

22 June 2021

BSE Limited  
Corporate Relation Department  
1st Floor, New Trading Ring  
Rotunga Building Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001  
Stock code: 500378

National Stock Exchange of India Limited,  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
Mumbai – 400 051  
Stock code: JINDALSAW

**Sub.** : Annual Report of the Company for the FY 2020-21 - Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is with reference to captioned subject and further to our letter dated 18<sup>th</sup> June, 2021. Please find enclosed revised copy of Annual Report of the Company for the financial year 2020-21 along with the notice calling 36<sup>th</sup> Annual General Meeting.

Please ignore the earlier letter. The inconvenience caused is deeply regretted.

This is for your information and records.

Thanking you,

Yours Faithfully,  
For Jindal Saw Limited

  
Sunil K. Jain  
Company Secretary  
FCS-3056





**JINDAL SAW LTD.**  
TOTAL PIPE SOLUTIONS

ANNUAL REPORT 2020-21

*Nothing lasts beyond the blink of an eye.  
Neither the cold winter nor the severe storm.  
Every adversity brings the gift of opportunity,  
And the test of resilience, that is born of hope.*




It is adversity that challenges us to dig deeper within for inner strength. The more intense the crisis, the more resilient we stand, feet planted firmly into the ground, hope beating in our hearts. It is this hope for a promising future, that strengthens our iron resolve to overcome anything in the present.

As we find ourselves in the throes of a second wave of the COVID-19 pandemic, we at Jindal SAW have not lost the hope that this too shall pass, that there actually does exist a bright light, at the end of a dark tunnel. Embracing the universal truth that nothing is permanent and that the tide is always turning, fires up a new flame within us, preparing us for better times to come.

***Any time now, and the page will turn.***





*“We must accept finite disappointment,  
but never lose infinite hope.”*

*- Martin Luther King*

## **THE SPIRIT OF TEAM JSAW**

Team JSAW has used the pandemic-enforced lockdown to innovate and build on its fundamental strength, to stay on course for a stellar performance and good business. It has also developed ideas and initiatives to help JSAW become more resilient. These are:

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### **Atmanirbhar JSAW (आत्मनिर्भर)**

Manufacturing of ancillary things to strengthen the value chain.

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### **Svachaalit JSAW (स्वचालित)**

Focus on automation and robotics to improve quality and reduce dependence on labour force.

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### **Nutan JSAW (नूतन)**

Repositioning of the CS/AS/SS Seamless Business based on product development and market penetration.

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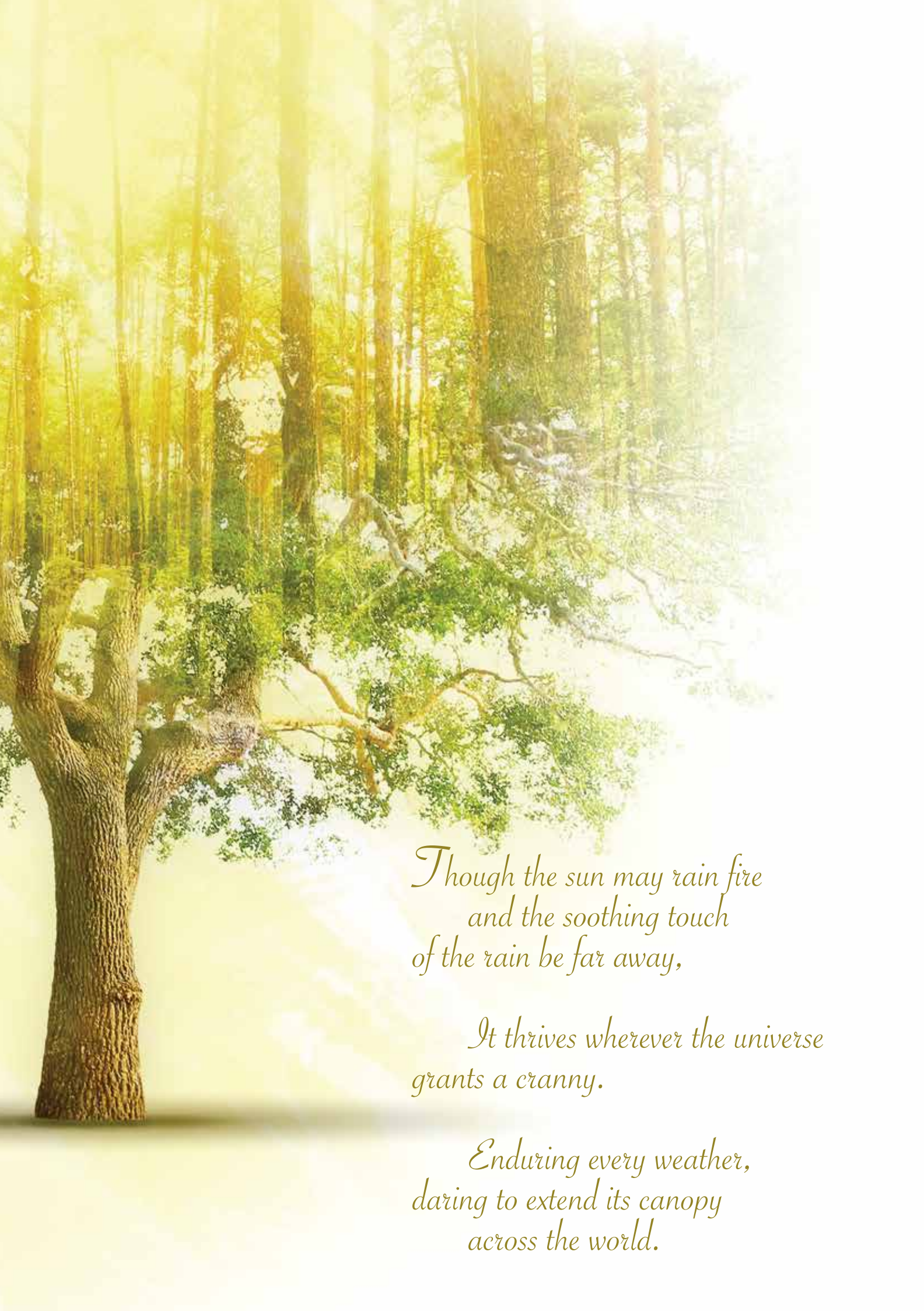
### **Vayudoot JSAW (वायूदूत)**

Digitisation of transport logistics for cost cutting and improved performance.

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### **Mragya JSAW (मृगया)**

Strategic mergers and acquisitions.



*Though the sun may rain fire  
and the soothing touch  
of the rain be far away,*

*It thrives wherever the universe  
grants a cranny.*

*Enduring every weather,  
daring to extend its canopy  
across the world.*





*With his eyes set high,  
he reached the sky.*

**Shri O. P. Jindal**

Founder and Visionary, O. P. Jindal Group  
(August 7, 1930 - March 31, 2005)

Shri Om Prakash Jindal, Founder Chairman of the O.P Jindal Group was interested in technology from a young age. He started his industrial career with a humble bucket-manufacturing unit in Hisar in 1952. In 1964, he commissioned a pipe unit, Jindal India Limited followed by a large factory in 1969 under the name of Jindal Strips Limited.

Shri Jindal envisioned a self-reliant India in every sector of industry. To fructify this vision, he gathered the latest technical know-how from around the world and strengthened his industrial establishment.

Recognising his outstanding contribution to the Indian steel industry, Shri O. P. Jindal was conferred the prestigious 'Life Time Achievement Award' by the Bengal Chamber of Commerce and Industry in November 2004.

A visionary who is remembered for his business excellence and social responsibilities alike, Shri Jindal believed that without the upliftment of the weak and backward sections of society, a nation can never prosper. Thus, he spent plentiful time in efforts to alleviate poverty and enable the poor to stand up on their own feet.

His journey from a humble origin to becoming a successful industrialist, a philanthropist, a politician and a leader will be a great source of inspiration for generations to come.

*Swift and deft, soaring the skies,  
Ever watchful, the unmatched hunter.  
In control, through every shade of the storm.*



# JINDAL SAW LIMITED

Our journey began in 1984, with a single product. Over three decades, Jindal SAW metamorphosed into a multi-product company, under the USD 24 billion O.P. Jindal Group, one of the country's topmost industry houses and the foremost indigenous steel producers and exporters.

Slowly and steadily, the company earned the reputation of a 'Total Pipe Solutions' provider, across the globe. It was India's first company to manufacture Submerged Arc Welded (SAW) pipes using the internationally acclaimed U.O.E. technology.

The company commands global attention and has achieved much. Here is a glance:

- An expansive reach across the world, operating through production facilities strategically located in India, the United States of America (USA) and the United Arab Emirates (UAE). The European Union (EU) is supplied through an associated entity. This global footprint, both in manufacturing and sales, positions our solutions directly where the customers want it.
- A diverse customer profile including some of the biggest companies and entities in global oil and gas production, water/sewage supplies, engineering and procurement (linked to oil and gas), transportation, power generation and certain industrial applications.
- A strong core of enterprise knowledge, a well-diversified and de-risked model, and an

uninterrupted flow of business know-how across operations, all banking on human capital. This seamlessly connects the organisation from end-to-end, propelling the enterprise forward into the future.

- Highest corporate governance standards followed stringently across the organisation and its dealings with external stakeholders. Jindal SAW's internal and external auditors are amongst the four largest audit firms.
- Strong financials of the company that support operations and the pursuit of big opportunities in every stream.
- AA Credit Rating from CARE as on March 2021.

With integrated facilities at multiple locations, Jindal SAW manufactures Large Diameter Submerged Arc Welded pipes and Spiral pipes for the energy transportation sector; Ductile Iron pipes for water and wastewater transportation; and Carbon, Alloy and Stainless Steel Seamless pipes and tubes for industrial applications.

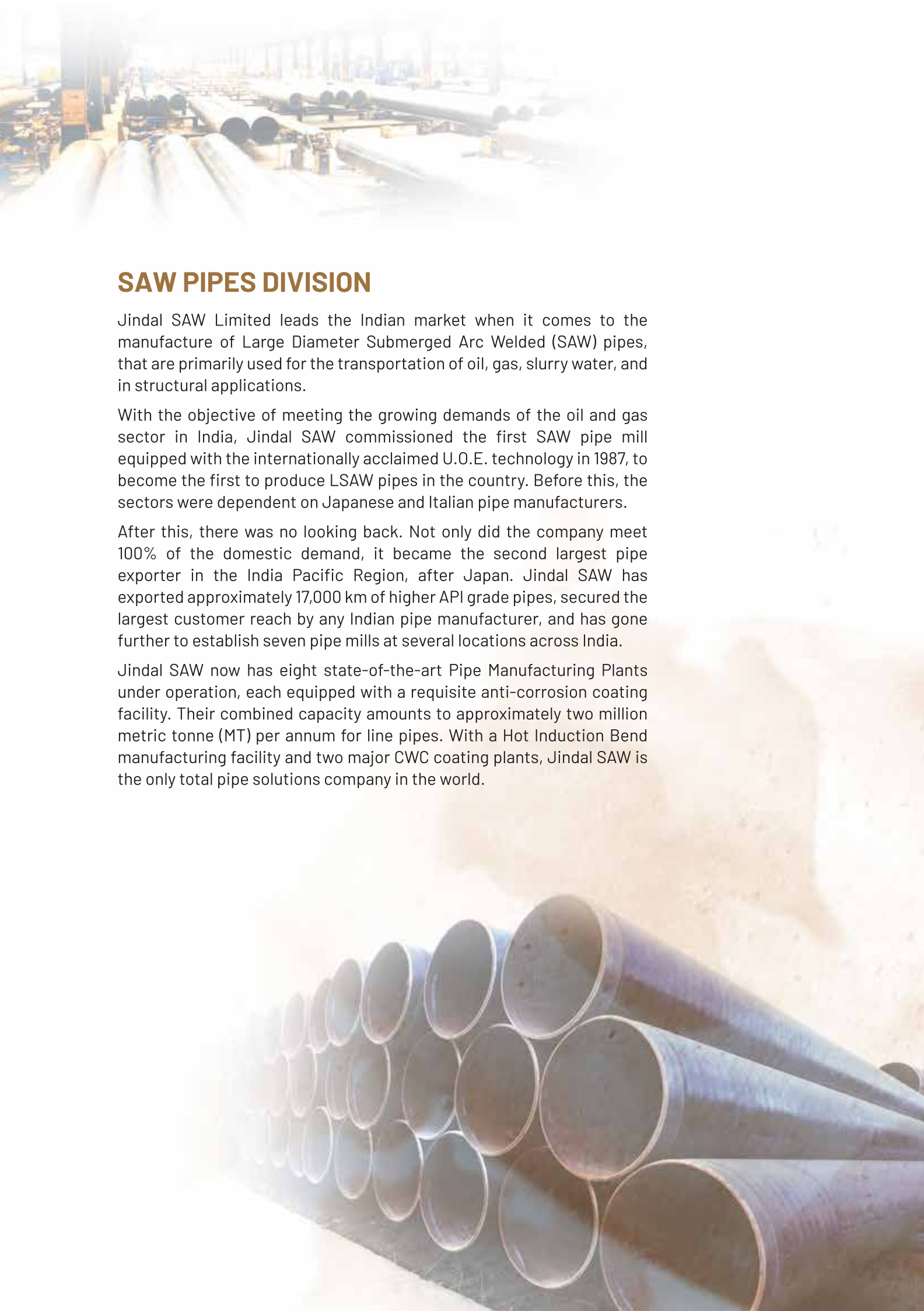
Maintaining an edge, Jindal SAW provides value-added products and services in different verticals of its business. We hold close the principles of commitment to customers, flexibility in manufacturing and total quality management that has enabled us to deliver value to our customers.







*The mighty feline that refuses to perish,  
Pure strength in muscle and mind.  
The striped survivor of every storm.*



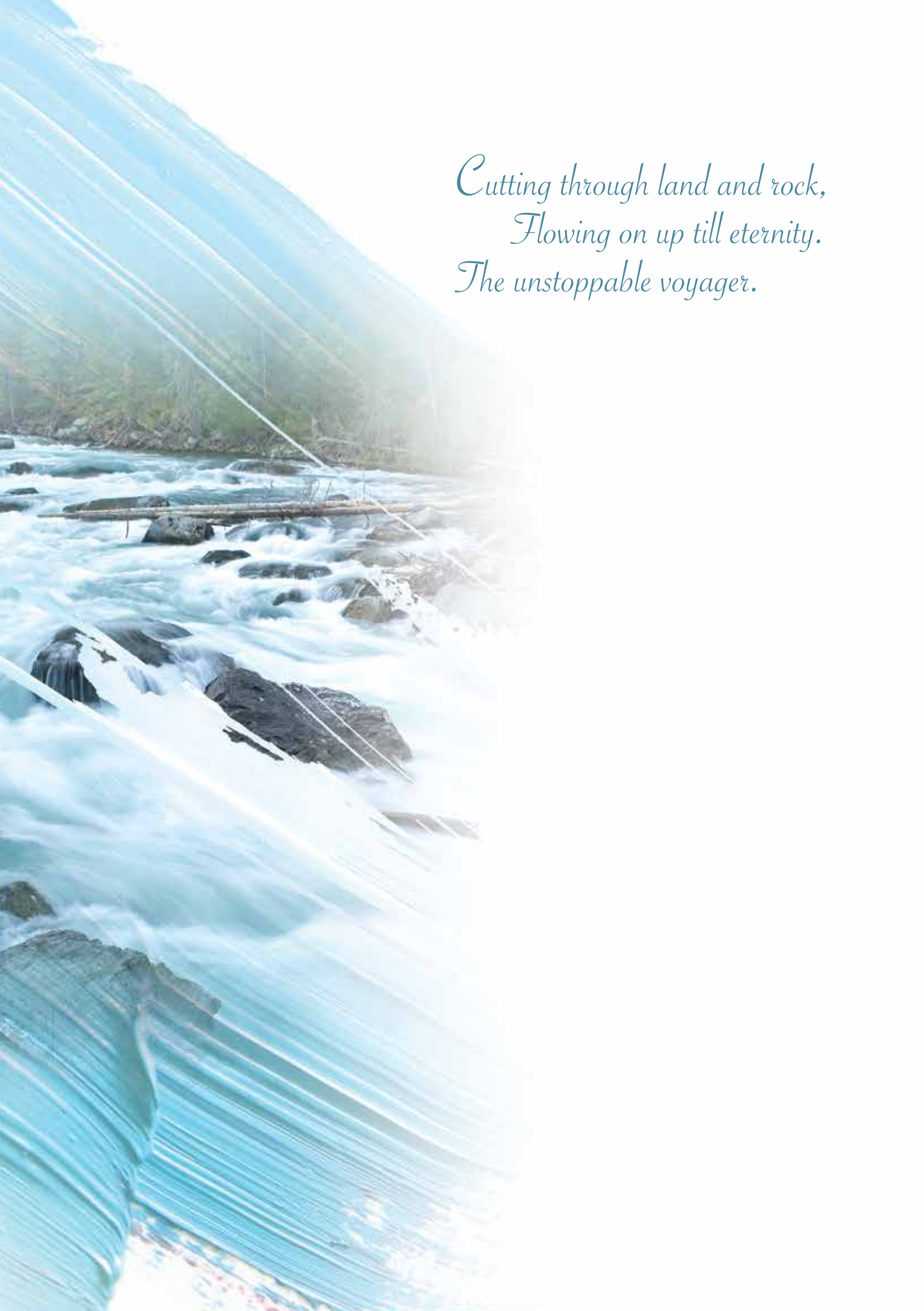
## SAW PIPES DIVISION

Jindal SAW Limited leads the Indian market when it comes to the manufacture of Large Diameter Submerged Arc Welded (SAW) pipes, that are primarily used for the transportation of oil, gas, slurry water, and in structural applications.

With the objective of meeting the growing demands of the oil and gas sector in India, Jindal SAW commissioned the first SAW pipe mill equipped with the internationally acclaimed U.O.E. technology in 1987, to become the first to produce LSAW pipes in the country. Before this, the sectors were dependent on Japanese and Italian pipe manufacturers.

After this, there was no looking back. Not only did the company meet 100% of the domestic demand, it became the second largest pipe exporter in the India Pacific Region, after Japan. Jindal SAW has exported approximately 17,000 km of higher API grade pipes, secured the largest customer reach by any Indian pipe manufacturer, and has gone further to establish seven pipe mills at several locations across India.

Jindal SAW now has eight state-of-the-art Pipe Manufacturing Plants under operation, each equipped with a requisite anti-corrosion coating facility. Their combined capacity amounts to approximately two million metric tonne (MT) per annum for line pipes. With a Hot Induction Bend manufacturing facility and two major CWC coating plants, Jindal SAW is the only total pipe solutions company in the world.



*Cutting through land and rock,  
Flowing on up till eternity.  
The unstoppable voyager.*



## DI PIPES

From clean drinking water to wastewater, Ductile Iron (DI) pipes carry it all. The pipes and fittings are held together by various types of joints including restrained joints of double chamber type and specialised linings and coatings, including polyurethane.

Located at Samaghogha in Mundra, close to Mundra and Kandla ports in Gujarat, the Integrated Greenfield Project for DI pipes and the pig iron unit are equipped with:

- Coke oven battery plant
- Sinter plant
- Blast furnace
- DI pipe manufacturing facility

The state-of-the-art manufacturing unit in Abu Dhabi, UAE produces DI pipes up to 2,200 mm, with specialised linings and coatings. The unit has capacity of 3,00,000 MTPA and besides other markets primarily caters to the MENA region and European markets.

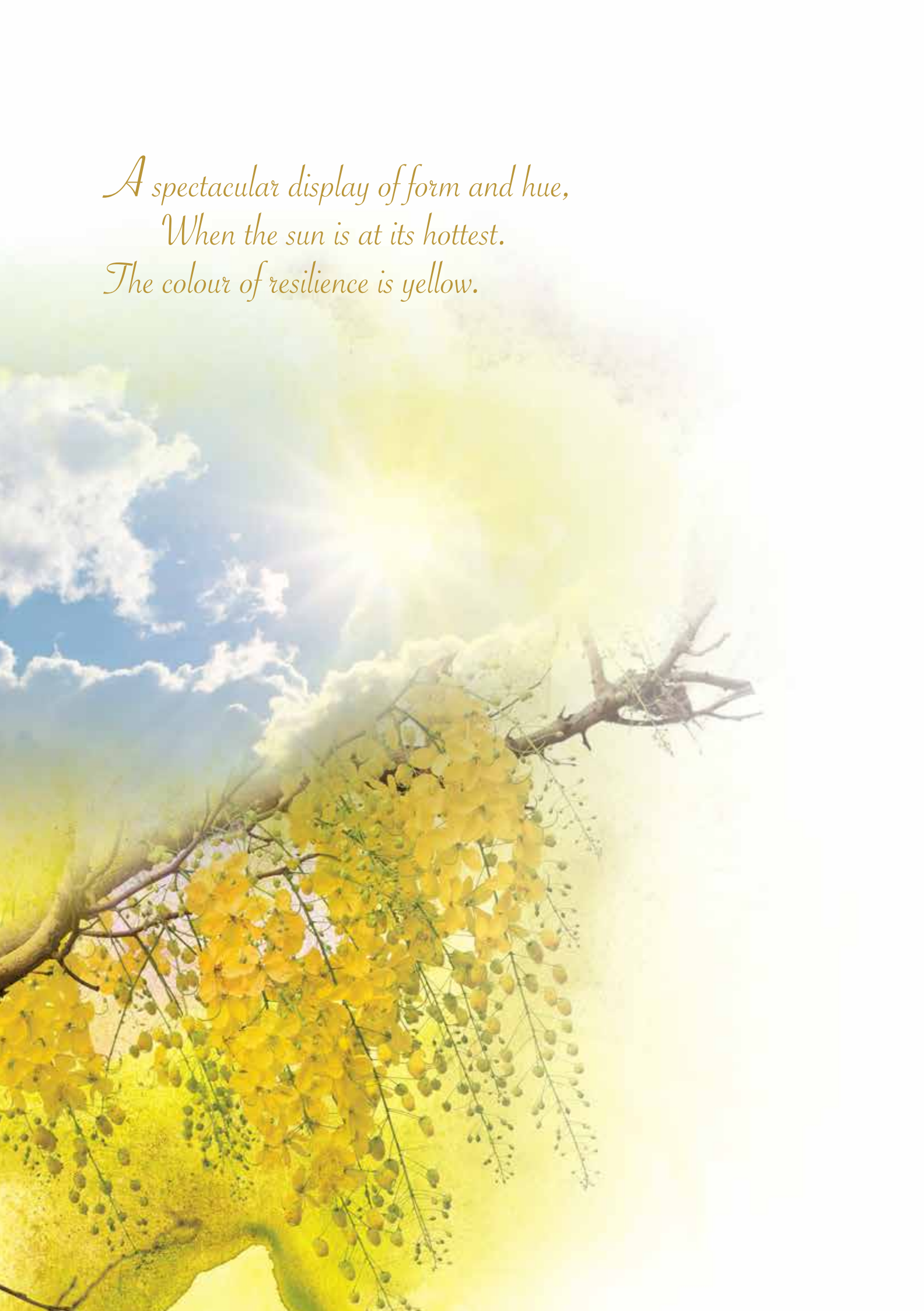
The Italian operations (Jindal SAW Italia S.P.A.) caters mainly to European markets and Iraq.

The DI fitting and manufacturing facility at Tembhorni, Solapur, Maharashtra operates at an annual capacity of 18,000 MT in the size range of 80mm to 2,200 mm.

Jindal SAW has attained the mantle of being the third largest producer of DI pipes in the world. It supplies pipes and fittings to more than 40 countries.



*A spectacular display of form and hue,  
When the sun is at its hottest.  
The colour of resilience is yellow.*





## CARBON AND ALLOY STEEL AND STAINLESS STEEL PIPES & TUBES

Jindal SAW's Carbon and Alloy Steel (Seamless) and Stainless Steel (Seamless and Welded) pipes offer uniform structure and strength. These pipes can withstand higher pressure, temperature and mechanical stress, and a corrosive atmosphere. The pipes enable the smooth and unadulterated travel of material through them.

