84
Cash & Cash Equivalents	10	46.15	66.54
Bank Balance other than above	11	135.80	167.42
Loans	12	151.98	232.81
Other Financial Assets	13	801.00	473.66
Other Current Assets	14	311.47	500.52
Total Current Assets		11,547.79	20,339.57
TOTAL ASSETS		57,667.01	59,407.62
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	15	3,980.81	3,980.81
Other Equity		11,472.21	13,429.79
Total Equity		15,453.02	17,410.60
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	16	6,832.39	5,118.87
Other Financial Liabilities	17	20,103.40	10,830.18
Provisions	18	148.08	135.16
Total Non - Current Liabilities		27,083.87	16,084.21
Current Liabilities			
Financial Liabilities			
Borrowings	19	3,919.04	4,183.35
Trade Payables	20	9,882.17	21,101.16
Other Financial Liabilities	21	639.33	323.10
Other Current Liabilities	22	319.63	97.85
Provisions	23	369.95	207.35
Total Current Liabilities		15,130.12	25,912.81
Total Liabilities		42,213.99	41,997.02
TOTAL EQUITY AND LIABILITIES		57,667.01	59,407.62
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES FORMING PART OF THE	3-46		

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014



Statement of Profit and Loss for the year ended 31st March, 2020

(Rs. in lakhs)

Particulars	Note. No.	Year ended March 31, 2020	Year ended March 31, 2019
Income			
Revenue from Operations	24	13,953.76	53,179.42
Other Income	25	3,710.29	2,577.64
Total Income		17,664.04	55,757.06
Expenses			
Cost of Material Consumed	26	5,819.67	40,592.89
Purchase of Traded Goods	27	2,957.30	4,540.48
Changes in Inventories of Finished Goods / Stock in Trade	28	1,106.27	-1,780.12
Employee Benefit Expenses	29	1,595.61	2,031.84
Finance Cost	30	964.27	1,330.22
Depreciation and Amortization	3	1,060.87	1,089.90
Other Expenses	31	6,127.61	8,491.87
Total Expenses		19,631.60	56,297.07
Profit / (Loss) Before Tax and Exceptional Item		-1,967.55	-540.01
Exceptional Item	32	-	-
Profit / (Loss) Before Tax		-1,967.55	-540.01
Tax Expenses			
Previous Tax		-0.14	2.04
Profit / (Loss) After Tax		-1,967.70	-537.98
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of net defined benefit plans		10.12	-52.69
Total Other Comprehensive Income for the year		10.12	-52.69
Total Comprehensive Income for the year		-1,957.58	-590.67
Earnings Per Share - Basic & Diluted (₹)		(0.49)	(0.14)
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES FORMING PART OF THE	3-46		

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014



Cash Flow Statement For The Year Ended 31st March, 2020

(Rs. in lakhs)

Particulars		For the year ended March 31, 2020		For the year ended March 31, 2019	
A	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit / (Loss) Before Tax		-1,967.55		-540.01
	Add / (Less):- Adjustments for Non-Cash / Non-Operating Items:				
	Depreciation & Amortization	1,060.87		1,089.90	
	Finance Cost	964.27		1,330.22	
	Interest Income	-46.30		-78.38	
	Dividend Income	-0.06		-3.87	
	Non-operating income	-3,663.92		-2,495.39	
	Operating Profit Before Changes in Working Capital		-1,685.14		-157.52
	Adjustment for Changes in Working Capital		-3,652.70		-697.54
	(Increase) / Decrease in Trade Receivables	245.40		7.14	
	(Increase) / Decrease in Inventories	8,551.85		4,085.94	
	(Increase) / Decrease in Other Current Financial Assets	-246.51		-60.88	
	(Increase) / Decrease in Other Current Assets	189.04		310.70	
	(Increase) / Decrease in Investment	-4.00		0.96	
	(Increase) / Decrease in Other Non - Current Assets	-8,096.43		-6,560.78	
	Increase / (Decrease) in Trade Payables	-11,218.99		-803.80	
	Increase / (Decrease) in Other Current Financial Liabilities	316.23		-212.34	
	Increase / (Decrease) in Other Current Liabilities	221.78		-14.58	
	Increase / (Decrease) in Provisions	185.65		-36.70	
	Increase / (Decrease) in Other Non - Financial Liabilities	9,273.22		3,609.10	
	Cash Generated from Operations		-582.78		324.75
	Less: Taxes Paid (Net of refund received)		-4,235.47		-372.78
			-0.14		2.04
	NET CASH FLOW FROM OPERATING ACTIVITY (A)		-4,235.62		-370.74
B	CASH FLOW FROM INVESTING ACTIVITIES				
	Purchase of Property, Plant & Equipment & Intangible Assets	-29.19		-351.29	
	Sale of Property, Plant & Equipment & Intangible Assets	17.58		0.54	
	Movement in other bank balances	31.63		-138.74	
	NET CASH FLOW FROM INVESTING ACTIVITY (B)		20.01		-489.49
C	CASH FLOW FROM FINANCING ACTIVITY				
	Receipt of Long Term Borrowings	1,943.49		35.48	
	Repayment of Long Term Borrowings	-229.97		-391.28	
	Increase / (Decrease) in Short Term Borrowings	-264.31		-0.07	
	Finance Cost	2,746.01		1,247.42	
	NET CASH FLOW FROM FINANCING ACTIVITY (C)		4,195.22		891.56
	NET CASH FLOW FOR THE YEAR (A + B + C)		-20.38		31.32
	Add: Opening Balance of Cash & Cash Equivalents		66.54		35.22
	CLOSING BALANCE OF CASH & CASH EQUIVALENTS		46.15		66.54
	RECONCILIATION OF CASH AND CASH EQUIVALENT				
	TOTAL CASH AND BANK BALANCE AS PER BALANCE SHEET		46.15		66.54
	CASH AND CASH EQUIVALENT COMPRISES AS UNDER:				
	Balance with banks in current accounts		20.66		27.05
	Cash on Hand		25.50		39.49
	CASH AND CASH EQUIVALENT AT THE END OF THE YEAR		46.15		66.54
	CORPORATE INFORMATION	1			
	SIGNIFICANT ACCOUNTING POLICIES	2			
	NOTES FORMING PART OF THE	3-46			

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014



Statement of Changes In Equity For The Year Ended March 31, 2020

A. Equity Share Capital

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Amount (In Lakhs)	No. of Shares	Amount (In Lakhs)
Balance as the beginning of the reporting period	39,80,80,925	3,980.81	39,80,80,925	3,980.81
Add: Changes in Equity Capital during the year	-	-	-	-
Balance at the end of the reporting period	39,80,80,925	3,980.81	39,80,80,925	3,980.81

B. Other Equity

(Rs. in lakhs)

Particulars	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings	Total
Balance as on April 01, 2018	500.00	18,019.38	4,451.30	2,040.00	-11,580.90	13,429.79
Profit for the period	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	-	-
- Remeasurements gains / (loss) on defined benefit plans	-	-	-	-	-	-
Balance as on March 31, 2019	500.00	18,019.38	4,451.30	2,040.00	-11,580.90	13,429.79
Profit for the period	-	-	-	-	-1,967.70	-1,967.70
Other comprehensive income	-	-	-	-	10.12	10.12
- Remeasurements gains / (loss) on defined benefit plans	-	-	-	-	-	-
As at 31st March, 2020	500.00	18,019.38	4,451.30	2,040.00	-13,538.48	11,472.21



Notes forming part of the financial statements

NOTE 3: PROPERTY, PLANT & EQUIPMENT, INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Rs. in lakhs)

DESCRIPTION	GROSS BLOCK (AT COST)			DEPRECIATION / AMORTIZATION			NET BLOCK	
	As At April 01, 2019	Additions / Transfers	Deductions	As At April 01, 2019	For The Year	On Deductions	As At March 31, 2020	As At March 31, 2019
(A) TANGIBLE ASSETS								
Land - Freehold	7,529.22	12.70	-	-	-	-	7,541.92	7,529.22
Factory Buildings	2,519.86	-	-	422.92	132.73	-	1,964.21	2,096.94
Non-Factory Buildings	135.36	-	-	11.80	-	-	123.57	123.57
Plant & Machinery	17,710.13	16.49	18.54	3,134.49	823.94	3.21	13,752.86	14,575.64
Furniture & Fixture	190.33	-	-	48.18	15.77	-	126.38	142.15
Vehicles	198.30	-	11.29	54.59	21.72	9.04	119.75	143.71
Office Equipments	46.30	-	-	17.01	9.69	-	19.60	29.29
Computers								
Total - Tangible Assets	28,329.51	29.19	29.83	3,688.98	1,003.85	12.25	23,648.29	24,640.53
(B) CAPITAL WORK IN PROGRESS								
Real estate Division	23.52	-	-	-	-	-	23.52	23.52
Plant & Machinery	0.00	-	-	-	-	-	0.00	0.00
Factory Buildings	-	-	-	-	-	-	-	-
Total - Capital Work in Progress	23.52	-	-	23.52			23.52	23.52
(C) INTANGIBLE ASSETS								
Softwares	358.81	-	-	65.38	57.02	-	236.41	293.43
Total - Intangible Assets	358.81	-	-	65.38	57.02	-	236.41	293.43
TOTAL(A)+(B)+(C)	28,711.84	29.19	29.83	3,754.36	1,060.87	12.25	23,908.22	24,957.48
Previous Year's Total								

- The management has technically reviewed the estimated useful life of Plant & Machinery as 20 years which is different from those prescribed under Part C of Schedule II to the Companies Act 2013
- Motor Vehicle includes Rs. 10.98 lakhs is in the name of one of the directors of the company
- Refer Note No.16 & 19 for assets provided as security.



Notes forming part of the financial statements

NOTE 3: PROPERTY, PLANT & EQUIPMENT, INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Rs. in lakhs)

DESCRIPTION	GROSS BLOCK (AT COST)			DEPRECIATION / AMORTIZATION			NET BLOCK	
	As At April 01, 2018	Additions / Transfers	Deductions	As At April 01, 2018	For The Year	On Deductions	As At March 31, 2019	As At March 31, 2018
(A) TANGIBLE ASSETS								
Land - Freehold	7,529.22	-	-	-	-	-	7,529.22	7,529.22
Factory Buildings	2,519.86	-	-	282.99	139.93	-	2,096.94	2,236.87
Non-Factory Buildings	135.36	-	-	11.29	0.50	-	123.57	124.07
Plant & Machinery	16,194.63	1,515.49	-	2,291.74	842.75	-	14,575.64	13,902.90
Furniture & Fixture	190.33	-	-	32.34	15.84	-	142.15	157.99
Vehicles	176.32	24.92	2.94	35.45	21.53	2.40	143.71	140.87
Office Equipments	46.18	0.12	-	5.81	11.20	-	29.29	40.37
Total - Tangible Assets	26,791.91	1,540.54	2.94	2,659.62	1,031.76	2.40	24,640.53	24,132.29
(B) CAPITAL WORK IN PROGRESS								
Real estate Division	14.30	9.22	-	-	-	-	23.52	14.30
Plant & Machinery	1,198.46	54.53	1,252.99	-	-	-	0.00	1,198.46
Total - Capital Work In Progress	1,212.77	63.75	1,252.99	-	-	-	23.52	1,212.77
(C) INTANGIBLE ASSETS								
Overseas Project	-	-	-	-	-	-	-	-
Software Licenses	358.81	-	-	7.23	58.14	-	293.43	351.57
Total - Intangible Assets	358.81	-	-	-	58.14	-	293.43	351.57
TOTAL(A)+(B)+(C)	28,363.48	1,604.28	1,255.93	2,659.62	1,089.90	2.40	24,957.48	25,696.63

i. On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment, including intangible assets, recognised as at 1 April 2016, as per the previous GAAP and used that carrying value as its deemed cost of such property, plant and equipment and intangible assets

ii. Refer Note No.16 & 19 for assets provided as security.



Notes forming part of the financial statements

1 CORPORATE INFORMATION

India Steel Works Limited is a public limited incorporated and domiciled in India, under the Indian Companies Act, 1956. Its Equity shares are listed on BSE Limited. Its registered office is situated at India Steel Works Complex, Zenith Compound, Khopoli, Raigad 410 203, Maharashtra, India.

The Company is engaged in manufacturing and trading of steel products like hot rolled, bars and rods, bright bars, etc.

2 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the Significant Accounting Policies adopted in the preparation of these Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS FOR PREPARATION OF ACCOUNTS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under the Companies (Indian Accounting standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendments Rules 2016 prescribed under section 133 of the Companies Act, 2013.

The financial statements are prepared and presented on accrual basis and under the historical cost convention, except for the following material items that have been measured at fair value as required by the relevant Ind AS:

- Certain financial assets and liabilities are measured at Fair value (refer accounting policy on financial instruments - Refer note 2.8 below)
- Defined Benefit and other Long-term Employee Benefits - Refer note 2.11 below
- Derivative Financial instruments – Refer note 2.8 below

These standalone financial statements are approved for issue by the Company's Board of Directors on July 31, 2020.

2.2 USE OF ESTIMATES

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, impairment of trade receivables, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.3 REVENUE RECOGNITION

a) Sale of Goods

Revenue from the sale of goods is recognised when property in the goods, or all significant risks and rewards of ownership of the goods have been transferred to the buyer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods as well as its collection. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, related discounts and volume rebates. It includes excise duty and subsidy and excludes Value Added Tax / Sales Tax/ GST.

b) Rendering of services

Revenue of services are recognized when the performance of agreed contractual obligation has been completed.



Notes forming part of the financial statements

- c) Dividend
Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.
- d) Interest Income
Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.
- e) Insurance Claims
Insurance claims are accounted on acceptance of the claim and when it can be measured reasonably, and it is reasonable to expect the ultimate collection. The Shortfall in respect of final claim shall be accounted in the profit and loss account as and when finally settled.

2.4 FOREIGN CURRENCY TRANSACTIONS

- a) Functional and Presentation Currency
The financial statements are presented in Indian Rupee (INR), which is company's functional and presentation currency.
- b) Initial Recognition
Transactions in foreign currencies are recorded at the exchange rate prevailing on the dates of the transactions. Exchange difference arising on foreign exchange transaction settled during the year are recognized in the Statement of profit and loss of the year.
- c) Measurement of foreign currency items at the Balance sheet date
Monetary assets and liabilities denominated in foreign currencies are re-translated into functional currency at the exchange rate prevailing at the end of the reporting period. Non monetary assets and liabilities that are measured based on a historical cost in a foreign currency are not re-translated. Exchange differences arising out of these transaction are charged to the profit and loss.

2.5 PROPERTY, PLANT AND EQUIPMENTS AND INTANGIBLE ASSETS

- a) Property, plant and equipment (PPE)
 - i) Recognition and measurement
Freehold land is carried at cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenses directly attributable to the acquisition of the assets. The cost of an item of a PPE comprises its purchase price including import duty, and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition of its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.
 - ii) Subsequent expenditure
Expenditure incurred on substantial expansion upto the date of commencement of commercial production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.
- b) Capital Work-In-Progress And Pre-Operative Expenses During Construction Period
Capital work-in progress includes expenditure directly related to construction and incidental thereto. The same is transferred or allocated to respective Property, Plant and Equipment on their completion / commencement of commercial production.
- c) Intangible assets
Intangible assets are held on the balance sheet at cost less accumulated amortisation and impairment loss if any.



Notes forming part of the financial statements

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment, including intangible assets, recognised as at 1 April 2016, as per the previous GAAP and used that carrying value as its deemed cost of such property, plant and equipment and intangible assets

2.6 IMPAIRMENT OF NON- FINANCIAL ASSETS

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is an indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment losses recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amount of the other assets of the CGU on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.7 DEPRECIATION AND AMORTISATION

Depreciation is provided on the Straight Line Method (SLM) applying the useful lives as prescribed in part C of Schedule II to the Companies Act, 2013.

Useful lives of the items of Property, Plant and Equipment are as follows:

Asset	Estimated Useful Life
Building	30 Years
Plant & Machinery	20 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Other equipment	5 Years

Intangible Assets are amortized over their individual estimated useful lives on a Straight Line basis, commencing from the year in which the same are available to the Company for its intended use. The useful life so determined is as follows:

Assets	Amortisation period
Software Licenses	5 years
Product Licenses	5 years
Usage Rights	5 years

The Management believes that the useful life as given above the best represent the period over which the management expect to use these assets. The Company reviews the useful lives and residual value at each reporting date. Depreciation on assets added/sold or discarded during the year is being provided on pro-rata basis up to the date on which such assets are added/sold or discarded. Depreciation is not provided on Freehold Land. Gain/Losses on disposals/de-recognition of property, plant and equipment are determined by comparing proceeds with carrying amount and these are recognized in statement of profit and loss.



Notes forming part of the financial statements

2.8 FINANCIAL INSTRUMENTS

I. Financial Assets

a) Classification of financial assets

The Company classifies financial assets as subsequently measures at amortised cost, fair value through other comprehensive income or fair value through profit & loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

i) *Debt instrument at amortised cost:*

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

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or cost that are an integral part of the EIR. The EIR. Amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. The category generally applies to trade and other receivable.

ii) *Debt instrument at fair value through other comprehensive income (FVOCI):*

Assets that are held for collection of contractual cash flow and selling the financial assets, where the assets' cash flow represents solely payments of principal and interest are measuring at FVOCI, movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue or foreign exchange gains and losses which are recognised in profit and loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the EIR method. The company does not have any instruments classified as fair value through other comprehensive income (FVOCI).

iii) *Debt instrument measured at fair through profit and loss (FVTPL):*

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/ (losses) in the period in which it arises. Interest income from these financial assets is included in other income.

iv) *Equity investments:*

Investment in associates are accounted using equity method.

All other equity investments which are in scope of Ind-AS 109 are measured at fair value. Equity instrument which are held for trading are classified as at FVTPL. For all other equity investments, the Company decide to classify the same either as at fair value through other comprehensive income (FVOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.

For equity investments classified as FVOCI, all fair value changes on the instruments, excluding dividend, are recognized in other comprehensive income (OCI). There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of such investment.

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



Notes forming part of the financial statements

Costs of certain unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

The company does not have any equity investments designated at FVOCI or FVTPL

b) Initial recognition and measurement

All financial assets are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction cost that are attributable to the acquisition of the financial assets.

Trade receivable are carried at original invoice price as the sales arrangements do not contain any significant financial component. Purchase or sales of financial assets that required delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the assets.

c) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) primarily derecognised (i.e. removed from the company's balance sheet) when :

- The rights to receive cash flows from the asset have expired, or
- The Company has neither transferred nor retained substantially all the risks and rewards all the assets, but has transferred control of the assets.

When the company has transferred its rights to receive cash flow from an asset or has entered into a pass-through arrangement, it evaluates whether it has transferred substantially all the risks and rewards of ownership. In such cases, the financial asset is derecognised. When it has neither transferred nor retained substantially all of the risks and rewards of the assets, nor transferred control of the assets, the Company continues to recognise the transferred asset to the extent of the company's continuing involvement. In the case, the company recognises and associated liability. The transferred asset and the associated liability are measured on a basis that reflect the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and maximum amount of consideration that the company could be required to repay.

d) Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loan, debt security, deposits, and bank balance.
- Trade Receivables

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application simplified approach does not require the company to track change in risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivable. The provision matrix based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historically observed default rate updated and change in the forward looking estimates are analysed.

II. Financial Liabilities and equity instruments

Debt and equity instruments issued by an entity are classified as either financial liability or as equity in accordance with substance of the contractual arrangements and the definition of a financial liability and an equity instrument.



Notes forming part of the financial statements

a) *Equity instruments:*

An equity instruments is any contract the evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs.

An equity instruments is any contract the evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs.

b) *Financial liabilities :- Classification*

Financial liabilities are classified as either's at FVTPL' or' other financial liabilities consists of derivative financial instruments, wherein the gain/losses arising from remeasurement of these Instruments of recognized in the statements of profit and loss. Other financial liability (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

c) *Initial recognition and measurement:*

All financial liability are recognised initially at fair value and for those instruments that are not Subsequently measured at FVTPL, plus/minus transaction cost that are attributable to issue of these instruments.

d) *Derecognition*

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

III. Fair Value

The Company determines the fair value of its financial instruments on the basis of the following hierarchy

- a) Level 1 : The fair value of financial instruments quoted in active markets is based on their quoted closing price at the balance sheet date. Examples include exchange traded commodity derivatives and other financial instruments in equity and debt securities which are listed in a recognised stock exchange
- b) Level 2 : The fair value of financial instruments that are not traded in active markets is determined by using valuation techniques using observable market data. Such valuations techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions. For example, the fair value of forward exchange contracts, currency swaps and interest rate swaps is determined by discounting estimated future cash flows using a risk-free interest rate
- b) Level 3 : The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs)

IV. Accounting for day 1 differences

If the fair value of the financial asset or financial liability at initial recognition differs from the transaction price, this if it is not consideration for goods or services or a deemed capital contribution or deemed distribution, is accounted as follows :

- i) If the fair value is evidence by a quoted price in an active market for an identical asset or liability (ie Level 1 input) or based on a valuation technique that uses data from observable market, the entire day 1 gain/ loss is recorded immediately in the statement of profit and loss; or
- i) in all other cases, the difference between the fair value at initial recognition and transaction price is deferred. After initial recognition, the deferred difference is recorded as gain or loss in the statement profit and loss only to the extent that is arises from a change in a factor (including time) that market praticipants would take into account when pricing the asset or liability.



Notes forming part of the financial statements

In case difference represents :

- i) deemed capital contribution - it is recorded as investment in subsidiary
- ii) deemed distribution - It is recorded in equity
- iii) deemed consideration for goods and services - it is recorded as an asset or liability. This amount is amortised / accredited to the statement of profit and loss as per the substance of the arrangement (generally straight line basis over the duration of the arrangement)

2.9 INVENTORIES

Inventories are stated at the lower of cost and net realizable value.

Cost of Raw Material is determined on a First In First Out (FIFO) basis.

Stores and Consumables are valued at cost or net realizable value (NRV) whichever is lower.

Waste/ Scrap inventory is valued at Net Realisable Value (NRV).

NRV is estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

Finished goods are valued at cost or net realizable value whichever is lower. Cost comprises direct materials and where applicable, direct labour costs, those overheads but excluding borrowing cost that have been incurred in bringing the inventories to their present location and condition. Cost is arrived on weighted average cost basis.

Work in Progress is valued at cost or net realizable value whichever is less. Cost comprises direct materials and appropriate portion of direct labour costs, manufacturing overheads but excluding borrowing cost that have been incurred in bringing the inventories to their present location and condition.