**Jindal SAW's Seamless division produces:**

- Stainless steel pipes (Seamless & Welded)
- Carbon steel products (Seamless)
- Alloy steel pipes (Seamless)

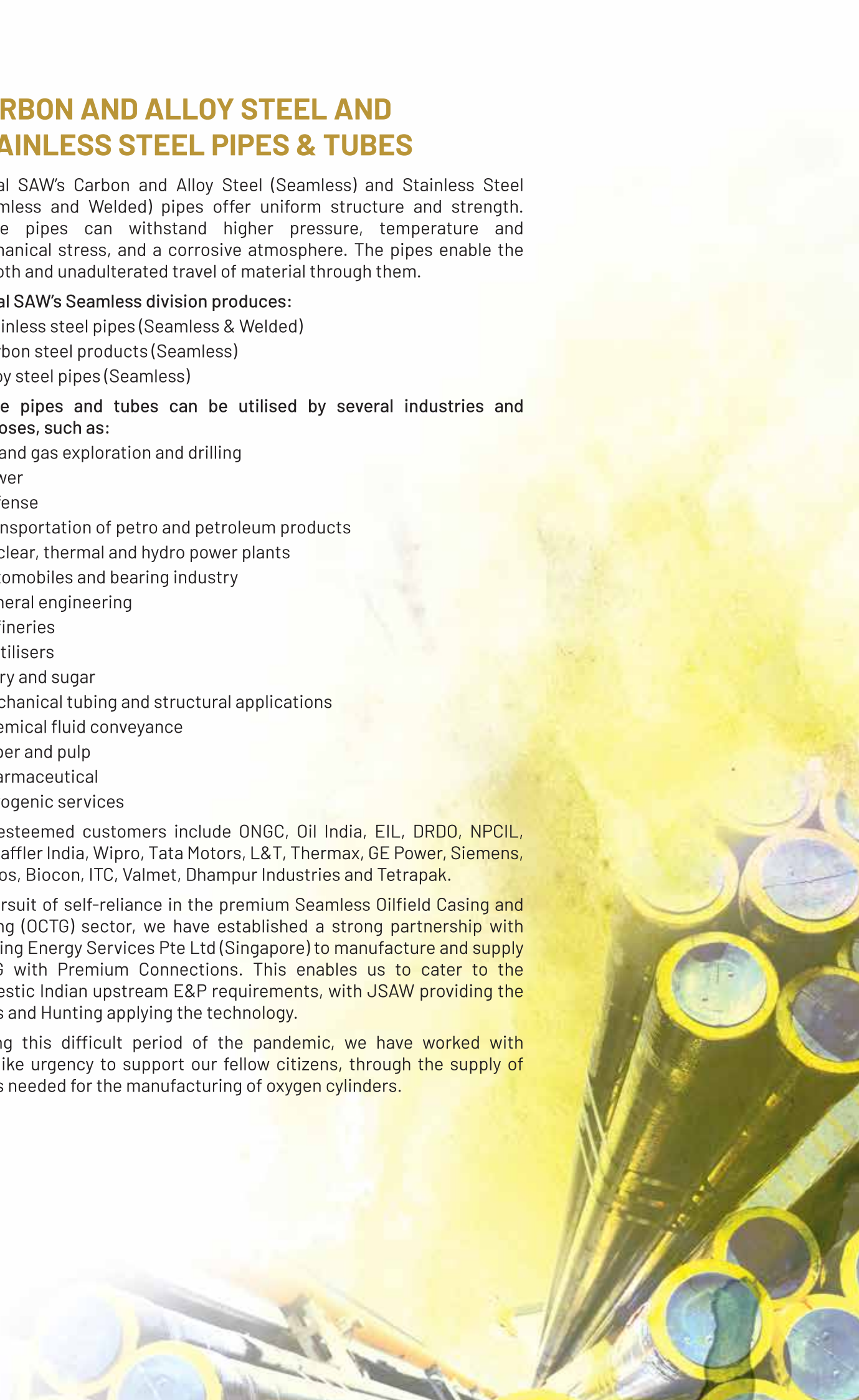
**These pipes and tubes can be utilised by several industries and purposes, such as:**

- Oil and gas exploration and drilling
- Power
- Defense
- Transportation of petro and petroleum products
- Nuclear, thermal and hydro power plants
- Automobiles and bearing industry
- General engineering
- Refineries
- Fertilisers
- Dairy and sugar
- Mechanical tubing and structural applications
- Chemical fluid conveyance
- Paper and pulp
- Pharmaceutical
- Cryogenic services

Our esteemed customers include ONGC, Oil India, EIL, DRDO, NPCIL, Scheaffler India, Wipro, Tata Motors, L&T, Thermax, GE Power, Siemens, Sebros, Biocon, ITC, Valmet, Dhampur Industries and Tetrapak.

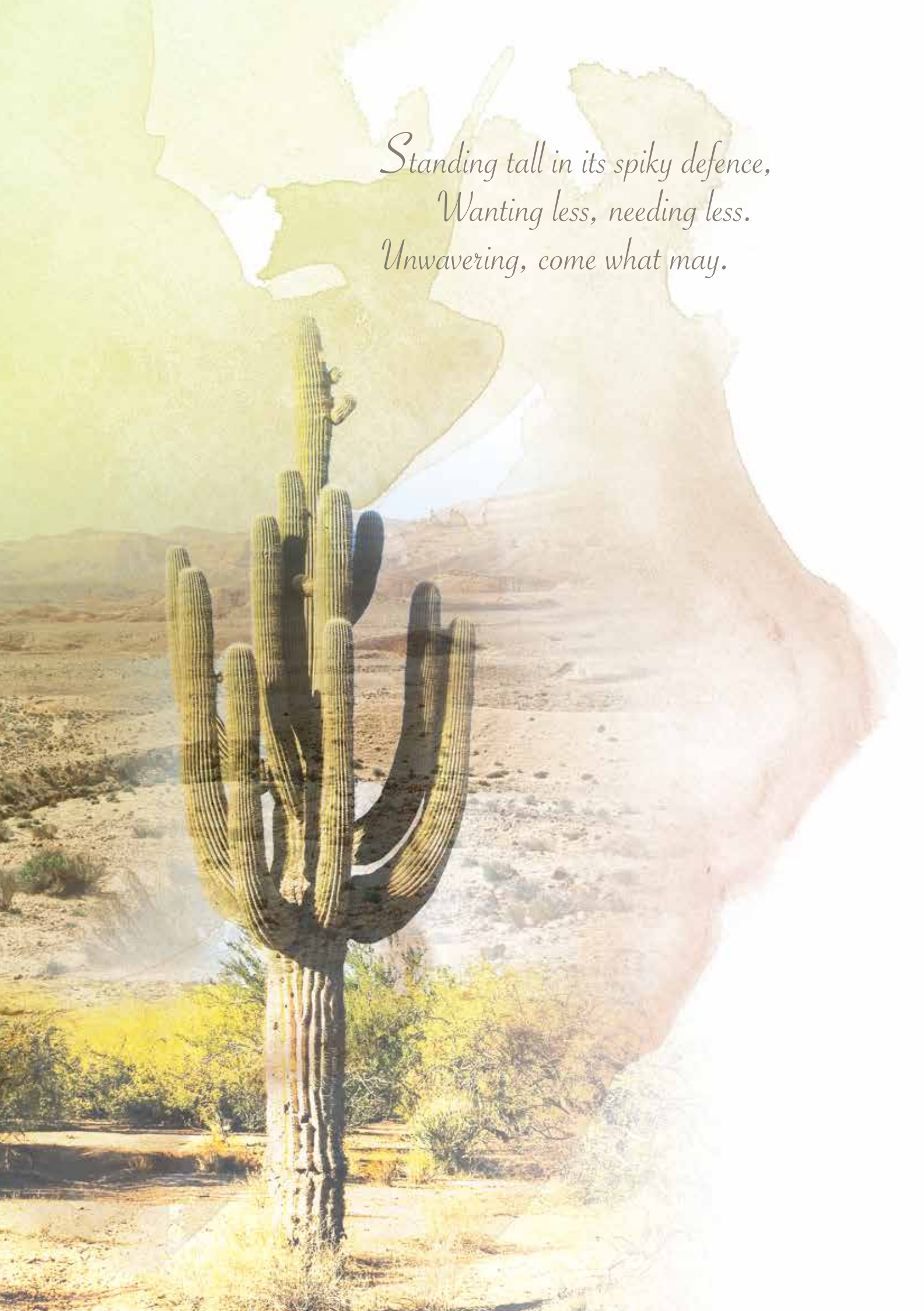
In pursuit of self-reliance in the premium Seamless Oilfield Casing and Tubing (OCTG) sector, we have established a strong partnership with Hunting Energy Services Pte Ltd (Singapore) to manufacture and supply OCTG with Premium Connections. This enables us to cater to the domestic Indian upstream E&P requirements, with JSAW providing the pipes and Hunting applying the technology.

During this difficult period of the pandemic, we have worked with war-like urgency to support our fellow citizens, through the supply of pipes needed for the manufacturing of oxygen cylinders.





*Standing tall in its spiky defence,  
Wanting less, needing less.  
Unwavering, come what may.*



## MINING AND PELLETS

By establishing a large-scale mechanised iron ore mine and pellet plant with a production facility of 1.5 million MTPA in 2012 in Bhilwara, Rajasthan, Jindal SAW added to its vast portfolio of products and services.

We extract the low-grade magnetite iron ore deposit in the unused Pur-Banera Belt, and upgrade it to high-grade magnetite concentrate, from Fe 25% to Fe above 67% at our beneficiation plant. This iron ore concentrate is then pelletised in the pellet plant.

### The plant has some unique features:

- The only pellet plant in India to extract and utilise such low grade iron ore, after beneficiation.
- It has a lean deposit and high stripping ratio and requires about 19 ton of mining to produce 1 ton of concentrate.
- This is the first pellet plant in North India, based alongside a captive iron ore mine.
- It utilises treated sewage water for mining, beneficiation, pelletisation and other processes, sourced from Bhilwara city and treated at the Sewage Treatment Plant established by Jindal SAW Limited. This water is pumped through 23 km of pipeline, with a capacity of 2.5 lac m<sup>3</sup> to the main water reservoir located at the plant.
- The only pellet plant in the country having achieved below 1,40,000 kcals of energy/ton of pellet, which is 60% lower than the national average.
- Implementation of a comprehensive Integrated Management System (IMS) that conforms to the latest international standards. For these efforts, the company has been certified for IMS [ISO 9001:2015 (QMS), ISO 14001:2015 and ISO 45001:2018] standards by Bureau Veritas on 23rd October, 2019.





*Eight-limbed and soft in the exterior,  
With the brawn to vanquish a shark.  
Truly, strength is more than skin deep.*



## OUR SUBSIDIARIES

Jindal SAW Group has investments in various subsidiaries in India and overseas, that deal in diverse areas of business, including infrastructure. Here is a brief outline:

### **JINDAL ITF LIMITED**

Jindal ITF (JITF), a 51% subsidiary of Jindal SAW Limited, is engaged in the business of trans-shipment and water-borne transportation. In the matter of the contract with NTPC Limited, certain disputes arose between the parties and arbitration proceedings were initiated by JITF. The final award was pronounced by the Hon'ble Arbitral Tribunal in favour of the JITF allowing various claims to the tune of ₹1,891 crores, plus interest and applicable taxes. The petitions of both NTPC and Jindal ITF are being heard by the Hon'ble High Court of Delhi.

### **JINDAL SAW MIDDLE EAST FZC, UAE (JINDAL UAE)**

A step down subsidiary of Jindal SAW Limited, Jindal SAW Middle East FZC (JSME), through Jindal SAW Gulf LLC (JSGL) is engaged in the manufacturing of Ductile Iron (DI) pipes and coatings for the water and waste-water transportation sector. Jindal UAE has the largest state-of-the-art integrated plant in Abu Dhabi with an installed capacity of 3,00,000 MTPA, and produces DI pipes of various sizes, with diameters ranging from 100mm-2,200 mm. Jindal UAE is approved in almost all countries in the GCC and MENA region. It is expanding its presence in other countries such as Jordan, Lebanon, Morocco, Egypt, Vietnam, Algeria, Brazil, Peru, Sri Lanka, Singapore, Cyprus, Norway, UK and several European countries, where its products are pre-qualified.

### **JINDAL SAW USA LLC, USA**

A 100% step down subsidiary of Jindal SAW Limited, Jindal SAW USA LLC (JSULLC) based in

Baytown, Texas is engaged in the coating of welded pipes. JSULLC also has a 100% subsidiary named Drill Pipe Inc. which is engaged in the manufacturing of drill pipes.

### **IUP JINDAL METALS AND ALLOYS LIMITED**

A majority owned subsidiary of Jindal SAW Limited, IUP Jindal Metals and Alloys Limited is engaged in the manufacturing of high-quality precision stainless steel strips. A wide variety of thin and ultra-thin cold rolled strips are produced, which are useful in the manufacturing of auto components, clocks, watches and electrical equipment.

### **JINDAL TUBULAR (INDIA) LIMITED**

A 100% subsidiary of Jindal SAW Limited, Jindal Tubular (India) Limited (JTIL) operates a large diameter HSAW pipe manufacturing facility, for the water sector in Madhya Pradesh.

### **JINDAL QUALITY TUBULAR LIMITED**

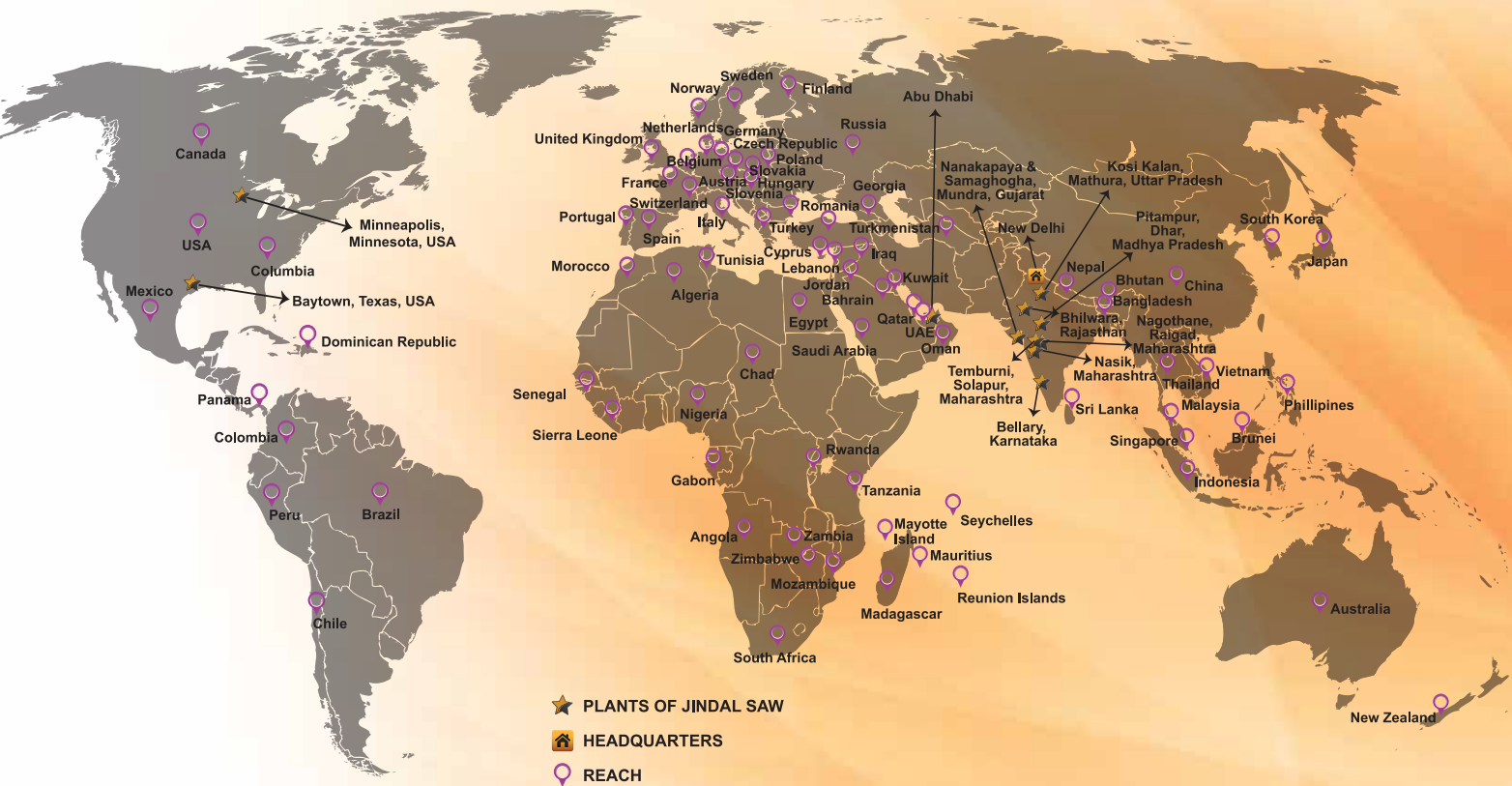
A 67% subsidiary of Jindal SAW Limited, Jindal Quality Tubular Limited (JQTL) is engaged in the manufacture of stainless-steel tubes and welded pipes and has an annual installed capacity of 30,000 MT. Jindal SAW, along with JQTL offers a wide range of products in stainless and carbon steel, with facilities for the seamless and welded segments, serving almost all industries. These include oil and gas, pulp and paper, food, pharmaceuticals, water and sanitation, petrochemical, boiler and heat exchangers, as well as general engineering.

The company intends to merge some of its subsidiaries / affiliates and associates where it has investments that would give the company strategic synergies.



*Fire to ashes,  
Only to be reborn, again and again.  
The indomitable symbol  
of hope and resilience.*





## GLOBAL PRESENCE

Jindal SAW Limited has established itself far and wide across the globe with its strategically located manufacturing units and regular chain of exports to several countries. The consistently stellar quality of the products has secured a large-scale acceptance and trust in markets across the world, making way for an ever expanding clientele.

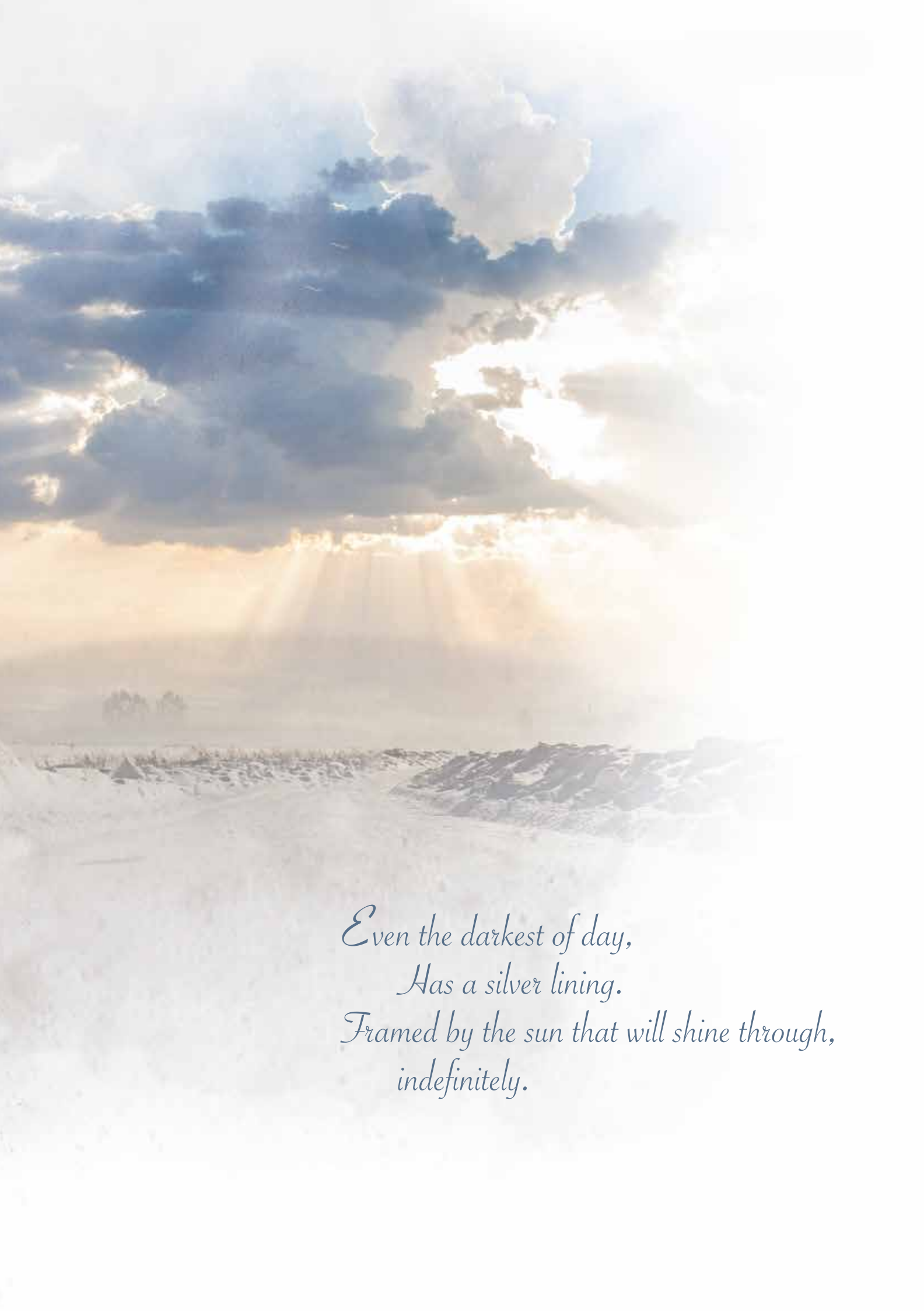
## QUALITY

There is no Jindal SAW product that leaves the manufacturing facility without undergoing a series of stringent quality tests to ensure adherence to the highest internationally-accepted standards. The top quality of products is attributed to special handling and storage of pipes, and testing facilities equipped with state-of-the-art equipment aid. As a result, the company has been the recipient of multiple international certifications, further establishing its position of a quality-first manufacturer.

## CERTIFICATIONS

- API (American Petroleum Institute) 5L, API 5CT, API 5DP
- ISO 9001:2008 Certification
- BS OHSAS 18001:2007 Certification
- ISO 14001:2004 Certification
- ISO 45001:2018 Certification
- ISO 9001:2015 Certification
- ISO 14001:2015 Certification
- BV ITALIA Product Accreditation
- BSI, KITEMARK LICENCES in respect of EN 545, 598, ISO 2531
- ISO/TS 29001
- IS 3589
- IS 5504
- AS/NZS 4020:2005
- EIL Certifications
- "Well-known" Pipe & Tube Maker Self Certification
- PED certificate
- Hunting license for Seal lock XD premium connection
- PED 2014/68/EU
- NORSOK M650





*Even the darkest of day,  
Has a silver lining.  
Framed by the sun that will shine through,  
indefinitely.*



## CSR (COVID-19 RESPONSE)

The COVID-19 pandemic has been an unprecedented catalyst of change.

It has helped us value life, good health and the collective power of a community. As a result, we have learnt to conduct ourselves more compassionately towards others, as individuals and as an organisation.

In addition to the widespread operations, JSAW is always thinking about giving back to society. And what better opportunity than this pandemic, to demonstrate its values and principles and an inherent sense of humanity.

Therefore, in order to tide our fellow citizens through this difficult period, JSAW Limited has shown a deeper intention to extend every possible assistance to the villages neighbouring its facilities and the government, in the following ways:

- Contributed portable oxygen concentrators to hospitals and other medical facilities.
- Converted our nitrogen plant to an oxygen plant for online supply of oxygen to patients through pipelines. The plant can supply oxygen equivalent to 450 cylinders per day.
- Conducted large-scale sanitisation drives in Pankaj Nagar, Bharat Wadi and Bhujpur village.
- Donated Sodium Hypochlorite, spray pumps, thermal guns, oxygen cylinders and supplied firewood to the Hindu cremation centres.
- Provided financial aid to hospitals and states government for COVID relief.
- Set up a vaccination centres for neighbouring residential localities.
- Installed oxygen plants at some of our manufacturing plants.
- Provided transport vehicle for refilling of oxygen cylinders.

These efforts are ongoing and will not cease till we have crossed the safety line, together.





*For does not strength lie in serving others?  
In caring for the wounded  
in the midst of a raging war?  
In upholding a lamp to dispel  
the heavy darkness of the night?  
To help others heal?*





DIGNITY FOR PEOPLE  
WITH REDUCED MOBILITY

Jindal SAW Limited firmly believes in giving back to society and creating a sustainable environment for all. A prominent part of our CSR focuses on making resources accessible to the underprivileged and differently-abled.

Towards this end, we undertake several development programmes through Svayam, a think-tank set up under the Sminu Jindal Charitable Trust. Svayam's deep commitment to shaping an inclusive society has made a visible impact, making way for independence and a life of dignity for people with reduced mobility. Svayam stands on the philosophy that when everyone is born as equal, they should utilise services and infrastructure as equals.

Over the two decades since its inception, Svayam has proved to be a pioneer when it comes to accessibility in built environment and services. Through its guidelines and campaigns, the organisation has highlighted the need for accessibility in public infrastructure. In addition, it has actively handheld the process of implementing access solutions, suggested to the government and civic agencies at various levels.

### **Educating future planners**

Svayam signed an exclusive MoU with the School of Planning and Architecture (SPA), Delhi in March 2020 to initiate the inclusion of accessibility into its architectural curriculum. The two organisations have jointly conducted an elective course on universal accessibility. The study of accessibility is bound to expose and sensitise future architecture and planning professionals passing out from SPA, to the need for inclusivity and incorporating Universal Design. As part of the MoU, Svayam will also conduct an annual Faculty Development Programme for the teachers at SPA, and encourage research projects on Universal Design and different aspects of inclusive design.



*In Photo: Signing of MoU between Svayam (Ms. Sminu Jindal) and SPA, Delhi (Prof. Anil Dewan & Prof. (Dr.) P.S.N. Rao) (From R to L)*

### **Raising awareness overseas**

In 2019, Svayam extended its reach internationally. It launched the Accessible Kenya Mission (AKM) in partnership with the Kenyan National Council for Persons with Disabilities. The AKM aims to draw a large section of Kenyan society to mainstream life and economic activities, by raising awareness and training. After giving Kenya its first fleet of Access Auditors in 2019, Svayam will again organise a virtual training of over 300 Kenyan government officials, who will be responsible to ensure that public infrastructure is accessible for all.

### **Answering nature's call with dignity**

A three-year Accessible Family Toilet (AFT) project covering five states – Tamil Nadu, Uttar Pradesh, Maharashtra, Karnataka and Odisha was launched in partnership with Water.org's Indian arm, FAAS. The project aims to build 1,500 AFTs, through microfinance partners and self-help groups.

### **Making the job possible through transportation**

When citizens were emerging from their homes to get the COVID-19 vaccination, Svayam realised that there is a lack of safe and accessible transportation to carry persons with reduced mobility, including those with disability to their respective vaccination centres. Without losing any time, the organisation made available the provision of free pick up and drop service within Delhi, for anybody who needs it, through its Accessible Vans.



*In Photo: A wheelchair user boarding Svayam's Accessible Van*

Whichever way the tide turns, Svayam continues to firmly stride towards achieving its vision of seamless mobility and access, to empower and enable every soul.

	<b>Smt. Savitri Devi Jindal</b>	<b>Chairperson Emeritus</b>
<b>DIRECTORS</b>	<p>Mr. Prithavi Raj Jindal</p> <p>Ms. Sminu Jindal</p> <p>Ms. Shradha Jatia</p> <p>Ms. Tripti Arya</p> <p>Mr. Neeraj Kumar</p> <p>Mr. Hawa Singh Chaudhary</p> <p>Dr. Raj Kamal Aggarwal</p> <p>Mr. Ravinder Nath Leekha</p> <p>Mr. Abhiram Tayal</p> <p>Mr. Ajitkumar Hazarika</p> <p>Mr. Sanjeev Shankar</p> <p>Mr. Girish Sharma</p> <p>Dr. Vinita Jha</p>	<p>Chairman,</p> <p>Non-Executive Director</p> <p>Managing Director</p> <p>Non-Executive Director</p> <p>Non-Executive Director</p> <p>Group CEO &amp; Whole-time Director</p> <p>Whole-time Director</p> <p>Independent Director</p> <p>Independent Director</p> <p>Independent Director</p> <p>Independent Director</p> <p>Independent Director</p> <p>Independent Director</p> <p>Independent Director</p>
<b>COMPANY SECRETARY</b>	Mr. Sunil K. Jain	
<b>BANKERS AND FINANCIAL INSTITUTIONS</b>	<p>State Bank of India</p> <p>Punjab National Bank</p> <p>HDFC Bank Limited</p> <p>ICICI Bank Limited</p> <p>Axis Bank Limited</p> <p>Indian Bank</p> <p>Union Bank of India</p> <p>Bank of India</p> <p>Standard Chartered Bank</p> <p>IDFC First Bank Limited</p> <p>RBL Bank Limited</p> <p>Bank of Baroda</p> <p>Export Import Bank of India</p> <p>The South Indian Bank Limited</p> <p>The Lakshmi Vilas Bank Limited</p> <p>SBM Bank (India) Limited</p> <p>Aditya Birla Finance Limited</p>	
<b>STATUTORY AUDITORS</b>	Price Waterhouse Chartered Accountants, LLP Chartered Accountants	
<b>INTERNAL AUDITORS</b>	Deloitte Haskins & Sells, LLP Chartered Accountants	
<b>REGISTERED OFFICE</b>	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, District Mathura - 281403, Uttar Pradesh, India	
<b>CORPORATE OFFICE</b>	Jindal Centre 12, Bhikaiji Cama Place, New Delhi - 110066, India	

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## CHAIRMAN'S MESSAGE

Dear Friends,

***The root of resilience is HOPE.***

With immense satisfaction, I am happy to share with you all that Jindal SAW Ltd. has dealt with the second wave of the COVID-19 pandemic, with resilience and emerged stronger.

All our units have been operational through this period with minimal disruptions and we have kept the business wheels in motion, while dealing with the health crisis that has been more severe than the first wave last year. The 'Business Continuity Plan' (BCP) and the other initiatives rolled out during the first wave, came handy and prepared us better to deal with the second wave. We improved our response system by setting up oxygen plants at three of our main facilities, in three states of India. This initiative helped us to provide a sustainable supply of oxygen to the hospitals and communities in the vicinity of our units, during their time of need. We have also undertaken mass vaccination drives to vaccinate our entire workforce along with their families, across the country to keep them safe and healthy.

During the second wave, the government allowed economic activities to continue, with partial lockdowns set by the respective states. This slowed down our momentum and would definitely impact the performance of the first quarter of the financial year 2021-22, albeit to a lesser extent.

Looking at the last quarter's performance for the Financial Year 2020-21, we feel confident that our company has grown from strength to strength and has emerged stronger, from the first wave of the pandemic. That quarter's performance was one of the best, ever. This is a firm indicator of the company being at a 'Point of Inflection', ready to demonstrate improved performance, as soon as we are able to get a firm grasp on our situation during the pandemic.

The government continues to remain focused on the Atmanirbhar Bharat initiative and its emphasis on investment in infrastructure and development. This provides a boost to the overall demand of basic commodities and with the interest rates kept within a reasonable band, would also provide liquidity in the system to keep the Indian economy progressing further. The Jal Jeevan Mission has also gained momentum, where now most of the states and union territories have planned their water grid systems and are in the process of rolling out the pipe network across the states, to ensure water supply in homes, within a defined timeline. These initiatives of the government make us hopeful of a robust and steady demand of our products, once the economy opens up and the pandemic shows a decline. The effort to vaccinate most of India over the next six months would also help in containing the future waves of COVID-19.

We have been gearing ourselves to consolidate and further our leadership position with an all-round emphasis on all our businesses. We intend to merge our Stainless business, DI fittings business and another HSAW unit with the company, Jindal SAW Limited for a unified structure with better synergies. Our partnership with Hunting is becoming stronger and we are working together to develop a more diverse product range, at one of our units. These initiatives would help improve product development, leading to deeper market penetration and diversification, as we emerge as a frontline product and service provider to our esteemed clients across the globe.

We emphasise diversifying our product range, deepening our value-added capabilities, preparing to enter high value markets, while remaining focused on our core competencies.

Other areas of focus are a balanced capital structure, building on relationships with investors and other stakeholders and maintaining our good governance practices.

Svayam, the company's CSR initiative continues to focus on the development and upliftment of an important section of society, which is differently-abled and needs support to lead a normal and comfortable life.

Our Human Resources, which have been one of the most valuable assets that we have always maintained and cherished deserve a special mention and acknowledgement. During the stressful period of the COVID-19 pandemic, they have kept the motivation level high, for themselves, their families and all around them. Each one of them has demonstrated an exemplary resilience and stayed focused on the purpose at hand. I applaud the courage and performance of all my colleagues, at all levels during these difficult times.

We would like to express our gratitude to all the government authorities at the central, state and local levels, other stakeholders, business partners, clients, vendors, banks and financial institutions, rating agencies and all associated with us for their continued support, even during the difficult times.

We are confident of our preparedness to emerge stronger and integrate better with the markets in India and abroad to remain a market leader, as and when the country and the world bounces back and the economy gets back on track.

***Jai Hind !***

***Prithavi Raj Jindal***  
***Chairman (Non-Executive Director)***



# TOTAL PIPE SOLUTIONS





## BOARD'S REPORT

To

The Members,

Your Directors are pleased to present the 36th Annual Report along with Audited Financial Statements of the Company for the year ended 31st March, 2021.

### 1. FINANCIAL RESULTS

(₹ Lakhs)

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
Revenue from Operations	<b>8,63,181.12</b>	10,12,871.62
Profit before finance cost, depreciation, exceptional items and tax	<b>1,25,707.30</b>	1,55,237.80
Less:		
Finance costs	<b>40,431.84</b>	51,557.07
Depreciation and amortisation expense	<b>34,598.36</b>	31,037.98
Exceptional items	-	13,483.06
Profit before tax	<b>50,677.10</b>	59,159.69
Tax expense	<b>17,771.67</b>	[286.13]
Profit after tax	<b>32,905.43</b>	59,445.82
Other Comprehensive Income		
Items that will not be reclassified to profit and loss	<b>1320.19</b>	[1283.93]
<b>Total Comprehensive Income for the year</b>	<b>34,225.62</b>	58,161.89

### 2. REVIEW OF OPERATIONS

The Financial Year 2020-21 has registered decrease in production and sales volumes as compared to previous financial year. The total pipe production (including pig iron) during 2020-21 was ~ 11,02,442 MT (including ~ 3,815 MT pipes produced on job work) as compared to ~ 12,47,426 MT (including ~ 15,609 MT pipes produced on job work) during 2019-20. The annual pellet production during 2020-21 was 12.34 lakhs MT as compared to 13.80 lakhs MT during 2019-20. During financial year 2020-21, the Company has sold (including pig iron) ~ 11,08,514 MT (including ~ 3,395 MT pipes on job work) as compared to ~ 12,57,103 MT (including ~ 16,630 MT pipes on job work) during 2019-20.

#### Segments Performance

**SAW Pipe Strategic Business Unit:** During the financial year 2020-21, the Company produced ~ 5,07,516 MT of pipes (including ~ 3,815 MT pipes produced on job work) as compared to previous year ~ 6,04,872 MT of pipes (including ~ 15,609 MT pipes produced on job work). The Company has sold ~ 5,02,869 MT (including ~ 3,395 MT on job work) of SAW pipes as compared to previous year ~ 6,31,842 MT (including ~ 16,630 MT on job work). The status of orders booked as on March 31, 2021 was ~ 2,62,910 MT including job work orders for ~ 13,352 MT.

**DI and Pig Iron Strategic Business Unit:** Operations in this segment were in line with the planned production in the financial year 2020-21. The Company has produced 4,38,064 lakhs MT of DI Pipe & Pig Iron in financial year 2020-21 as compared to ~ 4,90,573 MT in financial year

2019-20. The Company has sold ~ 4,47,688 MT of DI Pipe & Pig Iron in financial year 2019-20 as compared to ~ 4,73,934 MT in financial year 2019-20. The order book status is quite comfortable at ~ 5,92,907 MT approx.

**Seamless Strategic Business Unit:** The production of seamless pipes during financial year 2020-21 was ~ 1,45,656 MT as compared to ~ 1,45,503 MT during financial year 2019-20. Sale of seamless pipes during financial year 2020-21 was ~ 1,46,802 MT as compared to ~ 1,44,715 MT during financial year 2019-20. Current order book stands at ~ 60,136 MT which gives an improved visibility for 2020-21

**Iron Ore Mines and Pellet Strategic Business Unit:** During 2020-21, the Company has produced ~ 12.34 Lakhs MT pellet. The Company has worked very hard in terms of cost reduction and improvement in operational efficiency which has resulted in improvement in profitability in pellet segment. The current order book stands at ~ 77,900 MT.

### 3. COVID -19 PANDEMIC

The COVID-19 pandemic has emerged as a global challenge, creating disruption across the world. Global solutions are needed to overcome the challenges. The physical and emotional wellbeing of employees and stakeholders continues to be the top priority for the Company, with several initiatives to support the society during the pandemic. During this ongoing pandemic we followed all the guidelines Issued in this regard by the respective States and the Central Government with regard to the operations and safety of people. The strict standard of physical distancing and hygiene were enforced.

## BOARD'S REPORT

**The Company has extended the following support to society under CSR initiatives specifically during the second wave of pandemic:**

- Contribution of 15 nos. of portable Oxygen Concentrators to hospitals.
- Shifting of one high pressure compressor from Samaghogha for the purpose of bottling the Oxygen and supplying to hospitals.
- Installation of 2PSA Oxygen plant capacity : 100 Nm<sup>3</sup>/Hr along with Filling Station for filling oxygen cylinder of capacity 7 m<sup>3</sup>.
- Sanitization activity are regularly under in the near by area.
- Oxygen cylinders were donated to govt hospital
- Purchase 5 tankers of 20KL liquid oxygen to refill Oxygen cylinders for government hospitals.

### 4. DIVIDEND

The Board has, subject to the approval of members at the ensuing annual general meeting, recommended a dividend of ₹ 2/- per equity share having face value of ₹ 2/- each for the year ended March 31, 2021.

### 5. DIVIDEND DISTRIBUTION POLICY

Your Company has a Dividend Distribution Policy, in compliance with the Securities and Exchange Board of India [Listing Obligations & Disclosure Requirements] Regulations, 2015. The Policy is available on the Company's website: <http://www.jindalsaw.com/pdf/Dividend-Distribution-Policy.pdf>. In terms of the Policy, Equity Shareholders of the Company may expect Dividend if the Company has surplus funds and after taking into consideration relevant internal and external factors enumerated in the policy for declaration of dividend.

### 6. TRANSFER TO RESERVES

Your Board has not proposed to transfer any amount to Debenture Redemption Reserve. On redemption of debentures the proportionate Debenture Redemption Reserve of ₹ 1,005.84 Lakhs was transferred to General Reserve.

### 7. SHARE CAPITAL

There is no change during the year 2020-21 in the paid-up equity share capital of the Company.

### 8. ISSUANCE OF NON-CONVERTIBLE DEBENTURES

The Company on 26th March, 2021, issued and allotted 5000 Non-Convertible Debentures (NCDs) of ₹ 10,00,000/- each aggregating to ₹ 500 Crores on private placement basis through Electronic Bidding Platform (EBP) and the same are listed on National Stock Exchange of India Limited.

### 9. EMPLOYEES SHARE BENEFIT SCHEMES

The Nomination and Remuneration Committee had allocated 18,06,328 Stock Appreciation Rights to the eligible employees of the Company on 26th March, 2021 under the Jindal Saw Limited Stock Appreciation Rights Scheme, 2018.

The applicable disclosures as stipulated under the SEBI [Share Based Employee Benefits] Regulations, 2014 ["SBEBS Regulations"], pertaining to the year ended March 31, 2021, is available on the Company's website at <https://www.jindalsaw.com/pdf/Disclosure-under-regulation-14-SBEB-Regulations.pdf>.

### 10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis, as stipulated under Regulation 34 of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 forming part of this report has been given under separate section.

### 11. CONSOLIDATED FINANCIAL STATEMENT

Audited annual consolidated financial statements forming part of the annual report have been prepared in accordance with Companies Act, 2013, Indian Accounting Standards [Ind AS] 110- 'Consolidated Financial Statements' and Indian Accounting Standards [Ind AS] 28 - Investments in Associates and Joint Ventures', notified under Section 133 of Companies Act, 2013 read with Companies [Indian Accounting Standards] Rules, 2015 and as amended from time to time.

### 12. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on March 31, 2021 Company has 10 direct subsidiaries, 15 indirect subsidiaries, 1 associate and 1 Joint venture. The Board of Directors reviewed the affairs of the subsidiaries. During the year, there is no change in the status of Subsidiaries, Joint Ventures and Associate Companies.

Further, In accordance with Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and its subsidiaries along with a statement containing the salient features of the financial statements of Company's subsidiaries in Form AOC 1 forms part of annual report. The statement also provides the details of performance, financial positions of each of the subsidiaries.

As per the provisions of Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and other related information of the Company and audited financial statements of each of its subsidiaries, are available on our website [www.jindalsaw.com](http://www.jindalsaw.com). These documents will also be available for inspection during business hours at our registered office till date of annual general meeting.

The company intends to merge some of its subsidiaries / affiliates and associates where it has investments that would give the company strategic synergies.

The policy for determining material subsidiaries as approved may be accessed on the Company's website at the link: <https://www.jindalsaw.com/pdf/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES-10-2020.pdf>

## BOARD'S REPORT

### 13. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed by the Board of Directors: -

- a. that in the preparation of the annual accounts for the financial year ended 31st March, 2021, the Indian Accounting Standards (Ind AS) has been followed along with proper explanation relating to material departures;
- b. that they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year ended on that period.
- c. that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. that they had prepared the accounts for the financial year ended 31st March, 2021 on a 'going concern' basis.
- e. that they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. that they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### 14. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Your Board of Directors comprises of mix of Executive and Non-Executive Directors with rich experience and expertise across a range of fields such as corporate finance, strategic management, accounts, legal, marketing, brand building, social initiative, general management and strategy. Except the independent directors, all other directors are liable to retire by rotation as per the provisions of the Companies Act, 2013.

At the ensuing Annual General Meeting, Ms. Sminu Jindal, Managing Director [DIN: 00005317] and Mr. Neeraj Kumar, Group CEO and Whole-time Director [DIN: 01776688] of the Company, retire by rotation and, being eligible, offer themselves for re-appointment.

In terms of the Rule 6 of the Companies [Appointment and Qualification of Directors] Rules, 2014, all Independent Directors of the Company have enrolled themselves on the Independent Directors Databank and will undergo the online proficiency self-assessment test within the specified timeline unless exempted under the aforesaid Rules.

As per section 134[3][q] of the Companies Act, 2013 read with rule 8[5] of the Companies [Accounts] Rules 2014, details of Directors or Key Managerial Personnel who was re-appointed during the years are given below:-

The Members in their 31st annual general meeting approved the appointment of Mr. Ajit Kumar Hazarika [DIN- 00748918], as Independent Directors of the Company for his first term of 5 consecutive years.

Your Board of Directors, taking into consideration the recommendations of Nomination and Remuneration Committee and given his background, experience, contribution made by him during his tenure as Independent Director and the performance evaluation, feels that the continued association of Mr. Ajit Kumar Hazarika would be beneficial to the interest of Company as Independent Director. Accordingly, Board proposes the appointment of Mr. Ajit Kumar Hazarika for 2nd term of further period of 5 consecutive years as an Independent Director w.e.f. 12 July, 2021. The Company had received from him the consent for his appointment along with declaration that he meets the criteria of independence U/s 149[6] of the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

Further, Ms. Sminu Jindal, Managing Director [DIN: 00005317] and Mr. Hawa Singh Chaudhary, Whole-time Director [DIN: 00041370] have been re-appointed, for a period of 5 years w.e.f. 1st February, 2021 and 2 years w.e.f. 1st November, 2021 respectively, by the Board of Directors subject to approval of the shareholders.

The proposal for the re-appointment of the aforesaid Directors are placed for the approval of the Shareholders.

There were no changes in the Board of Directors and Key Managerial Personnel of the Company, during the year under review.

### POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee selects the candidate to be appointed as the Director on the basis of the requirement and enhancing the competencies of the Board of the Company.

The current policy is to have a balance of executive, non-executive Directors and Independent Directors to maintain the independence of the Board and to separate its functions of governance and management. The composition of Board of Directors during the year ended March 31, 2021 are in conformity with Regulation 17 of the SEBI [Listing Obligations and Disclosures Requirements] Regulations 2015 read with Section 149 of the Companies Act, 2013.

The policy of the Company on directors' appointment, including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section [3] of Section 178 of the Companies Act, 2013 and the remuneration paid to the directors are governed by the Nomination and Remuneration Policy of the Company.



## BOARD'S REPORT

### 15. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received Declaration of Independence from all the Independent Directors as stipulated under Section 149(7) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet the criteria of Independence.

### 16. BOARD EVALUATION

The Company has devised a Policy for Performance Evaluation of Independent Directors, Board, Committees and other Directors which includes criteria for performance evaluation of the non-executive directors and executive directors under section 178(1) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015. This may be accessed on the Company's website at the link: <http://www.jindalsaw.com/pdf/Criteia%20for%20Performance%20Evaluation.pdf>

On the basis of the Policy for Performance Evaluation of Independent Directors, Board, Committees and other Directors, a process of evaluation was followed by the Board for its own performance and that of its committees and individual Directors. The details of the same have been given in the report on Corporate Governance annexed hereto.

The details of programme for familiarization of Independent Directors, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters have been uploaded on the website of the Company at the link: <http://www.jindalsaw.com/pdf/Familiarization-Programme-of-Independent-Directors-of-Jindal-Saw-Limited.pdf>

### 17. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirement set out by SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015. The report on Corporate Governance as stipulated under the above regulations forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached with the report on Corporate Governance.

### 18. CREDIT RATING

The Credit rating obtained by the Company during the year under review are as under:

Date of Rating	Credit Rating Agency	Instrument/Type of Rating	Rating	Remark
19th August, 2020	Brickwork Ratings India Pvt Ltd	Non-Convertible Debentures of ₹ 500 Crores	BWR AA [Stable]	Fresh Ratings
30th September, 2020	Credit Ratings Limited	Short Term Borrowings [incl. Commercial Paper]	CARE A1+	Reaffirmed
		Long Term Borrowings [incl.NCDs]	CARE AA [Outlook: Stable]	Reaffirmed
5th November, 2020	Credit Ratings Limited	Issuer Rating	CARE AA [Outlook: Stable]	Fresh Ratings
5th March, 2021	Credit Ratings Limited	Short Term Borrowings	CARE A1+	Reaffirmed
		Long Term Borrowings [including NCDs]	CARE AA [Outlook: Negative]	Revised
		Issuer Rating	CARE AA [Outlook: Negative]	Revised
13th March, 2021	Brickwork Ratings India Pvt Ltd	Non-Convertible Debentures of ₹ 500 Crores	BWR AA [Stable]	Reaffirmed

## BOARD'S REPORT

### 19. CONTRACTS AND ARRANGEMENT WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any material contract / arrangement / transaction with related parties.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: [http://www.jindalsaw.com/pdf/140\\_Download\\_RELATEDPARTYTRANSACTIONPOLICY.pdf](http://www.jindalsaw.com/pdf/140_Download_RELATEDPARTYTRANSACTIONPOLICY.pdf)

Your Directors draw attention of the members to Notes to the financial statement which sets out related party disclosures.