2.10 BORROWING COSTS

Borrowing Costs that are interest and other costs that the company incurs in connection with the borrowings of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest cost measured at EIR and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets, wherever applicable, till the assets are ready for their intended use. Such capitalisation is done only when it is probable that the asset will result in future economic benefits and the costs can be measured reliably. Capitalisation of borrowing cost is suspended and charged to statement when active development is interrupted

Capitalisation of borrowing costs commences when all the following conditions are satisfied:

- i. Expenditure for the acquisition, construction or production of a qualifying asset is being incurred;
- ii. Borrowing costs are being incurred; and
- iii. Activities that are necessary to prepare the asset for its intended use are in progress.

A qualifying asset is one which necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to revenue account.

2.11 EMPLOYEE BENEFITS

- a) Short term employee benefit obligations

Liabilities for wages, salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are to be settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

**Notes forming part of the financial statements****b) Other long term employee benefit obligations****i) Compensated absences**

The liabilities for earned leave is not expected to be settled wholly within 12 months after the end of the period in which employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of reporting period using the projected unit credit method. The benefits are discounted using the market yield at the end of reporting period that have terms approximating to the terms of related obligation. Remeasurement as a result of experience adjustments and changes in actuarial assumptions are recognised in the other comprehensive income.

The obligations are presented as current liabilities in the balance sheet if the Company does not have unconditional right to defer settlement for at least 12 months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post-employment obligations

The Company operates the following post-employment schemes:

- A. Defined benefit plans such as Gratuity
- B. Defined contribution plan such as Provident Fund

Defined Benefit Plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligations is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expenses in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognised immediately in profit or loss as past service cost.

Defined Contribution Plans

The Company pays provident fund contributions to publicly administered funds as per the local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses when they are due.

2.12 ACCOUNTING FOR TAXES ON INCOME**a) Income Taxes**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in Deferred Tax Assets and Liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period i.e. as per the provisions of the Income Tax Act, 1961, as amended from time to time. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.



Notes forming part of the financial statements

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on the rates and tax laws enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Current tax assets and liabilities are offset only if, the Company :

- i) has legally enforceable right to set off the recognised amounts; and
- ii) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) Deferred Taxes

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purpose

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences only if it is probable that future taxable profits will be available against which they can be used. Accordingly, in the absence of certainty of sufficient future taxable income, net deferred tax asset has not been recognised. 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 benefits will be realised; such reductions are reversed when the probability of future taxable profits improves

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantially enacted at the reporting date.

Deferred Tax Assets and Liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and Deferred Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Any tax credit including MAT credit available is recognised as Deferred Tax to the extent that it is probable that future taxable profit will be available against which the unused tax credits can be utilised. The said asset is created by way of credit to the Statement of Profit and Loss and shown under the head deferred tax asset

The carrying amount of Deferred Tax Assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the Deferred Tax Asset to be utilised. Unrecognised Deferred Tax Assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset only if, the Company :

- i) has legally enforceable right to set off the recognised amounts; and
- ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

2.13 PROVISIONS AND CONTINGENT LIABILITIES

a) Provisions

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



Notes forming part of the financial statements

to a provision is presented in the Statement of Profit and Loss net of any reimbursement. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

b) Contingent Liability

Contingent liabilities are not provided for and if material, are disclosed by way of notes to accounts. Contingent Liability is disclosed in the case of:

- i. A present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- ii. A present obligation arising from the past events, when no reliable estimate is possible;
- iii. A possible obligation arising from the past events, unless the probability of outflow of resources is remote.

2.14 EARNING PER SHARE

Basic Earnings Per Share

Basic Earnings Per Share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting preference dividends, if any, and any attributable distribution tax thereto for the period.

2.15 CASH AND CASH EQUIVALENTS

Cash and Cash Equivalents comprise cash and deposits with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known of cash to be cash equivalents.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.16 STATEMENT OF CASH FLOWS

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing Cash Flows. The cash flows from operating, investing and financing activities of the Company are segregated.

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments net of bank overdrafts which are repayable on demand as these form an integral part of the Company's cash management.

2.17 DIVIDEND

The Company recognises a liability for dividends to equity holders of the Company when the dividend is authorised and the dividend is no longer at the discretion of the Company. As per the corporate laws in India, a dividend is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.18 ROUNDING OFF

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs, unless otherwise stated.



Notes forming part of the financial statements

2.19 EVENTS OCCURRING AFTER THE REPORTING DATE

Adjusting events (that provides evidence of condition that existed at the balance sheet date) occurring after the balance sheet date are recognized in the financial statements. Material non adjusting events (that are inductive of conditions that arose subsequent to the balance sheet date) occurring after the balance sheet date that represents material change and commitment affecting the financial position are disclosed in the Directors' Report.

2.20 EXCEPTIONAL ITEMS

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

2.21 OPERATING CYCLE

All assets and liabilities have been classified as current or non-current as per each Company's normal operating cycle and other criteria set out in the Schedule III to the Act

2.22 SEGMENT REPORTING

The company has single business segment viz. Manufacturing & Trading of Stainless Steel & Allied Products, therefore in the context of Ind AS 108 disclosure of segment is not applicable.

2.23 LEASES

At the inception it is assessed, whether a contract is a lease or contains a lease. A contract is a lease or contains a lease if it conveys the right to control the use of an identified asset, for a period of time, in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, company assesses whether the contract involves the use of an identified asset. Use may be specified explicitly or implicitly.

- Use should be physically distinct or represent substantially all of the capacity of a physically distinct asset.
- If the supplier has a substantive substitution right, then the asset is not identified.
- Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use
- Company has the right to direct the use of the asset.
- In cases where the usage of the asset is predetermined the right to direct the use of the asset is determined when the company has the right to use the asset or the company designed the asset in a way that predetermines how and for what purpose it will be used.
- At the commencement or modification of a contract, that contains a lease component, company allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices. For leases of property, it is elected not to separate nonlease components and account for the lease and non-lease components as a single lease component.

a) Company as a Lessee

Company recognizes a right-of-use asset and a lease liability at the lease commencement date.

Right-of-use asset (ROU):

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

Right-of-use asset is depreciated using straightline method from the commencement date to the end of the lease term. If the lease transfers the ownership of the underlying asset to the company at the end of the lease term or the cost of the right-of-use asset reflects company will exercise the purchase option, ROU will be depreciated over the useful life of the underlying asset, which is determined based on the same basis as property, plant and equipment.



Notes forming part of the financial statements

Lease liability:

Lease liability is initially measured at the present value of lease payments that are not paid at the commencement date. Discounting is done using the implicit interest rate in the lease, if that rate cannot be readily determined, then using company's incremental borrowing rate. Incremental borrowing rate is determined based on entity's borrowing rate adjusted for terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprises of fixed payments (including in substance fixed payments), variable lease payments that depends on an index or a rate, initially measured using the index or rate at the commencement date, amount expected to be payable under a residual value guarantee, the exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

Lease liability is measured at amortised cost using the effective interest method. Lease liability is re-measured when there is a change in the lease term, a change in its assessment of whether it will exercise a purchase, extension or termination option or a revised in-substance fixed lease payment, a change in the amounts expected to be payable under a residual value guarantee and a change in future lease payments arising from change in an index or rate.

When the lease liability is re-measured corresponding adjustment is made to the carrying amount of the right-of-use asset. If the carrying amount of the right-of-use asset has been reduced to zero it will be recorded in statement of profit and loss.

Company has elected not to recognise right-of-use assets and lease liabilities for short term leases. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

b) Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Leases are classified as Finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.24 STANDARDS ISSUED BUT NOT YET EFFECTIVE

Ministry of Corporate affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020



Notes forming part of the financial statements

NOTE 4 : FINANCIAL ASSETS - INVESTMENTS (NON - CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	Amt Rs.	No. of Shares	Amt Rs.
Investment in Equity Instruments				
Others (Unquoted At Cost)				
Sai Wradha Power Ltd.	21,22,764	212.28	21,22,764	212.28
DNSB.	5,330	0.53	5,330	0.53
Indinox Steels Private Limited (Subsidiary)	50,000	5.00	50,000	1.00
TOTAL		217.81		213.81
Aggregate Amount of Quoted Investment & Market Value thereof		-		-
Aggregate amount of Unquoted Investments		217.81		212.81
Aggregate amount of impairment in value of Investments		-		-

NOTE 5: FINANCIAL ASSETS - OTHERS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Insurance Claim Receivable	1,120.27	1,120.27
TOTAL	1,120.27	1,120.27

The company had filed insurance claim for Rs.77.24 cr for incidence in 2008. The surveyor assessed the claim at Rs.43.78 cr.

The company has received 24.97 cr. from Insurance Company. The company has filed petition in NCDRC for the balance claim of Rs. 18.81 cr and applicable interest from 2008 onwards. As a matter of abundant caution the company has provided for 60% of balance principal as assessed by the surveyor. Appropriate effect would be provided in the books upon final resolution of the claim by NCDRC.

NOTE 6: NON - CURRENT TAX ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
TDS Receivable	323.94	226.53
	323.94	226.53

NOTE 7: OTHER NON-CURRENT ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Security Deposits	342.09	342.09
Others		
Balances with Govt. Authorities under litigation	332.19	317.68
Inventory**		
Raw materials (including Consumables/Stores/Tools)	3,400.65	1,871.54
Work-in-progress	14,704.83	8,339.70
Finished goods	31.38	31.38
Stock in Trade	754.57	754.57
Stores and Spares	415.65	386.29
Advance to Suppliers / Expenses	565.88	504.96
Export Incentive Receivable	1.75	1.75
TOTAL	20,548.98	12,549.95

** Non and slow moving inventory as per the management policy at cost.



Notes forming part of the financial statements

NOTE 8: INVENTORIES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
At Lower of Cost or Net Realisable Value		
Raw Materials	1,786.74	2,550.89
Raw Materials - Goods in Transit	84.12	12.65
Work in Process	3,304.88	9,737.84
Finished Goods	927.10	1,961.02
Stock in Trade (Trading)	49.72	54.24
Stores and Spares	394.39	782.15
TOTAL	6,546.95	15,098.79

NOTE 9: FINANCIAL ASSETS - TRADE RECEIVABLES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables		
Unsecured - Considered Good	3,554.44	3,799.84
Unsecured Considered for Doubtful	1,678.83	1,226.24
	5,233.27	5,026.08
Less :- Allowance for unsecured doubtful debts	-1,678.83	-1,226.24
TOTAL	3,554.44	3,799.84

Notes :-

- The Company has called for balance confirmation of Trade Receivables on random basis. Out of which the Company has received response from some of the parties, which are subject to reconciliation with Company's account. The other balances of Trade Receivables are subject to confirmation
- Refer Note No.40 for Related party balances.
- Refer Note No.37 for information about impairment, credit risk and market risk of trade receivables.
- There are no outstanding dues from directors or other officers of the Company.

NOTE 10: FINANCIAL ASSETS - CASH & CASH EQUIVALENTS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with Banks in Current Accounts	20.66	27.05
Cash on Hand	25.50	39.49
TOTAL	46.15	66.54

NOTE 11: FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed Deposits due to mature within 12 months of reporting date*	29.02	34.92
Margin Money for Letter of Credit	106.78	132.51
TOTAL	135.80	167.42

Notes : Fixed Deposit of Rs. 29.02 lakhs as at 31st March 2020 (Previous Year as at 31st March 2019 Rs. 29.02 lakhs have been earmarked by bank against guarantee issued for MPCB.



Notes forming part of the financial statements

NOTE 12: FINANCIAL ASSETS - LOANS (CURRENT ASSETS)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good		
Deposit	47.97	41.93
Loans to Employees	104.02	190.87
TOTAL	151.98	232.81

NOTE 13: FINANCIAL ASSETS - OTHERS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Interest Receivable	23.52	76.23
Security Deposits	250.26	197.58
Claims Receivable from Suppliers	-	99.67
Insurance Claim Receivable**	527.23	100.18
TOTAL	801.00	473.66

**The company had filed insurance claim for Rs.527.04 lacs for fire during the year. The company has received Rs.100.00 lacs from Insurance Company. The loss due to fire, if any, shall be accounted , only after consideration and finalisation of our claim by the Insurance company.

NOTE 14: OTHER CURRENT ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Advances	87.04	106.32
Advances other than capital advances		
Advance to Employees	21.72	26.10
Advance to Suppliers / Expenses	156.74	206.15
Others		
Prepaid expenses	24.14	47.05
Balances with Excisem,VAT and GST Authorities	7.89	102.01
FMS / FPS / MEIS Licence	0.07	0.07
Job Work Charges Accrued on FG	12.70	11.94
TDS Receivable from NBFC	1.18	0.88
TOTAL	311.47	500.52

NOTE 15: EQUITY SHARE CAPITAL

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised		
Equity shares of Re 1/- each with voting rights	4,200.00	4,200.00
TOTAL AUTHORIZED SHARE CAPITAL	4,200.00	4,200.00
Issued, Subscribed & Paid Up		
Equity shares of Re 1/- each with voting rights	3,980.81	3,980.81
TOTAL ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL	3,980.81	3,980.81

**Notes forming part of the financial statements****a) Reconciliation of the number of shares outstanding :**

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	Amount (Lakhs)	No. of Shares	Amount (Lakhs)
Shares at the beginning	39,80,80,925	3,980.81	39,80,80,925	3,980.81
Add: Shares Issued	-	-	-	-
Less: Shares Forfeited / buyback	-	-	-	-
Shares at the end	39,80,80,925	3,980.81	39,80,80,925	3,980.81

b) Rights, Preferences and restrictions attached to shares

The company has one class of equity shares having a par value Re 1/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding

c) Details of Shareholders holding more than 5% equity shares

Name of the Shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	%	No. of Shares	%
Equity shares with voting rights :-				
Indiastel International P.Ltd.	4,56,34,150	11.46%	4,56,34,150	11.46%
TB Investments Ltd.	2,70,00,000	6.78%	2,70,00,000	6.78%
Metal Industrial Pte Ltd (Formerly known as "UD Industrial Holding Pte Ltd.")	9,04,58,196	22.72%	9,04,58,196	22.72%
Khamgaon Land Development and Trading Co.Pvt.Ltd.	4,36,50,000	10.97%	4,36,50,000	10.97%
Yeotmal Land Development and Trading Co.Pvt.Ltd.	4,36,50,000	10.97%	4,36,50,000	10.97%
TOTAL	25,03,92,346	62.90%	25,03,92,346	62.90%

NOTE 16: FINANCIAL LIABILITIES (LONG TERM BORROWINGS)**(Rs. in lakhs)**

Particulars	As at March 31, 2020	As at March 31, 2019
SECURED :		
Term Loans		
Financial Institutions	24.96	52.61
Banks	-	-
	24.96	52.61
UNSECURED :		
Loans from Others	-	450.76
Loans from Related Party	1,943.49	-
Preference Shares (Refer Note B(2))	4,863.94	4,615.50
	6,807.43	5,066.27
TOTAL	6,832.39	5,118.87

Notes :-**A Term Loans :**

- Loans from Kotak Mahindra Prime Ltd. @9.75% p.a. interest are secured against hypothecation of motor vehicles. These loans are repayable in 48 equated monthly months installment of Rs.0.24 lakhs.

**Notes forming part of the financial statements**

- 2 Loans from Yes Bank @8.50% p.a. interest are secured against hypothecation of motor vehicles. These loans are repayable in 36 equated monthly months installment of Rs.0.41 lakhs.
- 3 Loans from Sundaram Finance Ltd. @7.10% p.a. interest are secured against hypothecation of komatsu hydraulic excavator machine. These loans are repayable in 36 equated monthly months installment of Rs.0.82 lakhs.
- 4 The Reserve Bank of India vide its Circular No DOR.No.BP.BC. 47/21.04.048/2019-20 dated March 27, 2020 provided moratorium to the borrowers in payment of principal and interest in respect of all term loan and working capital facilities during the period from March 1, 2020 upto May 31, 2020 ("deferment"). Subsequently, The Reserve Bank of India vide its Circular No DOR.No.BP. BC.71/21.04.048/2019-20 dated May 23, 2020, extended the moratorium for another period of 3 months i.e., from June 1, 2020 to August 31, 2020.

Amid lockdown the Company has also been impacted from pandemic and accordingly availed the benefit of the moratorium in terms of aforesaid RBI circulars. Accordingly, the repayment schedule and all subsequent due dates, as also the tenor for term loans, has been shifted across the board by six months.

B Unsecured :

- 1 Loan from related parties interest are @ 12.00% p.a. and terms of repayment not predetermined.
- 2 Company is unable to redeem the preference shares on the maturity date due to non-availability of free reserves as required by section 55 of Companies Act, 2013. Management is in negotiation with the preference shareholders for restructuring the financial liability of redemption of preference shares and accordingly it is considered as non-current liability

C Preference Shares :**a) Details of Preference Shares**

Particulars	No of Shares	Amount (Lakhs)	No of Shares	Amount (Lakhs)
(a) Authorised				
Preference shares of Re 10/- each without voting rights	6,45,00,000	6,450.00	6,45,00,000	6,450.00
(b) Issued, Subscribed and fully paid up				
14% Cumulative Reedemable Preference shares of Re 10/- each without voting rights	20,00,000	200.00	20,00,000	200.00
0.01% Cumulative Reedemable Preference shares of Rs.10/- each without voting rights	5,36,71,310	3,862.46	5,36,71,310	3,625.04
0.01% Cumulative Reedemable Preference shares (Option Series) of Re 10/- each without voting rights	85,14,574	801.48	85,14,574	790.46
TOTAL	6,41,85,884	4,863.94	6,41,85,884	4,615.50

b) Terms of Issue of Preference Shares

- i) 14% Cumulative Reedemable Shares are reedemable in the year 2018.
- ii) 0.01% Cumulative Reedemable Shares are reedemable 25% in the year 2017, 25% in the year 2018, & 50% in the year 2019.
- iii) 0.01% Cumulative Reedemable Shares (Option Series) are reedemable 25% in the year 2017, 25% in the year 2018, & 50% in the year 2019.
- iv) The company is in the negotiations with the preference shareholders for revised terms of redemption.
- v) Subject to the approval of shareholders at the Annual General Meeting, board of directors have recommended dividend of 0.01%.



Notes forming part of the financial statements

c) Details of preference shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Preference shares without voting rights				
IDBI Ltd.	3,75,47,800	58.50%	3,75,47,800	58.50%
Punjab & Sind Bank	1,21,38,000	18.91%	1,21,38,000	18.91%
Oriental Bank of Commerce	56,98,413	8.88%	56,98,413	8.88%
TOTAL	5,53,84,213	86.29%	5,53,84,213	86.29%

NOTE 17: FINANCIAL LIABILITIES - OTHERS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Others		
Long term creditors**	19,473.35	10,070.80
Interest accrued and not due on borrowings	630.05	759.38
TOTAL	20,103.40	10,830.18

****Effect of settlement deed/ addendum to the settlement deed with a creditor resulting into reduction of liability is accounted for on proportionate basis and the same is considered as other income to the extent of Rs. 9.23 Crores upto 31st March 2020. Considering the current Global Pandemic situation, negotiations are going on with the said creditor for a longer repayment schedule starting after 12 months hence the liability has been reclassified as "other non current financial liability" as per the Management Policy.**

NOTE 18: PROVISIONS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits		
Gratuity	116.61	102.81
Compensated absences	31.47	32.34
TOTAL	148.08	135.16

NOTE 19: FINANCIAL LIABILITIES - SHORT TERM BORROWINGS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
SECURED :		
Loans repayable on demand		
From banks (Refer Note below)	2,364.39	2,628.70
	2,364.39	2,628.70
UNSECURED :		
Preference Shares	1,554.65	1,554.65
	1,554.65	1,554.65
TOTAL	3,919.04	4,183.35

Notes: Kotak Mahindra Bank Ltd & DNS Bank Ltd. has sanctioned Cash Credit facilities against the security by way of first pari passu charge on the fixed assets of the company, hypothecation of stock and book debts of the company and personal guarantees of some of the promoter directors of the Company.



Notes forming part of the financial statements

NOTE 20: FINANCIAL LIABILITIES - TRADE PAYABLES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Due to Micro, Small and Medium Enterprises	-	-
Due to Others (Refer Notes Below)	9,882.17	21,101.16
TOTAL	9,882.17	21,101.16

Notes :-

- Based on the information in possession with the Company, no supplier has been identified as being covered under Micro, Small and Medium Enterprise Development Act, 2006 ("the Act"). Accordingly, no amount of dues outstanding as at 31st March 2020 have been identified as relating to Micro and Small Enterprises referred to in the said Act.
- The Company has called for balance confirmation of Trade Payables on random basis. Out of which the Company has received response from some of the parties, which are subject to reconciliation. The other balances of Trade Payables are also subject to confirmation.
- Trade Payables includes amount due to Related Parties Rs. 7,129.19 lakhs as at 31st March 2020 (Previous Year as at 31st March 2019 Rs.4,868.58 lakhs)

NOTE 21: FINANCIAL LIABILITIES - OTHERS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Interest accrued**	55.38	-
Others		
Capital Creditors	205.25	201.80
Employee Benefits payables	378.70	121.30
TOTAL	639.33	323.10

**Payable to Related Parties.

NOTE 22: OTHER CURRENT LIABILITIES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advance from Customer	53.92	72.50
Cheque Issued but not cleared	114.84	-
Statutory Liabilities	150.86	25.36
TOTAL	319.63	97.85

NOTE 23: PROVISIONS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits		
Bonus	37.17	29.24
Compensated absences	18.11	17.07
Gratuity	44.76	37.56
	100.04	83.86
Others Provision		
Others	269.91	123.49
	269.91	123.49
TOTAL	369.95	207.35

**Notes forming part of the financial statements****NOTE 24: REVENUE FROM OPERATIONS**

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Sale of Products	8,281.19	48,181.05
Sale of Services	5,648.49	4,943.47
Other Operating Income	24.08	54.89
TOTAL	13,953.76	53,179.42

Ind AS 115 Revenue from Contracts with Customers :-

The Company recognises revenue when control over the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company has assessed that impact of COVID 19 on its revenue stream due to disruption in supply chain, drop in demand, termination or deferment of contracts by customers etc. and have recognised revenue only when the control over the goods or services is transferred to the customer.

The Company sales to customers was affected in the last week of March 2020 as measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses in India, resulting in an economic slowdown.