### 20. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has its Corporate Social Responsibility Policy [CSR Policy], which can be accessed on the Company's website at <http://www.jindalsaw.com/pdf/Jindal-SAW-CSR-Policy.pdf>.

The key philosophy of all CSR initiatives of the Company is driven by core value of inclusion. Pursuant to CSR Policy various activities were recommended by the CSR Committee to the Board, which were undertaken by the Company. During the year the Company spent ₹ 998.54 Lacs on CSR activities. A report on CSR activities is annexed herewith as Annexure 1.

The Management had, initially at the beginning of the financial year, estimated / budgeted the amount to be spent on the CSR activities in the range of ₹ 1350 lacs to ₹ 1400 lacs. The Company could not spend the full amount due to lockdown imposed the most of the areas resulting in closing down of activities due to pandemic. As per the provision related CSR, the unspent amount of ₹ 369.22 lakh has been transferred to separate Bank account and shall be spent on ongoing projects.

### 21. RISK MANAGEMENT

The Board of Directors has formed Risk Management Committee which has been entrusted with the responsibility to assist the Board in [a] overseeing and approving the Company's enterprise wide risk management framework; and [b] identifying and assessing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks and to ensure that there is an adequate risk management infrastructure in place capable of addressing those risks. The Risk Management Policy was reviewed and approved by the Committee.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviours together form the Management System that governs how the Company conducts the business and manages associated risks.

### 22. INTERNAL CONTROL AND INTERNAL AUDIT SYSTEM AND THEIR ADEQUACY

The Company has adopted and implemented robust policies and procedures for ensuring the orderly and efficient conduct of its business. The framework has been designed to provide with the size, scale and complexity of its operations, safeguarding of its assets, comply with the applicable laws, prevention and detection of fraud, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. For more details, refer to the "Internal Control and Internal Audit System and Their Adequacy" section in Management discussions and analysis Report, which forms part of this Annual Report.

### 23. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 [Meetings of the Board of Directors], SS-2 [General Meetings], SS-3 [Dividend] and SS-4 [Report of the Board of Directors] respectively, have been duly followed by the Company.

### 24. AUDITORS & THEIR REPORT

#### STATUTORY AUDITORS

The members of the Company had appointed Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company for a term of 5 [five] consecutive years from conclusion of 32nd Annual General Meeting until the conclusion of 37th Annual General Meeting. The Price Waterhouse Chartered Accountant LLP have confirmed that they are not disqualified from continuing as Auditors of the Company.

Auditors' remarks in their report read with the notes to accounts referred to by them are self-explanatory. There have been no fraud reported by the Statutory Auditors of the Company.

#### SECRETARIAL AUDITOR

Mr. S. K. Gupta of M/s. S. K. Gupta & Co., Company Secretaries, were appointed as Secretarial Auditors, to conduct Secretarial Audit of the Company for the financial year 2020-21. The Secretarial Audit Report for the financial year ended 31st March, 2021 is annexed herewith marked as Annexure 2 to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

The Board had in their meeting held on 27th May, 2021 reappointed M/s. S. K. Gupta & Co., Company Secretaries, as Secretarial Auditors, to conduct Secretarial Audit of the Company for the financial year 2021-22.

#### EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE

##### i. Auditors' Report

There have been no fraud, qualification, reservation or adverse remark reported by the Statutory Auditors of the Company.

##### ii. Secretarial Auditor's Report

There are no qualification, reservation or adverse remark reported by the Secretarial Auditors in their report.

## BOARD'S REPORT

### COST AUDIT

Pursuant to Section 148 of the Companies Act, 2013 read with rules made thereunder, the Board, has re-appointed M/s. R. J. Goel & Co., Cost Accountants [Registration No. 000026], to audit the Cost Accounts of the Company for the year ending 31st March, 2022. Further, their remuneration will be subject to ratification by shareholders.

The Company has submitted Cost Audit Report and other documents for the year ended 31st March 2020 with the Central Government by filing Form CRA-4 vide SRN R78877925 dated 29th December, 2020.

### 25. DISCLOSURE:

#### MEETINGS OF THE BOARD

During the year under review, the Board of Director of the Company met 8 [Eight] times during the year ended 31st March, 2021. These meetings of the Board of Directors were held on 27th June, 2020, 4th August, 2020, 5th November, 2020, 9th November, 2020, 11th January, 2021, 5th February, 2021, 26th February, 2021 and 26th March, 2021. The composition of Board of Directors during the year ended March 31, 2020 is in conformity with Regulation 17 of the SEBI [Listing Obligations and Disclosures Requirements] Regulations 2015 [SEBI Listing Regulations] read with Section 149 of the Companies Act, 2013. For further details, please refer Report on Corporate Governance attached to this Annual Report.

#### INDEPENDENT DIRECTOR

During the year under review, the Independent Directors of the Company met once on 25th January, 2021. For further details, please refer Report on Corporate Governance attached to this Annual Report.

#### AUDIT COMMITTEE

As on 31st March, 2021 the Audit Committee comprised of 5 Independent Directors and 1 Executive Director as its members. The Chairman of the Committee is an Independent Director. The Members possess adequate knowledge of accounts, audit, finance, etc. The composition of the Audit Committee is in conformity with requirements as per the Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirements] Regulations, 2015.

During the year ended 31st March, 2021, the Committee met 5 [five] times on 27th June, 2020, 4th August, 2020, 9th November, 2020 and 24th November, 2020 and 05th February, 2021. For further details, please refer Report on Corporate Governance attached to this Annual Report.

#### NOMINATION AND REMUNERATION COMMITTEE

As on 31st March, 2021, the Nomination and Remuneration Committee comprised of 4 Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Nomination and Remuneration Committee is in conformity with requirements of section 178 the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015

During the year ended 31st March, 2021 the Committee met 3 [three] times on 26th June, 2020, 26th February, 2021 and 26th March, 2021. For further details, please refer Report on Corporate Governance attached to this Annual Report.

#### STAKEHOLDERS RELATIONSHIP COMMITTEE

As on 31st March 2021, the Stakeholders Relationship Committee comprised of 4 Independent Director and 2 Executive Directors. The Chairman of the Committee is an Independent Director. The Composition of the Stakeholders Relationship Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

During the year ended 31st March, 2021 the Committee met 4 [four] times on 18th September, 2020, 28th December, 2020, 8th February, 2021 and 25th March, 2021. For further details, please refer Report on Corporate Governance attached to this Annual Report.

#### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)

As on 31st March, 2021, the CSR Committee comprised of Dr. Raj Kamal Aggarwal, Independent Director, as Chairman and Ms. Sminu Jindal, Managing Director, Mr. Neeraj Kumar, Group CEO & Whole-time Director and Mr. Sanjeev Shankar as other members. The Composition of the CSR Committee is in conformity with requirements of the Companies Act, 2013. During the year ended 31st March, 2021 the Committee met once on 31st March, 2021.

#### RISK MANAGEMENT COMMITTEE

As on 31st March, 2021, the Risk Management Committee comprised of Dr. Raj Kamal Aggarwal, Independent Director, Mr. A. K. Hazarika, Independent Director, Mr. Neeraj Kumar, Group CEO & Whole-time Director, Mr. Hawa Singh Chaudhary, Whole-time Director, Mr. Narendra Mantri, President Commercial & CFO and Mr. Vinay Kumar, President & Head (Treasury) as members. Dr. Raj Kamal Aggarwal is Chairman of the Committee. The Composition of the Risk Management Committee is in conformity with requirements of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015. During the year ended 31st March, 2021 the Committee met 1 [once] on 28th December, 2020.

#### VIGIL MECHANISM

The Company has a Vigil Mechanism, which also incorporates a whistle blower policy in terms section 177[9] of Companies Act, 2013 and Regulation 22 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015. As per the said policy the protected disclosures can be made by a whistle blower through an e-mail, or a letter to the Compliance Officer or Group CEO & Whole-time Director or to the Chairman of the Audit Committee. No complaint was received during the year or was pending at the end of the year.

The Policy on vigil mechanism and whistle blower may be accessed on the Company's website at the link: <http://www.jindalsaw.com/pdf/vigil-mechanism-policy.pdf>



## BOARD'S REPORT

### PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security were proposed to be utilized by the recipient are provided in the standalone financial statements [Please refer to Notes to the standalone financial statements].

### PARTICULARS REGARDING CONSERVATION OF ENERGY, ETC.

Information pursuant to the provision of Section 134 of Companies Act, 2013 read with the rule 8 of Companies [Accounts] Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the statement annexed hereto as Annexure 3.

### ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as Annexure 4.

### PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with rules 5(2) and 5(3) of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided as Annexure 5.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with rule 5(1) of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 are provided as Annexure 6.

### BUSINESS RESPONSIBILITY REPORT

As per Regulation 34(f) of SEBI [Listing Obligations and Disclosures Requirement] Regulations 2015, the Annual Report shall contain business responsibility report (BRR) describing the initiatives taken by the Company from environmental, social and governance perspective. Having regard to the green initiative, the BRR is made available on the Company's website at [www.jindalsaw.com](http://www.jindalsaw.com).

### 26. PUBLIC DEPOSITS

During the year ended March 31, 2021, the Company had not accepted any public deposits and no amount on account of principal or interest on public deposits was outstanding as on March 31, 2021.

### 27. ANY SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the financial year there was no such significant material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

However, during the year under review, the Company had filed a Voluntary Compounding Application dated 30th November, 2020 before the Regional Director, Reserve Bank of India, Foreign Exchange Department, Kanpur ["RBI"] for compounding of delays in submitting certain forms under the Foreign Exchange Management Act, 1999. The RBI had disposed off the application and imposed compounding fee which was paid by the Company.

### 28. THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has a policy for prevention of sexual harassment of women at workplace and also complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace [Prevention, Prohibition and Redressal] Act, 2013.

The Company for equal employment opportunity provides and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company also believes that all employees of the Company have the right to be treated with dignity. Sexual harassment at the work place or other than work place, if involving employees, is a grave offence and is, therefore, punishable.

No complaint received in relation to Sexual Harassment of Women at Workplace [Prevention, Protection, and Redressal] Act, 2013.

During the year under review and their breakup is as under:

- a) No. of Complaints filed during the year ended 31.03.2021: NIL
- b) No. of Complaints disposed of during the financial year: NIL
- c) No. of pending Complaints as on 31.03.2021: NIL

### 29. ACKNOWLEDGEMENT

Your Directors express their grateful appreciation to concerned Departments of Central / State Governments, Financial Institutions & Bankers, Rating Agencies, Customers and Vendors for their continued assistance and co-operation. The Directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels. They are also grateful for the confidence and faith that you have reposed in the Company as its member.

For and on behalf of the Board

Place : Baytown, Texas  
Date : 27th May, 2021

**Prithavi Raj Jindal**  
Chairman

## BOARD'S REPORT

### Annexure - 1

#### The Annual Report on CSR activities for financial year 2020-21

##### 1. Brief outline on CSR Policy of the Company:

Jindal SAW Ltd. recognizes that its business activities have wide impact on the societies in which it operates, and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations. The company endeavors to make CSR a key business process for sustainable development. Jindal SAW Ltd. is responsible to continuously enhance shareholders wealth; it is also committed to its other stakeholders to conduct its business in an accountable manner that creates a sustained positive impact on society. Our company is committed towards aligning with nature; and has adopted ecofriendly practices.

##### 2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. Raj Kamal Aggarwal, Chairman	Independent Director	1	1
2	Ms. Sminu Jindal,	Managing Director	1	1
3	Mr. Neeraj Kumar,	Group CEO and Whole-time Director	1	1
4	Mr. Sanjeev Shankar	Independent Director	1	1
5	Mr. Girish Sharma	Independent Director	1	1

##### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://www.jindalsaw.com/pdf/CSR-Policy-2021.pdf>

##### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

The Company takes cognizance of sub-rule (3) of rule 8 of the Companies CSR Policy Rules 2014 and would initiate steps to conduct impact assessment of CSR projects through an independent agency. There are no projects undertaken or completed after January 22, 2021, for which the impact assessment report is applicable in FY 2021.

##### 5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not applicable

##### 6. Average net profit of the company as per section 135(5): ₹ 68,388.04 Lakhs

##### 7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 1367.76 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

(c) Amount required to be set off for the financial year, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 1367.76 Lakh

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

Total Amount Spent for the Financial Year. (in ₹ Lakh)	Amount Unspent (in ₹ Lakh)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
998.54	369.22	29.04.2021	NA	NA	NA

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

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

## BOARD'S REPORT

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (in ₹).	Mode of implementation	Mode of implementation - Through implementing agency.	
				State	District			Direct (Yes/No).	Name
1	Donation to Arya Gurukul Tihar Gram	(ii)	Yes	Delhi	New Delhi	2,05,500	Yes	NA	
2	Donation to Arya Mahila Ashram	(ii)	Yes	Delhi	New Delhi	4,06,500	Yes	NA	
3	OPJEMS donation	(ii)	Yes	Delhi	New Delhi	35,00,000	Yes	NA	
4	Donation to Sminu Jindal Charitable Trust	(ii)	Yes	Delhi	New Delhi	5,24,529	Yes	NA	
5	Donation to Shree Vaishnav	(iv)	Yes	Delhi	New Delhi	2,75,000	Yes	NA	
6	Distribution of Green Fooder for Cows at Gaushala	(iv)	Yes	Rajasthan	Bhilwara	21,94,317	Yes	NA	
7	Sanitation in Drainage & MCB Parks	(i)	Yes	Rajasthan	Bhilwara	6,15,68,087	Yes	NA	
8	Donation for construction in nearby villages	(ii)	Yes	Rajasthan	Bhilwara	5,19,542	Yes	NA	
9	Badhir Bal Kalyan Vikas Samiti	(ii)	Yes	Rajasthan	Bhilwara	2,50,000	Yes	NA	
10	Contribution To Sona Manovikas Kendra	(ii)	Yes	Rajasthan	Bhilwara	1,50,000	Yes	NA	
11	Donation to MG HOSPITAL	(i)	Yes	Rajasthan	Bhilwara	29,46,884	Yes	NA	
12	Paid for sanitizing Nanakapaya village -covid-19	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	30,500	Yes	NA	
13	Rashan Kit For Daily Wages Labour & Medical Health	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	4,82,165	Yes	NA	
14	High Flow Nasal With Accessories Gov. Bhuj Hospital	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	6,21,600	Yes	NA	



**BOARD'S REPORT**

15	Providing medical services to non company employees	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	5,966	Yes	NA
16	Earthmoving Activites	(iv)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	2,99,000	Yes	NA
17	Cow Fodder for nanakapay Gram Panchayat	(iv)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	5,65,660	Yes	NA
18	Rashan Kit for police station	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	67,499	Yes	NA
19	Rashan Kit For Samaghogha & Pragpar Villager Lockdown	(i)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	84,446	Yes	NA
20	OP Jindal charitable trust	(ii)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	1,47,40,600	Yes	NA
21	Education Activity For Samagogha & pragpur village	(ii)	Yes	Gujarat	Paragpar, Samaghogha and Nanakapaya	3,42,200	Yes	NA
22	Donation Given To Vidya Devi Jindal School	(i)	Yes	Uttar Pradesh	Kosi Kalan, Mathura	91,07,000	Yes	NA
23	Chana & Gur Distributed to Migrant workers in Nagarpalika Kosikalan during Covid-19	(i)	Yes	Uttar Pradesh	Kosi Kalan, Mathura	29,064	Yes	NA
24	Uttamkumar Indrakumar & Co	(i)	Yes	Maharashtra	Nashik	3,26,992	Yes	NA
25	Expenditure on improvement of school and on education	(ii)	Yes	Karnataka	Bellary	3,21,638	Yes	NA
26	Teacher Salary	(ii)	Yes	Karnataka	Bellary	1,30,348	Yes	NA
27	Ambulance hiring	(i)	Yes	Karnataka	Bellary	1,59,300	Yes	NA

**BOARD'S REPORT**

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- (d) Amount spent in Administrative Overheads: Nil
- (e) Amount spent on Impact Assessment, if applicable: Nil
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 998.54 Lakh
- (g) Excess amount for set off, if any: Nil
9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil
- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Nil
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Nil
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).:  
Please refer the Corporate Social Responsibility section under Board Report.

Place : New Delhi  
Date : 27th May, 2021

**Neeraj Kumar**  
Group CEO &  
Whole-time Director

**Dr. Raj Kamal Aggarwal**  
Independent Director &  
Chairman of CSR Committee

## BOARD'S REPORT

### Annexure - 2

#### SECRETARIAL AUDIT REPORT

For the Financial Year ended on 31st March, 2021

**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,

The Members,

Jindal Saw Limited

A-1, UPSIDC Industrial Area, Nandgaon Road,

Kosi Kalan, Distt. Mathura – 281403 [U.P.]

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jindal Saw Limited [CIN: L27104UP1984PLC023979] [hereinafter called the 'Company'] for the financial year ended 31st March, 2021. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized representatives, We hereby report that in our opinion, the Company has during the financial year ended on 31st March, 2021 ['Audit Period'] complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books and papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021, according to the provisions of:

- (i) The Companies Act, 2013 [the 'Act'] and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ['SCRA'] and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder in respect of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings [Not applicable as there was no reportable event during the Financial year under review];
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ['SEBI Act']:-
  - (a) The Securities and Exchange Board of India [Substantial Acquisition of Shares and Takeovers] Regulations, 2011;
  - (b) The Securities and Exchange Board of India [Prohibition of Insider Trading] Regulations, 2015;
  - (c) The Securities and Exchange Board of India [Issue of Capital and Disclosure Requirements] Regulations, 2018 [Not applicable as there was no reportable event during the Audit Period];
  - (d) The Securities and Exchange Board of India [Share Based Employee Benefits] Regulations, 2014;
  - (e) The Securities and Exchange Board of India [Issue and Listing of Debt Securities] Regulations, 2008;
  - (f) The Securities and Exchange Board of India [Registrars to an Issue and Share Transfer Agents] Regulations, 1993 regarding the Companies Act and dealing with client [Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the Audit period];
  - (g) The Securities and Exchange Board of India [Delisting of Equity Shares] Regulations, 2009 [Not applicable as there was no reportable event during the Audit Period]; and
  - (h) The Securities and Exchange Board of India [Buyback of Securities] Regulations, 2018 [Not applicable as there was no reportable event during the period under review]; and
  - (i) The Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015
- (vi) We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis and representation made by the Company and its officers, the Company has complied with the following laws specifically applicable to the Company as identified by the management:
  - (a) The Mines Act, 1952 and the Rules, Regulations made thereunder;
  - (b) Mines and Minerals [Development & Regulation] Act, 1957 and the Rules, Regulations made thereunder;
  - (c) Explosives Act, 1884 and Rules made thereunder;



## BOARD'S REPORT

(d) Environmental laws and Rules made thereunder.

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

- (i) Secretarial Standards with regard to Meetings of Board of Directors [SS-1] and the General Meetings [SS-2] issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited [BSE] and National Stock Exchange of India Limited [NSE] read with the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015.

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

1. Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies [Corporate Social Responsibility Policy] Rules, 2014, the Company has spent an amount of ₹ 998.54 Lakhs on CSR activities as against ₹ 1,367.76 Lakhs required to be spent during the financial year ended 31st March, 2021. The unspent amount of ₹ 369.22 Lakhs was transferred to a separate bank account and to be spent on ongoing projects.
2. During the year under review, the Company had filed a Voluntary Compounding Application dated 30th November, 2020 before the Regional Director, Reserve Bank of India, Foreign Exchange Department, Kanpur ["RBI"] for compounding of delays in submitting certain forms under the Foreign Exchange Management Act, 1999. The RBI had disposed off the application and imposed compounding fee which was paid by the Company.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including Woman Independent Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all Directors to schedule Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance except in case of shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the Meeting and for meaningful participation at the Meeting. All the decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the Minutes of the Meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that based on the information provided by the Company, its officers and authorised representatives during the conduct of Audit and review of Internal Auditor's Report, periodical Compliance Reports submitted by respective Departmental heads and taken on record by the Audit Committee / Board of Directors of the Company and the Compliance Management System in place, in our opinion 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. As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the Audit Period there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc.:

- (a) The members at the 35th Annual General Meeting of the Company held on 25th September, 2020 by Special Resolution:
  - (i) approved the issuance of Secured / Unsecured Redeemable Non-Convertible Debentures, in one or more tranches aggregating up to ₹ 1,000 Crore on private placement basis;
  - (ii) approved the issuance of Equity Shares and / or Fully Convertible Debentures / Partly Convertible Debentures / Optionally Convertible Debentures / Non-Convertible Debentures with Warrants or any other Securities or a combination thereof to Qualified Institutional Buyers up to an aggregate amount not exceeding ₹ 1,000 Crore by way of a Qualified Institutions Placement.
  - (iii) Approved the conversion of loan into equity shares of the company in case of default in repayment of working capital loan at a value as determined by the Lenders, subject to the provisions of the Companies Act, 2013 and in the manner specified by the Lenders, in accordance with the Working Capital Facility Agreement.
- (b) The Nomination and Remuneration Committee of the Board of the Company at its meeting held on 26th March, 2021, approved the grant of 18,06,328 Stock Appreciation Rights [SAR] to the eligible employees at the exercise price of ₹ 71.40 per SAR under the Jindal Saw Limited Stock Appreciation Rights Scheme, 2018 pursuant to approval granted by the Members at the 33rd Annual General Meeting of the Company held on 27th September, 2018.
- (c) The Company has redeemed the series of Listed / unlisted Commercial Papers as under:-

Sl.No.	ISIN	Particulars of Commercial Paper	Date of Redemption
1.	INE324A14837	2000, Unlisted, credit rated Commercial Paper of face value of ₹ 5,00,000/- each aggregating to ₹ 100 Crore issued on 13th April, 2020 for a short term period of 88 days.	10th July, 2020

**BOARD'S REPORT**

SI.No.	ISIN	Particulars of Commercial Paper	Date of Redemption
2.	INE324A14845	2000, Secured, Listed, credit rated Commercial Paper of face value of ₹ 5,00,000/- each aggregating to ₹ 100 Crore issued on 17th July, 2020 for a short term period of 90 days i.e. valid upto 15th October, 2020.	15th October, 2020
3.	INE324A14852	1800, Unlisted, credit rated Commercial Paper of face value of ₹ 5,00,000/- each aggregating to ₹ 100 Crore issued on 31st July, 2020 for a short term period of 90 days i.e. valid upto 29th October, 2020.	29th October, 2020
4.	INE324A14860	2000, Unlisted, credit rated Commercial Paper of face value of ₹ 5,00,000/- each aggregating to ₹ 100 Crore issued on 23rd October, 2020 for a short term period of 90 days i.e. valid upto 21st January, 2021.	21st January, 2021

(d) During the Audit period, the following changes have taken place in direct and indirect subsidiaries:

SI. No.	Name of Company	Status
1.	Derwent Sand SARL	Derwent Sand SARL, a step down subsidiary of the Company has filed Application for liquidation and a liquidator has been appointed.
2.	Jindal International FZC	Jindal International FZC, a step down subsidiary of the company has filed Application for voluntary liquidation.

- (e) The Company has allotted 5,000 Secured, Rated, Listed, Redeemable, Taxable, Non-cumulative, Non-convertible Debentures of face value of ₹ 10,00,000 each aggregating to ₹ 500.00 Crore at the coupon rate of 8.25% per annum to LIC of India on private placement basis on 26th March, 2021 which were listed on National Stock Exchange of India Limited.
- (f) The Company has redeemed 10.50% Non-Convertible Debentures [Series-III] [NCDs] aggregating to ₹ 40.00 Crore on 12th September, 2020.