Assets and Liabilities related to contract with customers :-

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Contract Assets - Trade Receivable	3,554.44	3,799.84
Contract Liabilities - Advance from Customers	53.92	72.50

NOTE 25: OTHER INCOME

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Interest Income	46.30	78.38
Dividend Income	0.06	3.87
Gain on Sale of Investment / Assets	-	24.34
Unclaimed liabilities written back	3,663.92	2,471.04
TOTAL	3,710.29	2,577.64

NOTE 26: COST OF MATERIALS CONSUMED

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Raw Material Stores / Spares / Material Consumed	6,225.50	40,592.89
Less:- Insurance Claim	-405.84	-
TOTAL	5,819.67	40,592.89

NOTE 27: PURCHASE OF TRADED GOODS

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Purchase of Traded Goods	2,957.30	4,540.48
TOTAL	2,957.30	4,540.48



Notes forming part of the financial statements

NOTE 28: CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK IN TRADE

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Opening Stocks :		
Finished Goods	1,992.40	2,946.48
Work in Progress	18,077.54	15,397.58
Stock In Trade	808.81	754.57
Less : Closing Stocks :		
Finished Goods	958.47	1,992.40
Work in Progress	18,009.71	18,077.54
Stock In Trade	804.29	808.81
NET CHANGE IN INVENTORIES	1,106.27	-1,780.12

NOTE 29: EMPLOYEE BENEFIT EXPENSES

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Salaries, Wages and Bonus	1,319.81	1,609.56
Directors Remuneration	91.39	235.71
Contribution to Provident and Other Funds	35.65	54.49
Gratuity Expenses	21.10	21.47
Leave Encashment Expenses	41.64	18.40
Staff Welfare Expenses	102.74	92.22
Less:- Insurance Claim	-16.72	-
TOTAL	1,595.61	2,031.84

NOTE 30: FINANCE COST

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Interest Expense		
On Borrowings	832.02	971.11
Others (Including Interest on delay / deferred payment)	27.49	13.86
Dividend on redeemable preference shares	1.58	198.67
Bank and other finance charges	103.18	146.59
TOTAL	964.27	1,330.22



Notes forming part of the financial statements

NOTE 31: OTHER EXPENSES

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Power, Fuel and Utilities	3,658.98	5,808.36
Processing Charges	561.40	793.81
Hire Charges	1.32	10.26
Water	9.77	12.83
Repairs to Building	30.84	21.88
Repairs to Plant and Machinery	40.57	38.56
Other Repairs	4.67	7.65
Packing Materials	27.86	53.96
Commission & Brokerage	9.23	17.94
Exhibition Expenses	21.77	83.99
Sales Promotion	4.91	18.85
Other Selling Expenses	0.58	0.12
Outward Freight Charges	20.10	280.96
Bad Debts Written off net of provisions	452.59	42.27
Impairment of other financial asset	55.90	-
Travelling and Conveyance	116.02	166.79
Communication Expenses	10.07	17.39
Insurance	48.09	46.83
Rates and Taxes	183.01	190.64
Legal and Professional Fees	141.13	166.82
Printing & Stationery	6.05	15.59
Service Charges	2.93	6.01
Directors Sitting Fees	1.69	1.44
Motor Vehicle Expenses	48.63	70.32
Loss on Sale of Fixed Assets	6.05	-
CSR Expenses	0.16	6.83
Payment to Auditors		
- Audit Fees	8.00	8.00
Foreign Exchange Fluctuation (Net)	610.65	349.33
Miscellaneous Expenses	149.16	254.44
Less:- Insurance Claim	-104.49	
TOTAL	6,127.61	8,491.87

**Notes forming part of the financial statements****NOTE 32: CONTINGENT LIABILITIES AND COMMITMENTS AND ASSETS****A. CONTINGENT LIABILITIES****Claims against the company not acknowledged as debts****(Rs. in lakhs)**

Particulars	As at March 31, 2020	As at March 31, 2019
Claims against the company/disputed liabilities but not acknowledged as debts	2,661.44	2,315.92
Excise/Customs Matters decided in the companies favour in earlier years, in respect of which show cause notices have been received & contested	1,038.31	1,038.31
Sales Tax matters - Disputed	160.11	160.11
Property Tax Disputed	402.19	302.90
Bank Guarantee	1.40	1.40
Letter of Credit	976.43	964.41
Settlement of Suppliers	923.00	-
Material Claim	217.48	217.48

Notes :-

- (i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/authorities
- (ii) The Company does not expect any reimbursements in respect of the above contingent liabilities
- (iii) Most of the issues of litigation pertaining to Central Excise/Sales Tax/Customs are based on interpretation of the respective Law & Rules thereunder. Management has been opined by its counsel that many of the issues raised by revenue will not be sustainable in law as they are covered by judgments of respective judicial authorities which supports its contention.

B. COMMITMENTS**(Rs. in lakhs)**

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital account & not provided for**	5.00	-
Net Capital Commitments	5.00	-

**** As certified by Management.**

**Notes forming part of the financial statements****NOTE 33: CORPORATE SOCIAL RESPONSIBILITY****(Rs. in lakhs)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Amount required to be spent as per Section 135 of the Companies Act, 2013	-	6.83
Amount spent during the year on:		
Construction / Acquisition of any Asset		
On purposes other than (1) above	0.16	6.83
Total Paid	0.16	6.83
Gross Total	0.16	6.83

NOTE 34: EXCEPTIONAL ITEMS**(Rs. in lakhs)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Insurance Claim written off	-	-
	-	-

NOTE 35: EARNINGS PER SHARE**(Rs. in lakhs)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Profit for the year as per Statement of Profit & Loss	(1,967.70)	(537.98)
Weighted Average No. of Equity Shares for of Face Value ₹ 10 each	39,80,80,925	39,80,80,925
Earnings Per Share - Basic	(0.49)	(0.14)

NOTE 36: CAPITAL MANAGEMENT

The Company's objective for Capital Management is to maximise shareholder value, safeguard business continuity, and support the growth of the Company. Capital includes, Equity Capital, Securities Premium and other reserves and surplus attributable to the equity shareholders of the Company. The Company determines the capital requirement based on annual operating plans and long term and strategic investment and capital expenditure plans. The funding requirements are met through a mix of equity, operating cash flows generated and debt. The operating management, supervised by the Board of Directors of the Company regularly monitors its key gearing ratios and other financials parameters and takes corrective actions wherever necessary. The relevant quantitative information on the aforesaid parameters are disclosed in these financial statements.

NOTE 37: FINANCIAL RISK MANAGEMENT AND POLICIES

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the managing board. The details of different types of risk and management policy to address these risks are listed below:

(a) Market Risk:-

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs

**Notes forming part of the financial statements****(a) (i) Market Risk - Interest Rate Risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates primarily to the Company's borrowings, both short term and long term obligations with floating interest rates.

The company is also exposed to interest rate risk on its financial assets that include fixed deposits (which are part of cash and cash equivalents) since all these are generally for short durations, there is no significant interest rate risks pertaining to these deposits

Exposure to interest rate risk**(Rs. in lakhs)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Total interest bearing financial liabilities	8,807.94	8,851.46
Less : Cash and Cash Equivalents	46.15	66.54
Adjusted Net Debt	8,761.79	8,784.92
Total Equity	15,453.02	17,410.60
Adjusted Equity	15,453.02	17,410.60
Adjusted Net Debt to adjusted Equity Ratio	0.57	0.50

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed-rate instruments		
Financial Liabilities - Borrowings	6,832.39	5,118.87
	6,832.39	5,118.87
Total	6,832.39	5,118.87

Sensitivity analysis to interest rate risk

The company doesn't account for any fixed rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

(a) (ii) Market Risk - Price Risk

The Company has no surplus for investment in debt mutual funds, deposits etc. The Company does make deposit with the banks to provide security against guarantee issued by bank to company's trade payables. Deposit is made in fixed rate instrument. In view of this it is not susceptible to market price risk, arising from changes in interest rates or market yields which may impact the return and value of the investments.

(a) (iii) Market Risk - Currency Risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Company. The company is exposed to currency risk on account of its trade payables in foreign currency. The functional currency of the company is Indian Rupees. The Company follows a natural hedge driven currency risk mitigation policy to the extent possible

**Notes forming part of the financial statements****Exposure to Currency risk**

The summary quantitative data about the Company's exposure to currency risk are reported to management of the company are as follows:

Foreign Currency in lakhs

Particulars	Foreign Currency	As at March 31, 2020	As at March 31, 2019
Financial Assets			
Trade and other receivables	USD	47.86	47.96
Financial Liabilities			
Trade and other payables	USD	160.43	180.95
	EURO	27.20	27.44

Sensitivity analysis to currency risk**(Rs. in lakhs)**

Foreign Currency	As at March 31, 2020		As at March 31, 2019	
	3% increase	3% Decrease	3% increase	3% Decrease
USD	-254.53	254.53	-275.97	275.97
EURO	-67.80	67.80	-63.97	63.97
Total	-322.32	-355.43	-339.95	339.95

(b) Credit Risk

Credit Risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The carrying amount of Financial Assets represents the maximum credit exposure

Trade Receivables

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, industry information, business intelligence and in some cases bank references.

Trade Receivables of the Company are typically unsecured, except to the extent of the security deposits received from the customers or financial guarantees provided by the market organizers in the business. Credit Risk is managed through credit approvals and periodic monitoring of the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company performs ongoing credit evaluations of its customers' financial condition and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business. The Company has no concentration of Credit Risk as the customer base is geographically distributed in India.

Expected credit loss for trade receivable:

The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. On account of adoption of Ind AS 109, the Company uses lifetime Expected Credit Loss (ECL) model for assessing the impairment loss. For this purpose, the Company uses a provision matrix to compute the expected credit loss amount for trade receivables. Loss rates are based on actual credit loss experience and past trends. The provision matrix takes into account external and internal credit risk factors and historical experience / current facts available in relation to defaults and delays in collection thereof

The movement of the expected loss provision (allowance for bad and doubtful loans and receivables etc.) made by the company are as under:



Notes forming part of the financial statements

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Opening balance of expected loss provision	1,226.24	1,183.97
Add : Provisions made (net)	452.59	42.27
Less : Utilisation for impariment / de-recognition	-	-
Closing balance	1,678.83	1,226.24

Other Financial Assets

The company maintains its Cash and Cash equivalents and Bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis.

Expected credit loss on financial assets other than trade receivable:

With regards to all financial assets with contractual cash flows other than trade receivable, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from whom these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for expected credit loss has been provided on such financial assets. Break up of financial assets other than trade receivables have been disclosed on balance sheet

The Company's maximum exposure to credit risk as at 31st March, 2020 and 31st March, 2020 is the carrying value of each class of financial assets.

(c) Liquidity Risk

Liquidity Risk is the risk that the Company will face in meeting its obligation associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach in managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Any short term surplus cash generated, over and above the amount required for working capital and other operational requirements is retained as Cash and Cash Equivalents (to the extent required).

Exposure to Liquidity Risk

The following table shows the maturity analysis of the Company's Financial Liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet Date

(Rs. in lakhs)

Particulars	As at March 31, 2020		As at March 31, 2019	
	Less than 12 months	More than 12 months	Less than 12 months	More than 12 months
Long Term Borrowings	-	8,387.04	-	6,673.52
Interest accrued but not due on borrowings	630.05	-	759.38	-
Working Capital Loans from Banks	2,364.39	-	2,628.70	-
Trade Payables	9,882.17	-	21,101.16	-
Other Financial Liabilities	639.33	19,473.35	323.10	10,070.80
	13,515.94	27,860.39	24,812.35	16,744.32
	-	-	-	-

(d) Collateral

The Company has pledged its Non-Current as well as Current Assets to a consortium of lenders as collateral towards borrowings by the Company. Refer Note No. 16 and Refer Note No. 19 for the detailed terms and conditions of the collaterals pledged.



Notes forming part of the financial statements

NOTE 38: FINANCIAL INSTRUMENTS - CLASSIFICATION AND FAIR VALUE MEASUREMENT

(a) Classification of Financial Assets and Liabilities

The carrying value of financial instruments by categories as at March 31, 2020 is as follows:

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Financial Assets		
<u>At amortised Cost</u>		
Investments	217.81	213.81
Loans	151.98	232.81
Trade Receivables	3,554.44	3,799.84
Cash & Cash Equivalents	46.15	66.54
Other Bank Balances	135.80	167.42
Other Financial Assets	1,921.27	1,593.93
Total Financial Assets	6,027.45	6,074.34
Financial Liabilities		
<u>At amortised Cost</u>		
Borrowings	10,751.43	9,302.22
Trade Payable	9,882.17	21,101.16
Other Financial Liabilities	20,742.73	11,153.28
Total	41,376.33	41,556.66

Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) Fair Value Hierarchy

Costs of certain unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

For Assets and Liabilities which are measured at Fair Values as at the Balance Sheet date, the classification of fair value calculations by category is summarized below:

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Financial Assets		
<u>Level 2</u>		
Loans	57.08	54.38
Total	57.08	54.38
Financial Liability		
<u>Level 2</u>		
Borrowings	6,418.59	6,420.91
Other Financial Liability	630.05	759.38
Total	7,048.64	7,180.30



Notes forming part of the financial statements

Measurement of Fair Values:

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

- The fair values of loans taken from banks and other parties, and preference shares is estimated by discounting cash flows using rates currently available for debt/instruments with similar terms, credit risks and remaining maturities. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value
- The fair values of loans given to employees and other parties, and security deposit given is estimated by discounting cash flows using rates currently available for instruments with similar terms, credit risks and remaining maturities. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value

Financial Instruments measured at fair value

Type	Valuation Technique
Loans & Security Deposits given	Discounted Cash Flows : The valuation model considers the present value of expected receipt /payment discounted using appropriate discounting rates
Preference Shares	
Loans from others	

NOTE 39: EMPLOYEE BENEFITS

Retirement Benefits

As per Ind AS 19 the Company has recognized "Employees Benefits", in the financial statements in respect of Employee Benefits Schemes as per Actuarial Valuation as on 31st March 2020

(A) Details of defined benefit obligation and plan assets

(a) Retiring Gratuity

I Components of Employer Expenses

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Current Service Cost	12.15	15.37
Interest Cost	8.95	6.10
Actuarial (Gain)/Loss	21.75	41.92
Total Expenses/(Gain) recognized in the Profit & Loss Account	42.84	63.39

II Net Asset/ (Liability) recognized in Balance Sheet

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Present value of Funded Obligation	161.38	140.37
Fair Value of Plan Assets	-	-
Assets/(Liability) recognized in the Balance Sheet	-161.38	-140.37

III Change in Defined Benefit Obligations (DBO)

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	140.37	92.50
Current Service Cost	12.15	15.37
Interest Cost	8.95	6.10
Actuarial (Gain)/Loss	21.75	41.92
Benefit Paid	-21.84	-15.51
Closing Balance of Present Value of Obligation	161.38	140.37



Notes forming part of the financial statements

IV Changes in the Fair Value of Plan Assets

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	-	-
Expected Return on Plan Assets	-	-
Actuarial Gain/(Loss)	-	-
Contribution by Employer	21.84	15.51
Benefit Paid	-21.84	-15.51
Fair Value of Plan Assets as at 31st March	-	-

V Acturaial Assumption

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Discount Rate (Per Annum)	6.22%	6.91%
Expected Rate of Return on Assets Per Annum	6.00%	6.00%
Attrition Rate	Upto Age 45: 15%	Upto Age 45: 15%
	46 to 50: 10%	46 to 50: 10%
	51 and above: 5%	51 and above: 5%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

VI Major Categories of plan assets as a percentage of total plan assets

Not applicable since the company has Nil Plan assets

VII Movement in net liability recognized in Balance Sheet

Rs. In Lakhs

Particulars	Gratuity	
	31st March 2020	31st March 2019
Net Opening Liability	140.37	92.50
Employer expenses as above	21.10	21.47
Contribution paid	-21.84	-15.51
Other Comprehensive Income (OCI)	21.75	41.92
Closing Net Liability	161.38	140.37

VIII Gratuity - Sensitivity Analysis

Rs. In Lakhs

Particulars	31st March 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Salary Growth Rate (1% movement)	168.37	154.92	146.43	134.79
Discount Rate (1% movement)	154.66	168.78	134.58	146.76



Notes forming part of the financial statements

(b) Compensated Absences

I Components of Employer Expenses

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Current Service Cost	31.78	14.51
Interest Cost	3.31	2.13
Actuarial (Gain)/Loss	-31.87	10.77
Total Expenses/(Gain) recognized in the Profit & Loss Account	3.22	27.41

II Net Asset/ (Liability) recognized in Balance Sheet

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Present value of Funded Obligation	49.57	49.41
Fair Value of Plan Assets	-	-
Assets/(Liability) recognized in the Balance Sheet	-49.57	-49.41

III Change in Defined Benefit Obligations (DBO)

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	49.41	37.19
Current Service Cost	31.78	14.51
Interest Cost	3.31	2.13
Actuarial (Gain)/Loss	-31.87	10.77
Benefit Paid	-3.05	-15.19
Closing Balance of Present Value of Obligation	49.57	49.41

IV Changes in the Fair Value of Plan Assets

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	-	-
Expected Return on Plan Assets	-	-
Actuarial Gain/(Loss)	-	-
Contribution by Employer	3.05	15.19
Benefit Paid	-3.05	-15.19
Fair Value of Plan Assets as at 31st March	-	-

V Actuarial Assumption

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Discount Rate (Per Annum)	6.22%	6.91%
Expected Rate of Return on Assets Per Annum	6.00%	6.00%
Attrition Rate	Upto Age 45: 15%	Upto Age 45: 15%
	46 to 50: 10%	46 to 50: 10%
	51 and above: 5%	51 and above: 5%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**Notes forming part of the financial statements****VI Major Categories of plan assets as a percentage of total plan assets**

Not applicable since the company has Nil Plan assets

VII Movement in net liability recognized in Balance Sheet

Rs. In Lakhs

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Net Opening Liability	49.41	37.19
Employer expenses as above	35.09	16.64
Contribution paid	-3.05	-15.19
Other Comprehensive Income (OCI)	-31.87	10.77
Closing Net Liability	49.57	49.41

VIII Compensated Absence (PL) - Sensitivity Analysis

Rs. In Lakhs

Particulars	31st March 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Salary Growth Rate (1% movement)	51.57	47.74	51.41	47.57
Discount Rate (1% movement)	47.66	51.70	47.49	51.53

(B) Defined Contribution Plans

Amount recognised as expenses on account of "Contribution / Provision to and for Provident and other Funds" of Statement of Profit and Loss - 35.65 Lakhs (Previous year 54.49 Lakhs)

NOTE 40: RELATED PARTY**List of related parties****A Enterprise in which Key Managerial Personnel and their relatives have significant Influence :**

01. Isinox Limited
02. ISL Global PTE Ltd.
03. Inoxware P.Ltd.
04. Indiasteel International P.Ltd.
05. Isiworld Steel (I) P.Ltd.
06. Isicom Traders P.Ltd.
07. Isistar Exports P.Ltd.
08. Isimetal (I) P.Ltd.
09. Isisales India Pvt. Ltd.
10. Emgee Homes P.Ltd.
11. Gupta Housing P.Ltd.
12. Yeotmal Land Development & Trading Co.P.Ltd.
13. India Steel Industries
14. Indiasteel International
15. Leap Brandhub India Pvt. Ltd.
16. Leap Institute Pvt Ltd.
17. Level Enterprises LLP



Notes forming part of the financial statements

B Key Managerial Personnel :

Executive Directors :

01. Mr.Sudhir H Gupta
02. Mr.Varun S.Gupta
03. Mr.Dipak Gaur

Independent Directors :

01. Mr.T R Bajalia
02. Mr.Bimal Desai
03. Mrs.Kavita Joshi
04. Mrs.Riddhi Shah

Company Secretary :

01. Mrs.Dipti Vartak (Resign Dt.04.03.2020)
02. Mr.Dilip Maharana (w.e.f 31/07/2020)

C Subsidiary :

01. Indinox Steels Private Limited

(Rs. in lakhs)

Particulars	Enterprise in which Key Managerial Personnel and their relatives have significant Influence		Key Management Personnel		Total	Total
	31st March 2020	31st March 2019	31st March 2020	31st March 2019	31st March 2020	31st March 2019
PURCHASE						
Purchase of Goods	4,320.27	43,575.06	-	-	4,320.27	43,575.06
Purchase of Plant & Machinery	19.46	106.12	-	-	19.46	106.12
Total	4,339.73	43,681.18	-	-	4,339.73	43,681.18
SALES						
Sale of Goods	8,750.55	27,423.91	-	-	8,750.55	27,423.91
Sale of Plant & Machinery	11.80	-	-	-	11.80	-
Total	8,762.35	27,423.91	-	-	8,762.35	27,423.91
LICENCE FEES						
Licence Fees Paid	169.92	169.92	-	-	169.92	169.92
Rent Paid	5.93	5.81	-	-	5.93	5.81
Total	175.85	175.73	-	-	175.85	175.73
LABOUR CHARGES INCOME						
Labour Charges Received	4,775.19	5,305.51	-	-	4,775.19	5,305.51
Total	4,775.19	5,305.51	-	-	4,775.19	5,305.51
LABOUR CHARGES EXPENSES						
Labour Charges Paid	47.71	224.02	-	-	47.71	224.02
Total	47.71	224.02	-	-	47.71	224.02
Other Income						
Other Income	28.32	-	-	-	28.32	-
Total	28.32	-	-	-	28.32	-



Notes forming part of the financial statements

Particulars	Enterprise in which Key Managerial Personnel and their relatives have significant Influence		Key Management Personnel		Total	Total
	31st March 2020	31st March 2019	31st March 2020	31st March 2019	31st March 2020	31st March 2019
INTEREST EXPENSES					-	-
Interest Expenses	61.53	-	-	-	61.53	-
Total	61.53	-	-	-	61.53	-
REMBURSEMENT OF EXPENSES						
Staff Salary	4.27	4.18	-	-	4.27	4.18
Total	4.27	4.18	-	-	4.27	4.18
REMUNERATION PAYABLE TO KMP						
Mr.Ashwin H. Gupta			5.27	52.88	5.27	52.88
Mr.Sudhir H Gupta			25.84	47.60	25.84	47.60
Mr.Varun S.Gupta			23.20	42.32	23.20	42.32
Mr.Dipak Gaur			37.08	71.40	37.08	71.40
Mrs.Dipti Vartak			11.51	13.84	11.51	13.84
Director Perquisites			-	21.83	-	21.83
Director Sitting Fees			1.69	1.44	1.69	1.44
Total	-	-	104.59	251.32	104.59	251.32
OUTSTANDING BALANCES						
RECEIVABLES						
ISL Global PTE Ltd.	699.49	651.34	-	-	699.49	651.34
Isisales India Pvt. Ltd.	420.53	420.53	-	-	420.53	420.53
Leapindia Brandhub Services Pvt Ltd	2.99	-				
Total	1,123.01	1,071.87	-	-	1,120.02	1,071.87
PAYABLES						
Inoxware P.Ltd.	3.68	3.68	-	-	3.68	3.68
Isinox Limited	7,125.51	4,864.90	-	-	7,125.51	4,864.90
Total	7,129.19	4,868.58	-	-	7,129.19	4,868.58
DEPOSITS						
India Steel Industries	46.54	40.50	-	-	46.54	40.50
Total	46.54	40.50	-	-	46.54	40.50
LOAN RECEIVED						
Isinox Limited	1,185.49	-	-	-	1,185.49	-
Level Enterprises LLP	758.00	-	-	-	758.00	-
Total	1,943.49	-	-	-	1,943.49	-
INTEREST PAYABLE						
Isinox Limited	25.79	-	-	-	25.79	-
Level Enterprises LLP	29.59	-	-	-	29.59	-
Total	55.38	-	-	-	55.38	-

**Notes forming part of the financial statements****Notes.**

- (a) Related party relationship is identified by the management and relied upon by the auditors.
- (b) Amount in respect of related parties have been made provisions for doubtful debts of Rs.420.53 lakhs.
- 41 Loans given, Investments made and Corporate Guarantees given u/s 186(4) of the Companies Act, 2013 are disclosed under the respective notes.

Party	Purpose of loan utilisation	Loan given during the year	Outstanding loan amount
India Steel Industry Deposit	Business Purpose	-	46.54
Others	Business Purpose	-	1.43
Loans to Employees	Staff Welfare	-	104.02

42 Segment Information :

The company is exclusively in the steel business segment and as such there are no reportable segments as defined by AS-17 on segment reporting, as issued by the Institute of Chartered Accountants of India (ICAI)

- 43 The company is in process of reconciling the data of GSTR 2A with GSTR 3B in the view of management, on final reconciliation the impact will not be material.
- 44 Covid-19 virus has impacted the entire global economy severely, resulting into many restrictions, including free movement of people, thereby hampering businesses and day to day functioning of the Companies. Consequently, in compliance of the orders of the Government, the company's manufacturing plants and corporate office had to be closed down for some time.

The Company continues to monitor any material changes to future economic/ business conditions and its consequential impact on financial results.

45 INFORMATION RELATED TO CONSOLIDATED FINANCIAL

The company is listed on stock exchange in India, the Company has prepared consolidated financial as required under IND AS 110, Sections 129 of companies Act, 2013 and listing requirements. The consolidated financial statement is available on company's web site for public use.

- 46 Figures in brackets indicate previous year's figures.

CORPORATE INFORMATION**1****SIGNIFICANT ACCOUNTING POLICIES****2****NOTES FORMING PART OF THE
FINANCIAL STATEMENTS****3-46**

**As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W**

**CA Laxmikant Kabra
Partner
Membership No.101839**

**Place : MUMBAI
Date : 31st July 2020**

For and on behalf of the Board of Directors

**T. R. Bajalia
Chairman
DIN: 02291892**

**Varun S. Gupta
Chief Financial Officer
DIN: 02938137**

**Sudhirkumar H Gupta
Managing Director
DIN: 00010853**

**Dilip Maharana
Company Secretary
ACS: 23014**

**INDEPENDENT AUDITORS' REPORT**

To the Members of **INDIA STEEL WORKS LIMITED**

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the consolidated Ind AS Financial Statements of **INDIA STEEL WORKS LIMITED** which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit & Loss including Statement of Other Comprehensive Income, Cash Flow Statement and Statement of Changes in Equity for the year then ended and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Emphasis of the Matter

- a) The developments surrounding the Corona (Covid-19) virus have a profound impact on people's health and on our society as a whole, as well as on the operational and financial performance of organizations. The situation changes on a daily basis giving rise to inherent uncertainty. The Company is confronted with this uncertainty as well, which has been disclosed in the Note No 50 to the Ind AS financial statements, together with its evaluation thereof. We draw attention to these disclosures. Our opinion is not modified in respect of this matter.
- b) No effect is given in respect of settlement deed with the creditor resulting into possible reduction in liability to the extent of ₹46.11 Crores, after adjusting ₹9.23 Crores on the basis of the payment made before the review of the said Consolidated Financial Results.
- c) In the absence of uncertainties of making profit in immediate future the company has decided not to create Asset/Liability on account of Deferred Tax.
- d) In absence of information of Investee Company, we are unable to determine the fair value of the investments as on reporting date. Hence the same are carried at cost and no provision for diminution, if any in value of such investments in made.
- e) We did not Audited the financial statement of overseas branch included in the financial statement, which constitute the total current assets of ₹ 288,487,457/- and net assets of ₹(9,59,382/-) as at 31st March 2020, total revenue of Rs. Nil, Net Loss of ₹14,09,857/- and net cash flow amounting to ₹3,05,945/- for the period ended on that date, as considered in the financial statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Key Audit Matter: -	How matter was addressed in Audit
Going Concern	
As of 31 March 2020, the Company's total liabilities did not exceed its total assets; however company is continuously incurring losses. The directors of the Company have formed a judgment that the going concern basis is appropriate in preparing the financial statements.	Going through the business planning process and assessing the design, implementation and operating effectiveness of management's key internal controls over the assessment of going concern, including the preparation of cash flow forecasts.
The directors of the Company made their assessment of going concern by preparing a cash flow forecast in which some key; assumptions were applied. These key assumptions included forecasts of sales volumes, average selling prices, raw material costs and the availability of banking and other financing facilities.	Evaluating the key assumptions in the cash flow forecasts (including future revenue, gross profit, operating expenses and capital expenditure) with reference to historical production information, current performance, internal investment and production plans, and market and other external available information,
We identified going concern as a key audit matter because a significant degree of management judgment is involved in making this assessment and in forecasting the future cash flows of the Company which are inherently uncertain and because the management judgment and inherent uncertainties and because the management judgment and inherent uncertainties could have significant impact on the basis of preparation of the financial statements and could be subject to management bias.	Considering the accuracy and reliability of cash flow forecasts made by management in prior years by comparing them with the current year's results; We also checked if any waivers were obtained from the financial institutions from which borrowings are made. Based on our procedures we noted that the key assumptions used in the forecasts were within a reasonable range of our expectations.
(b) Revenue Recognition	
The Company's revenue is derived from the sale of steel products. The Company recognizes revenue when the control is transferred to the customer.	Evaluating the design, implementation and operating effectiveness of key internal controls over the existence, accuracy and timing of revenue recognition;
The terms set out in the Company's sales contracts relating to goods acceptance by customers are varied. Accordingly, the terms and conditions of sales contracts may affect the timing of recognition of sales to customers as each sales contract could have different terms relating to customer acceptance of the goods sold.	Performed substantive test of details over revenue recognized throughout the period by selecting a sample of transactions to ensure that the samples selected meet the revenue recognition criteria and are appropriately recorded;
We identified the recognition of revenue as a key audit matter because revenue is one of the key performance indicators of the Company and is, therefore, subject to an inherent risk of misstatement to meet targets or expectations and because errors in the recognition of revenue could have a material impact on the Company.	Tested sample transactions around the period end to ensure they were recorded in the correct period; and tested journal entries posted to revenue accounts focusing on unusual or irregular items, if any.
The terms set out in the Company's sales contracts relating to goods acceptance by customers are varied. Accordingly, the terms and conditions of sales contracts may affect the timing of recognition of sales to customers as each sales contract could have different terms relating to customer acceptance of the goods sold.	performed substantive test of details over revenue recognized throughout the period by selecting a sample of transactions to ensure that the samples selected meet the revenue recognition criteria and are appropriately recorded;



We identified the recognition of revenue as a key audit matter because revenue is one of the key performance indicators of the Company and is, therefore, subject to an inherent risk of misstatement to meet targets or expectations and because errors in the recognition of revenue could have a material impact on the Company.	Tested sample transactions around the period end to end sure they were recorded in the correct period; and tested journal entries posted to revenue accounts focusing on unusual or irregular items, if any.
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c) Contingent Liabilities (Note No.32) Evaluation of uncertain tax positions

The Company operates in multiple jurisdictions and is subject to periodic challenges by local tax authorities on account of tax matters during the normal course of business including transfer pricing and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the consolidated financial statements. Refer Note 32 to the consolidated financial statements.	<p>Obtained understanding of key uncertain tax positions and, We –</p> <ul style="list-style-type: none"> • Read and analyzed select key correspondences external legal opinions / consultations by management for key uncertain tax positions; • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions and • Assessed management's estimate of the possible outcome of the disputed cases.
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Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's report including annexure to Board's report, but does not include the Consolidated Ind AS Financial Statements and our auditor's report thereon.

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

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

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Consolidated Ind AS financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- a) Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e) Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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.

Other Matters

The consolidated annual financial results include the audited financial results of subsidiary whose financial statements reflect total assets of ₹1.34 Lakhs as at 31 March 2020, and net loss of ₹1.20 Lakhs for the year ended 31 March 2020, as considered in the consolidated financial results. These financial statements are audited by other auditors and have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, are based solely on such audited financial statements.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India, in terms of section 143 (11) of the Companies Act, 2013, we give in the 'Annexure - A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2) As required by section 143 (3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.



- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit & Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
 - d) In our opinion and to the best of our information and according to the explanation given to us, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as on year ended March 31, 2020
 - 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 with reference to these consolidated Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report:
 - 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its consolidated Ind AS financial statements Refer Note 32 to the consolidated Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company.
3. In our opinion, the managerial remuneration for the year ended 31 March 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act; The Ministry of Corporate Affairs has not prescribed other details under section 197 (16) which are required to be commented by us.

For Laxmikant Kabra & Co
Chartered Accountants
FRN No.: 117183W

CA Laxmikant Kabra
Partner

Membership No.: 101839
UDIN: 20101839AAAADP2504

Date: 31st July 2020
Place: Thane



Annexure A referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the consolidated Ind AS financial statements for the year ended March 31, 2020, we report that:

1. a) The company has maintained proper records showing full particulars, including quantitative details and situations of its fixed assets.
- b) According to the information and explanation given to us, the company has a regular program of physical verification of its fixed assets by which fixed assets are verified in phased manner over a period of three years in accordance with this program, certain fixed assets were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its business and no material discrepancies have been noticed on such physical verification.
- c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the title deeds of immovable and movable properties are held in the name of the company except certain motor vehicles having carrying value of ₹10.98 lakhs as at 31/03/2020, is held in the name of directors of company's behalf.
2. The inventories have been physically verified by the management during the year except inventories lying with the third parties and goods in transit. In respect of inventories lying with the third parties, these have been substantially confirmed by them and with respect to goods in transit subsequent goods receipts have been verified by management. In our opinion, frequency of physical verification of inventory followed by the management was reasonable in relation to the size of the company and the nature of its business. The discrepancies noticed on physical verification of the inventories have been properly dealt with in the books of account.
3. According to the information and explanation given to us, the Company's has not granted any loans secured or unsecured during the period to companies firms or other parties covered in the register maintained under section 189 of the companies Act 2013. Therefore comments under clause (a), (b) and (c) are not given.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investment and guarantee made.
5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
6. According to the information and explanation given to us, cost records were maintained by the company pursuant to the order of the Central Government under Section 148(1) of the Act.
7. a) According to the records, the Company is regular in depositing undisputed statutory dues in respect of duty of customs, however undisputed statutory dues including income tax, employees' state insurance, provident fund, duty of excise, sales-tax, service tax, value added tax, Goods & service tax, cess and other statutory dues have not been regularly deposited with the appropriate authorities and there have been delays in depositing the same.
- b) According to the information and explanations given to us, and on the basis of our examination of books of accounts, there are no cases of dues of income tax, goods & service tax, sales tax, duty of customs, duty of excise, value added tax and cess as at 31 March 2020 which have not been deposited on account of disputes except for the following: -

Name of Status	Nature of dues	Amount (In Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Sales Tax Act	Sales Tax	160.11	FY-2014/2015	Sales Tax Officer
Central Excise Act	Excise	53.53	FY-2012/2013	DGCI
Central Excise Act	Excise	406.30	FY-2012/2013	FTWL
Central Excise Act	Excise	37.99	FY-2005/2006	Com of Cen Excise
Central Excise Act	Excise	9.64	FY-2012/2013	Addl. Com of Cen. Excise

8. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to banks and financial institute. The company did not have any outstanding dues to debenture holders during the year.



9. During the year, the company did not raise money by way of initial public offer or further public offer (including debt instrument) and term loans during the year.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
11. According to information and explanation given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act for the year under consideration.
12. In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. According to the information and explanations given to us and based on our examinations of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Ind AS financial statements as required by the applicable Indian accounting standards.
14. According to the information and explanations given to us and based on our examinations of the records of the company, the company had not made any preferential allotment of shares during the year under review.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Laxmikant Kabra & Co
Chartered Accountants
FRN No.: 117183W

CA Laxmikant Kabra
Partner

Date: 31st July 2020

Place: Thane

Membership No.: 101839
UDIN: 20101839AAAADP2504



Annexure B referred to in paragraph 2 (f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the consolidated Ind AS financial statements

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 **INDIA STEEL WORKS LIMITED** (“the Company”) as of March 31, 2020 in conjunction with our audit of the consolidated Ind AS financial statements of the company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, however, company is required to strengthen its financial controls for obtaining balance confirmations from trade receivables and payables based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India" (ICAI).

For Laxmikant Kabra & Co

Chartered Accountants

FRN No.: 117183W**CA Laxmikant Kabra**

Partner

Membership No.: 101839**UDIN: 20101839AAAADP2504****Date: 31st July 2020****Place: Thane**



Consolidated Balance Sheet as at 31st March, 2020

(Rs. in lakhs)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non - Current Assets			
Property, Plant & Equipment	3	23,648.29	24,640.53
Capital Work - In - Progress	3	23.52	23.52
Intangible Assets	3	236.41	293.43
Financial Assets			
Investments	4	212.81	212.81
Others	5	1,120.27	1,120.27
Non - Current Tax Assets	6	323.94	226.53
Other Non - Current Assets	7	20,550.05	12,551.02
Total Non - Current Assets		46,115.29	39,068.11
Current Assets			
Inventories	8	6,546.95	15,098.79
Financial Assets			
Trade Receivables	9	3,554.44	3,799.84
Cash & Cash Equivalents	10	47.50	67.65
Bank Balance other than above	11	135.80	167.42
Loans	12	151.98	232.81
Other Financial Assets	13	801.00	473.66
Other Current Assets	14	311.47	499.45
Total Current Assets		11,549.13	20,339.61
TOTAL ASSETS		57,664.42	59,407.73
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	15	3,980.81	3,980.81
Other Equity		11,469.34	13,428.47
Total Equity		15,450.15	17,409.28
Liabilities			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	16	6,832.39	5,118.87
Other Financial Liabilities	17	20,103.40	10,830.18
Provisions	18	148.08	135.16
Total Non - Current Liabilities		27,083.87	16,084.21
Current Liabilities			
Financial Liabilities			
Borrowings	19	3,919.04	4,183.35
Trade Payables	20	9,882.52	21,102.79
Other Financial Liabilities	21	639.33	323.10
Other Current Liabilities	22	319.22	97.66
Provisions	23	370.30	207.35
Total Current Liabilities		15,130.40	25,914.24
Total Liabilities		42,214.27	41,998.45
TOTAL EQUITY AND LIABILITIES		57,664.42	59,407.73
CORPORATE INFORMATION	1		
SIGNIFICANT ACCOUNTING POLICIES	2		
NOTES FORMING PART OF THE FINANCIAL STATEMENTS	3-46		

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014



Consolidated Statement of Profit and Loss for the year ended 31st March, 2020

(Rs. in lakhs)

Particulars	Note. No.	Year ended March 31, 2020	Year ended March 31, 2019
Income			
Revenue from Operations	24	13,953.76	53,179.42
Other Income	25	3,710.29	2,577.64
Total Income		17,664.04	55,757.06
Expenses			
Cost of Material Consumed	26	5,819.67	40,592.89
Purchase of Traded Goods	27	2,957.30	4,540.48
Changes in Inventories of Finished Goods / Stock in Trade	28	1,106.27	-1,780.12
Employee Benefit Expenses	29	1,595.61	2,031.84
Finance Cost	30	964.27	1,330.22
Depreciation and Amortization	3	1,060.87	1,089.90
Other Expenses	31	6,129.16	8,493.18
Total Expenses		19,633.15	56,298.39
Profit Before Tax and Exceptional Item		-1,969.10	-541.33
Exceptional Item	32	-	-
Profit Before Tax		-1,969.10	-541.33
Tax Expenses			
Previous Tax		-0.14	2.04
Profit After Tax		-1,969.25	-539.30
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of net defined benefit plans		10.12	-52.69
Total Other Comprehensive Income for the year		10.12	-52.69
Total Comprehensive Income for the year		-1,959.13	-591.99
Earnings Per Share - Basic & Diluted (₹)		(0.49)	(0.14)
CORPORATE INFORMATION	1		
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NOTES FORMING PART OF THE FINANCIAL STATEMENTS	3-46		

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014



Consolidated Cash Flow Statement For The Year Ended 31st March, 2020

(Rs. in lakhs)

Particulars		For the year ended March 31, 2020		For the year ended March 31, 2019	
A	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit / (Loss) Before Tax		-1,969.10		-541.33
	Add / (Less):- Adjustments for Non-Cash / Non-Operating Items:				
	Depreciation & Amortization	1,060.87		1,089.90	
	Finance Cost	964.27		1,330.22	
	Interest Income	-46.30		-78.38	
	Dividend Income	-0.06		-3.87	
	Non-operating income	-3,663.92		-2,495.39	
	Operating Profit Before Changes in Working Capital		-1,685.14		-157.52
	Adjustment for Changes in Working Capital		-3,654.25		-698.85
	(Increase) / Decrease in Trade Receivables	245.40		7.14	
	(Increase) / Decrease in Inventories	8,551.85		4,085.94	
	(Increase) / Decrease in Other Current Financial Assets	-246.51		-60.88	
	(Increase) / Decrease in Other Current Assets	187.97		311.57	
	(Increase) / Decrease in Investment	-		1.96	
	(Increase) / Decrease in Other Non - Current Assets	-8,096.43		-6,561.85	
	Increase / (Decrease) in Trade Payables	-11,220.27		-801.26	
	Increase / (Decrease) in Other Current Financial Liabilities	316.23		-213.25	
	Increase / (Decrease) in Other Current Liabilities	221.56		-14.58	
	Increase / (Decrease) in Provisions	186.00		-36.70	
	Increase / (Decrease) in Other Non - Financial Liabilities	9,273.22		3,609.10	
	Cash Generated from Operations		-580.99		327.18
	Less: Taxes Paid (Net of refund received)		-4,235.24		-371.67
	NET CASH FLOW FROM OPERATING ACTIVITY (A)		-4,235.38		-369.63
B	CASH FLOW FROM INVESTING ACTIVITIES				
	Purchase of Property, Plant & Equipment & Intangible Assets	-29.19		-351.29	
	Sale of Property, Plant & Equipment & Intangible Assets	17.58		0.54	
	Movement in other bank balances	31.63		-138.74	
	NET CASH FLOW FROM INVESTING ACTIVITY (B)		20.01		-489.49
C	CASH FLOW FROM FINANCING ACTIVITY				
	Receipt of Long Term Borrowings	1,943.49		35.48	
	Repayment of Long Term Borrowings	-229.97		-391.28	
	Increase / (Decrease) in Short Term Borrowings	-264.31		-0.07	
	Finance Cost	2,746.01		1,247.42	
	NET CASH FLOW FROM FINANCING ACTIVITY (C)		4,195.22		891.55
	NET CASH FLOW FOR THE YEAR (A + B + C)		-20.15		32.43
	Add: Opening Balance of Cash & Cash Equivalents		67.65		35.22
	CLOSING BALANCE OF CASH & CASH EQUIVALENTS		47.50		67.65
	RECONCILIATION OF CASH AND CASH EQUIVALENT				
	TOTAL CASH AND BANK BALANCE AS PER BALANCE SHEET		47.50		67.65
	CASH AND CASH EQUIVALENT COMPRISES AS UNDER:				
	Balance with banks in current accounts		22.00		28.15
	Cash on Hand		25.50		39.49
	CASH AND CASH EQUIVALENT AT THE END OF THE YEAR		47.50		67.65
	CORPORATE INFORMATION	1			
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	NOTES FORMING PART OF THE	3-46			
	FINANCIAL STATEMENTS				

As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W

CA Laxmikant Kabra
Partner
Membership No.101839

Place : MUMBAI
Date : 31st July 2020

For and on behalf of the Board of Directors

T. R. Bajalia
Chairman
DIN: 02291892

Sudhirkumar H Gupta
Managing Director
DIN: 00010853

Varun S. Gupta
Chief Financial Officer
DIN: 02938137

Dilip Maharana
Company Secretary
ACS: 23014

**Consolidated Statement of Changes In Equity For The Year Ended March 31, 2020****A. Equity Share Capital**

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Amount (In Lakhs)	No. of Shares	Amount (In Lakhs)
Balance as the beginning of the reporting period	39,80,80,925	3,980.81	39,80,80,925	3,980.81
Add: Changes in Equity Capital during the year	-	-	-	-
Balance at the end of the reporting period	39,80,80,925	3,980.81	39,80,80,925	3,980.81

B. Other Equity**(Rs. in lakhs)**

Particulars	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings	Total
Balance as on April 01, 2019	500.00	18,019.38	4,451.30	2,040.00	-11,582.22	13,428.47
Profit for the period					-1,969.25	-1,969.25
Other comprehensive income						
- Remeasurements gains / (loss) on defined benefit plans					10.12	10.12
As at March 31, 2020	500.00	18,019.38	4,451.30	2,040.00	-13,541.35	11,469.34



Notes forming part of the Consolidated Financial Statements

NOTE 3: PROPERTY, PLANT & EQUIPMENT, INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Rs. in lakhs)

DESCRIPTION		GROSS BLOCK (AT COST)			DEPRECIATION / AMORTIZATION			NET BLOCK		
		As At April 01, 2019	Additions/ Transfers	Deductions	As At March 31, 2020	As At April 01, 2019	For The Year	On Deductions	As At March 31, 2020	As At March 31, 2019
(A)	TANGIBLE ASSETS									
	Land - Freehold	7,529.22	12.70	-	7,541.92	-			7,541.92	7,529.22
	Factory Buildings	2,519.86	-	-	2,519.86	422.92	132.73	-	1,964.21	2,096.94
	Non-Factory Buildings	135.36	-	-	135.36	11.80	-	-	123.57	123.57
	Plant & Machinery	17,710.13	16.49	18.54	17,708.08	3,134.49	823.94	3.21	13,752.86	14,575.64
	Furniture & Fixture	190.33	-	-	190.33	48.18	15.77	-	126.38	142.15
	Vehicles	198.30	-	11.29	187.01	54.59	21.72	9.04	119.75	143.71
	Office Equipments	46.30	-	-	46.30	17.01	9.69	-	19.60	29.29
	Computers									
	Total - Tangible Assets	28,329.51	29.19	29.83	28,328.87	3,688.98	1,003.85	12.25	23,648.29	24,640.53
(B)	CAPITAL WORK IN PROGRESS									
	Real estate Division	23.52	-	-	23.52	-	-	-	23.52	23.52
	Plant & Machinery	0.00	-	-	0.00	-	-	-	0.00	0.00
	Factory Buildings	-	-	-	-	-	-	-	-	-
	Total - Capital Work in Progress	23.52	-	-	23.52				23.52	23.52
(C)	INTANGIBLE ASSETS									
	Softwares	358.81	-	-	358.81	65.38	57.02	-	236.41	293.43
	Total - Intangible Assets	358.81	-	-	358.81	65.38	57.02	-	236.41	293.43
	TOTAL(A)+(B)+(C)	28,711.84	29.19	29.83	28,711.20	3,754.36	1,060.87	12.25	23,908.22	24,957.48
	Previous Year's Total									

i. The management has technically reviewed the estimated useful life of Plant & Machinery as 20 years which is different from those prescribed under Part C of Schedule II to the Companies Act 2013

ii. Motor Vehicle includes Rs. 10.98 lakhs is in the name of one of the directors of the company

iii. Refer Note No.16 & 19 for assets provided as security.