For **S.K. Gupta & Co.**  
 Company Secretaries  
 ICSI Unique Code: P1992UP012800  
 Peer Review Certificate No. 1088 / 2021

Place : Kanpur  
 Dated : 27th May, 2021

**(S.K.GUPTA)**  
 Managing Partner  
 F.C.S 2589, C.P 1920  
 UDIN: F002589C000372343

**Note:** This Report to be read with our letter of even date which is marked as Annexure and forms an integral part of this Report.



## BOARD'S REPORT

### ANNEXURE TO SECRETARIAL AUDIT REPORT

To,  
The Members,  
Jindal Saw Limited,  
A-1, UPSIDC Industrial Area,  
Nandgaon Road, Kosi Kalan,  
Distt. Mathura – 281403 [U.P.]

**Our Secretarial Audit Report for the Financial year 31st March, 2021 is to be read along with this letter**

#### Management's Responsibility

1. It is the responsibility of the Management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operating effectively.

#### Auditor's Responsibility

2. Our responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to Secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

#### Disclaimer

5. We have conducted online verification and examination of records, as facilitated by the Company, due to COVID-19 pandemic and subsequent lockdown situation for the purpose of issuing this Report.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For **S.K. Gupta & Co.**  
Company Secretaries  
ICSI Unique Code: P1992UP012800  
Peer Review Certificate No. 1088 / 2021

Place : Kanpur  
Dated : 27th May, 2021

**[S.K.GUPTA]**  
Managing Partner  
F.C.S 2589, C.P 1920  
UDIN: F002589C000372343



## BOARD'S REPORT

### Annexure – 3

#### Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

#### I. CONSERVATION OF ENERGY

##### (A) Steps taken on conservation of energy

##### Bhilwara Plant

1. One FLS Ball Mill converted from "Overflow Type Mill" to "Grate Discharge with Pulp Lifters", which reduced grinding power by 3.68 KWH/MT feed, i.e., reduction by 27.8 % and resulted annual savings of ₹ 2.85 Crores in power cost.
2. Tailing of intermediate stages are reused as process water in beneficiation circuit in both plant A & B which reduces specific process water consumption thus save ₹ 1.4 Crores in pumping power cost.
3. FLS Feed pump [02 nos.] switched over from full flow to low flow gland sealing arrangement, which reduced fresh water consumption by 4.7 m<sup>3</sup>/hr, i.e., reduction by 94% in water consumption [from 5 m<sup>3</sup>/hr to 0.3 m<sup>3</sup>/hr] and resulted annual savings of ₹ 26.76 lakh.
4. Provision given for concentrate thickener underflow line to direct tailing holding tank for thickener draining during annual shutdown, Running of 02 pumps [110 kw & 22 kw] and 01 agitator of concentrate holding tank [90 kW] saved during draining. Resulted savings of 5328 kwh, i.e., ₹ 42000 during Annual Shutdown.
5. On grid 200 KW New Solar Plant has been installed in June, 2020 at STP plant, Bhilwara - ₹ 25 Lakh/year saving with Green Energy generation up to 25 Years
6. Maintaining power factor to 0.99 at substation.- ₹ 2.43 Cr. Saved towards power factor incentive during year 2020-21.
7. Replacement of 100 numbers 400 Watts light fittings with 200 watts LED lights., Replacement of 165 numbers 250 Watts light fittings with 90-100 watts LED lights. , Replacement of 85 numbers 70 Watts light fittings with 35-45 watts LED lights., Replacement of 70 numbers 36 Watts tube lights of offices & halls with 18-20 watts LED lights., Timer & Light sensors provided in High mast, street light & plant lighting area. - Approx. ₹ 12.76 Lacs saving per/Year.

##### Nashik Plant

8. Power factor Improvement : Overall power factor of plant will be improved by installing RTPFC panels of capacity 10200 KVAR [3000 KVAR at main substation, 4000 KVAR at PQF Induction and 3200 KVAR at 16" mill Induction]. Current average PF is 0.984, after PF improvement it will be 0.992 that will result in saving of energy by 52500 units per month, cost reduction will be approx. ₹ 4.5 Lac per month.
9. LED Light installation : 400 Metal Halide lights [400 W] replacement with LED Light [150 W], Saving in energy = 38000 Units per month, Saving in cost = ₹ 3.2 Lac Per month [Energy Rate @ 8.45/unit].
10. Mill Cycle time improvement :
  - A. 16 Inch Mill, cycle time improvement is done by 5 sec [Present cycle time - 97 sec]
  - B. In PQF Mill, cycle time improvement is done by 2 sec [Present cycle time - 40.5 sec]

##### Nanakapaya Plant

11. All new equipments erected in this year are equipped with advanced energy efficient drives, automated systems.
12. Replacement of 50 Nos 250/400 watt traditional light [high bay lights, sodium vapour light, mercury vapours lights etc 250watt .] with 150/120 watt LED lights 150watt/120watt at JCO-1 ,JCO-3 AC&CWC ,COUPLER & DJ plant in addition to 600 lights last year
13. We have installed new flux recovery system panel for all ID/OD welding systems at JCO-3 plant resulting in increased performance.
14. Tracking of electrical equipment which are very old in nature, and drawing more power due to poor condition are replacing with proper planning.
15. The average power factor is maintained at about 0.98.
16. Power factor of all plants are very closely monitored and ensure immediate action in case of any deviation.
17. Timers have been provided for auto cut off control of street light and plant light for reduction of power consumption.
18. Replaced 35 no low rated capacitors with high rated capacitors in harmonics panel and change its module with a controller to scan and maintain the power factor.
19. Replaced 61 Nos HPMV lights [250 W/400 W] with LED light 150 watt in JCO-1 & 3 unit.

## BOARD'S REPORT

20. Installed drive in pipe shifting trolley system in visual inspection section in JCO-3 which is a part our planning to save energy.
21. Installed flux removing system in visual inspection section in JCO-3.
22. Installed new seam tracking system and replaced old system in FUT and Automig section in JCO-3.
23. Analysed energy management system and installed capacitors in field also replaced damaged capacitor of APFC to enhance power factor.
24. Installed 45 KW drive in floor Boaring and HMC machine for improving the plant efficiency and corresponding energy saving.

### Bellary Plant

25. LED lights provided in place of conventional lights, 70 no.s of 400W lights replaced with 150W in shop floor area, 24no.s of 150W lights with 70W for street lighting, 24no.s of 400Wx2 lights with 400W for yard lighting and 60no.s of 40W FL with 20W in the Offices/Guest House. This will reduce energy consumption by about 9000 units/month.
26. A permanent magnet installed at the Edge Milling section to remove the metal chips which was earlier done through compressed air. This has reduced about 75cfm of compressed air consumption.
27. The average power factor was maintained at about 0.98 during the year.

### Kosi Plant

28. Replaced 250 Watt HPSV Light by 150 watt Led light in Kosi coating plant. Saving per year ₹ 4.0 lacs per year.
29. Planning to install VFD in three numbers of Air compressor to reduce the power consumption, By installing the VFD in three compressor we can save more than ₹ 20 Lac /Year.
30. Installation of VFD in water pump house main Motor, after installation we can be able to save approximately 1,40,000 units/year. [SS Business]

### ADDITIONAL PROPOSED FOR SAVING THE ENERGY CONSUMPTION

31. Timer providing for auto control of plant light for reduce power consumption.
32. New equipment's erected & commissioned in this year are equipped with advanced energy efficient drives, automated systems.

### Indore Plant.

33. Air Compressor of capacity 960 CFM is being replaced with 463 CFM Air Compressor which Save near about 50% of the Energy Consumption approx 15000 kwh per month compare to earlier.
34. Auto cut Timers have been provided for control of street light and High Mast for reduction of power consumption.
35. Installed variable frequency Drive panel for all Pipe rotation system in Initial & final section for reduction in Energy Consumption.
36. The Power Packs of Mill & Finishing Section Operation is being controlled through Timers by Programmed PLC when idle for more than 10 min which saves significant Energy Loss.
37. End facer Section Pipe Transport Trolley is now controlled through Variable Frequency Drives which lead to saving of Energy.

### Samagogha Plant

38. Replacement of traditional Highbay, street, halogen & flood light with new energy efficient LED lights at LD Unit.
  - a) High Bay 400 watt replaced by 150 watt LED – 136 nos.
  - b) High Bay 250 watt replaced by 150 watt LED – 58 nos.
  - c) Office Tube light 40 watt replaced by 18 watt LED- 90 nos.
39. Installation of VFD drives at LD unit.
  - a) 37 kw Smoke Blower
  - b) 2.2 Kw [30 Nos.] Conveyor
  - c) 22 kw Trolley motor linear
40. Average Power factor maintained > 0.95
41. Installed 2 nos. Capacitor panel 600 KVR & 400 KVR for achieve Power Factor upto 0.95.

## BOARD'S REPORT

42. Pilger TR-2 obsolete Fuji make PLC replaced by Siemens make with all new programmed developed.
43. HPSV and MH Lights installed in Sinter-1 & 2 Which consume more Power . Earlier In normal running condition, HPSV and MH Lights installed in Sinter-1 & 2 Which Power consume 372 units/day. We Installed LED Lights which power consume 178 units/day

### Paragpar Plant

44. Replacement of conventional light [Like Metal halide light, Sodium vapour light, Mercury vapour lights and fluorescent tube etc.] with LED lights in different areas of plant at WHRPP plant saving of power approx. 125 units per/Day, which will reduce the power consumption.

### (C) Capital investment on energy conservation equipment.

Investment on Led light fittings ₹ 2.69 lakhs.

### (C.1) IMPACT OF ABOVE MEASURES

1. Replacing of conventional lights with LED lights at WHRPP plant various area resulting saving of ₹ 3.20 lakhs per annum cost of electricity.
2. Electrical Power savings benefit upto 21820 Unit /month after changing the energy efficient LED lights i.e. Cost saving around ₹ 13.5 Lacs/annum.
3. Electrical Power savings benefit upto 6780 Unit/month after installation of VFD drives i.e. Cost saving around ₹ 6 Lacs /annum.
4. Electrical Power Savings up to 194 Kwh per/Day IN Sinter 1 & 2. Cost Saving around ₹ 42 Thousand per Month.

## II. TECHNOLOGY ABSORPTION

### A. Efforts made towards technology absorption:

The Company has a policy of technology absorption and makes continuous efforts to bring Innovation in all spheres of its activities. Wherever applicable, the latest technology is sourced by the Company from outside and adopted for its activities.

1. Cross Seam Welding machine setup has been Installed for Skelp/joint welding .This eliminates manual welding which saves time & Energy both.
2. In End Facer Section Old & used VFDs of Spindle Operation are being replaced by energy Efficient Variable Frequency Drives to minimise Frequent Tripping & Energy losses.
3. In All Main Operation Section such as Mill ,End facer & Hydro tester UPS are being Installed in PLC Section for minimizing unwanted surges to avoid damage of PLC Equipments & programme backup.
4. Successfully Installed 30 MT Weigh Bridge for Measurement of Final Inspected Pipe for Better Weighment control & Sap documentation.
5. On Mill old Chinese Edge Milling Cutters are replaced with new one which provides desirable skelp edge for welding, thereby improving weld quality & reduction in repairs.
6. Installation of Air Blaster in Plant A hoppers to reduce feed rate fluctuations which reduces specific power of rod mill and reduces downtime due to hopper choking thereby Saving of ₹ 8 lakh per year.
7. By changing grinding media composition in plant B, specific consumption reduced by 0.11 kg/MT feed which saves ₹ 19.8 lakh annually.
8. Modifications done in tailing thickener i.e. Drop box repositioned with concentricity to feed pipe along with feed launder size increment (from 1200 mm to 1600 mm), eliminated the drop box overflow due to vortex creation, led to reduction in polymer doses [approx. 26%] there by savings of 16 MT/Yr polymer i.e. approx. ₹ 25.07 lakh.
9. Introduced Metal seated knife gate valve in place of 12" pinch valve for return pipe line in FLS filter press, savings of ₹ 18 lakh/ammum [excluding payback value of ₹ 3 lakh in 2.5 month] and still under operation.
10. Developed Filter cloth for Tailing FLS AFP, resulting life increased from 1300 to 2404 cycles/set [in FLS] thereby savings of ₹ 10.9/MT of Dry Tailing handling resulting annual savings of ₹ 1.45 Crore for handling 13.50 lakhs MT tailing.

### (B) Benefit derived like product improvement, cost reduction, product development or import substitute:

The Company has embedded R&D activities into its manufacturing process which is continuous activity. The constant efforts are made to improve production efficiency, maximizing revenue and minimizing expenditure and impact on environment. The benefits of ongoing continuous R&D as embedded in the manufacturing process are derived by achieving the desired results.



## BOARD'S REPORT

### (C) Imported technology:

The Company has imported technology (robotic system) from outside to maintain more accuracy.

### (D) Expenditure incurred on Research and Development:

Since the Research and Development is inbuilt and continuous process, no specific expenditure has been allocated under the head "Expenditure on R & D".

### III. FOREIGN EXCHANGE REALISATION AND OUTGO:

	Current year Ended March 31, 2021	Previous year Ended March 31, 2020
Realisation	2,66,560.76	3,38,093.50
Outgo	2,68,476.44	3,60,557.32

(₹ lakhs)

For and on behalf of the Board

Place : Baytown, Texas  
 Date : 27th May, 2021

**Prithavi Raj Jindal**  
 Chairman

## BOARD'S REPORT

### Annexure - 4

#### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2021

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

#### I. REGISTRATION AND OTHER DETAILS:

1	CIN	L27104UP1984PLC023979
2	Registration Date	31.10.1984
3	Name of the Company	Jindal Saw Limited
4	Category/Sub-category of the Company	Company limited by shares Indian Non-Government Company
5	Address of the Registered office & contact details	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403 Tel. No.- + 91 [11] 26188345; 26188360-74, Fax no.- 011- 26170691 E-mail- investors@jindalsaw.com
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	RCMC Share Registry [P] Ltd. B-25/I, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi- 110020 Phn:- 011- 26387320/21, E-mail:- sectshares@rcmcdelhi.com

#### 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]

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of tube and tube fittings of basic iron and steel	24106	83.27%
2	Mining of Iron ore, beneficiation and pellet production	07100	14.64%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

S No.	Name	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Jindal ITF Limited	28, Shivaji Marg, New Delhi- 110015	U74900UP2007PLC069247	Subsidiary	51.00%	2[87](ii)
2	IUP Jindal Metals & Alloys Limited	28, Najafgarh Road, New Delhi - 110015	U74999DL2004PLC128194	Subsidiary	80.71%	2[87](ii)
3	S.V. Trading Limited	PO Box 556, Main Street, Charlestown Nevis (West Indies)	N.A	Subsidiary	100.00%	2[87](ii)
4	Quality Iron and Steel Limited	28, Najafgarh Road, New Delhi - 110015	U12000DL2007PLC163469	Subsidiary	100.00%	2[87](ii)
5	Ralael Holdings Limited	Griva Digeni 115, Trident Centre, 3101 Limassol, Cyprus	N.A	Subsidiary	100.00%	2[87](ii)
6	Jindal Saw Holdings FZE	P O Box 5232, Fujairah, UAE	N.A	Subsidiary	100.00%	2[87](ii)
7	Greenray Holdings Limited	Charter House, Legge Street, Birmingham B47Eu	N.A	Subsidiary	100.00%	2[87](ii)

**BOARD'S REPORT**

S No.	Name	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
8	Jindal Tubular (India) Ltd.	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh -281403	U28910UP2015PLC068768	Subsidiary	100.00%	2(87)(ii)
9	Jindal Quality Tubular Limited	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh -281403	U28910UP2015PLC073321	Subsidiary	67.00%	2(87)(ii)
10	JITF Shipyards Limited	28, Shivaji Marg, New Delhi- 110015	U35122UP2007PLC069366	Subsidiary	100.00%	2(87)(ii)
11	Jindal Intellicom Limited	28, Shivaji Marg, New Delhi- 110015	U74899DL1988PLC033588	Subsidiary	98.78%	2(87)(ii)
12	iCom Analytics Limited	28, Najafgarh Road, New Delhi - 110015	U74900DL2010PLC206853	Subsidiary	98.78%	2(87)(ii)
13	Jindal X, LLC	120 Bethpage Road Suite 304 Hicksville, NY 11801	N.A	Subsidiary	98.78%	2(87)(ii)
14	Jindal Saw Gulf L.L.C.	Plot No 11 NR 28 & 12 Nr 24 ICAD III, P. O. Box: 132595, Plot 11NR 28, ICAD 3, Musaffah, Abu Dhabi, U.A.E.	N.A	Subsidiary	49.00%	2(87)(ii)
15	World Transload & Logistics LLC	World Transload & Logistics LLC, 5101 Boone Ave North, New Hope MN 55428	N.A	Subsidiary	100.00%	2(87)(ii)
16	5101 Boone LLP	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
17	Tube Technologies INC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
18	Jindal Saw USA, LLC	1411, S Fm 565 Rd. Bay Town, Texas 77523	N.A	Subsidiary	100.00%	2(87)(ii)
19	Jindal Saw Middle East FZC	P O Box 5232, Fujairah, UAE	N.A	Subsidiary	100.00%	2(87)(ii)
20	Derwent Sand SARL	BT-1 Appt 2/ Dely Abraham, Alger, Algeria	N.A	Subsidiary	99.62%	2(87)(ii)
21	Helical Anchors INC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
22	Boone Real Property Holding LLC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
23	Drill Pipe International LLC	1411, S FM 565 Rd. Bay Town, Texas 77523	N.A	Subsidiary	100.00%	2(87)(ii)
24	Jindal International FZE	P O Box 50326, Fujairah, UAE	N.A	Subsidiary	100.00%	2(87)(ii)
25	Sulog Transshipment Services Limited	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403	U61200UP2011PLC089538	Subsidiary	51.00%	2(87)(ii)
26	Jindal Fittings Limited	28, Najafgarh Road, New Delhi - 110015	U27100DL2011PLC219075	Associate	36.00%	2(6)
27	Jindal MMG, LLC	120 Bethpage Road Suite 304, Hicksville NY 11801	N.A.	Joint Venture	50.00%	-



## BOARD'S REPORT

### IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity)

#### (i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	1,04,45,500	-	1,04,45,500	3.27%	1,05,43,750	-	1,05,43,750	3.30%	0.03%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	10,71,86,305	26,67,000	10,98,53,305	34.36%	10,71,86,305	26,67,000	1,098,53,305	34.36%	0.00%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (1)</b>	<b>1,176,31,805</b>	<b>26,67,000</b>	<b>12,02,98,805</b>	<b>37.62%</b>	<b>11,77,30,055</b>	<b>26,67,000</b>	<b>12,03,97,055</b>	<b>37.65%</b>	<b>0.03%</b>
<b>2) Foreign</b>									
a) NRI Individuals	1,74,900	-	1,74,900	0.05%	76,650	-	76,650	0.02%	-0.03
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	8,10,42,096	-	8,10,42,096	25.35%	8,10,42,096	-	8,10,42,096	25.35%	0.00%
d) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A) (2)</b>	<b>8,12,16,996</b>	<b>-</b>	<b>8,12,16,996</b>	<b>25.40%</b>	<b>8,11,18,746</b>	<b>-</b>	<b>8,11,18,746</b>	<b>25.37%</b>	<b>-0.03%</b>
<b>TOTAL (A)</b>	<b>19,88,48,801</b>	<b>26,67,000</b>	<b>20,15,15,801</b>	<b>63.02%</b>	<b>19,88,48,801</b>	<b>26,67,000</b>	<b>20,15,15,801</b>	<b>63.02%</b>	<b>0.00%</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	10,01,031	6,500	10,07,531	0.32%	7,66,500	6,500	7,73,000	0.24%	-0.07%
b) Banks / FI	3,48,379	1,000	349,379	0.11%	20,530	1,000	21,530	0.01%	-0.1%
c) Central Govt	10,99,283	-	10,99,283	0.00	10,91,575	-	10,91,575	0.00	[0.00]
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	15,63,518	-	15,63,518	0.49%	18,63,518	-	18,63,518	0.58%	0.00%
g) FII/FPIs	3,77,74,097	2,000	3,77,76,097	11.81%	3,04,97,386	2,000	3,04,99,386	9.54%	-2.28%
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>4,17,86,308</b>	<b>9,500</b>	<b>4,17,95,808</b>	<b>13.07%</b>	<b>3,42,39,509</b>	<b>9,500</b>	<b>3,42,49,009</b>	<b>10.71%</b>	<b>-2.36%</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	1,42,17,441	58,750	1,42,76,191	4.46%	1,18,41,522	58,750	1,19,00,272	3.72%	-0.74%
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	4,21,17,476	9,06,750	4,30,24,226	13.46%	5,08,08,988	8,75,000	5,16,83,988	16.16%	2.71%
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,43,45,323	-	1,43,45,323	4.49%	1,43,01,392	-	14,3,01,392	4.47%	-0.01%

## BOARD'S REPORT

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>c) Others (specify)</b>									
Non Resident Indians	22,97,692	51,750	23,49,442	0.73%	25,83,633	51,750	26,35,383	0.82%	0.09%
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Clearing Members	7,69,810	-	7,69,810	0.24%	12,28,657	-	12,28,657	0.38%	0.14%
Trusts	9,637	-	9,637	0.00%	11,637	-	11,637	0.00%	0.00%
NBFCs registered with RBI	84,700	-	84,700	0.03%	84,700	-	84,700	0.03%	0.00%
IEPF	3,33,501	-	3,33,501	0.10%	3,36,950	-	3,36,950	0.11%	0.00%
<b>Sub-total [B](2):-</b>	<b>7,41,75,580</b>	<b>10,17,250</b>	<b>7,51,92,830</b>	<b>23.52%</b>	<b>8,11,97,479</b>	<b>9,85,500</b>	<b>8,21,82,979</b>	<b>25.70%</b>	<b>2.19%</b>
<b>Total Public [B]</b>	<b>11,59,61,888</b>	<b>10,26,750</b>	<b>11,69,88,638</b>	<b>36.59%</b>	<b>11,54,36,988</b>	<b>9,95,000</b>	<b>11,64,31,988</b>	<b>36.41%</b>	<b>-0.17%</b>
<b>C1. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>C2 Non-Promoter Non Public</b>	<b>12,49,678</b>	-	<b>12,49,678</b>	<b>0.39%</b>	<b>18,06,328</b>	-	<b>18,06,328</b>	<b>0.56%</b>	<b>0.17%</b>
<b>Grand Total [A+B+C]</b>	<b>31,60,60,367</b>	<b>36,93,750</b>	<b>31,97,54,117</b>	<b>100.00%</b>	<b>31,60,92,117</b>	<b>36,62,000</b>	<b>31,97,54,117</b>	<b>100.00%</b>	<b>0.00%</b>

## (ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of total Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of total Shares Pledged/encumbered to total shares	
1	Abhyuday Jindal	35,03,500	1.10%	-	35,03,500	1.10%	-	0.00%
2	Arti Jindal	40,60,000	1.27%	-	40,60,000	1.27%	-	0.00%
3	Danta Enterprises Private Limited	2,35,72,150	7.37%	-	-	0.00%	-	-7.37%
4	Deepika Jindal	15,74,500	0.49%	-	15,74,500	0.49%	-	0.00%
5	Divino Multiventures Private Limited	53,45,350	1.67%	-	53,45,350	1.67%	-	0.00%
6	Estrela Investment Company Limited	18,77,500	0.59%	-	18,77,500	0.59%	-	0.00%
7	Four Seasons Investments Limited	4,35,30,596	13.61%	-	4,35,30,596	13.61%	-	0.00%
8	Gagan Trading Co Ltd	2,10,000	0.07%	-	2,10,000	0.07%	-	0.00%
9	Glebe Trading Private Limited	7,72,620	0.24%	-	-	0.00%	-	-0.24%
10	Indresh Batra	7,50,000	0.23%	-	7,50,000	0.23%	-	0.00%
11	JSL Limited	20,71,000	0.65%	-	20,71,000	0.65%	-	0.00%
12	Mendeza Holdings Limited	18,32,500	0.57%	-	18,32,500	0.57%	-	0.00%
13	Meredith Traders Pvt Ltd	4,32,000	0.14%	-	4,32,000	0.14%	-	0.00%
14	Nacho Investments Limited	18,25,000	0.57%	-	18,25,000	0.57%	-	0.00%