Notes forming part of the Consolidated Financial Statements

NOTE 3: PROPERTY, PLANT & EQUIPMENT, INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Rs. in lakhs)

DESCRIPTION		GROSS BLOCK (AT COST)			DEPRECIATION / AMORTIZATION			NET BLOCK		
		As At April 01, 2018	Additions / Transfers	Deductions	As At March 31, 2019	As At April 01, 2018	For The Year	On Deductions	As At March 31, 2019	As At March 31, 2018
(A)	TANGIBLE ASSETS									
	Land - Freehold	7,529.22	-	-	7,529.22	-			7,529.22	7,529.22
	Factory Buildings	2,519.86	-	-	2,519.86	282.99	139.93	-	2,096.94	2,236.87
	Non-Factory Buildings	135.36	-	-	135.36	11.29	0.50	-	123.57	124.07
	Plant & Machinery	16,194.63	1,515.49	-	17,710.13	2,291.74	842.75	-	14,575.64	13,902.90
	Furniture & Fixture	190.33	-	-	190.33	32.34	15.84	-	142.15	157.99
	Vehicles	176.32	24.92	2.94	198.30	35.45	21.53	2.40	143.71	140.87
	Office Equipments	46.18	0.12	-	46.30	5.81	11.20	-	29.29	40.37
	Total - Tangible Assets	26,791.91	1,540.54	2.94	28,329.51	2,659.62	1,031.76	2.40	24,640.53	24,132.29
(B)	CAPITAL WORK IN PROGRESS									
	Real estate Division	14.30	9.22		23.52	-	-	-	23.52	14.30
	Plant & Machinery	1,198.46	54.53	1,252.99	0.00	-	-	-	0.00	1,198.46
	Total - Capital Work In Progress	1,212.77	63.75	1,252.99	23.52	-	-	-	23.52	1,212.77
(C)	INTANGIBLE ASSETS									
	Overseas Project		-	-	-	-	-	-	-	-
	Software Licenses	358.81	-	-	358.81	7.23	58.14	-	293.43	351.57
	Total - Intangible Assets	358.81	-	-	358.81	-	58.14	-	293.43	351.57
(D)	INTANGIBLES UNDER DEVELOPMENT									
	SAP ERP	-	-	-	-	-	-	-	-	-
	Total - Intangibles under development	-	-	-	-	-	-	-	-	-
	TOTAL(A)+(B)+(C)+(D)	28,363.48	1,604.28	1,255.93	28,711.84	2,659.62	1,089.90	2.40	24,957.48	25,696.63

i. On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment, including intangible assets, recognised as at 1 April 2016, as per the previous GAAP and used that carrying value as its deemed cost of such property, plant and equipment and intangible assets

ii. Refer Note No.16 & 19 for assets provided as security.



Notes forming part of the Consolidated Financial Statements

Notes forming part of the financial statements

1 CORPORATE INFORMATION

India Steel Works Limited is a public limited incorporated and domiciled in India, under the Indian Companies Act, 1956. Its Equity shares are listed on BSE Limited. Its registered office is situated at India Steel Works Complex, Zenith Compound, Khopoli, Raigad 410 203, Maharashtra, India.

The Company is engaged in manufacturing and trading of steel products like hot rolled, bars and rods, bright bars, etc.

2 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the Significant Accounting Policies adopted in the preparation of these Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS FOR PREPARATION OF ACCOUNTS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under the Companies (Indian Accounting standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendments Rules 2016 prescribed under section 133 of the Companies Act, 2013.

The financial statements are prepared and presented on accrual basis and under the historical cost convention, except for the following material items that have been measured at fair value as required by the relevant Ind AS:

- Certain financial assets and liabilities are measured at Fair value (refer accounting policy on financial instruments - Refer note 2.8 below)
- Defined Benefit and other Long-term Employee Benefits - Refer note 2.11 below
- Derivative Financial instruments – Refer note 2.8 below

These standalone financial statements are approved for issue by the Company's Board of Directors on July 31, 2020.

2.2 USE OF ESTIMATES

In preparation of the financial statements, the Company makes judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, impairment of trade receivables, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.3 REVENUE RECOGNITION

a) Sale of Goods

Revenue from the sale of goods is recognised when property in the goods, or all significant risks and rewards of ownership of the goods have been transferred to the buyer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods as well as its collection. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, related discounts and volume rebates. It includes excise duty and subsidy and excludes Value Added Tax / Sales Tax/ GST.



Notes forming part of the Consolidated Financial Statements

b) Rendering of services

Revenue of services are recognized when the performance of agreed contractual obligation has been completed.

c) Dividend

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

d) Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

e) Insurance Claims

Insurance claims are accounted on acceptance of the claim and when it can be measured reasonably, and it is reasonable to expect the ultimate collection. The Shortfall in respect of final claim shall be accounted in the profit and loss account as an when finally settled.

2.4 FOREIGN CURRENCY TRANSACTIONS

a) Functional and Presentation Currency

The financial statements are presented in Indian Rupee (INR), which is company's functional and presentation currency.

b) Initial Recognition

Transactions in foreign currencies are recorded at the exchange rate prevailing on the dates of the transactions. Exchange difference arising on foreign exchange transaction settled during the year are recognized in the Statement of profit and loss of the year.

c) Measurement of foreign currency items at the Balance sheet date

Monetary assets and liabilities denominated in foreign currencies are re-translated into functional currency at the exchange rate prevailing at the end of the reporting period. Non-monetary assets and liabilities that are measured based on a historical cost in a foreign currency are not re-translated. Exchange differences arising out of these transaction are charged to the profit and loss.

2.5 PROPERTY, PLANT AND EQUIPMENTS AND INTANGIBLE ASSETS

a) Property, plant and equipment (PPE)

i) Recognition and measurement

Freehold land is carried at cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenses directly attributable to the acquisition of the assets. The cost of an item of a PPE comprises its purchase price including import duty, and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition of its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

ii) Subsequent expenditure

Expenditure incurred on substantial expansion upto the date of commencement of commercial production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

b) Capital Work-In-Progress And Pre-Operative Expenses During Construction Period

Capital work-in progress includes expenditure directly related to construction and incidental thereto. The same is transferred or allocated to respective Property, Plant and Equipment on their completion / commencement of commercial production.



Notes forming part of the Consolidated Financial Statements

c) Intangible assets

Intangible assets are held on the balance sheet at cost less accumulated amortisation and impairment loss if any.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment, including intangible assets, recognised as at 1 April 2016, as per the previous GAAP and used that carrying value as its deemed cost of such property, plant and equipment and intangible assets

2.6 IMPAIRMENT OF NON- FINANCIAL ASSETS

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is an indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment losses recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amount of the other assets of the CGU on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.7 DEPRECIATION AND AMORTISATION

Depreciation is provided on the Straight Line Method (SLM) applying the useful lives as prescribed in part C of Schedule II to the Companies Act, 2013.

Useful lives of the items of Property, Plant and Equipment are as follows:

Asset	Estimated Useful Life
Building	30 Years
Plant & Machinery	20 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Other equipment	5 Years

Intangible Assets are amortized over their individual estimated useful lives on a Straight Line basis, commencing from the year in which the same are available to the Company for its intended use. The useful life so determined is as follows:

Assets	Amortisation period
Software Licenses	5 years
Product Licenses	5 years
Usage Rights	5 years



Notes forming part of the Consolidated Financial Statements

The Management believes that the useful life as given above the best represent the period over which the management expect to use these assets. The Company reviews the useful lives and residual value at each reporting date. Depreciation on assets added/sold or discarded during the year is being provided on pro-rata basis up to the date on which such assets are added/sold or discarded. Depreciation is not provided on Freehold Land. Gain/Losses on disposals/de-recognition of property, plant and equipment are determined by comparing proceeds with carrying amount and these are recognized in statement of profit and loss.

2.8 FINANCIAL INSTRUMENTS

I. Financial Assets

a) Classification of financial assets

The Company classifies financial assets as subsequently measures at amortised cost, fair value through other comprehensive income or fair value through profit & loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

i) *Debt instrument at amortised cost:*

A 'debt Instrument' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or cost that are an integral part of the EIR. The EIR. Amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. The category generally applies to trade and other receivable.

ii) *Debt instrument at fair value through other comprehensive income (FVOCI):*

Assets that are held for collection of contractual cash flow and selling the financial assets, where the assets' cash flow represents solely payments of principal and interest are measuring at FVOCI, movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue or foreign exchange gains and losses which are recognised in profit and loss. When the financial assets is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the EIR method. The company does not have any instruments classified as fair value through other comprehensive income (FVOCI).

iii) *Debt instrument measured at fair through profit and loss (FVTPL):*

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/ (losses) in the period in which it arises. Interest income from these financial assets is included in other income.

iv) *Equity investments:*

Investment in associates are accounted using equity method.

All other equity investments which are in scope of Ind-AS 109 are measured at fair value. Equity instrument which are held for trading are classified as at FVTPL. For all other equity investments, the Company decide to classify the same either as at fair value through other comprehensive income (FVOCI) or FVTPL. The company makes such election on an instrument-by- instrument basis. The classification is made on initial recognition and is irrevocable.



Notes forming part of the Consolidated Financial Statements

For equity investments classified as FVOCI, all fair value changes on the instruments, excluding dividend, are recognized in other comprehensive income (OCI). There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of such investment.

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

Costs of certain unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

The company does not have any equity investments designated at FVOCI or FVTPL

b) Initial recognition and measurement

All financial assets are recognised initially at fair value and for those instruments that are not subsequently measured at FVTPL, plus/minus transaction cost that are attributable to the acquisition of the financial assets.

Trade receivable are carried at original invoice price as the sales arrangements do not contain any significant financial component. Purchase or sales of financial assets that required delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the assets.

c) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) primarily derecognised (i.e. removed from the company's balance sheet) when :

- The rights to receive cash flows from the asset have expired, or
- The Company has neither transferred nor retained substantially all the risks and rewards all the assets, but has transferred control of the assets.

When the company has transferred its rights to receive cash flow from an asset or has entered into a pass-through arrangement, it evaluates whether it has transferred substantially all the risks and rewards of ownership. In such cases, the financial asset is derecognised. When it has neither transferred nor retained substantially all of the risks and rewards of the assets, nor transferred control of the assets, the Company continues to recognise the transferred asset to the extent of the company's continuing involvement. In the case, the company recognises and associated liability. The transferred asset and the associated liability are measured on a basis that reflect the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and maximum amount of consideration that the company could be required to repay.

d) Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loan, debt security, deposits, and bank balance.
- Trade Receivables

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application simplified approach does not require the company to track change in risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivable. The provision matrix based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, historically observed default rate updated and change in the forward looking estimates are analysed.



Notes forming part of the Consolidated Financial Statements

II. Financial Liabilities and equity instruments

Debt and equity instruments issued by an entity are classified as either financial liability or as equity in accordance with substance of the contractual arrangements and the definition of a financial liability and an equity instrument.

a) *Equity instruments:*

An equity instruments is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs.

An equity instruments is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by an entity are recognised at the proceeds received, net of direct issue costs.

b) *Financial liabilities :- Classification*

Financial liabilities are classified as either's at FVTPL' or' other financial liabilities consists of derivative financial instruments, wherein the gain/losses arising from remeasurement of these Instruments of recognized in the statements of profit and loss. Other financial liability (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

c) *Initial recognition and measurement:*

All financial liability are recognised initially at fair value and for those instruments that are not Subsequently measured at FVTPL, plus/minus transaction cost that are attributable to issue of these instruments.

d) *Derecognition*

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

III. Fair Value

The Company determines the fair value of its financial instruments on the basis of the following hierarchy

- a) Level 1 : The fair value of financial instruments quoted in active markets is based on their quoted closing price at the balance sheet date. Examples include exchange traded commodity derivatives and other financial instruments in equity and debt securities which are listed in a recognised stock exchange
- b) Level 2 : The fair value of financial instruments that are not traded in active markets is determined by using valuation techniques using observable market data. Such valuations techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions. For example, the fair value of forward exchange contracts, currency swaps and interest rate swaps is determined by discounting estimated future cash flows using a risk-free interest rate
- b) Level 3 : The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs)

IV. Accounting for day 1 differences

If the fair value of the financial asset or financial liability at initial recognition differs from the transaction price, this if it is not consideration for goods or services or a deemed capital contribution or deemed distribution, is accounted as follows :

- i) If the fair value is evidence by a quoted price in an active market for an identical asset or liability (ie Level 1 input) or based on a valuation technique that uses data from observable market, the entire day 1 gain/ loss is recorded immediately in the statement of profit and loss; or



Notes forming part of the Consolidated Financial Statements

- i) in all other cases, the difference between the fair value at initial recognition and transaction price is deferred. After initial recognition, the deferred difference is recorded as gain or loss in the statement profit and loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

In case difference represents :

- i) deemed capital contribution - it is recorded as investment in subsidiary
- ii) deemed distribution - It is recorded in equity
- iii) deemed consideration for goods and services - it is recorded as an asset or liability. This amount is amortised / accredited to the statement of profit and loss as per the substance of the arrangement (generally straight line basis over the duration of the arrangement)

2.9 INVENTORIES

Inventories are stated at the lower of cost and net realizable value.

Cost of Raw Material is determined on a First In First Out (FIFO) basis.

Stores and Consumables are valued at cost or net realizable value (NRV) whichever is lower.

Waste/ Scrap inventory is valued at Net Realisable Value (NRV).

NRV is estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

Finished goods are valued at cost or net realizable value whichever is lower. Cost comprises direct materials and where applicable, direct labour costs, those overheads but excluding borrowing cost that have been incurred in bringing the inventories to their present location and condition. Cost is arrived on weighted average cost basis.

Work in Progress is valued at cost or net realizable value whichever is less. Cost comprises direct materials and appropriate portion of direct labour costs, manufacturing overheads but excluding borrowing cost that have been incurred in bringing the inventories to their present location and condition.

2.10 BORROWING COSTS

Borrowing Costs that are interest and other costs that the company incurs in connection with the borrowings of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest cost measured at EIR and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets, wherever applicable, till the assets are ready for their intended use. Such capitalisation is done only when it is probable that the asset will result in future economic benefits and the costs can be measured reliably. Capitalisation of borrowing cost is suspended and charged to statement when active development is interrupted

Capitalisation of borrowing costs commences when all the following conditions are satisfied:

- i. Expenditure for the acquisition, construction or production of a qualifying asset is being incurred;
- ii. Borrowing costs are being incurred; and
- iii. Activities that are necessary to prepare the asset for its intended use are in progress.

A qualifying asset is one which necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to revenue account.



Notes forming part of the Consolidated Financial Statements

2.11 EMPLOYEE BENEFITS

a) Short term employee benefit obligations

Liabilities for wages, salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are to be settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

b) Other long term employee benefit obligations

i) Compensated absences

The liabilities for earned leave is not expected to be settled wholly within 12 months after the end of the period in which employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of reporting period using the projected unit credit method. The benefits are discounted using the market yield at the end of reporting period that have terms approximating to the terms of related obligation. Remeasurement as a result of experience adjustments and changes in actuarial assumptions are recognised in the other comprehensive income.

The obligations are presented as current liabilities in the balance sheet if the Company does not have unconditional right to defer settlement for at least 12 months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post-employment obligations

The Company operates the following post-employment schemes:

A. Defined benefit plans such as Gratuity

B. Defined contribution plan such as Provident Fund

Defined Benefit Plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligations is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expenses in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognised immediately in profit or loss as past service cost.

Defined Contribution Plans

The Company pays provident fund contributions to publicly administered funds as per the local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses when they are due.



Notes forming part of the Consolidated Financial Statements

2.12 ACCOUNTING FOR TAXES ON INCOME

a) Income Taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in Deferred Tax Assets and Liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period i.e. as per the provisions of the Income Tax Act, 1961, as amended from time to time. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on the rates and tax laws enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Current tax assets and liabilities are offset only if, the Company :

- i) has legally enforceable right to set off the recognised amounts; and
- ii) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) Deferred Taxes

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purpose

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences only if it is probable that future taxable profits will be available against which they can be used. Accordingly, in the absence of certainty of sufficient future taxable income, net deferred tax asset has not been recognised. 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 benefits will be realised; such reductions are reversed when the probability of future taxable profits improves

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantially enacted at the reporting date.

Deferred Tax Assets and Liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and Deferred Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Any tax credit including MAT credit available is recognised as Deferred Tax to the extent that it is probable that future taxable profit will be available against which the unused tax credits can be utilised. The said asset is created by way of credit to the Statement of Profit and Loss and shown under the head deferred tax asset

The carrying amount of Deferred Tax Assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the Deferred Tax Asset to be utilised. Unrecognised Deferred Tax Assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.



Notes forming part of the Consolidated Financial Statements

Deferred tax assets and liabilities are offset only if, the Company :

- i) has legally enforceable right to set off the recognised amounts; and
- ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

2.13 PROVISIONS AND CONTINGENT LIABILITIES

a) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

b) Contingent Liability

Contingent liabilities are not provided for and if material, are disclosed by way of notes to accounts. Contingent Liability is disclosed in the case of:

- i. A present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- ii. A present obligation arising from the past events, when no reliable estimate is possible;
- iii. A possible obligation arising from the past events, unless the probability of outflow of resources is remote.

Contingent assets are not recognized in financial statements as this may result in the recognition of income that may never be realised. However, Contingent assets (if any) are disclosed in the notes to the financial statements

2.14 EARNING PER SHARE

Basic Earnings Per Share

Basic Earnings Per Share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting preference dividends, if any, and any attributable distribution tax thereto for the period.

2.15 CASH AND CASH EQUIVALENTS

Cash and Cash Equivalents comprise cash and deposits with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known cash to be cash equivalents.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.16 STATEMENT OF CASH FLOWS

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing Cash Flows. The cash flows from operating, investing and financing activities of the Company are segregated.



Notes forming part of the Consolidated Financial Statements

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments net of bank overdrafts which are repayable on demand as these form an integral part of the Company's cash management.

2.17 DIVIDEND

The Company recognises a liability for dividends to equity holders of the Company when the dividend is authorised and the dividend is no longer at the discretion of the Company. As per the corporate laws in India, a dividend is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.18 ROUNDING OFF

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs, unless otherwise stated.

2.19 EVENTS OCCURRING AFTER THE REPORTING DATE

Adjusting events (that provides evidence of condition that existed at the balance sheet date) occurring after the balance sheet date are recognized in the financial statements. Material non adjusting events (that are inductive of conditions that arose subsequent to the balance sheet date) occurring after the balance sheet date that represents material change and commitment affecting the financial position are disclosed in the Directors' Report.

2.20 EXCEPTIONAL ITEMS

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

2.21 OPERATING CYCLE

All assets and liabilities have been classified as current or non-current as per each Company's normal operating cycle and other criteria set out in the Schedule III to the Act

2.22 SEGMENT REPORTING

The company has single business segment viz. Manufacturing & Trading of Stainless Steel & Allied Products, therefore in the context of Ind AS 108 disclosure of segment is not applicable.

2.23 LEASES

At the inception it is assessed, whether a contract is a lease or contains a lease. A contract is a lease or contains a lease if it conveys the right to control the use of an identified asset, for a period of time, in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, company assesses whether the contract involves the use of an identified asset. Use may be specified explicitly or implicitly.

- Use should be physically distinct or represent substantially all of the capacity of a physically distinct asset.
- If the supplier has a substantive substitution right, then the asset is not identified.
- Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use
- Company has the right to direct the use of the asset.
- In cases where the usage of the asset is predetermined the right to direct the use of the asset is determined when the company has the right to use the asset or the company designed the asset in a way that predetermines how and for what purpose it will be used.
- At the commencement or modification of a contract, that contains a lease component, company allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices. For leases of property, it is elected not to separate nonlease components and account for the lease and non-lease components as a single lease component.

a) Company as a Lessee

Company recognizes a right-of-use asset and a lease liability at the lease commencement date.



Notes forming part of the Consolidated Financial Statements

Right-of-use asset (ROU):

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

Right-of-use asset is depreciated using straightline method from the commencement date to the end of the lease term. If the lease transfers the ownership of the underlying asset to the company at the end of the lease term or the cost of the right-of-use asset reflects company will exercise the purchase option, ROU will be depreciated over the useful life of the underlying asset, which is determined based on the same basis as property, plant and equipment.

Lease liability:

Lease liability is initially measured at the present value of lease payments that are not paid at the commencement date. Discounting is done using the implicit interest rate in the lease, if that rate cannot be readily determined, then using company's incremental borrowing rate. Incremental borrowing rate is determined based on entity's borrowing rate adjusted for terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprises of fixed payments (including in substance fixed payments), variable lease payments that depends on an index or a rate, initially measured using the index or rate at the commencement date, amount expected to be payable under a residual value guarantee, the exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

Lease liability is measured at amortised cost using the effective interest method. Lease liability is re-measured when there is a change in the lease term, a change in its assessment of whether it will exercise a purchase, extension or termination option or a revised in-substance fixed lease payment, a change in the amounts expected to be payable under a residual value guarantee and a change in future lease payments arising from change in an index or rate.

When the lease liability is re-measured corresponding adjustment is made to the carrying amount of the rightof- use asset. If the carrying amount of the right-of-use asset has been reduced to zero it will be recorded in statement of profit and loss.

Company has elected not to recognise right-of-use assets and lease liabilities for short term leases. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

b) Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Leases are classified as Finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.24 STANDARDS ISSUED BUT NOT YET EFFECTIVE

Ministry of Corporate affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020



Notes forming part of the Consolidated Financial Statements

NOTE 4 : FINANCIAL ASSETS - INVESTMENTS (NON - CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	Amt Rs.	No. of Shares	Amt Rs.
Investment in Equity Instruments				
Others (Unquoted At Cost)				
Sai Wradha Power Ltd.	21,22,764	212.28	21,22,764	212.28
DNSB.	5,330	0.53	5,330	0.53
TOTAL		212.81		212.81
Aggregate Amount of Quoted Investment & Market Value thereof		-		-
Aggregate amount of Unquoted Investments		212.81		212.81
Aggregate amount of impairment in value of Investments		-		-

NOTE 5: FINANCIAL ASSETS - OTHERS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Insurance Claim Receivable	1,120.27	1,120.27
TOTAL	1,120.27	1,120.27

The company had filed insurance claim for Rs.77.24 cr for incidence in 2008. The surveyor assessed the claim at Rs.43.78 cr.

The company has received 24.97 cr. from Insurance Company. The company has filed petition in NCDRC for the balance claim of Rs. 18.81 cr and applicable interest from 2008 onwards. As a matter of abundant caution the company has provided for 60% of balance principal as assessed by the surveyor. Appropriate effect would be provided in the books upon final resolution of the claim by NCDRC.

NOTE 6: NON - CURRENT TAX ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
TDS Receivable	323.94	226.53
	323.94	226.53

NOTE 7: OTHER NON-CURRENT ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Security Deposits	342.09	342.09
Others		
Preliminary Expenses	1.07	1.07
Balances with Govt. Authorities under litigation	332.19	317.68
Inventory**		
Raw materials (including Consumables/Stores/Tools)	3,400.65	1,871.54
Work-in-progress	14,704.83	8,339.70
Finished goods	31.38	31.38
Stock in Trade	754.57	754.57
Stores and Spares	415.65	386.29
Advance to Suppliers / Expenses	565.88	504.96
Export Incentive Receivable	1.75	1.75
TOTAL	20,550.05	12,551.02

** Non and slow moving inventory as per the management policy at cost.



Notes forming part of the Consolidated Financial Statements

NOTE 8: INVENTORIES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
At Lower of Cost or Net Realisable Value		
Raw Materials	1,786.74	2,550.89
Raw Materials - Goods in Transit	84.12	12.65
Work in Process	3,304.88	9,737.84
Finished Goods	927.10	1,961.02
Stock in Trade (Trading)	49.72	54.24
Stores and Spares	394.39	782.15
TOTAL	6,546.95	15,098.79

NOTE 9: FINANCIAL ASSETS - TRADE RECEIVABLES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables		
Unsecured - Considered Good	3,554.44	3,799.84
Unsecured Considered for Doubtful	1,678.83	1,226.24
	5,233.27	5,026.08
Less :- Allowance for unsecured doubtful debts	-1,678.83	-1,226.24
TOTAL	3,554.44	3,799.84

Notes :-

- The Company has called for balance confirmation of Trade Receivables on random basis. Out of which the Company has received response from some of the parties, which are subject to reconciliation with Company's account. The other balances of Trade Receivables are subject to confirmation
- Refer Note No.40 for Related party balances.
- Refer Note No.37 for information about impairment, credit risk and market risk of trade receivables.
- There are no outstanding dues from directors or other officers of the Company.

NOTE 10: FINANCIAL ASSETS - CASH & CASH EQUIVALENTS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with Banks in Current Accounts	22.00	28.15
Cash on Hand	25.50	39.49
TOTAL	47.50	67.65

NOTE 11: FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed Deposits due to mature within 12 months of reporting date*	29.02	34.92
Margin Money for Letter of Credit	106.78	132.51
TOTAL	135.80	167.42

Notes : Fixed Deposit of Rs. 29.02 lakhs as at 31st March 2020 (Previous Year as at 31st March 2019 Rs. 29.02 lakhs have been earmarked by bank against guarantee issued for MPCB.

NOTE 12: FINANCIAL ASSETS - LOANS (CURRENT ASSETS)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good		
Deposit	47.97	41.93
Loans to Employees	104.02	190.87
TOTAL	151.98	232.81



Notes forming part of the Consolidated Financial Statements

NOTE 13: FINANCIAL ASSETS - OTHERS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Interest Receivable	23.52	76.23
Security Deposits	250.26	197.58
Claims Receivable from Suppliers	-	99.67
Insurance Claim Receivable	527.23	100.18
TOTAL	801.00	473.66

**The company had filed insurance claim for Rs.527.04 lacs for fire during the year. The company has received Rs.100.00 lacs from Insurance Company. The loss due to fire, if any, shall be accounted, only after consideration and finalisation of our claim by the Insurance company.

NOTE 14: OTHER CURRENT ASSETS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Advances	87.04	106.32
Advances other than capital advances		
Advance to Employees	21.72	26.10
Advance to Suppliers / Expenses	156.74	205.08
Others		
Prepaid expenses	24.14	47.05
Balances with Excisem, VAT and GST Authorities	7.89	102.01
FMS / FPS / MEIS Licence	0.07	0.07
Job Work Charges Accrued on FG	12.70	11.94
TDS Receivable from NBFC	1.18	0.88
TOTAL	311.47	499.45

NOTE 15: EQUITY SHARE CAPITAL

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised		
Equity shares of Re 1/- each with voting rights	4,200.00	4,200.00
TOTAL AUTHORIZED SHARE CAPITAL	4,200.00	4,200.00
Issued, Subscribed & Paid Up		
Equity shares of Re 1/- each with voting rights	3,980.81	3,980.81
TOTAL ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL	3,980.81	3,980.81

a) Reconciliation of the number of shares outstanding :

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	Amount (Lakhs)	No. of Shares	Amount (Lakhs)
Shares at the beginning	39,80,80,925	3,980.81	39,80,80,925	3,980.81
Add: Shares Issued	-	-	-	-
Less: Shares Forfeited / buyback	-	-	-	-
Shares at the end	39,80,80,925	3,980.81	39,80,80,925	3,980.81

b) Rights, Preferences and restrictions attached to shares

The company has one class of equity shares having a par value Re 1/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding



Notes forming part of the Consolidated Financial Statements

c) Details of Shareholders holding more than 5% equity shares

Name of the Shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	%	No. of Shares	%
Equity shares with voting rights :-				
Indiasteel International P.Ltd.	4,56,34,150	11.46%	4,56,34,150	11.46%
TB Investments Ltd.	2,70,00,000	6.78%	2,70,00,000	6.78%
Metal Industrial Pte Ltd (Formerly known as "UD Industrial Holding Pte Ltd.")	9,04,58,196	22.72%	9,04,58,196	22.72%
Khamgaon Land Development and Trading Co.Pvt.Ltd.	4,36,50,000	10.97%	4,36,50,000	10.97%
Yeotmal Land Development and Trading Co.Pvt.Ltd.	4,36,50,000	10.97%	4,36,50,000	10.97%
TOTAL	25,03,92,346	62.90%	25,03,92,346	62.90%

NOTE 16: FINANCIAL LIABILITIES (LONG TERM BORROWINGS)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
SECURED :		
Term Loans		
Financial Institutions	24.96	52.61
Banks	-	-
	24.96	52.61
UNSECURED :		
Loans from Others	-	450.76
Loans from Related Party	1,943.49	-
Preference Shares (Refer Note B(2))	4,863.94	4,615.50
	6,807.43	5,066.27
TOTAL	6,832.39	5,118.87

Notes :-

A Term Loans :

- Loans from Kotak Mahindra Prime Ltd. @9.75% p.a. interest are secured against hypothecation of motor vehicles. These loans are repayable in 48 equated monthly months installment of Rs.0.24 lakhs.
- Loans from Yes Bank @8.50% p.a. interest are secured against hypothecation of motor vehicles. These loans are repayable in 36 equated monthly months installment of Rs.0.41 lakhs.
- Loans from Sundaram Finance Ltd. @7.10% p.a. interest are secured against hypothecation of komatsu hydraulic excavator machine. These loans are repayable in 36 equated monthly months installment of Rs.0.82 lakhs.
- The Reserve Bank of India vide its Circular No DOR.No.BP.BC. 47/21.04.048/2019-20 dated March 27, 2020 provided moratorium to the borrowers in payment of principal and interest in respect of all term loan and working capital facilities during the period from March 1, 2020 upto May 31, 2020 ("deferment"). Subsequently, The Reserve Bank of India vide its Circular No DOR.No.BP. BC.71/21.04.048/2019-20 dated May 23, 2020, extended the moratorium for another period of 3 months i.e., from June 1, 2020 to August 31, 2020.

Amid lockdown the Company has also been impacted from pandemic and accordingly availed the benefit of the moratorium in terms of aforesaid RBI circulars. Accordingly, the repayment schedule and all subsequent due dates, as also the tenor for term loans, has been shifted across the board by six months.

B Unsecured :

- Loan from related parties interest are @ 12.00% p.a. and terms of repayment not predetermined.
- Company is unable to redeem the preference shares on the maturity date due to non-availability of free reserves as required by section 55 of Companies Act, 2013. Management is in negotiation with the preference shareholders for restructuring the financial liability of redemption of preference shares and accordingly it is considered as non-current liability



Notes forming part of the Consolidated Financial Statements

C Preference Shares :

a) Details of Preference Shares

Particulars	No of Shares	Amount (Lakhs)	No of Shares	Amount (Lakhs)
(a) Authorised Preference shares of Re 10/- each without voting rights	6,45,00,000	6,450.00	6,45,00,000	6,450.00
(b) Issued, Subscribed and fully paid up				
14% Cumulative Redeemable Preference shares of Re 10/- each without voting rights	20,00,000	200.00	20,00,000	200.00
0.01% Cumulative Redeemable Preference shares of Rs.10/- each without voting rights	5,36,71,310	3,862.46	5,36,71,310	3,625.04
0.01% Cumulative Redeemable Preference shares (Option Series) of Re 10/- each without voting rights	85,14,574	801.48	85,14,574	790.46
TOTAL	6,41,85,884	4,863.94	6,41,85,884	4,615.50

b) Terms of Issue of Preference Shares

- 4% Cumulative Redeemable Shares are redeemable in the year 2018.
- 0.01% Cumulative Redeemable Shares are redeemable 25% in the year 2017, 25% in the year 2018, & 50% in the year 2019.
- 0.01% Cumulative Redeemable Shares (Option Series) are redeemable 25% in the year 2017, 25% in the year 2018, & 50% in the year 2019.
- The company is in the negotiations with the preference shareholders for revised terms of redemption.
- Subject to the approval of shareholders at the Annual General Meeting, board of directors have recommended dividend of 0.01%.

c) Details of preference shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2020		As at 31 March, 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Preference shares without voting rights				
IDBI Ltd.	3,75,47,800	58.50%	3,75,47,800	58.50%
Punjab & Sind Bank	1,21,38,000	18.91%	1,21,38,000	18.91%
Oriental Bank of Commerce	56,98,413	8.88%	56,98,413	8.88%
TOTAL	5,53,84,213	86.29%	5,53,84,213	86.29%

NOTE 17: FINANCIAL LIABILITIES - OTHERS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Others		
Long term creditors**	19,473.35	10,070.80
Interest accrued but not due on borrowings	630.05	759.38
TOTAL	20,103.40	10,830.18

****Effect of settlement deed/ addendum to the settlement deed with a creditor resulting into reduction of liability is accounted for on proportionate basis and the same is considered as other income to the extent of Rs. 9.23 Crores upto 31st March 2020. Considering the current Global Pandemic situation, negotiations are going on with the said creditor for a longer repayment schedule starting after 12 months hence the liability has been reclassified as "other non current financial liability" as per the Management Policy.**



Notes forming part of the Consolidated Financial Statements

NOTE 18: PROVISIONS (NON-CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits		
Gratuity	116.61	102.81
Compensated absences	31.47	32.34
TOTAL	148.08	135.16

NOTE 19: FINANCIAL LIABILITIES - SHORT TERM BORROWINGS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
SECURED :		
Loans repayable on demand		
From banks (Refer Note below)	2,364.39	2,628.70
	2,364.39	2,628.70
UNSECURED :		
Preference Shares	1,554.65	1,554.65
	1,554.65	1,554.65
TOTAL	3,919.04	4,183.35

Notes: Kotak Mahindra Bank Ltd & DNS Bank Ltd. has sanctioned Cash Credit/WCDL facilities against the security by way of first pari passu charge on the fixed assets of the company, hypothecation of stock and book debts of the company and personal guarantees of some of the promoter directors of the Company.

NOTE 20: FINANCIAL LIABILITIES - TRADE PAYABLES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Due to Micro, Small and Medium Enterprises	-	-
Due to Others (Refer Notes Below)	9,882.52	21,102.79
TOTAL	9,882.52	21,102.79

Notes :-

- Based on the information in possession with the Company, no supplier has been identified as being covered under Micro, Small and Medium Enterprise Development Act, 2006 ("the Act"). Accordingly, no amount of dues outstanding as at 31st March 2020 have been identified as relating to Micro and Small Enterprises referred to in the said Act.
- The Company has called for balance confirmation of Trade Payables on random basis. Out of which the Company has received response from some of the parties, which are subject to reconciliation. The other balances of Trade Payables are also subject to confirmation.
- Trade Payables includes amount due to Related Parties Rs. 7,129.19 lakhs as at 31st March 2020 (Previous Year as at 31st March 2019 Rs.4,868.58 lakhs)

NOTE 21: FINANCIAL LIABILITIES - OTHERS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Interest accrued**	55.38	-
Others		
Capital Creditors	205.25	201.80
Employee Benefits payables	378.70	121.30
TOTAL	639.33	323.10

**Payable to Related Parties.



Notes forming part of the Consolidated Financial Statements

NOTE 22: OTHER CURRENT LIABILITIES

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advance from Customer	53.92	72.50
Cheque Issued but not cleared	114.84	-
Statutory Liabilities	150.45	25.16
TOTAL	319.22	97.66

NOTE 23: PROVISIONS (CURRENT)

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits		
Bonus	37.17	29.24
Compensated absences	18.11	17.07
Gratuity	44.76	37.56
	100.04	83.86
Others Provision		
Others	270.26	123.49
	270.26	123.49
TOTAL	370.30	207.35

NOTE 24: REVENUE FROM OPERATIONS

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Sale of Products	8,281.19	48,181.05
Sale of Services	5,648.49	4,943.47
Other Operating Income	24.08	54.89
TOTAL	13,953.76	53,179.42

Ind AS 115 Revenue from Contracts with Customers :-

The Company recognises revenue when control over the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has assessed that impact of COVID 19 on its revenue stream due to disruption in supply chain, drop in demand, termination or deferment of contracts by customers etc. and have recognised revenue only when the control over the goods or services is transferred to the customer.

The Company sales to customers was affected in the last week of March 2020 as measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses in India, resulting in an economic slowdown.

Assets and Liabilities related to contract with customers :-

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Contract Assets - Trade Receivable	3,554.44	3,799.84
Contract Liabilities - Advance from Customers	53.92	72.50

NOTE 25: OTHER INCOME

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Finance Income	46.30	78.38
Dividend Income	0.06	3.87
Gain on Sale of Investment / Assets	-	24.34
Unclaimed liabilities written back	3,663.92	2,471.04
TOTAL	3,710.29	2,577.64



Notes forming part of the Consolidated Financial Statements

NOTE 26: COST OF MATERIALS CONSUMED

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Raw Material Stores / Spares / Material Consumed	6,225.50	40,592.89
Less:- Insurance Claim	-405.84	-
TOTAL	5,819.67	40,592.89

NOTE 27: PURCHASE OF TRADED GOODS

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Purchase of Traded Goods	2,957.30	4,540.48
TOTAL	2,957.30	4,540.48

NOTE 28: CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK IN TRADE

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Opening Stocks :		
Finished Goods	1,992.40	2,946.48
Work in Progress	18,077.54	15,397.58
Stock In Trade	808.81	754.57
Less : Closing Stocks :		
Finished Goods	958.47	1,992.40
Work in Progress	18,009.71	18,077.54
Stock In Trade	804.29	808.81
NET CHANGE IN INVENTORIES	1,106.27	-1,780.12

NOTE 29: EMPLOYEE BENEFIT EXPENSES

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Salaries, Wages and Bonus	1,319.81	1,609.56
Directors Remuneration	91.39	235.71
Contribution to Provident and Other Funds	35.65	54.49
Gratuity Expenses	21.10	21.47
Leave Encashment Expenses	41.64	18.40
Staff Welfare Expenses	102.74	92.22
Less:- Insurance Claim	-16.72	-
TOTAL	1,595.61	2,031.84

NOTE 30: FINANCE COST

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Interest Expense		
On Borrowings	832.02	971.11
Others (Including Interest on delay / deferred payment	83.39	13.86
Dividend on redeemable preference shares	1.58	198.67
Bank and other finance charges	103.18	146.59
TOTAL	1,020.17	1,330.22



Notes forming part of the Consolidated Financial Statements

NOTE 31: OTHER EXPENSES

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Power, Fuel and Utilities	3,658.98	5,808.36
Processing Charges	561.40	793.81
Hire Charges	1.32	10.26
Water	9.77	12.83
Repairs to Building	30.84	21.88
Repairs to Plant and Machinery	40.57	38.56
Other Repairs	4.67	7.65
Packing Materials	27.86	53.96
Commission & Brokerage	9.23	17.94
Exhibition Expenses	21.77	83.99
Sales Promotion	4.91	18.85
Other Selling Expenses	0.58	0.12
Outward Freight Charges	20.10	280.96
Bad Debts Written off net of provisions	452.59	42.27
Impairment of other financial asset	55.90	
Travelling and Conveyance	116.02	166.79
Communication Expenses	10.07	17.39
Insurance	48.09	46.83
Rates and Taxes	184.21	191.61
Legal and Professional Fees	141.18	166.87
Printing & Stationery	6.05	15.59
Service Charges	2.93	6.01
Directors Sitting Fees	1.69	1.44
Motor Vehicle Expenses	48.63	70.32
Loss on Sale of Fixed Assets	6.05	-
CSR Expenses	0.16	6.83
Payment to Auditors		
- Audit Fees	8.30	8.30
- Tax Audit Fees	-	-
- Other Services	-	-
Foreign Exchange Fluctuation (Net)	610.65	349.33
Miscellaneous Expenses	149.16	254.44
Less:- Insurance Claim	-104.49	-
TOTAL	6,129.16	8,493.18

NOTE 32: CONTINGENT LIABILITIES AND COMMITMENTS AND ASSETS

A. CONTINGENT LIABILITIES

Claims against the company not acknowledged as debts

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Claims against the company/disputed liabilities but not acknowledged as debts	2,644.07	2,315.92
Excise/Customs Matters decided in the companies favour in earlier years, in respect of which show cause notices have been received & contested	1,038.31	1,038.31
Sales Tax matters - Disputed	160.11	160.11
Property Tax Disputed	402.19	302.90
Bank Guarantee	1.40	1.40
Letter of Credit	976.43	964.41
Settlement of Suppliers	923.00	-
Material Claim	217.48	217.48



Notes forming part of the Consolidated Financial Statements

Notes :-

- (i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/authorities
- (ii) The Company does not expect any reimbursements in respect of the above contingent liabilities
- (iii) Most of the issues of litigation pertaining to Central Excise/Sales Tax/Customs are based on interpretation of the respective Law & Rules thereunder. Management has been opined by its counsel that many of the issues raised by revenue will not be sustainable in law as they are covered by judgments of respective judicial authorities which supports its contention.

B. COMMITMENTS

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital account & not provided for**	5.00	-
Net Capital Commitments	5.00	-

** As certified by Management.

NOTE 33: CORPORATE SOCIAL RESPONSIBILITY

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Amount required to be spent as per Section 135 of the Companies Act, 2013	-	6.83
Amount spent during the year on:		
Construction / Acquisition of any Asset		
On purposes other than (1) above	0.16	6.83
Total Paid	0.16	6.83
Gross Total	0.16	6.83

NOTE 34: EXCEPTIONAL ITEMS

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Insurance Claim written off	-	-
	-	-

NOTE 35: EARNINGS PER SHARE

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Profit for the year as per Statement of Profit & Loss	(1,969.25)	(539.30)
Weighted Average No. of Equity Shares for of Face Value ₹ 10 each	39,80,80,925	39,80,80,925
Earnings Per Share - Basic	(0.49)	(0.14)



Notes forming part of the Consolidated Financial Statements

NOTE 36: CAPITAL MANAGEMENT

The Company's objective for Capital Management is to maximise shareholder value, safeguard business continuity, and support the growth of the Company. Capital includes, Equity Capital, Securities Premium and other reserves and surplus attributable to the equity shareholders of the Company. The Company determines the capital requirement based on annual operating plans and long term and strategic investment and capital expenditure plans. The funding requirements are met through a mix of equity, operating cash flows generated and debt. The operating management, supervised by the Board of Directors of the Company regularly monitors its key gearing ratios and other financials parameters and takes corrective actions wherever necessary. The relevant quantitative information on the aforesaid parameters are disclosed in these financial statements.

(Rs. in lakhs)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Total interest bearing financial liabilities	8,807.94	8,851.46
Less : Cash and Cash Equivalents	47.50	67.65
Adjusted Net Debt	8,760.45	8,783.81
Total Equity	15,450.15	17,409.28
Adjusted Equity	15,450.15	17,409.28
Adjusted Net Debt to adjusted Equity Ratio	0.57	0.50

NOTE 37: FINANCIAL RISK MANAGEMENT AND POLICIES

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the managing board. The details of different types of risk and management policy to address these risks are listed below:

(a) Market Risk:-

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs

(a) (i) Market Risk - Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates primarily to the Company's borrowings, both short term and long term obligations with floating interest rates.