**BOARD'S REPORT**

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of total Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of total Shares Pledged/encumbered to total shares	
15	Nalwa Sons Investments Limited	5,35,50,000	16.75%	-	5,35,50,000	16.75%	-	0.00%
16	Naveen Jindal	2,18,700	0.07%	-	2,18,700	0.07%	-	0.00%
17	Naveen Jindal HUF	6,600	0.00%	-	6,600	0.00%	-	0.00%
18	OPJ Trading Private Limited	77,74,332	2.43%	-	77,74,332	2.43%	-	0.00%
19	P R Jindal HUF	21,600	0.01%	-	21,600	0.01%	-	0.00%
20	Parth Jindal	100	0.00%	-	100	0.00%	-	0.00%
21	Prithavi Raj Jindal	98,700	0.03%	-	450	0.00%	-	-0.03%
22	R K Jindal & Sons HUF	81,600	0.03%	-	81,600	0.03%	-	0.00%
23	Ratan Jindal	76,200	0.02%	-	76,200	0.02%	-	0.00%
24	S K Jindal And Sons HUF	21,600	0.01%	-	21,600	0.01%	-	0.00%
25	Sahyog Holdings Private Limited	100	0.00%	-	100	0.00%	-	0.00%
26	Sajjan Jindal	100	0.00%	-	100	0.00%	-	0.00%
27	Sajjan Jindal as Trustee of Sajjan Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
28	Sajjan Jindal as Trustee of Sajjan Jindal Lineage Trust	100	0.00%	-	100	0.00%	-	0.00%
29	Sajjan Jindal as Trustee of Sangita Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
30	Sajjan Jindal as Trustee of Tarini Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
31	Sajjan Jindal as Trustee of Tanvi Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
32	Sajjan Jindal as Trustee of Parth Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
33	Sangita Jindal	100	0.00%	-	100	0.00%	-	0.00%
34	Savitri Devi Jindal	1,03,800	0.03%	-	1,03,800	0.03%	-	0.00%
35	Siddeshwari Tradex Private Limited	1,30,04,485	4.07%	-	3,73,49,255	11.68%	-	7.61%
36	Shradha Jatia	42,500	0.01%	-	75,250	0.02%	-	0.01%
37	Sminu Jindal	15,000	0.00%	-	47,750	0.01%	-	0.01%
38	Systran Multiventures Private Limited	2,04,600	0.06%	-	2,04,600	0.06%	-	0.00%
39	Tanvi Shete	100	0.00%	-	100	0.00%	-	0.00%
40	Tarini Jindal Handa	100	0.00%	-	100	0.00%	-	0.00%
41	Templar Investments Limited	18,56,500	0.58%	-	18,56,500	0.58%	-	0.00%
42	Tripti Jindal	15,000	0.00%	-	47,750	0.01%	-	0.01%
43	Urvi Jindal	30,000	0.01%	-	30,000	0.01%	-	0.00%
44	Vinamra Consultancy Pvt Ltd	100	0.00%	-	100	0.00%	-	0.00%
45	Virtuous Tradecorp Private Limited	29,16,568	0.91%	-	29,16,568	0.91%	-	0.00%
46	Sigmattech INC.	3,01,20,000	9.42%	-	3,01,20,000	9.42%	-	0.00%



## BOARD'S REPORT

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

S No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>Prithavi Raj Jindal</b>						
	At the beginning of the year			98,700	0.03%	98,700	0.03%
	Changes during the year	18/09/20	Transfer	[98,250]	-0.03%	450	0.00%
	At the end of the year					450	0.00%
2	<b>Sminu Jindal</b>						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year	18/09/20	Transfer	32,750	0.01%	47,750	0.01%
	At the end of the year					47,750	0.01%
3	<b>Shradha Jatia</b>						
	At the beginning of the year			42,500	0.01%	42,500	0.01%
	Changes during the year	18/09/20	Transfer	32,750	0.01%	75,250	0.02%
	At the end of the year					75,250	0.02%
4	<b>Tripti Jindal</b>						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year	18/09/20	Transfer	32,750	0.01%	47,750	0.01%
	At the end of the year					47,750	0.01%
5	<b>Glebe Trading Private Limited*</b>						
	At the beginning of the year			7,72,620	0.24%	7,72,620	0.24%
	Changes during the year	26/02/21	Transfer	[7,72,620]	-0.24%	-	0.00%
	At the end of the year					-	0.00%
6	<b>Danta Enterprises Private Limited*</b>						
	At the beginning of the year			2,35,72,150	7.37%	2,35,72,150	7.37%
	Changes during the year	26/02/21	Transfer	[2,35,72,150]	-7.37%	-	0.00%
	At the end of the year					-	0.00%
7	<b>Siddeshwari Tradex Private Limited*</b>						
	At the beginning of the year			1,30,04,485	4.07%	1,30,04,485	4.07%
	Changes during the year	26/02/21	Transfer	2,43,44,770	7.61%	3,73,49,255	11.68%
	At the end of the year					3,73,49,255	11.68%

\* Transferred on account of Scheme of Amalgamation.

### (iv) Shareholding Pattern of top ten Shareholders

[Other than Directors, Promoters and Holders of GDRs and ADRs]:

S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>CRESTA FUND LTD</b>						
	At the beginning of the year			1,13,67,245	3.55%	1,13,67,245	3.55%
	Changes during the year			-	0.00%	1,13,67,245	3.55%
	At the end of the year			-	-	1,13,67,245	3.55%

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S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
<b>2</b>	<b>VANGUARD EMERGING MARKETS STOCK INDEX FUND, A</b>						
	At the beginning of the year			25,01,190	0.78%	25,01,190	0.78%
	Changes during the year	19/06/2020	Transfer	[1,60,093]	-0.05%	23,41,097	0.73%
		26/06/2020	Transfer	[6,40,376]	-0.20%	17,00,721	0.53%
		19/03/2021	Transfer	1,30,670	0.04%	18,31,391	0.57%
		26/03/2021	Transfer	2,15,648	0.07%	20,47,039	0.64%
	At the end of the year			-	-	20,47,039	0.64%
<b>3</b>	<b>APMS INVESTMENT FUND LIMITED</b>						
	At the beginning of the year			23,58,610	0.74%	23,58,610	0.74%
	Changes during the year			-	0.00%	23,58,610	0.74%
	At the end of the year			-	-	23,58,610	0.74%
<b>4</b>	<b>VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND</b>						
	At the beginning of the year			22,41,047	0.70%	22,41,047	0.70%
	Changes during the year	04/12/2020	Transfer	[2,22,074]	-0.07%	20,18,973	0.63%
		05/03/2021	Transfer	[204,076]	-0.06%	18,14,897	0.57%
	At the end of the year			-	-	18,14,897	0.57%
<b>5</b>	<b>DIMENSIONAL EMERGING MARKETS VALUE FUND</b>						
	At the beginning of the year			1573211	0.49%	15,73,211	0.49%
	Changes during the year	17/04/2020	Transfer	[28,135]	-0.01%	15,45,076	0.48%
		24/04/2020	Transfer	[40,556]	-0.01%	15,04,520	0.47%
		01/05/2020	Transfer	[31,687]	-0.01%	14,72,833	0.46%
		08/05/2020	Transfer	[104,748]	-0.03%	13,68,085	0.43%
		15/05/2020	Transfer	[68,128]	-0.02%	12,99,957	0.41%
		22/05/2020	Transfer	[18,872]	-0.01%	12,81,085	0.40%
		29/05/2020	Transfer	[39,720]	-0.01%	12,41,365	0.39%
		24/07/2020	Transfer	[53,012]	-0.02%	11,88,353	0.37%
		31/07/2020	Transfer	[20,365]	-0.01%	1,167,988	0.37%
		07/08/2020	Transfer	[68,427]	-0.02%	1,099,561	0.34%
		04/09/2020	Transfer	[68,594]	-0.02%	10,30,967	0.32%
		11/09/2020	Transfer	[25,754]	-0.01%	10,05,213	0.31%
		25/09/2020	Transfer	[99,708]	-0.03%	9,05,505	0.28%
	02/10/2020	Transfer	[50,878]	-0.02%	8,54,627	0.27%	
	At the end of the year			-	-	8,54,627	0.27%
<b>6</b>	<b>EMERGING MARKETS CORE EQUITY PORTFOLIO (THE P)</b>						
	At the beginning of the year			14,91,845	0.47%	14,91,845	0.47%
	Changes during the year	03/04/2020	Transfer	[31,222]	-0.01%	14,60,623	0.46%
		17/04/2020	Transfer	[46,309]	-0.01%	14,14,314	0.44%
		24/07/2020	Transfer	[55,928]	-0.02%	13,58,386	0.42%
		31/07/2020	Transfer	[78,475]	-0.02%	12,79,911	0.40%
		21/08/2020	Transfer	[19,079]	-0.01%	12,60,832	0.39%

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S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
		02/10/2020	Transfer	[19,373]	-0.01%	12,41,459	0.39%
		30/10/2020	Transfer	[15,062]	0.00%	12,26,397	0.38%
		06/11/2020	Transfer	[47,621]	-0.01%	11,78,776	0.37%
		19/02/2021	Transfer	[13,476]	0.00%	11,65,300	0.36%
		26/02/2021	Transfer	[45,248]	-0.01%	11,20,052	0.35%
		05/03/2021	Transfer	[104,439]	-0.03%	10,15,613	0.32%
		12/03/2021	Transfer	[26,803]	-0.01%	9,88,810	0.31%
	At the end of the year			-	-	9,88,810	0.31%
<b>7</b>	<b>JINDAL SAW EMPLOYEE WELFARE TRUST</b>						
	At the beginning of the year			12,49,678	0.39%	12,49,678	0.39%
	Changes during the year	03/04/2020	Transfer	59,250	0.02%	13,08,928	0.41%
		03/07/2020	Transfer	4,22,400	0.13%	17,31,328	0.54%
		21/08/2020	Transfer	50,000	0.02%	17,81,328	0.56%
		28/08/2020	Transfer	25,000	0.01%	18,06,328	0.56%
	At the end of the year			-	-	18,06,328	0.56%
<b>8</b>	<b>LIFE INSURANCE CORPORATION OF INDIA</b>						
	At the beginning of the year			11,97,283	0.37%	11,97,283	0.37%
	Changes during the year			-	0.00%	11,97,283	0.37%
	At the end of the year			-	-	11,97,283	0.37%
<b>9</b>	<b>CALSTRS MANAGED BY STATE STREET GLOBAL ADVISO</b>						
	At the beginning of the year			11,89,321	0.37%	11,89,321	0.37%
	Changes during the year	10/04/2020	Transfer	1,39,586	0.04%	13,28,907	0.42%
		01/05/2020	Transfer	[44,480]	-0.01%	12,84,427	0.40%
		08/05/2020	Transfer	38,673	0.01%	13,23,100	0.41%
		15/05/2020	Transfer	1,07,795	0.03%	14,30,895	0.45%
		22/05/2020	Transfer	1,11,436	0.03%	15,42,331	0.48%
		05/06/2020	Transfer	62,672	0.02%	16,05,003	0.50%
		19/06/2020	Transfer	[1,05,754]	-0.03%	14,99,249	0.47%
		03/07/2020	Transfer	[1,96,527]	-0.06%	13,02,722	0.41%
		17/07/2020	Transfer	[1,84,980]	-0.06%	11,17,742	0.35%
		31/07/2020	Transfer	[8,620]	0.00%	11,09,122	0.35%
	At the end of the year			-	-	11,09,122	0.35%
<b>10</b>	<b>CHHATTISGARH INVESTMENTS LIMITED</b>						
	At the beginning of the year			10,00,000	0.31%	10,00,000	0.31%
	Changes during the year			-	0.00%	10,00,000	0.31%
	At the end of the year			-	-	10,00,000	0.31%
<b>11</b>	<b>KUBER INDIA FUND</b>						
	At the beginning of the year			10,00,000	0.31%	10,00,000	0.31%
	Changes during the year	05/06/2020	Transfer	[10,00,000]	-0.31%	-	0.00%
	At the end of the year			-	-	-	0.00%
<b>12</b>	<b>ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUN</b>						
	At the beginning of the year			3,57,313	0.11%	3,57,313	0.11%
	Changes during the year	24/04/2020	Transfer	34,639	0.01%	3,91,952	0.12%
		15/05/2020	Transfer	77,834	0.02%	4,69,786	0.15%



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S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
		22/05/2020	Transfer	36,666	0.01%	5,06,452	0.16%
		21/08/2020	Transfer	91,678	0.03%	5,98,130	0.19%
		28/08/2020	Transfer	1,18,512	0.04%	7,16,642	0.22%
		04/09/2020	Transfer	51,093	0.02%	7,67,735	0.24%
		02/10/2020	Transfer	76,700	0.02%	8,44,435	0.26%
		23/10/2020	Transfer	63,858	0.02%	9,08,293	0.28%
		06/11/2020	Transfer	55,113	0.02%	9,63,406	0.30%
		13/11/2020	Transfer	50,501	0.02%	10,13,907	0.32%
		27/11/2020	Transfer	59,022	0.02%	10,72,929	0.34%
		11/12/2020	Transfer	82,538	0.03%	11,55,467	0.36%
		18/12/2020	Transfer	1,18,549	0.04%	12,74,016	0.40%
		25/12/2020	Transfer	1,24,489	0.04%	13,98,505	0.44%
		22/01/2021	Transfer	1,20,983	0.04%	15,19,488	0.48%
		29/01/2021	Transfer	1,74,126	0.05%	16,93,614	0.53%
		05/02/2021	Transfer	1,37,243	0.04%	18,30,857	0.57%
		26/02/2021	Transfer	1,07,848	0.03%	19,38,705	0.61%
	At the end of the year			-	-	19,38,705	0.61%
<b>13</b>	<b>ICICI BANK LIMITED</b>						
	At the beginning of the year			3,22,849	0.10%	3,22,849	0.10%
	Changes during the year	03/04/2020	Transfer	[10,835]	0.00%	3,12,014	0.10%
		10/04/2020	Transfer	[205]	0.00%	3,11,809	0.10%
		17/04/2020	Transfer	8,125	0.00%	3,19,934	0.10%
		24/04/2020	Transfer	[1,897]	0.00%	3,18,037	0.10%
		01/05/2020	Transfer	75,588	0.02%	3,93,625	0.12%
		08/05/2020	Transfer	2,066	0.00%	3,95,691	0.12%
		15/05/2020	Transfer	4,916	0.00%	4,00,607	0.13%
		22/05/2020	Transfer	50,944	0.02%	4,51,551	0.14%
		29/05/2020	Transfer	23,858	0.01%	4,75,409	0.15%
		05/06/2020	Transfer	2,00,504	0.06%	6,75,913	0.21%
		12/06/2020	Transfer	31,243	0.01%	7,07,156	0.22%
		19/06/2020	Transfer	26,546	0.01%	7,33,702	0.23%
		26/06/2020	Transfer	21,058	0.01%	7,54,760	0.24%
		03/07/2020	Transfer	[79,025]	-0.02%	6,75,735	0.21%
		10/07/2020	Transfer	84,411	0.03%	7,60,146	0.24%
		17/07/2020	Transfer	1,00,190	0.03%	8,60,336	0.27%
		24/07/2020	Transfer	9,135	0.00%	8,69,471	0.27%
		31/07/2020	Transfer	61,858	0.02%	9,31,329	0.29%
		07/08/2020	Transfer	[19,111]	-0.01%	9,12,218	0.29%
		14/08/2020	Transfer	3,01,740	0.09%	12,13,958	0.38%
		21/08/2020	Transfer	[94,065]	-0.03%	11,19,893	0.35%
		28/08/2020	Transfer	[1,60,847]	-0.05%	9,59,046	0.30%
		04/09/2020	Transfer	[9,59,046]	-0.30%	-	0.00%
		04/12/2020	Transfer	250	0.00%	250	0.00%
		11/12/2020	Transfer	[250]	0.00%	-	0.00%
		01/01/2021	Transfer	1,138	0.00%	1,138	0.00%
		08/01/2021	Transfer	320	0.00%	1,458	0.00%
		15/01/2021	Transfer	1,740	0.00%	3,198	0.00%
		22/01/2021	Transfer	[1,873]	0.00%	1,325	0.00%
		29/01/2021	Transfer	873	0.00%	2,198	0.00%

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S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
		05/02/2021	Transfer	750	0.00%	2,948	0.00%
		12/02/2021	Transfer	680	0.00%	3,628	0.00%
		19/02/2021	Transfer	[628]	0.00%	3,000	0.00%
		26/02/2021	Transfer	648	0.00%	3,648	0.00%
		05/03/2021	Transfer	[3,648]	0.00%	-	0.00%
		19/03/2021	Transfer	4,500	0.00%	4,500	0.00%
		26/03/2021	Transfer	[4,500]	0.00%	-	0.00%
		At the end of the year		-	-	-	0.00%
<b>14</b>	<b>PLUTUS WEALTH MANAGEMENT LLP</b>						
		At the beginning of the year		1,00,000	0.03%	1,00,000	0.03%
		Changes during the year					
		10/04/2020	Transfer	[1,00,000]	-0.03%	-	0.00%
		05/06/2020	Transfer	11,00,000	0.34%	11,00,000	0.34%
		12/06/2020	Transfer	3,00,000	0.09%	14,00,000	0.44%
		26/06/2020	Transfer	8,000	0.00%	14,08,000	0.44%
		10/07/2020	Transfer	[5,42,300]	-0.17%	8,65,700	0.27%
		24/07/2020	Transfer	5,49,300	0.17%	14,15,000	0.44%
		07/08/2020	Transfer	[15,000]	0.00%	14,00,000	0.44%
		21/08/2020	Transfer	[14,00,000]	-0.44%	-	0.00%
		At the end of the year		-	-	-	0.00%
<b>15</b>	<b>BAJAJ FINANCIAL SECURITIES</b>						
		At the beginning of the year		-	0.00%	-	0.00%
		Changes during the year					
		03/04/2020	Transfer	397	0.00%	397	0.00%
		10/04/2020	Transfer	[397]	0.00%	-	0.00%
		03/07/2020	Transfer	300	0.00%	300	0.00%
		10/07/2020	Transfer	5,50,000	0.17%	5,50,300	0.17%
		24/07/2020	Transfer	[5,49,300]	-0.17%	1,000	0.00%
		14/08/2020	Transfer	7,500	0.00%	8,500	0.00%
		21/08/2020	Transfer	12,92,500	0.40%	13,01,000	0.41%
		28/08/2020	Transfer	[13,01,000]	-0.41%	-	0.00%
		12/02/2021	Transfer	15,000	0.00%	15,000	0.00%
		19/02/2021	Transfer	[2,500]	0.00%	12,500	0.00%
		26/02/2021	Transfer	[12,200]	0.00%	300	0.00%
		05/03/2021	Transfer	[300]	0.00%	-	0.00%
		At the end of the year		-	-	-	0.00%
<b>16</b>	<b>PACKFLEX BUSINESS ADVISORY SERVICES LLP</b>						
		At the beginning of the year		-	0.00%	-	0.00%
		Changes during the year					
		11/09/2020	Transfer	7,91,234	0.25%	7,91,234	0.25%
		18/09/2020	Transfer	766	0.00%	7,92,000	0.25%
		25/09/2020	Transfer	3,14,739	0.10%	11,06,739	0.35%
		02/10/2020	Transfer	261	0.00%	11,07,000	0.35%
		08/01/2021	Transfer	[3,95,400]	-0.12%	7,11,600	0.22%
		05/03/2021	Transfer	[5,53,540]	-0.17%	1,58,060	0.05%
		At the end of the year		-	-	1,58,060	0.05%

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### (v) Shareholding of Directors and Key Managerial Personnel:

S No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>Mr. Prithavi Raj Jindal</b>						
	At the beginning of the year			98,700	0.03%	98,700	0.03%
	Changes during the year	18/09/2021	Transfer	[98,250]	0.00%	450	0.00%
	At the end of the year					450	0.00%
2	<b>Ms. Sminu Jindal</b>						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year	18/09/2021	Transfer	32,750	0.00%	47,750	0.01%
	At the end of the year					47,750	0.01%
3	<b>Ms. Shradha Jatia</b>						
	At the beginning of the year			42,500	0.01%	42,500	0.01%
	Changes during the year	18/09/2021	Transfer	32,750	0.01%	75,250	0.02%
	At the end of the year					75,250	0.02%
4	<b>Ms. Tripti Arya</b>						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year	18/09/2021	Transfer	32,750	0.00%	47,750	0.01%
	At the end of the year					47,750	0.01%
5	<b>Mr. Neeraj Kumar</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
6	<b>Mr. Hawa Singh Chaudhary</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
7	<b>Mr. Ravinder Nath Leekha</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
8	<b>Dr. Raj Kamal Agarwal</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
9	<b>Mr. Abhiram Tayal</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
10	<b>Mr. Ajit Kumar Hazarika</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%

## BOARD'S REPORT

S No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
11	<b>Mr. Girish Sharma</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
12	<b>Mr. Sanjeev Shankar</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
13	<b>Dr. Vinita Jha</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
14	<b>Mr. Naredra Mantri</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
15	<b>Mr. Sunil K. Jain</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			-	0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%

## V. INDEBTEDNESS

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

[ ₹ Lakhs]

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	3,43,097.26	61,139.15	-	4,04,236.41
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2,454.56	142.38	-	2,596.93
<b>Total (i+ii+iii)</b>	<b>3,45,551.82</b>	<b>61,281.52</b>	<b>-</b>	<b>4,06,833.34</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	70,218.08	-	-	70,218.08
* Reduction	(78,028.37)	(23,758.89)	-	(1,01,787.25)
<b>Net Change</b>	<b>(7,810.29)</b>	<b>(23,758.89)</b>	<b>-</b>	<b>(31,569.17)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	3,35,286.98	37,380.26	-	3,72,667.24
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,063.53	-	-	1,063.53
<b>Total (i+ii+iii)</b>	<b>3,36,350.51</b>	<b>37,380.26</b>	<b>-</b>	<b>3,73,730.77</b>



## BOARD'S REPORT

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total [₹]
		Ms. Sminu Jindal	Mr. Neeraj Kumar	Mr. Hawa Singh Chaudhary	
	Designation	Managing Director	Group CEO & Whole-time Director	Whole-time Director	
1	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,09,75,000	6,47,28,765	75,17,095	8,32,20,860
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	54,49,602	17,99,876	6,75,338	79,24,816
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	<b>Commission</b>	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	90,00,000	-	-	90,00,000
5	<b>Others, please specify</b>				
	Employer's contribution to PF	7,50,000	7,50,000	5,35,164	20,35,164
	<b>Total (A)</b>	<b>2,61,74,602</b>	<b>6,72,78,641</b>	<b>87,27,597</b>	<b>10,21,80,840</b>
	Ceiling as per the Act	The remuneration paid are within the ceiling calculated as per the provisions of section 198 of the Companies Act, 2013			

#### B. Remuneration to other Directors

S. No.	Particulars of Remuneration	Name of Directors				Total [₹]
		Mr. Prithavi Raj Jindal	Ms. Shradha Jatia	Ms. Tripti Arya	Dr. Raj Kamal Aggarwal	
1	<b>Independent Directors</b>					
	Fee for attending board committee meetings	-	-	-	11,25,000	11,25,000
	Commission	-	-	-	3,00,000	3,00,000
	Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	-	-	-	<b>14,25,000</b>	<b>14,25,000</b>
2	<b>Other Non-Executive Directors</b>					
	Fee for attending board committee meetings	4,50,000	4,50,000	3,75,000	-	12,75,000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	<b>4,50,000</b>	<b>4,50,000</b>	<b>3,75,000</b>	-	<b>12,75,000</b>
	<b>Total (B)=(1+2)</b>	<b>4,50,000</b>	<b>4,50,000</b>	<b>3,75,000</b>	<b>14,25,000</b>	<b>27,00,000</b>