The company is also exposed to interest rate risk on its financial assets that include fixed deposits (which are part of cash and cash equivalents) since all these are generally for short durations, there is no significant interest rate risks pertaining to these deposits

Exposure to interest rate risk

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed-rate instruments		
Financial Liabilities - Borrowings	6,832.39	5,118.87
	6,832.39	5,118.87
Total	6,832.39	5,118.87

Sensitivity analysis to interest rate risk

The company doesn't account for any fixed rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.



Notes forming part of the Consolidated Financial Statements

(a) (ii) Market Risk - Price Risk

The Company has no surplus for investment in debt mutual funds, deposits etc. The Company does make deposit with the banks to provide security against guarantee issued by bank to company's trade payables. Deposit is made in fixed rate instrument. In view of this it is not susceptible to market price risk, arising from changes in interest rates or market yields which may impact the return and value of the investments.

(a) (iii) Market Risk - Currency Risk

The fluctuation in foreign currency exchange rates may have a potential impact on the statement of profit and loss and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Company. The company is exposed to currency risk on account of its trade payables in foreign currency. The functional currency of the company is Indian Rupees. The Company follows a natural hedge driven currency risk mitigation policy to the extent possible

Exposure to Currency risk

The summary quantitative data about the Company's exposure to currency risk are reported to management of the company are as follows:

Foreign Currency in lakhs

Particulars	Foreign Currency	As at March 31, 2020	As at March 31, 2019
Financial Assets			
Trade and other receivables	USD	47.86	47.96
Financial Liabilities			
Trade and other payables	USD	160.43	180.95
	EURO	27.20	27.44

Sensitivity analysis to currency risk

Foreign Currency	As at March 31, 2020		As at March 31, 2019	
	3% increase	3% Decrease	3% increase	3% Decrease
USD	-254.53	254.53	-275.97	275.97
EURO	-67.80	67.80	-63.97	63.97
Total	-322.32	-355.43	-339.95	339.95

(b) Credit Risk

Credit Risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. The carrying amount of Financial Assets represents the maximum credit exposure

Trade Receivables

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, industry information, business intelligence and in some cases bank references.

Trade Receivables of the Company are typically unsecured, except to the extent of the security deposits received from the customers or financial guarantees provided by the market organizers in the business. Credit Risk is managed through credit approvals and periodic monitoring of the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company performs ongoing credit evaluations of its customers' financial condition and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business. The Company has no concentration of Credit Risk as the customer base is geographically distributed in India.



Notes forming part of the Consolidated Financial Statements

Expected credit loss for trade receivable:

The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. On account of adoption of Ind AS 109, the Company uses lifetime Expected Credit Loss (ECL) model for assessing the impairment loss. For this purpose, the Company uses a provision matrix to compute the expected credit loss amount for trade receivables. Loss rates are based on actual credit loss experience and past trends. The provision matrix takes into account external and internal credit risk factors and historical experience / current facts available in relation to defaults and delays in collection thereof

The movement of the expected loss provision (allowance for bad and doubtful loans and receivables etc.) made by the company are as under:

Particulars	(Rs. in lakhs)	
	As at March 31, 2020	As at March 31, 2019
Opening balance of expected loss provision	1,226.24	1,183.97
Add : Provisions made (net)	452.59	42.27
Less : Utilisation for impariment / de-recognition	-	-
Closing balance	1,678.83	1,226.24

Other Financial Assets

The company maintains its Cash and Cash equivalents and Bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis.

Expected credit loss on financial assets other than trade receivable:

With regards to all financial assets with contractual cash flows other than trade receivable, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from whom these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for expected credit loss has been provided on such financial assets. Break up of financial assets other than trade receivables have been disclosed on balance sheet

The Company's maximum exposure to credit risk as at 31st March, 2020 and 31st March, 2020 is the carrying value of each class of financial assets.

(c) Liquidity Risk

Liquidity Risk is the risk that the Company will face in meeting its obligation associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach in managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Any short term surplus cash generated, over and above the amount required for working capital and other operational requirements is retained as Cash and Cash Equivalents (to the extent required).

Exposure to Liquidity Risk

The following table shows the maturity analysis of the Company's Financial Liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet Date.

Particulars	As at March 31, 2020		As at March 31, 2019	
	Less than 12 months	More than 12 months	Less than 12 months	More than 12 months
Long Term Borrowings	-	8,387.04	-	6,673.52
Interest accrued but not due on borrowings	630.05	-	759.38	-
Working Capital Loans from Banks	2,364.39	-	2,628.70	-
Trade Payables	9,882.52	-	21,102.79	-
Other Financial Liabilities	639.33	19,473.35	323.10	10,070.80
	13,516.29	27,860.39	24,813.97	16,744.32
	-	-	-	-



Notes forming part of the Consolidated Financial Statements

(d) Collateral

The Company has pledged its Non-Current as well as Current Assets to a consortium of lenders as collateral towards borrowings by the Company. Refer Note No. 16 and Refer Note No. 19 for the detailed terms and conditions of the collaterals pledged.

NOTE 38: FINANCIAL INSTRUMENTS - CLASSIFICATION AND FAIR VALUE MEASUREMENT

(a) Classification of Financial Assets and Liabilities

The carrying value of financial instruments by categories as at March 31, 2020 is as follows:

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Financial Assets		
<u>At amortised Cost</u>		
Investments	212.81	212.81
Loans	151.98	232.81
Trade Receivables	3,554.44	3,799.84
Cash & Cash Equivalents	47.50	67.65
Other Bank Balances	135.80	167.42
Other Financial Assets	1,921.27	1,593.93
Total Financial Assets	6,023.79	6,074.45
Financial Liabilities		
<u>At amortised Cost</u>		
Borrowings	10,751.43	9,302.22
Trade Payable	9,882.52	21,102.79
Other Financial Liabilities	20,742.73	11,153.28
Total	41,376.68	41,558.29

Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) Fair Value Hierarchy

Costs of certain unquoted equity instruments has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

For Assets and Liabilities which are measured at Fair Values as at the Balance Sheet date, the classification of fair value calculations by category is summarized below:

(Rs. in lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Financial Assets		
<u>Level 2</u>		
Loans	57.08	54.38
Total	57.08	54.38
Financial Liability		
<u>Level 2</u>		
Borrowings	6,418.59	6,420.91
Other Financial Liability	630.05	759.38
Total	7,048.64	7,180.30



Notes forming part of the Consolidated Financial Statements

Measurement of Fair Values:

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

- The fair values of loans taken from banks and other parties, and preference shares is estimated by discounting cash flows using rates currently available for debt/instruments with similar terms, credit risks and remaining maturities. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value
- The fair values of loans given to employees and other parties, and security deposit given is estimated by discounting cash flows using rates currently available for instruments with similar terms, credit risks and remaining maturities. Management regularly assesses a range of reasonably possible alternatives for those significant observable inputs and determines their impact on the total fair value

Financial Instruments measured at fair value

Type	Valuation Technique
Loans & Security Deposits given	Discounted Cash Flows :The valuation model considers the present value of expected receipt /payment discounted using appropriate discounting rates
Preference Shares	
Loans from others	

NOTE 39: EMPLOYEE BENEFITS

Retirement Benefits

As per Ind AS 19 the Company has recognized "Employees Benefits" ,in the financial statements in respect of Employee Benefits Schemes as per Actuarial Valuation as on 31st March 2020

(A) Details of defined benefit obligation and plan assets

(a) Retiring Gratuity

I Components of Employer Expenses (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Current Service Cost	12.15	15.37
Interest Cost	8.95	6.10
Actuarial (Gain)/Loss	21.75	41.92
Total Expenses/(Gain) recognized in the Profit & Loss Account	42.84	63.39

II Net Asset/ (Liability) recognized in Balance Sheet (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Present value of Funded Obligation	161.38	140.37
Fair Value of Plan Assets	-	-
Assets/(Liability) recognized in the Balance Sheet	-161.38	-140.37

III Change in Defined Benefit Obligations (DBO) (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	140.37	92.50
Current Service Cost	12.15	15.37
Interest Cost	8.95	6.10
Actuarial (Gain)/Loss	21.75	41.92
Benefit Paid	-21.84	-15.51
Closing Balance of Present Value of Obligation	161.38	140.37



Notes forming part of the Consolidated Financial Statements

IV Changes in the Fair Value of Plan Assets (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Opening Balance of Present Value of Obligation	-	-
Expected Return on Plan Assets	-	-
Actuarial Gain/(Loss)	-	-
Contribution by Employer	21.84	15.51
Benefit Paid	-21.84	-15.51
Fair Value of Plan Assets as at 31st March	-	-

V Actuarial Assumption (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Discount Rate (Per Annum)	6.22%	6.91%
Expected Rate of Return on Assets Per Annum	6.00%	6.00%
Attrition Rate	Upto Age 45: 15%	Upto Age 45: 15%
	46 to 50: 10%	46 to 50: 10%
	51 and above: 5%	51 and above: 5%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

VI Major Categories of plan assets as a percentage of total plan assets

Not applicable since the company has Nil Plan assets

VII Movement in net liability recognized in Balance Sheet (Rs. in lakhs)

Particulars	Gratuity	
	31st March 2020	31st March 2019
Net Opening Liability	140.37	92.50
Employer expenses as above	21.10	21.47
Contribution paid	-21.84	-15.51
Other Comprehensive Income (OCI)	21.75	41.92
Closing Net Liability	161.38	140.37

VIII Gratuity - Sensitivity Analysis (Rs. in lakhs)

Particulars	31st March 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Salary Growth Rate (1% movement)	168.37	154.92	146.43	134.79
Discount Rate (1% movement)	154.66	168.78	134.58	146.76

(b) Compensated Absences

I Components of Employer Expenses (Rs. in lakhs)

Particulars	Compensated Absence (PL)	
	31st March 2020	31st March 2019
Current Service Cost	31.78	14.51
Interest Cost	3.31	2.13
Actuarial (Gain)/Loss	-31.87	10.77
Total Expenses/(Gain) recognized in the Profit & Loss Account	3.22	27.41

**Notes forming part of the Consolidated Financial Statements****VIII Compensated Absence (PL) - Sensitivity Analysis****(Rs. in lakhs)**

Particulars	31st March 2020		31st March 2019	
	Increase	Decrease	Increase	Decrease
Salary Growth Rate (1% movement)	51.57	47.74	51.41	47.57
Discount Rate (1% movement)	47.66	51.70	47.49	51.53

(B) Defined Contribution Plans

Amount recognised as expenses on account of "Contribution / Provision to and for Provident and other Funds" of Statement of Profit and Loss - 35.65 Lakhs (Previous year 54.49 Lakhs)

NOTE 40: RELATED PARTY**List of related parties****A Enterprise in which Key Managerial Personnel and their relatives have significant Influence :**

01. Isinox Limited
02. ISL Global PTE Ltd.
03. Inoxware P.Ltd.
04. Indiasteel International P.Ltd.
05. Isiworld Steel (I) P.Ltd.
06. Isicom Traders P.Ltd.
07. Isistar Exports P.Ltd.
08. Isimetal (I) P.Ltd.
09. Isisales India Pvt. Ltd.
10. Emgee Homes P.Ltd.
11. Gupta Housing P.Ltd.
12. Yeotmal Land Development & Trading Co.P.Ltd.
13. India Steel Industries
14. Indiasteel International
15. Leap Brandhub India Pvt. Ltd.
16. Leap Institute Pvt Ltd.
17. Level Enterprises LLP

B Key Managerial Personnel :**Executive Directors :**

01. Mr.Sudhir H Gupta
02. Mr.Varun S.Gupta
03. Mr.Dipak Gaur

Independent Directors :

01. Mr.T R Bajalia
02. Mr.Bimal Desai
03. Mrs.Kavita Joshi
04. Mrs.Riddhi Shah

Company Secretary :

01. Mrs.Dipti Vartak (Resign Dt.04.03.2020)
02. Mr.Dilip Maharana (Effective Dt.31.07.2020)

C Subsidiary :

01. Indinox Steels Private Limited



Notes forming part of the Consolidated Financial Statements

(Rs. in lakhs)

Particulars	Enterprise in which Key Managerial Personnel and their relatives have significant Influence		Key Management Personnel		Total	Total
	31st March 2020	31st March 2019	31st March 2020	31st March 2019	31st March 2020	31st March 2019
PURCHASE						
Purchase of Goods	4,320.27	43,575.06	-	-	4,320.27	43,575.06
Purchase of Plant & Machinery	19.46	106.12	-	-	19.46	106.12
Total	4,339.73	43,681.18	-	-	4,339.73	43,681.18
SALES						
Sale of Goods	8,750.55	27,423.91	-	-	8,750.55	27,423.91
Sale of Plant & Machinery	11.80	-	-	-	11.80	-
Total	8,762.35	27,423.91	-	-	8,762.35	27,423.91
LICENCE FEES						
Licence Fees Paid	169.92	169.92	-	-	169.92	169.92
Rent Paid	5.93	5.81	-	-	5.93	5.81
Total	175.85	175.73	-	-	175.85	175.73
LABOUR CHARGES INCOME						
Labour Charges Received	4,775.19	5,305.51	-	-	4,775.19	5,305.51
Total	4,775.19	5,305.51	-	-	4,775.19	5,305.51
LABOUR CHARGES EXPENSES						
Labour Charges Paid	47.71	224.02	-	-	47.71	224.02
Total	47.71	224.02	-	-	47.71	224.02
Other Income						
Other Income	28.32	-	-	-	28.32	-
Total	28.32	-	-	-	28.32	-
INTEREST EXPENSES						
Interest Expenses	61.53	-	-	-	61.53	-
Total	61.53	-	-	-	61.53	-
REMBURSEMENT OF EXPENSES						
Staff Salary	4.27	4.18	-	-	4.27	4.18
Total	4.27	4.18	-	-	4.27	4.18
REMUNERATION PAYABLE TO KMP						
Mr.Ashwin H. Gupta			5.27	52.88	5.27	52.88
Mr.Sudhir H Gupta			25.84	47.60	25.84	47.60
Mr.Varun S.Gupta			23.20	42.32	23.20	42.32
Mr.Dipak Gaur			37.08	71.40	37.08	71.40
Mrs.Dipti Vartak			11.51	13.84	11.51	13.84
Director Perquisites			-	21.83	-	21.83
Director Sitting Fees			48.63	1.44	48.63	1.44
Total	-	-	151.53	251.32	151.53	251.32



Notes forming part of the Consolidated Financial Statements

Particulars	Enterprise in which Key Managerial Personnel and their relatives have significant Influence		Key Management Personnel		Total	Total
	31st March 2020	31st March 2019	31st March 2020	31st March 2019	31st March 2020	31st March 2019
OUTSTANDING BALANCES						
RECEIVABLES						
ISL Global PTE Ltd.	699.49	651.34	-	-	699.49	651.34
Isisales India Pvt. Ltd.	420.53	420.53	-	-	420.53	420.53
Leapindia Brandhub Services Pvt Ltd	2.99	-				
Total	1,123.01	1,071.87	-	-	1,120.02	1,071.87
PAYABLES						
Inoxware P.Ltd.	3.68	3.68	-	-	3.68	3.68
Isinox Limited	7,125.52	4,864.90	-	-	7,125.52	4,864.90
Total	7,129.20	4,868.58	-	-	7,129.20	4,868.58
DEPOSITS						
India Steel Industries	46.54	40.50	-	-	46.54	40.50
Total	46.54	40.50	-	-	46.54	40.50
LOAN RECEIVED						
Isinox Limited	1,185.49	-	-	-	1,185.49	-
Level Enterprises LLP	758.00	-	-	-	758.00	-
Total	1,943.49	-	-	-	1,943.49	-
INTEREST PAYABLE						
Isinox Limited	25.79	-	-	-	25.79	-
Level Enterprises LLP	29.59	-	-	-	29.59	-
Total	55.38	-	-	-	55.38	-

Notes.

- (a) Related party relationship is identified by the management and relied upon by the auditors.
- (b) Amount in respect of related parties have been made provisions for doubtful debts of Rs.420.53 lakhs.
- 41 Loans given, Investments made and Corporate Guarantees given u/s 186(4) of the Companies Act, 2013 are disclosed under the respective notes.

Party	Purpose of loan utilisation	Loan given during the year	Outstanding loan amount
India Steel Industry Deposit	Business Purpose	-	46.54
Others	Business Purpose	-	1.43
Loans to Employees	Staff Welfare	-	104.02

42 Segment Information :

The company is exclusively in the steel business segment and as such there are no reportable segments as defined by AS-17 on segment reporting, as issued by the Institute of Chartered Accountants of India (ICAI)

- 43 The company is in process of reconciling the data of GSTR 2A with GSTR 3B in the view of management, on final reconciliation the impact will not be material.
- 44 Covid-19 virus has impacted the entire global economy severely, resulting into many restrictions, including free movement of people, thereby hampering businesses and day to day functioning of the Companies. Consequently, in compliance of the orders of the Government, the company's manufacturing plants and corporate office had to be closed down for some time.

The Company continues to monitor any material changes to future economic/ business conditions and its consequential impact on financial results.

**Notes forming part of the Consolidated Financial Statements****45 INFORMATION RELATED TO CONSOLIDATED FINANCIAL**

The company is listed on stock exchange in India, the Company has prepared consolidated financial as required under IND AS 110, Sections 129 of companies Act, 2013 and listing requirements. The consolidated financial statement is available on company's web site for public use.

46 Figures in brackets indicate previous year's figures.

CORPORATE INFORMATION	1
SIGNIFICANT ACCOUNTING POLICIES	2
NOTES FORMING PART OF THE FINANCIAL STATEMENTS	3-46

**As per Our Report of Even Date Attached
For Laxmikant Kabra & Company
Chartered Accountants
Firm Registration No. 117183W**

**CA Laxmikant Kabra
Partner
Membership No.101839**

**Place : MUMBAI
Date : 31st July 2020**

For and on behalf of the Board of Directors

**T. R. Bajalia
Chairman
DIN: 02291892**

**Varun S. Gupta
Chief Financial Officer
DIN: 02938137**

**Sudhirkumar H Gupta
Managing Director
DIN: 00010853**

**Dilip Maharana
Company Secretary
ACS: 23014**



NOTICE

NOTICE is hereby given that the Thirty Third Annual General Meeting of the Members of **India Steel Works Limited (CIN:L29100MH1987PLC043186)** will be held on Thursday, 17th December, 2020 at 2.30 p.m. (IST) through Video Conferencing ('VC') facility or other audio visual means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - (i) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon, and
 - (ii) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 together with the Report of the Auditors thereon.

2. To declare dividend @0.01% amounting on the total paid up preference share capital of the Company for the financial year ended 31st March, 2020.

3. To appoint a Director in place of Mr. Deepak Gaur (DIN: 07636636), who retires by rotation and being eligible, offers himself for re-appointment and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Deepak Gaur (DIN: 07636636), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the said re-appointment of Mr. Deepak Gaur as a Director, shall not in any way constitute a break in his existing office as the Whole-time Director of the Company."

SPECIAL BUSINESS:

4. **Re-appointment of Mr. Tilak Raj Bajalia (DIN: 02291892) as an Independent Director of the Company for a second term of 5(five) consecutive years:**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**.

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Mr. Tilak Raj Bajalia (DIN: 02291892), who has been appointed as an Additional Director (Non-Executive & Independent) of the Company with effect from 13th February, 2020, and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160 of the Companies Act, 2013 signifying intention to propose Mr. Tilak Raj Bajalia (DIN: 02291892), as a candidate for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5(Five) consecutive years up to 12th February, 2025 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the said re-appointment of Mr. Tilak Raj Bajalia (DIN: 02291892), for the second term shall not in any way constitute a break in his existing office as the Chairman & Non-executive independent Director of the Company."

5. **Re-appointment of Mrs. Kavita R. Joshi (DIN: 07138704) as an Independent Director of the Company for a second term of 5(five) consecutive years:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities



and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, Mrs. Kavita R. Joshi (DIN: 07138704), who has been appointed as an Additional Director (Non-Executive & Independent) of the Company with effect from 30th May, 2020, and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160 of the Companies Act, 2013 signifying intention to propose Mrs. Kavita R. Joshi (DIN: 07138704), as a candidate for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5(Five) consecutive years up to 29th May, 2025 and whose office shall not be liable to retire by rotation."

6. Approval of arrangements/transactions with related Parties:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **a Special Resolution**.

"RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any of the Companies Act, 2013 and relevant Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of Regulation 23 of Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors to ratify / approve all existing contracts / arrangements / agreements and to enter into contract (s) / transaction(s) with **"Isinox Limited", "ISL Global Pte Ltd", "UAB ISL Lithuania", "Leap India Brandhub Services Pvt Ltd.", "Isisales India Pvt. Ltd.", "Level Enterprises LLP"** related party within the meaning of the aforesaid law, the value of which either singly or all taken together may exceed ten per cent of the annual consolidated turnover of the Company as per audited financial statements of financial year 2019-20; as detailed herein below and in the Explanatory Statement annexed hereto:

Description of Contract	Total cumulative contract value with Related Party (Rs. In Crore)
Sale, purchase, supply of any goods, including raw materials, finished products, scrap and capital goods, carrying out / availing job-work and hire of facilities, availing / rendering of marketing/ business transfer and other services, leasing of factory / office premises/facilities or any other transactions.	152

RESO LVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or contractual, in relation to the above and be authorized to approve aforesaid transactions and the terms & conditions thereof.

RESO LVED FURTHER THAT the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds and things, to sign, execute all such documents, instruments in writing on an ongoing basis as may be required in its absolute discretion pursuant to the above Resolution."

7. Appointment of the Branch Auditors:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** pursuant to the provisions of section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 (Act), as amended from time to time, the Board be and is hereby authorized to appoint and fix the remuneration of the Branch Auditors of any branch office of the Company, whether existing or which may be opened/acquired hereafter, outside India, in consultation with the Company's Auditors, any person(s) qualified to act as Branch Auditor within the provisions of section 143(8) of the Act and to fix their remuneration."

8. Ratification of Cost Auditors' remuneration:

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

"**RESOLVED THAT** pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Company hereby ratifies the remuneration of Rs. 1,50,000 plus applicable taxes and out-of-pocket expenses incurred in connection with the cost audit, payable to Mr. Vishesh Naresh Patani



(Membership No. 30328), who has been appointed as Cost Auditors by the Board of Directors of the Company to conduct audit of the cost records of the Company for the financial year ending March 31, 2021.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

Regd. Office:
India Steel Works Complex,
Zenith Compound,
Khopoli, Raigad-410203

By Order of the Board of Directors
India Steel Works Limited

Place: Mumbai
Date: 25/09/2020.

Sd/-
Sudhir H. Gupta
Managing Director
DIN:00010853

NOTES:

1. In view of the outbreak of Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the AGM of the Company is being held through VC/OAVM on 17th day, December, 2020 at 2.30 p.m. (IST).