## BOARD'S REPORT

S No.	Particulars of Remuneration	Name of Directors					Total [₹]	
		Mr. Ravinder Nath Leekha	Mr. Abhiram Tayal	Mr. Ajit Kumar Hazarika	Mr. Girish Sharma	Mr. Sanjeev Shankar		Dr. Vinita Jha
1	<b>Independent Directors</b>							
	Fee for attending board committee meetings	10,65,000	6,75,000	10,20,000	9,00,000	8,55,000	7,95,000	53,10,000
	Commission	2,00,000	2,00,000	2,00,000	2,00,000	2,00,000	2,00,000	12,00,000
	Others, please specify	-	-	-	-	-	-	-
	<b>Total [1]</b>	<b>12,65,000</b>	<b>8,75,000</b>	<b>12,20,000</b>	<b>11,00,000</b>	<b>10,55,000</b>	<b>9,95,000</b>	<b>65,10,000</b>
2	<b>Other Non-Executive Directors</b>							
	Fee for attending board committee meetings	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	<b>Total [2]</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total [B]=[1+2]</b>	<b>12,65,000</b>	<b>8,75,000</b>	<b>12,20,000</b>	<b>11,00,000</b>	<b>10,55,000</b>	<b>9,95,000</b>	<b>65,10,000</b>
	<b>Total Managerial Remuneration [A+B]</b>							<b>92,10,000</b>
	Ceiling as per the Act	The remuneration paid are within the ceiling calculated as per the provisions of section 198 of the Companies Act, 2013						

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

S No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total [₹]
		Mr. Narendra Mantri	Mr. Sunil K. Jain	
		Designation	Company Secretary	
1	Gross salary			
	[a] Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,58,46,009	8,266,271	2,41,12,280
	[b] Value of perquisites u/s 17(2) Income-tax Act, 1961	6,61,443	56,236	7,17,679
	[c] Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify Employer's contribution to Provident Fund	7,50,000	542,064	12,92,064
	<b>Total</b>	<b>1,72,57,452</b>	<b>88,64,571</b>	<b>2,61,22,023</b>

## BOARD'S REPORT

### XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

For and on behalf of the Board

Place : Baytown, Texas  
 Date : 27th May, 2021

**Prithavi Raj Jindal**  
 Chairman

**BOARD'S REPORT**
**Annexure – 5**

Particulars of employees as per the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of Directors' Report for the Financial Year ended 31st March 2021

(A) Employed throughout the Financial Year and in receipt of remuneration aggregating ₹ 1,02,00,000/- or more per annum

S. No.	Name of The Employee	DOB	Age	Designation/ Nature of Duties	Remuneration (₹)	Qualification	Experience (Year)	Date of Commencement of Employment	Last Employment
1	SMINU JINDAL *	18/01/73	48	Managing Director	2,61,74,602	B. Com. (Hons.), MBA (Finance)	27	01/08/1992	-
2	NEERAJ KUMAR	02/05/63	58	Group CEO & Whole Time Director	6,72,78,641	M.Sc. (Physics), MBA (Finance & International Finance)	30	01/07/2013	Infrastructure Leasing & Financial Services Limited
3	OM PRAKASH SHARMA	01/10/47	73	COO - Large Dia Pipe Business	2,25,58,563	Intermediate	53	14/04/86	Kajeco Industries
4	DHARMENDRA GUPTA	12/12/66	54	President & Unit Head (Bhilwara)	2,56,88,790	Ph.D. (Metallurgical Engg.), M.E. (Metallurgical Engg.), B.E. (Metallurgical Engg)	31	03/10/11	Shree Ram Electrocast Pvt. Ltd.]
5	DINESH CHANDRA SINHA	02/01/62	59	President & SBU Head	1,72,31,456	B.Tech. (Metallurgical (Nashik) Engineering)	36	19/08/2013	Kalyani Carpenter Special Steels Ltd.
6	VINAY KUMAR GUPTA	13/09/63	57	President & Head (Treasury)	1,69,43,942	B.Com (Hons.), C.A.	33	27/01/06	Score Information Technology Ltd.
7	NARENDRA MANTRI	07/07/66	54	President Commercial & CFO	1,72,57,452	C.A.	34	19/05/15	Dalmia Bharat Limited
8	SANJIV DHEER	23/03/62	59	Global Head Marketing (Seamless & Stainless Pipes & Tubes)	1,62,41,419	B. Com. (PASS.), LAW Graduate	36	01/07/18	Jindal Tubular (India) Ltd.
9	MANEESH KUMAR	24/01/69	52	President & Global Marketing Head (DI Pipe Division)	1,49,85,988	B.Tech. (Civil), M.Tech.	26	07/05/2004	Electrosteel Casting Ltd. (Water Resource Engg.), M.Planning (Environmental Planning)
10	VJESH CHAWLA	25/09/62	58	Sr. Vice President (Marketing)	1,32,00,459	B. Tech. (Chem.), MBA	37	12/09/03	HBL Nife Power Systems Ltd.
11	RAHUL DEV SHARMA	24/10/71	49	Vice President	1,20,02,312	B. Tech. (Chem.)	27	06/05/03	Flex Industries Limited
12	BALWANT RAI SACHDEVA	04/06/62	58	President & Head (RM Proc. Logistics & Pellet)	1,15,64,876	M.Sc. (Agriculture), PG Diploma Sales & Marketing	35	25/04/05	Ispat Industries Ltd.
13	JAI PRAKASH GUPTA	31/03/70	51	President & Head (NRM Procurement)	1,07,17,957	B. Tech. (Chem.), MBA	25	11/05/09	DLF Projects Ltd.
14	ANIL HASSIJA	07/06/66	54	Vice President (Marketing)	1,05,95,208	LAW Graduate, M.Tech. Chemical, MBA - Sales & Marketing	32	15/04/05	JCT LIMITED

(B) Employed for a part of the Financial Year and in receipt of remuneration aggregating ₹ 8,50,000/- or more per month

S. No.	Name of The Employee	DOB	Age	Designation/ Nature of Duties	Remuneration (₹)	Qualification (Year) of Employment	Experience	Date of Commencement	Last Employment

Nil

Notes:

- 1 Remuneration includes salary, commission, contribution to provident and other funds and perquisites including medical, leave travel, leave encashment and gratuity on payment basis and monetary value of taxable perquisites etc.
- 2 All the above appointments are non contractual except marked \* and are terminable by notice by either side.
- 3 None of the employee is related to any director of the company except Ms. Sminu Jindal who is related to Mr. P. R. Jindal, Ms. Shradha Jaita and Ms. Tripti Arya.



## BOARD'S REPORT

### Annexure -6

#### Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**i. Ratio of the remuneration of each Executive Director to the median remuneration of the employees of the company for the financial year 2020-21.**

S.No.	Name of Director	Designation	Ratio of Remuneration of each director to the median remuneration
1.	Ms. Sminu Jindal	Managing Director	34.72 : 1
2.	Mr. Neeraj Kumar	Group CEO & Whole-time Director	167.17 : 1
3.	Mr. Hawa Singh Chaudhary	Whole-time Director	20.89 : 1

**ii. Percentage increase in Remuneration of the Chief Executive Officer, Chief Financial Officer and other Executive Director and Company Secretary during the financial year 2020-21.**

S.No.	Name of Director / KMPs	Designation	Percentage increase in remuneration in the financial year
1.	Ms. Sminu Jindal	Managing Director	-
2.	Mr. Neeraj Kumar	Group CEO & Whole-time Director	-
3.	Mr. Hawa Singh Chaudhary	Whole-time Director	-
4.	Mr. Narendra Mantri	President Commercial & CFO	-
5.	Mr. Sunil K. Jain	Company Secretary	-

iii. The percentage increase in the median remuneration of Employees in the financial year 2020-21 was 9.13 %.

iv. There were 7685 permanent employees on the rolls of the Company as on 31st March 2021.

v. The average percentage increase in the last financial year 2020-21 made in the salaries of employees other than the managerial personnel was nil. The impact of COVID-19 was very much evident this year, so the Management's focus was mainly on retaining employees and timely salary disbursement without any pay cuts and this was consistently maintained throughout the year.

vi. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.

For and on behalf of the Board

Place : Baytown, Texas  
 Date : 27th May, 2021

**Prithavi Raj Jindal**  
 Chairman

## MANAGEMENT DISCUSSION & ANALYSIS

### Prelude

Jindal SAW Limited (JSAW) is a leading global manufacturer and supplier of iron and steel pipe products, pipe accessories and pellets with a proven track record and robust industry relationships. The Company has set up manufacturing units in India, the US and the UAE (MENA), and caters to premier oil and gas corporations, water governing bodies, enterprises dealing in engineering and industrial applications, energy generation, and organisations involved in the transportation of oil and gas.

JSAW offers a diversified mix of products which has helped it fortify its market share and position itself as the world's leading pipe solutions provider. These include SAW pipes, ductile iron pipes and seamless tubes and welded pipes, pellets and other products. The Company has a global footprint with operations spanning continents. Additionally, it is one of the largest exporters of steel pipes in India.

Calibrating to the new normal was a priority for JSAW during the year. The Company ensured business continuity despite the challenges and safeguarded the interests of its stakeholders with a resilient performance. Notwithstanding the unique circumstances created by the pandemic, the Company gained from the sustained domestic demand. Under the Jal Jeevan Mission, supply of water reached approximately 28.6 million households through tap connections. Other opportunities in the industries in which JSAW operates include higher outlays by the oil and gas public sector undertakings, the government's investment in infrastructure, and a continued focus on gas pipelines for better distribution.

### Economy review

#### Global economy

It's been over a year since the outbreak of the COVID 19 pandemic, which has led to unprecedented personal loss and economic hardship the world over. The recovery of the global economy remains uncertain, and economic rejuvenation in certain countries even seems dire. Even though the vaccination programme has been rolled out in almost all countries, it has brought to light the inequalities between advanced and developing nations, throwing into sharp contrast the huge numbers of people who remain beyond the pale of the vaccine cover in poor countries. Newer mutations of the virus are creating huge challenges for governments across the globe. Meanwhile, the amount and impact of the fiscal stimuli provided by governments and central banks in countries remain widely varied. As a consequence of these factors, there is a wide divergence in the level of economic recovery reported by nations and industries. Damage control seems to be the aim of several developing economies at this stage of the pandemic.

In April 2021, the International Monetary Fund (IMF) revised its earlier estimates on global economy recovery by 1.1%, projecting a global growth rate of 6% in 2021. The revision came in the face of better than anticipated economic recovery following the success of the vaccination drive, mostly in developed nations, the success of the fiscal measures undertaken by many countries and the spurt in economic activities following the withdrawal of lockdowns. It was noted that once lockdowns were eased during the second half of 2020, sectors quickly adapted to operating within the ambit of restrictions, resulting in better-than-expected economic recovery. Although the mid-term growth prospects are subdued owing to widespread disruptions in the supply chain, fiscal policies incentives have managed to limit the damage caused by the COVID-19 induced recession in many countries.

Compared to advanced economies, emerging and low-income countries are likely to undergo a slower pace of economic recovery. The burden of the pandemic is heavy on countries which rely on tourism and exports. Countries facing a fiscal crunch have not been able to implement favourable policy reforms and upgrade their health infrastructure. The impact of the pandemic has been most severely felt by young people, women, and those employed in the informal sector in terms of loss of opportunities and employment. It is estimated that in 2020, nearly 95 million people fell below the threshold of extreme poverty.

Greater cooperation is required among governments and world organisations to combat the pandemic and bridge the gap between advanced economies and emerging market and developing economies. This would entail adequate production and distribution of vaccines across the world with greater accessibility and low costs as well as funding for vaccine producing facilities. In addition to this, more funds need to be allocated by governments to healthcare to meet the needs of the health infrastructure.

#### World Economic Outlook Growth Projections

	ESTIMATE	PROJECTIONS	
	2020	2021	2022
(Real GDP, annual percentage change)	2020	2021	2022
World Output	-3.3	6.0	4.4
Advanced Economies	-4.7	5.1	3.6
United States	-3.5	6.4	3.5
Euro Area	-6.6	4.4	3.8
Germany	-4.9	3.6	3.4
France	-8.2	5.8	4.2
Italy	-8.9	4.2	3.6
Spain	-11.0	6.4	4.7
Japan	-4.8	3.3	2.5
United Kingdom	-9.9	5.3	5.1
Canada	-5.4	5.0	4.7
Other Advanced Economies	-2.1	4.4	3.4
Emerging Markets and Developing Economies	-2.1	6.7	5.0

## MANAGEMENT DISCUSSION & ANALYSIS

Emerging and Developing Asia	-1.0	8.6	6.0
China	2.3	8.4	5.6
India	-8.0	12.5	6.9
ASEAN-5	-3.4	4.9	6.1
Emerging and Developing Europe	-2.0	4.4	3.9
Russia	-3.1	3.8	3.8
Latin America and the Caribbean	-7.0	4.6	3.1
Brazil	-4.1	3.7	2.6
Mexico	-8.2	5.0	3.0
Middle East and Central Asia	-2.9	3.7	3.8
Saudi Arabia	-4.1	2.9	4.0
Sub-Saharan Africa	-1.9	3.4	4.0
Nigeria	-1.8	2.5	2.3
South Africa	-7.0	3.1	2.0
Memorandum			
Low-Income Developing Countries	-0.0	4.3	5.2

Source: IMF, World Economic Outlook Update, April 2021

### Outlook

The rate of global economic recovery rests on how the pandemic unfolds. This includes the potency of vaccines against newer variants of the virus, the possibility of an extended health crisis, as well the efficacy of policy measures and the ability of countries to adapt to changing conditions. Both consumer and investor confidence will depend on the perception of the national government's ability to cope with the health crisis, the efficacy of policy measures and the success of the vaccination drive in each country. But growth recovery in each country will also depend on structural weakness of individual economies and pre-crisis growth trends. While countries cope with the successive waves of the virus, they will also need to keep themselves focused on dealing with long-term policy challenges and tackling climate change.

### Indian economy

At the onset of 2021, India was projected to have a stronger than expected recovery as it rapidly adapted to the new normal with the easing of the national lockdown from June 2020 onwards. According to IMF estimates, the country is expected to grow by 12.5 % during 2021-22, a higher growth rate than the single digit growth projected for many of the advanced countries.

However, the second wave of the virus has dented the recovery rate, with newer variants proving to be more deadly. In order to deal with the rising health crisis, the country will have to strengthen its health infrastructure and implement its vaccination drive more effectively across all segments of society.

The toll of the pandemic on the Indian economy has been much greater than what was earlier estimated. The government's strategy in dealing with the pandemic was based on the economy's many inherent vulnerabilities. These included the high population density and the considerable size of the aging population, which is one of the largest in the world. In light of this, a severe lockdown was implemented across the country end of March 2020. It gave the country a crucial and much-needed time to step up testing and enhance the existing health infrastructure. The first quarter of FY 2020-21, witnessed a 23.9% contraction in the GDP. With the V-shaped recovery in the second quarter, the decline moderated to 7.5%. Overall, the Indian economy is expected to have contracted by 8% in FY 2020-21. While there were hopes of a fast-paced recovery due to pent up demand post lockdown, the second wave of the virus has once more impacted economic recovery, with lockdowns being implemented in several states.

The crisis has impacted both demand and supply, depressed the labour market, and eroded disposable incomes, as businesses adopt cost optimization measures to ride out the negative effects of the pandemic.

However, the Government of India continues a sustained focus on the economy. Its infrastructure push is likely to have a multiplier effect on the rest of the economy. It has also shifted gears by focusing on an investment-led economic revival as opposed to a consumption-led growth. The Budget allocation by the Government in Union Budget 2021-22 towards infrastructure segment shall lead to economy upliftment, few of the measures include:

- National Infrastructure Pipeline project has been extended to 7400 projects
- ₹ 5,54,000 cr allocated towards Capital expenditure
- ₹ 40,000 cr allocated towards rural infrastructure

One of the reasons for the downside in consumption is the economic uncertainty, which has impacted discretionary spend and has led to precautionary savings among the population. Nevertheless, the India growth story has survived the ravages of the pandemic, and this is evident from the fact that India remains a favourite destination of foreign investors attracting record FDI inflows of an estimated US\$81 billion in FY 2020-21.

The pandemic has severely impacted the Micro, Small and Medium-sized Enterprises, and led to a sharp spike in unemployment. However, rural economy has done better on the back of a steady agricultural growth and a normal monsoon. The Reserve Bank of India has adopted various liquidity measures in addition to a reduction in interest rate with the aim boosting the Indian economy and easing liquidity. However, much depends on how effectively the fiscal measures are implemented.



## MANAGEMENT DISCUSSION & ANALYSIS

### Outlook

It should be noted that the resilience of the economy and business continuity depend to a large extent on the pace of technology adoption and digital advancements. Many of the trends witnessed during the biggest healthcare crisis of the century are likely to have a lasting impact, shaping the daily lives of individuals and transforming the face of the economy. The need of the hour is to remain cautious and optimize on the learnings of the past year.

For FY 2021-22, the IMF has estimated that India's economy would grow by 6.8%. Before the second wave hit the country, mobility indicators had shown that India's economic activity had recuperated close to pre-pandemic levels. Indicators related to industrial production, energy demand, steel and auto sales pointed to robust economic recovery. If the government is able to implement a successful vaccination drive, and businesses continue to adopt prudent measures, the country should be back on its feet before the calendar year comes to a close.

### Industry Structure & Developments

#### Oil & Gas

##### Global market scenario

The outlook for oil demand was weakened at the start of 2021 due to the varying success of countries in the roll-out of their vaccine programmes, which, in turn, impacted economic recovery. This led OPEC+ [Organization of the Petroleum Exporting Countries, including Russia and other non-OPEC oil exporters] to review its earlier relaxation in the production curbs that were announced in April 2020.

The International Energy Agency has forecast a steady decline in oil inventories. While oil demand is estimated to be 96.4 million barrels a day, supply is 95.5 million barrels a day for 2021. These projections are consistent with the expectation of a tight interim demand-supply balance for the year reflected in a downward sloping futures curve. However, there is a possibility of recovery in production, with high-cost producers operating independently of OPEC+ countries at sustained oil prices of over \$60 per barrel.

As it stands, there are various risks to oil prices in 2021. Upside risks, such as massive cutbacks in upstream investments (for both oil and gas), outweigh the downside risks such as a slow recovery in the global demand for oil and high inventory levels. Dismantling of the OPEC+ alliance also remains an imminent threat.

Natural gas prices have witnessed strong seasonal volatility. January 2021 saw the prices of Asian liquified natural gas rose to approximately \$40 MMBTU. Consequently, this had an impact on natural gas prices in Europe and the US. The power sector's demand for thermal coal was protracted by elevated natural gas price volatility.

Coal prices in South Africa witnessed a spike on the back of strong demand from the Indian steel and cement industries. In the moderate term, the demand for coal will be impacted by the rising cost of emissions and the gradual plans of mitigating its use.

Costs related to oil and gas production are structurally lower but extraction may prove to be more costly in the long run. This could be due to innovative and technological enhancements offsetting the effects of consumption on costs. A ramification of this is that there is greater competition from low-carbon alternatives such as hydrogen and biogas.

In March 2021, the OPEC+ coalition of countries were operating on pre-decided production volumes of 7.05 million barrels per day. Production volumes were maintained in the month of April as well. However, in the month of March 2021 itself, Brent crude oil price fell by 4.8%. Since then, oil prices have been rising on the back of increasing demand and infrastructure investments by governments and the revival of economic activity as more people get vaccinated and normalcy returns to countries across the world. The most powerful driver behind the surge in oil prices is the rise in expectations for economic and, therefore, oil demand recovery, on signs that the pandemic is retreating. So a lot hinges on how fast the world is able to beat back the COVID-19 surge.

##### Indian market scenario

##### Impact of oil prices

The current value of imported crude oil has declined by 43.7% during FY 2020-21 to \$53.8 billion from \$102.2 billion in FY 2019-20. Currently, 85% of the country's requirement for oil is met through imports. Rise in crude oil prices has a greater impact on wholesale price index as compared to consumer price index. At present, the price of oil is high and does not reflect the price of crude oil across the globe. Prices are likely to remain volatile in the near term. The price of crude oil has a direct impact on prices of both petrol and diesel.

##### Consumption trends

At 259.3 million metric tonnes (MMT) [in December 2020], India had the second highest oil refining capacity in Asia. Private companies own close to 35.39% of the total oil refining capacity.

By the end of the decade, demand for oil in India is estimated to reach 10 million barrels a day. While crude oil production for FY 2019-20 stood at 30.5 million metric tonnes, import of the same grew to 4.54 mbpd from 4.53 mbpd the previous year. Consumption of petroleum products rose by 4.5% in FY20 reaching 213.69 million metric tonnes, exports of the same expanded to 65.7 million metric tons. Among oil products, diesel, which finds use in both industry and agriculture, has the highest consumption volume in India.

##### Government's role

The Indian government has proposed an investment of close to ₹ 7.5 trillion or \$102.49 billion in the oil and gas sector. This investment will be spread over a period of five years. As per the Union Budget 2021-22, the central government will invest ₹ 12,480 crore to





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enhance LPG production; the government will also furnish 10 million new connections under the Pradhan Mantri Ujjwala Yojana. There are a total of 23,993 distributors in India, as of March 1, 2021.

The Indian government is also said to be planning to invest \$2.86 billion in upstream oil and gas production. This will enhance natural gas production to 60 billion cubic metres, which is twice the current volume. Over the next ten years, the sector is likely to witness an outlay of \$206 billion.

### Impact of climate change

It is projected that by 2040, the consumption of natural gas will be close to 143.08 million tonnes. With natural gas imports of 33.68 bcm in FY 2019-20, LPG reached 97% of all households. At present, India has a 6% share of natural gas, which is the lowest in the world. As gas infrastructure in the country develops, greater use of natural gas will help reduce emissions. Many large corporations have set targets to battle climate change, such as Reliance industries (net zero by 2035), Adani Transmission, Suzlon and Essar Oil and Gas, etc. This is likely to have an impact on the demand of oil and gas in the long run.

There is a huge potential for low carbon hydrogen and biogas in India, given the growing environmental awareness. Domestic production of oil and gas are also expected to fall and result in an increased dependence on imports. If that does happen, it is likely to impact both oil prices and the supply chain.

### Road ahead

Energy demand of India is anticipated to grow faster than energy demand of all major economies on the back of continuous robust economic growth. Foreign Direct Investment in the petroleum and natural gas sector is expected to go to ~ \$7.91 billion by the third quarter of FY 2021-22. With an additional 17,000 km of gas pipelines in 2022, India's natural gas grid is expected to expand to 34,500 km while the reconversion of natural gas will reach 61 million metric tonnes a year as opposed to 42 million metric tonnes earlier.

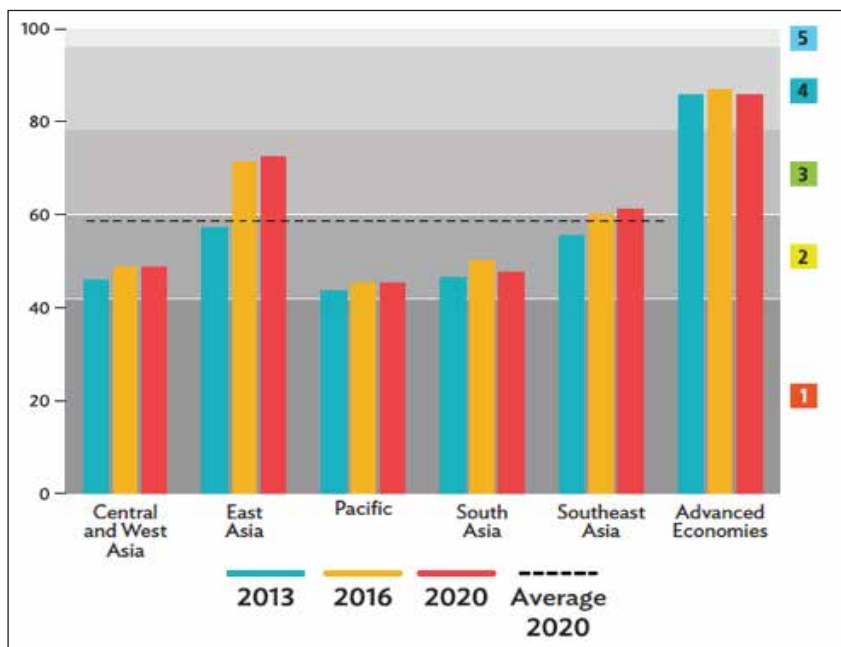
### Water

#### Global scenario

A growing population, rapid pace of urbanisation, a burgeoning livestock population and climate change are threatening freshwater sources across the world. It is becoming increasingly important to ensure the proper storage and distribution of freshwater. An estimated 800 million people in remote areas do not have access to adequate water supply.