The deemed venue for the 33rd AGM will be the **Regd. Office: India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203.**

2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
4. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the 33rd AGM through VC/OAVM facility. Corporate Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at **csbhumika@yahoo.com** with a copy marked to evotngi@nsdl.co.in.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In terms of the provisions of Section 152 of the Act, Mr. Deepak Gaur (DIN: 07636636), Executive Director, retire by rotation at this Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend the re-appointment. Mr. Deepak Gaur is interested in the Ordinary Resolution set out at Item Nos. 3 of the Notice with regard to his re-appointment. The relatives of Mr. Deepak Gaur may be deemed to be interested in the resolution set out at Item Nos. 3 to the extent of their shareholding interest, if any, in the Company.
7. M/s. Laxmikanth Kabra & Co., Chartered Accountants (Firm Registration No. 117183W), was appointed as Statutory Auditors of the Company for a period of 5 years , to hold office from the conclusion of 31st Annual General Meeting until the conclusion of thirty sixth Annual General Meeting of the Company. Accordingly, M/s. Laxmikanth Kabra & Co., Chartered Accountants will continue as statutory auditors of the Company till conclusion of the 36th AGM.



Pursuant to the notification dated May 7, 2018 issued by Ministry of Corporate Affairs, the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with. Accordingly, no such item has been considered in this notice.

8. Details of Directors retiring by rotation / seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of a Director seeking appointment / re-appointment at this AGM are also annexed.
9. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings by logging into the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.
10. In line with the MCA General Circular dated May 5, 2020, the Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 33rd AGM has been uploaded on the website of the Company at www.indiasteel.in under 'Investor Relations' section and may also be accessed on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The Notice is also available on the website of NSDL at www.evoting.nsdl.com.
11. **Book Closure:** The Register of Members and the Share Transfer Books of the Company will remain closed from **Friday, December 11, 2020 to Thursday, December 17, 2020**, both days inclusive.
12. The preference dividend if declared by the Members at the AGM, will be paid subject to deduction of income tax at source ('TDS'), if any, on or after Tuesday, December 22, 2020.
13. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Transfer Agent, Link In-time India Private Limited ('Registrar' or 'R&TA') for assistance in this regard.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar Link In-time India Private Limited in case the shares are held in physical form, quoting their folio number. Further, Members may note that Securities and Exchange Board of India ('SEBI') has mandated the submission of PAN by every participant in the securities market.
15. As per the provisions of Section 72 of the Companies Act, 2013 the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Registrar Link In-time India Private Limited in case the shares are held in physical form, quoting their folio number.
16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or R&TA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

**18. Process for registering e-mail addresses to receive this Notice electronically and cast votes electronically:****i. Registration of e-mail addresses with R&TA:**

In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.indiasteel.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com.

Shareholders who have not registered their e-mail address and in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may also temporarily provide their email address and mobile number to the Company's Registrar and Share Transfer Agent, Link In-time India Private Limited (Unit India Steel Works Limited) :Telephone: +91 22 49186000, E-mail: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in.

Alternatively, member may send an e-mail request at the said email id under cc to cosec@indiasteel.in. along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

ii. Registration of e-mail address permanently with Company/DP:

Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with R&TA, in respect of physical holding, **by writing to the Company's Registrar and Share Transfer Agent, Link In-time India Private Limited (Unit India Steel Works Limited)**, E-mail: rnt.helpdesk@linkintime.co.in under cc to the Company Secretary & Compliance officer, E-mail: cosec@indiasteel.in. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/ R&TA to enable servicing of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.

iii. Alternatively, Members may also send an e-mail request to evoting@nsdl.co.in along with the following documents for procuring user id and password and registration of e-mail ids for e-Voting on the Resolutions set out in this Notice:

In case shares are held in physical form, please provide Folio Number, Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhaar Card In case shares are held in demat form, please provide DP ID-Client ID (8 digit DP ID + 8 digit Client ID or 16 digit Beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card.

19. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations, as amended and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL.**20. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Thursday, December 10, 2020 may cast their vote by remote e-Voting. The remote e-Voting period commences on Monday, December 14, 2020 at 9.00 a.m. (IST) and ends on Wednesday, December 16, 2020 at 5.00 p.m. (IST).**

The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before/during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as **on the cut-off date of Thursday, December 10, 2020.**

21. Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again.



22. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before as well as during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the **cut-off date i.e. Thursday, December 10, 2020**, may obtain the User ID and password by sending a request at evoting@nsdl.co.in.
23. The Chairman shall, at the AGM, at the end of discussion on the Resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. **The remote e-Voting module during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.**
24. The Scrutinizer will submit his report to the Chairman or to any other person authorised by the Chairman after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), not later than 48 hours from the conclusion of the AGM. The results declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges on which the Company's shares are listed, NSDL and RTA and will also be displayed on the Company's website at www.indiasteel.in.
25. The Company has appointed CS Bhumika Chinmay Shah of Bhumika Shah & Associates, Practicing Company Secretary M. No: 44553 COP: 16896 as scrutinizer for conducting e-voting process for the Annual General Meeting in a fair & transparent manner.
26. **Instructions for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:**

A. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM

- i. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system and they may access the same at <https://www.evoting.nsdl.com> under the Shareholder/Member login by using the remote e-Voting credentials, where the EVEN of the Company will be displayed. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush. Further, Members may also use the OTP based login for logging into the e-Voting system of NSDL.
- ii. Members may join the Meeting through Laptops, Smart phones, Tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- iii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 33rd AGM from their registered e-mail address, mentioning their name, DP ID and Client ID number/folio number and mobile number to reach the Company's e-mail address at cosec@indiasteel.in before 3.00 p.m. (IST) on or before **Monday, December 14, 2020**. Such questions by the Members shall be suitably replied to by the Company.
- iv. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at cs@iswl.in from **Monday, 14 December, 2020 (9.00 a.m. IST) to Wednesday, 16 December, 2020**. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- v. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on evoting@nsdl.co.in/1800-222-990 or contact:



Mr. Amit Vishal or Ms. Pallavi Mhatre or Mr. Pratik Bhatt from NSDL at the designated e-mail IDs: evoting@nsdl.co.in or amitv@nsdl.co.in or pallavid@nsdl.co.in or pratikb@nsdl.co.in or at telephone nos.: +91 22 2499 4360/4545/4738.

B. THE INSTRUCTIONS FOR E-VOTING BEFORE /DURING THE AGM

The instructions for remote e-Voting before the AGM are as under:~

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following: <https://www.evoting.nsdl.com> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL/CDSL) or Physical	Your User ID is:
i) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
ii) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your User ID is 12*****
iii) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example if Folio Number is 001*** and EVEN is 101456, then User ID is 101456001***

- Your password details are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:
 - Click on 'Forgot User Details/Password?' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - 'Physical User Reset Password?' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.



- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
- g. After entering your password, tick on Agree to "Terms & Conditions" by selecting on the check box.
- h. Now, you will have to click on 'Login' button.
- i. After you click on the 'Login' button, Home page of e-Voting will open.

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

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

- a) After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- b) After clicking on Active Voting Cycles, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle is in active status.
- c) Select 'EVEN' of the Company **to cast your vote**.
- d) Now you are ready for e-Voting as the Voting page opens.
- e) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
- f) Upon confirmation, the message 'Vote cast successfully' will be displayed.
- g) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- h) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for e-Voting during the AGM are as under:

- i) The procedure for remote e-Voting during the AGM is same as the instructions mentioned above for remote e-Voting since the Meeting is being held through VC/OAVM.
- ii) Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.
- iii) Members who have voted through e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- iv) The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

General Guidelines for Members

- i. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
- ii. In case of any queries/grievances pertaining to remote e-Voting (before the AGM and during the AGM), you may refer to the Frequently Asked Questions ('FAQs') for shareholders and e-Voting user manual for shareholders available in the download section of www.evoting.nsdl.com or call on the toll-free number: **1800-222-990** or send a request at evoting@nsdl.co.in or contact Mr. Amit Vishal or Ms. Pallavi Mhatre or Mr. Pratik Bhatt from NSDL at the designated e-mail IDs: evoting@nsdl.co.in or amitv@nsdl.co.in or pallavid@nsdl.co.in or pratikb@nsdl.co.in or at telephone nos.: **+91 22 2499 4360/4545/4738**.

**Regd. Office:**

India Steel Works Complex,
Zenith Compound,
Khopoli, Raigad-410203

Place: Mumbai
Date: 25/09/2020.

By Order of the Board of Directors
India Steel Works Limited

Sudhir H. Gupta
Managing Director
DIN:00010853

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.**

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the Special businesses mentioned in the accompanying Notice dated 25th September, 2020:

Item No.4: Re-appointment of Mr. Tilak Raj Bajalia (DIN: 02291892) as an Independent Director of the Company for a second term of 5(five) consecutive years:

The Members of the Company, by passing an ordinary resolution in its 28th Annual General Meeting (AGM) held on 28th September, 2015, had appointed Mr. Tilak Raj Bajalia (DIN: 02291892) as an Independent Director not liable to retire by rotation, for a period of 5 (five) consecutive years commencing from 13th February, 2015 till the date of 12th February, 2020. Based on the recommendation of the Nomination & Remuneration Committee, the Board, subject to approval of the members of the Company at the ensuing Annual General Meeting, has appointed him commencing from 13-02-2020 as an Additional Director, (Non-Executive & Independent) not liable to retire by rotation for a second term of 5 (Five) consecutive years, to hold office up to 12-02-2025.

Mr. T. R. Bajalia aged about 67 years, is a Graduate in Economics, a Cost Accountant and Certified Associate of the Indian Institute of Bankers. He has more than 39 years of experience in the banking industry. He had retired as the Deputy Managing Director of the SIDBI on 31st December, 2013. Before joining SIDBI, he was Executive Director in IDBI Bank, where he handled various portfolios e.g. Corporate Banking, Project Appraisal, NPA Management and Resolution, MSME Funding, Human Resource Management Development & Training, Legal, Management of Facilities and Infrastructure. He had played a significant role in the formation of the Micro Small and Medium Enterprises (MSME) vertical in IDBI in 2008. He had also served as a Nominee Director of IDBI on board of various State level institutions and large public listed companies. He had served as a Member of the Committee constituted by Reserve Bank of India for restructuring of SME and other concerns. He was also a member of CDR empowered group, committees relating to MSME sector constituted by Reserve Bank of India.

Mr. Tilak Raj Bajalia is independent of the Management of the Company. Based on the professional skill, knowledge, experience and the contributions made by Mr. Tilak Raj Bajalia, during his association with the Company and also on the basis of his performance evaluation, the Board of the Directors of the Company at its meeting held on 14th February, 2020 has, on the recommendation of the Nomination and Remuneration Committee, considered his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. T. R. Bajalia as an Independent Director for a second term of five consecutive years and approved his re-appointment w.e.f 13th day of February, 2020 to 12th day of February, 2025, subject to approval of the members of the Company.

Mr. Tilak Raj Bajalia is eligible and is not disqualified from being re-appointed as Director in terms of Section 164 of the Act and has consented to continue as an Independent Director of the Company. The Company has also received a declaration that he meets with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations. Further, the Company has pursuant to Section 160 of the Act received notice, in writing, from a member proposing his candidature for re-appointment as an Independent Director.

Mr. Tilak Raj Bajalia is the Chairman of the Company. He is also Chairman of the Audit Committee & Member in i. Nomination and Remuneration Committee ii. Shareholders' Relationship Committee of the Company.

The details of Mr. Tilak Raj Bajalia are provided in the Annexure to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Mr. Tilak Raj Bajalia neither holds any share in the Company nor is he related to any other Director on the Board of the Company.



A copy of the draft letter of appointment of Mr. Tilak Raj Bajalia as an Independent Director shall be open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board commends the Special resolution at item no. 4 in relation to the appointment of Mr. T. R. Bajalia as an Independent Director for a second term of five consecutive years for the approval of the shareholders of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, other than Mr. Tilak Raj Bajalia are concerned or interested (financially or otherwise), in the proposed Special Resolution.

Item No.5: Re-appointment of Mrs. Kavita R. Joshi (DIN:07138704) as an Independent Director of the Company for a second term of 5(five) consecutive years:

The Members of the Company, by passing an ordinary resolution in its 28th Annual General Meeting (AGM) held on 28th September, 2015, had appointed Mrs. Kavita R. Joshi (DIN:07138704) as an Independent Director not liable to retire by rotation, for a period of 5 (five) consecutive years commencing from 30th May, 2015 till the date of 29th May, 2020. Based on the recommendation of the Nomination & Remuneration Committee, the Board, subject to approval of the members of the Company at the ensuing Annual General Meeting, has appointed her commencing from 30-05-2020 as an Additional Director, (Non-Executive & Independent) not liable to retire by rotation for a second term of 5 (Five) consecutive years, to hold office up to 29-05-2025.

Mrs. Kavita R. Joshi aged about 38 years, is a Master of Commerce from Mumbai University & CS from Institute of Company Secretaries of India, New Delhi. She is in practice over 11 years as a Company Secretary. She has a good experience in the field of Corporate Law. Mrs. Kavita R. Joshi is independent of the Management of the Company. Based on the professional skill, knowledge, experience and the contributions made by Mrs. Kavita R. Joshi, during her association with the Company and also on the basis of his performance evaluation, the Board of the Directors of the Company at its meeting held on 14th February, 2020 has, on the recommendation of the Nomination and Remuneration Committee, considered his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Kavita R. Joshi as an Independent Director for a second term of five consecutive years and approved her re-appointment w.e.f 30th day of May, 2020 to 29th day of May, 2025, subject to approval of the members of the Company.

Mrs. Kavita R. Joshi is eligible and is not disqualified from being re-appointed as Director in terms of Section 164 of the Act and has consented to continue as an Independent Director of the Company. The Company has also received a declaration that she meets with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations. Further, the Company has pursuant to Section 160 of the Act received notice, in writing, from a member proposing his candidature for re-appointment as an Independent Director.

Mrs. Kavita R. Joshi is the Chairman of the Nomination & Remuneration Committee and member in the

j. Audit Committee & ii. Shareholders' Relationship Committee of the Company.

The details of Mrs. Kavita R. Joshi are provided in the Annexure to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Mr. Tilak Raj Bajalia neither holds any share in the Company nor is he related to any other Director on the Board of the Company.

A copy of the draft letter of appointment of Mrs. Kavita R. Joshi as an Independent Director shall be open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board commends the Special resolution at item no.5 in relation to the appointment of Mrs. Kavita R. Joshi as an Independent Director for a second term of five consecutive years for the approval of the shareholders of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, other than Mrs. Kavita R. Joshi are concerned or interested (financially or otherwise), in the proposed Special Resolution.

**Item No.6: Arrangements/transactions with related Parties:**

Pursuant to Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board and prior approval of the members by special resolution in case certain Related Party Transactions exceed such sum as is specified in the rules. The aforesaid provisions are not applicable in respect transactions entered into by the Company in the ordinary course of business on arm's length basis.

However, pursuant to Regulation 23 with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the shareholders through special resolution is required for all 'material related party transactions (RPT) even if they are entered into in the ordinary course of business on arm's length basis. For this purpose, a RPT will be considered 'material' if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year 10% or more of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

The following transactions to be entered into by the Company, together with transactions already entered into by the Company with "Isinox Limited", "ISL Global Pte Ltd", "UAB ISL Lithuania", "Leap India Brand hub Services Pvt Ltd.", "Leap Institute Pvt Ltd.", "Isisales India Pvt. Ltd.", "Level Enterprises LLP". related party, during the current financial year, even though are in the ordinary course of business and on an arm's length basis, are estimated to 10% or more of the annual consolidated turnover of the Company as per the audited financial statements of the Company for the year ended 31st March, 2020:-

Sr. No.	Nature of Transaction	2020-21 Estimated Annual Value of Contracts & Services [in Rs. crore]
Sale of Goods & rendering of Services by the Company to Isinox Limited & Leap India Brandhub Services Pvt Ltd.		
1	Sale and Job work income	100
	Total Income	100
Purchase of Goods & receiving of Services by the Company from Isinox Limited & Leap India Brandhub Services Pvt Ltd.		
1	Purchase and Job Work Charges / Hire Charges	50
2	Rent	2
	Total Expenditure	52
	Total Transaction Value	152

The other particulars of the transaction pursuant to para 3 of Explanation (1) to Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as under:

1. Name of the related parties:

"Isinox Limited", "ISL Global Pte Ltd", "UAB ISL Lithuania", "Leap India Brandhub Services Pvt Ltd.", "Isisales India Pvt. Ltd.", "Level Enterprises LLP".

2. Name of the director or key managerial personnel who is related, if any:

Mr. Sudhir H Gupta, Mr. Varun S Gupta, Mr. Deepak Kumar Gaur, Mr. T R Bajalia,
Mrs. Kavita Joshi.

3. Nature of relationship:

Isinox Ltd., is owned by the aforesaid Promoter Directors and their relatives. Mr. Deepak Kumar Gaur is a Technical Director on Board of both the Companies though he does not have any shareholding in either of the Companies. ISL Global Pte Ltd is a wholly owned subsidiary of Isinox limited. "UAB ISL Lithuania", is subsidiary of Isinox Ltd. "Leap India Brandhub Services Pvt Ltd.", "Isisales India Pvt. Ltd.", "Level Enterprises LLP" are owned by the Promoter Directors / their relatives.



4. Nature of the Contract or arrangement :

purchases, sells, availing services and also rendering services, giving advances against its orders, providing and accepting short term Inter Corporate Deposits to/from the Company in normal course of business at commercial terms, from time to time, on an on-going concern basis. Isinox Ltd. has also entered into a long-term 'Conversion Agreement' JOB WORK AGREEMENT with the Company with effect from 1st April 2014.

Except Mr. Sudhir H Gupta, Mr. Varun S Gupta, Mr. Deepak Kumar Gaur, Mr. T R Bajalia and Mrs. Kavita Joshi, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested in the said Resolution.

The above transactions are approved by the Audit Committee as per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges. In view of the above, it is proposed to seek approval of the members of the Company through Special resolution for the above transactions and the related parties are abstained from voting on the said resolution. None of the Directors, Key Managerial Personnel or their relatives is interested or concerned in the said resolution except for their holdings in the shares of the Company and to the extent of their memberships and/ or directorships in the Isinox Limited and ISL Global Pte Ltd. The Board recommends the Resolution at Item Nos. 6 of the Notice for approval of the Members.

Item No.7: Appoint branch Auditors:

The Company has branch outside India and may also open/acquire new branches outside India in future. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches. The Members are requested to authorize the Board of Directors of the Company to appoint NATARAJAN & SWAMINATHAN, Chartered Accountants of Singapore, or any other qualified person as branch auditors in consultation with the Company's Auditors and fix their remuneration. The Board recommends the Resolution at Item No. 7 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No. 7 of the accompanying Notice.

Item No.8: Approval /ratification of remuneration payable to the Cost Auditor:

The Company is directed under the provisions of Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, to have the audit of its cost records conducted by a Cost Accountant. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. The Board of Directors, on the recommendation of the Audit Committee, approved the appointment of Mr. Vishesh N. Patani at a remuneration of Rs.1,50,000 plus applicable taxes and out-of-pocket expenses. Mr. Patani has the necessary experience in the field of cost audit and has submitted a certificate regarding their eligibility for appointment as Cost Auditors of the Company. Accordingly, consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 8 of the accompanying Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution at Item No. 8.

Regd. Office:

India Steel Works Complex,
Zenith Compound,
Khopoli, Raigad-410203

Place: Mumbai
Date: 25/09/2020.

By Order of the Board of Directors
India Steel Works Limited

Sudhir H. Gupta
Managing Director
DIN:00010853



Annexure

Details of Directors seeking appointment/ re-appointment at the AGM [Pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings]

Name of the Director	Mr. Deepak Kumar Gaur (DIN: 07636636)	Mr. Tilak. R. Bajalia (DIN: 02291892)	Mrs. Kavita R. Joshi (DIN: 07138704)
Date of Birth	19/05/1975	25/12/1953	5/11/1982
Date of first appointment	09/11/2016	13/02/2015	30/05/2015
Qualifications	Mr. Deepak Kumar Gaur is a Graduate in Science and Mechanical Engineering. He has also completed his Master degree in Business Administration with specialisation in Marketing and Human Resource from Nagpur University.	Mr. T. R. Bajalia is a Graduate in Economics, a Cost Accountant and Certified Associate of the Indian Institute of Bankers.	Mrs. Kavita R. Joshi is a Master of Commerce from Mumbai University & CS from Institute of Company Secretaries of India, New Delhi.
Expertise in specific functional areas	Mr. Deepak Gaur has rich experience of over 21 years in Operations of Various Iron and Steel Plants. He was previously associated with leading stainless steel producing companies."	Mr. T. R. Bajalia aged about 67 years, has more than 39 years of experience in the Corporate banking , Financing, Human Resource Management Development & Training, Legal, General Business Managements.	Mrs. Kavita R. Joshi aged about 38 years, is in practice over 11 years as a Company Secretary. She has a good experience in the field of Corporate Law.
Terms and conditions of appointment/ re-appointment	N.A	Re-appointment as an Independent Director for a period commencing from 13th February, 2020 to 12th February, 2025 (Refer Item No. 4 of the Notice and Explanatory Statement)	Re-appointment as an Independent Director for a period commencing from 30th May, 2020 to 29th May, 2025 (Refer Item No. 5 of the Notice and Explanatory Statement)
Relationship with other Directors and KMPs	None	None	None
No. of shares held in the Company: (a) Own (b) For other persons on a beneficial basis	Nil Nil	Nil Nil	Nil Nil
List of other Companies in which Directorship held as on 31st March, 2020 (excluding foreign, private and Section 8 Companies)	Isinox Limited	Indianivesh Limited Isinox Limited Capri global housing finance Limited Capri global securities Limited Pen India Limited	Isinox Limited
Chairperson/ Member of the Committees of the Board of other Companies in which he/she is a Director as on 31st March, 2020	Nil	Nil	Nil

Board Meeting Attendance and Remuneration Details regarding the attendance at the Board Meeting and remuneration paid to the Directors seeking appointment/re-appointment are provided in the Board's Report and in the Corporate Governance Report forming part of the Board's Report.

If undelivered Please Return to :



INDIA STEEL WORKS LIMITED

INNER VISION. GLOBAL ACTION

Registered Office : India Steel Works Complex, Zenith Compound, Khopoli,
Raigad-410203, Maharashtra.
Telephone : 02192 266005/ 02192 266007 Fax : 02192 264061 E Mail : info@indiasteel.in
Website : <http://www.indiasteel.in>