Greater expenditure on sanitation, wastewater treatment, and a circular economy is needed to balance the impact of urbanisation and global warming. This would entail the recycling and reuse of water. In terms of affordability and cost effectiveness, the Pacific fares worse than other regions. Universal access of water supply and sanitation should be policy priorities and governments will have to focus on implementing water security policies and projects, while building up public awareness on water wastage and usage. Again, to ensure food security, the agricultural sector must continue to have adequate water resources. Hence, productive and efficient use of water is the need of the hour.

#### National Water Security Score by Region



\*1: Rural Household Water Security, 2: Economic Water Security, 3: Urban Water Security, 4: Environmental Water Security, 5: Water-Related Disaster Security

Source: Asian Development Bank

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### Indian scenario

India is home to 4% of the world's water resources, while representing 16% of the global population. It ranks 133rd in terms of water availability and 120th in terms of water quality. With a billion plus population, India is overstretched in terms of water supply; close to 45% of the population face severe scarcity. Groundwater, which supplies 85% of the water needs in rural areas, and 60% of the water needed for irrigation, is being exhausted at a quick pace.

Agriculture generates 80% of the country's water demand. India is among the top producers of rice, sugar, maize, and cotton, all water-intensive crops. The law allows farmers to withdraw as much water as needed by the lands, resulting in a sharp depletion of groundwater. India uses three to five times of the water used to grow the same crops in either the US or China.

Innovations such as sprinklers, cloud-based micro-irrigation system and drip irrigation are helping conserve water. In order to conserve energy, the government aims to have a million solar water pump by the end of this year that would be close to 3,000 MW for the purposes of irrigation and drinkable water. More than 50% of these pumps have been installed in the states of Andhra Pradesh, Chhattisgarh, Uttar Pradesh, and Rajasthan.

The Indian energy sector also consumes a significant amount of water, extracting close to 30 bcm while consumption is only 6 bcm. Despite this, it accounts for only 5% of the total water withdrawal and less than 2% of consumption. It is reckoned that the country's water sector will need monetary infusion of close to \$13 billion.

### Water supply and sanitation

India has made great strides when it comes to providing clean drinking water and sanitation. However, it still has a long road to cover. While 90% have access to basic water service, almost 2,00,000 people die every year because they do not have access to clean drinking water. Consequently, more than 900 million of India's populace are exposed to dangers such as the presence of arsenic in water. India is believed to be losing 40% of its water owing to leakages in water supply. It also has a poor record in water harvesting and stocks only 6% of the 1,170 mm of average rainfall it receives annually.

The treatment of wastewater is another crucial facet that needs tackling. At present, the country is capable of treating close to 22,963 million litres of wastewater per day, which constitutes 37% of the entire wastewater generated. The country's water and sanitation segment is growing at an annual growth rate of 18% and is currently valued at \$420 million.

### Government's role

In May 2019, the Government of India established the Ministry of Jal Shakti by consolidating the Ministry of Water Resources, River Development & Ganga Rejuvenation and Ministry of Drinking Water and Sanitation. The ministry is responsible for laying down policy guidelines and programmes for the development and regulation of the country's water resources.

The government has implemented the Jal Jeevan Mission, which aims to provide safe and drinking water through individual connections by 2024 to all households in rural India. This would entail the development of piped water supply infrastructure for villages and tap water connection to every rural household in the country. Of the targeted 19,19,63,738 households, 4,19,71,055 houses (21.86%) have been provided with a tap water connection as of May 2021. This government initiative has had a major impact on the production of water pipes, giving a major boost to the pipe industry. Similar initiatives by state governments have also resulted in an increased demand for pipes.

A total budget of more than ₹ 350,000 Crores have been outlined for the Jal Jeevan Mission, as per the details given below, which is major boost for the increase of pipe demand in the country.

S. No.	States/ UTs	Budget ( ₹ in Cr )
1	Andaman & Nicobar Islands	144
2	Andhra Pradesh	14,965
3	Arunachal Pradesh	495
4	Assam	13,968
5	Bihar	43,174
6	Chhattisgarh	9,694
7	Goa	398
8	Gujarat	3,441
9	Haryana	3,772
10	Himachal Pradesh	1,454
11	Jammu & Kashmir	2,823
12	Jharkhand	11,686
13	Karnataka	11,184
14	Kerala	18,834
15	Madhya Pradesh	23,577
16	Maharashtra	20,042
17	Manipur	1,022
18	Meghalaya	1,125
19	Mizoram	216

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20	Nagaland	746
21	Odisha	19,247
22	Puducherry	101
23	Punjab	3,803
24	Rajasthan	20,059
25	Sikkim	1
26	Tamil Nadu	17,086
27	Telangana	8,866
28	Tripura	2,051
29	Uttar Pradesh	62,963
30	Uttarakhand	3,190
31	West Bengal	39,748
<b>Total</b>		<b>3,59,877</b>

Other initiatives taken by the government over the years to deal with challenges in water supply and sanitation include the Atal Mission for Rejuvenation and Urban Transformation (AMRUT), Jal Shakti Abhiyan, Jeevan mission, Har Ghar Jal and the National Water Quality Sub Mission (for treatment of arsenic and fluoride). As per estimates provided by NITI Aayog, almost 50% of the country's requirement of water will remain unfulfilled by 2030, leaving headroom for growth for initiatives in water supply, and thereby the pipe industry.

### Steel and Pipes

#### Global market scenario

Steel demand is projected to grow by 5.8% in the year 2021 as compared to a contraction of 0.2% in the year 2020. As per estimates provided by Worldsteel, demand is expected to reach up to 1,874.0 million tonnes. Similarly, 2021 is likely to witness even greater growth at a rate of 2.7% with steel demand reaching 1,924.6 million tonnes. This estimate was based on the underlying assumption that mass vaccinations and efficient policy decisions will bring normalcy to the countries with major steel requirements by the second quarter of FY 2021-22.

Notwithstanding the pandemic, the global steel industry has been on the path of revival. Although there was a fall in production during the first few months of the onset of the pandemic, given the slowdown in the manufacturing sector and other industries, the industry has seen demand revival. However, it will be years before advanced economies can go back to pre-COVID volumes of demand.

The steel industry can look forward to disruptions arising from digital and automation advancements, creating new opportunities for growth. Other structural changes that will have a massive impact include initiatives related to infrastructure and energy remodelling. In light of this, a growing number of producers are focusing on producing low carbon steel.

China's economic recovery was supplemented by greater investment in infrastructure. As a consequence of the robust activity in the construction and manufacturing sectors, China's steel demand is estimated to grow by 3.0% in the year 2021. However, there is some uncertainty in the future outlook for the sector in China given the US's new trade policy as well as the global movement towards sustainability.

Advanced economies witnessed a contraction of 12.7% in steel demand in FY 2020-21 due to the impact of the pandemic. Although steel demand is unlikely to go back to pre-COVID levels, it is expected to see considerable recovery in both CY 2021 and CY 2022.

US steel demand contracted by 18% in 2020, but the downslide is likely to be arrested by the government's plans to revive investment in infrastructure sector. Similar plans are afoot in the European countries, where the automotive industry and infrastructure sector are picking up. At the onset of CY 2021, both the US and the European markets had seen a significant uptick, with steel prices in the US climbing to a 13-year high, with demand outweighing supply.

Japan will witness a moderate recovery in steel demand, having witnessed a 16.8% decline in CY 2020. South Korea witnessed a decline of 8.0% in CY 2020 as a result of the downslide in the auto and shipbuilding industries.

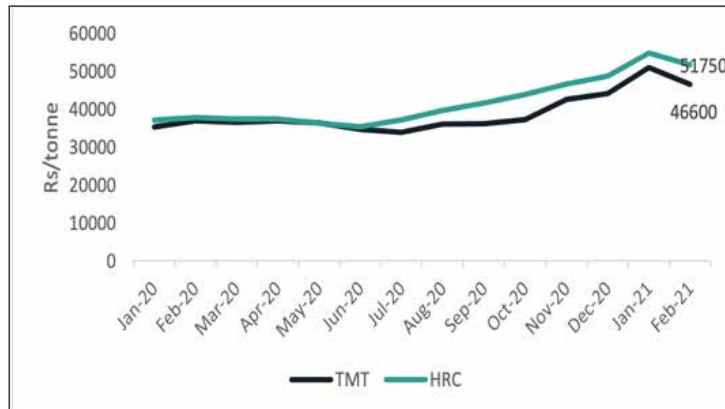
The emerging markets and developing economies, apart from China, are yet to come out of the threat from the pandemic. The consolidated steel demand in these economies has contracted by 7.8% in CY 2020. Despite this, these countries are expected to see a swift rebound in terms of steel demand given the renewed focus on infrastructure.

#### Indian market scenario

Demand for steel in India was impacted greatly due to a prolonged and harsh lockdown. In CY 2020, India's steel demand contracted by 13.7% with the automotive and manufacturing sectors coming to a halt. Despite the setback, the Indian steel sector was back on the path to recovery, reporting strong performance in August 2020, with the resumption of government projects and in consequence of the pent-up demand. The government's investment in infrastructure is likely to have a major impact on the country's demand for steel. Meanwhile, demand from the private sector is likely to take a longer time to recover.

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### Trend in domestic steel prices



Source: CARE Ratings

As per CARE Ratings, by February 2021, most Indian steel manufacturers had prices for HRC and TMT bars reduced by 6-9%, subsequent to a number of price hikes in the preceding months. As production recommenced in the Donimalai mines in Karnataka, the NMDC had reduced iron ore price by 11-12%, thereby setting off a price correction.

In comparison to other countries HRC prices were low in India during the final quarter of the fiscal year. In February 2021, in the US, prices were \$1,271 per tonne, almost twice that of India, where prices were \$709 per tonne, even though tariffs were higher in the former.

### Demand exceeding supply

It has become apparent that steel demand in India, resulting from an economic rebound post-lockdown, is currently outweighing supply, thus exerting pressure on production. Given the muted production, small manufacturers faced a scarcity. Meanwhile, iron ore prices went up globally. As steel prices soared in the global market, exports became an attractive proposition for Indian producers who offloaded their inventories [which have fallen to a low of 10.1 million tonnes in February 2021].

Domestic manufacturers increased steel prices during the year as there was a mismatch in the demand for finished steel and its production as well as the rising iron ore prices across the world.

### Government's role

The Government of India has been emphasising on self-reliance and has taken several policies to strengthen domestic manufacturers. However, some of its recent policies have had a negative impact. For instance, lowering of import duties on finished steel products along with an interim revocation of anti-dumping, which was done to regulate the steel prices in the country, has given foreign producers an advantage. High custom duties and an anti-dumping policy, mainly to curb low-cost Chinese steel from flooding the market, have so far checked imports. However, the government's current actions are temporary in nature and will not cause any long-term impact on the Indian steel industry, there appears to be no cause for the steel industry to be concerned.

### Outlook for Pipe Industry

#### Steel Pipes

There is a diverse requirement for steel pipes across a number of industries including, but not limited to, oil and gas, petrochemicals, power and energy, water supply and sanitation, irrigation, and infrastructure. After Europe and Japan, India has emerged as one of the major producers of steel pipes. India's advantage lies in being able to produce steel products at a lower cost as well as the abundance of raw materials. The sector that requires steel pipes and tubes the most is the oil and gas segment globally.

Of the total consumption for steel, steel pipes constitute 8-10%. The global market for the same is valued at \$90 billion, and it is projected to grow over the next three years at a CAGR of 4%. The Indian steel pipe industry is valued around ₹ 55,000 crore. While half electric resistance welded pipes [ERW] make up half the market share, the remaining is held by stainless and submerged arc welded or SAW pipes. On the basis of volumes, this amounts to about 70% for RW pipes and 30% for stainless and SAW pipes.

While carbon pipes are suited to high temperature, what makes stainless steel pipes ideal for industry usage is their durability and resistance to corrosion. For the most part, the oil and gas sector relies on HSAW, LSAW, ERW and seamless pipes. The market, in terms of volume, for ERW pipes in India is anywhere between 8 to 10 million tonnes. Over the past few years, the market for ERW pipes has grown by 4-5% and is expected to grow at twice the pace in the coming years.

#### Ductile Iron Pipes

Government investment in water supply and sanitation, and also wastewater treatment, will increase the demand for ductile iron pipes. Increased use of ductile iron pipes for distribution of drinking water, is expected to boost use of these pipes, which would make up a fourth of the total market share by 2030.

The Asian ductile iron pipes market is growing owing to the growing focus on managing potable water supply as also recycling of wastewater and servicing the agricultural sector. China constitutes 65% of the global market share in the segment.





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Even as the supply of clean water and sanitation has gotten exponentially better over the years, the government has come up with the provision of gradual investments to enhance and develop water resources. This in turn has had a direct impact on the demand for water and ductile pipes, and will supplement growth in the sector going forward.

### Business review

#### Company overview

Jindal SAW Limited, a part of the O.P Jindal Group, is a leading global manufacturer and supplier of iron and steel pipe products and accessories. A complete solutions provider in the pipe industry with an extensive reach across the world, the Company has production facilities strategically located in India, the US and the UAE, and supplies EU as well through an associated entity. Incorporated in 1984, it was the first company in India to start production of Submerged Arc Welded (SAW) pipes in Kosi Kalan, Uttar Pradesh, which was commissioned in 1987 with API and ISO accreditation. To cater the rising demand, the SAW Pipes division has now expanded to nine pipe mills across India and one in the US.

The Company runs highly structured operations across four strategic business units that include Large Diameter SAW Pipes, Seamless Pipes and Tubes, Ductile Iron (DI) Pipes, HDPE Pipes and Stainless steel Seamless and Welded Pipes. Its products have application in oil and gas exploration and transportation, power generation, supply of water for drinking, drainage, irrigation purposes and other industrial applications. The Company's customer profile includes some of the biggest global oil and gas producing companies, and both government and private entities associated with water/sewerage supplies, engineering and procurement companies connected with the relevant industries of oil and gas, water, sewerage, power and others. It continues to expand its geographical reach with facilities close to major water and hydrocarbon markets.

In addition, the Company provides relevant, value-added services by way of specialised internal and external anti-corrosion coatings, connector casings, hot pulled induction bends, all of which has enabled it to diversify from a single product company to a multi-product provider of total pipe solutions. The Company forayed into urban infrastructure projects in 2008 and has since seen urban infrastructure projects contributing a substantial share to the Company's revenue as the country increases spending on infrastructure projects.

The Company also has low grade iron ore mines in Rajasthan, the only ones in Northern India, and has perfected the capabilities of high-grade iron pellets through the beneficiation and pelletisation process.

JSAW's objective is to deliver value to its customers and other stakeholders with its high-quality products and play a critical part in the global supply chain by leveraging information technology and its robust management prowess.

#### Segment -wise or Product-wise performance

##### Large Diameter Submerged Arc Welded Line pipes (SAW Pipes)

JSAW is the market leader in India in the manufacture of Large Diameter Submerged Arc Welded (LSAW) pipes which find application in oil and gas, water projects and the structural pipes sector. The Company also has the distinction of being the first in India to produce LSAW pipes and begin their export. Since the Company began manufacture of LSAW pipes in 1987, with the commissioning of the first SAW Pipe Mill in Kosi Kalan, UP, the Company has supplied 36,000+ kms of line pipes and exported 17,000+ kms of line pipes for on-shore and off-shore pipeline projects all across the world. JSAW has tie ups with both international Oil and Gas companies as well as EPC contractors. On the domestic front, it works with central and state governments.

The Company operates eight state-of-the-art plants with a combined capacity of 2 Million+ MT per annum. All these plants are equipped with related ancillary and coating facilities. The plants are at:

- Kosi Kalan in Uttar Pradesh
- Nanakapaya, Samaghogha and Paragpar in Gujarat
- Bellary in Karnataka
- Khandel, Indore in Madhya Pradesh

##### Ductile Iron Pipes (DI Pipes)

JSAW is the third largest producer of DI Pipes in the world, supplying its products to 30+ countries. These pipes provide complete transportation and management solutions for potable water and wastewater. The Company has following plants for producing DI Pipes:

- Samaghogha unit with a capacity of 500,000 MTPA, and
- Abu Dhabi unit with a capacity of 300,000 MTPA.

The Company also has a 18,000 MT capacity fittings plant in Tembhurni (Maharashtra) managed through its associate, Jindal Fittings Ltd.

Considering the increase in demand for large diameter pipes in the Gulf region, an expansion is being planned in Abu Dhabi to increase the capacity for pipes in the size range of 1,400 mm and above. This additional capacity is expected to be commissioned by first quarter of CY 2022. To meet the increasing demand on the exports side, the Company is also upgrading the Samaghogha unit, with a focus on the manufacture of pipes of the size range of 80-300 mm.

In the last two years, the Company has increased its focus on special products such as PU-coated pipes and double chamber pipes to retain its market edge and improve sales. Facility upgradation is also being considered in the context of the expected increase in demand as the government implements the Jal Jeevan Mission.

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### Seamless & Stainless Pipes & Tubes

The Company produces stainless steel welded pipes, carbon steel products and alloy steel pipes in this category for application across various industries. The category has seen robust exports over the years and in FY 2020-21, the reach extended to more than 12 countries.

Certified by the industry best standards, this category caters to both public and private sectors and has seen the Company consolidate its position in the domestic market. The Company has been constantly focusing on enhancing capacity and industry relationships. In 2019, it entered into a strategic partnership with Hunting Energy Services PTE Limited ('Hunting'), Singapore to collaborate on an exclusive basis to manufacture, market and sell products identified and defined under the agreement.

The Company plans to build a Centre of Excellence, the first of its kind in Asia, that will benefit its ancillary units as well. By collaborating with Hunting, the Company is able to provide premium products in the domestic market. It has added 13 chrome products to its portfolio and is targeting to expand the range to 25. This has brought down its dependence on imports and contributed to the government's goal of self-reliance or 'Aatmanirbhar Bharat'.

Apart from Asia, JSAW also caters to North America [US and Canada], Latin America [Brazil], Europe [Italy and Spain], and some parts of Africa [Egypt]. The Company has integrated the carbon/alloy and stainless businesses for welded and seamless tubes into one division after an Operations Maintenance and Management Agreement with its subsidiary. Another highlight for the year was that the Company started coating pipes with GACL.

JSAW's entry into stainless steel pipes caters to the growing needs of industry for duplex, super duplex, and nickel alloy grades. Under this division, the Company's facilities are located at:

- Sinnar and Nagothane in Maharashtra
- Samaghogha In Gujarat
- Kosi Kalan in Uttar Pradesh [OMM arrangement with subsidiary]

### Mining and Pellet Division

The Company owns and operates a mine-head, integrated beneficiation and pellet production facility of 1.5 million MTPA at Bhilwara, Rajasthan. It has obtained a 50-year mining lease for a low-grade iron ore mine spread out over 1,989 Hectares. JSAW is the only company to have a beneficiation plant at a mine-head. Through beneficiation, the Company has been upgrading the low-grade magnetite iron ore to high grade with Fe over 65%. It is the only pellet plant in India to utilise low-grade iron ore after beneficiation. The pellets are sold in both the domestic and external markets.

### Key Subsidiaries

The Company identifies pipes and pellets as its core business. Post corporate structuring in various phases, it has moved out various non-core businesses, enabling the Company to consolidate its leadership position in the core business and strengthen its financial performance. At present, the Company operates subsidiaries, which are aligned to the core business. The following are the major subsidiaries of the Company:

#### Jindal ITF Limited

Jindal ITF (JITF), a 51% subsidiary of Jindal SAW Limited, is engaged in the business of trans-shipment and water-borne transportation. In the matter of the contract with NTPC Limited, certain disputes arose between the parties and arbitration proceedings were initiated by JITF. The final award was pronounced by the Hon'ble Arbitral Tribunal in favour of the JITF allowing various claims to the tune of ₹ 1,891 crores plus interest and applicable taxes. NTPC and Jindal ITF have their petitions which are being heard by the Hon'ble High Court of Delhi.

#### Jindal SAW Middle East FZC, Abu Dhabi (Jindal UAE)

Jindal SAW Middle East FZC ["JSME"], through Jindal SAW Gulf LLC ["JSGL"] is engaged in manufacturing DI Pipes and coatings, focusing on water and wastewater transportation. Jindal UAE has the largest state-of-the-art integrated plant in Abu Dhabi with an installed capacity of 300,000 MTPA and produces DI Pipes of various sizes with diameter ranging from 100-2,200 mm. Jindal UAE's geographical presence in the UAE serves as an advantage, given its proximity to key markets in MENA and Europe.

Due to its manufacturing facility in Abu Dhabi [UAE], Jindal UAE has strong position in Gulf Cooperation Council [GCC] and MENA markets such as Dubai, Oman, Saudi Arabia, Iraq and so on. Jindal UAE is expanding its presence in other countries where its products are pre-qualified, such as in Jordan, Lebanon, Morocco, Egypt, Vietnam, Algeria, Brazil, Peru, Sri Lanka, Singapore, Cyprus, Norway, the UK and several European countries.

#### Jindal SAW USA LLC

A 100% step down subsidiary of JSAW, Jindal SAW USA LLC ["JSULLC"] is engaged in coating of welded pipes. Spread over an approximately 258-acre complex, the facility is based at Baytown, Texas, USA. JSULLC also has a 100% subsidiary named Drill Pipe Inc. which is engaged in the manufacture of drill pipes.

#### IUP Jindal Metals & Alloys Limited

IUP Jindal Metals & Alloys Ltd is associated with the manufacture of high quality precision stainless steel strips. The business offers a wide choice between thin and ultra-thin cold rolled strips. These products are utilised in the production of auto components, clocks, watches and electrical equipment.



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### Jindal Tubular (India) Limited

Jindal Tubular (India) Ltd ("JTIL") is a 100% subsidiary and oversees operations of a large diameter HSAW facility at Madhya Pradesh.

### Jindal Quality Tubular Limited

Jindal Quality Tubular Ltd ("JQTL") is a 67% subsidiary of Jindal SAW Ltd.. It has a manufacturing plant for stainless steel tubes and welded pipes at Kosi Kalan [UP].

JQTL has an installed capacity of 30,000 MT annually. Jindal SAW along with JQTL offers a wide range of products in stainless and carbon steel with facilities for the seamless and welded segments, serving almost all industries including oil and gas, pulp and paper, food, pharmaceuticals, water and sanitation, petrochemical, boiler and heat exchangers, as well as general engineering.

The company intends to merge some of its subsidiaries / affiliates and associates where it has investments that would give the company strategic synergies.

### Technology

Information technology is central to our strategy of ensuring operational efficiency and caters to the needs of both the core and non-core business applications and communication.

The Company has implemented the SAP ERP for all its business locations in India, the US and the UAE. The system caters to various business areas such as Sales, Logistics, Procurement, Stores, Production, Maintenance, Projects, HR and MIS. The application is hosted on the Company's servers co-located at the IBM data centre in Mumbai. Any authorised user can access SAP using office network or secure internet connectivity, which ensured our business continuity and uninterrupted operations during the lockdowns when work from home became the norm. We also have a Disaster Recovery setup hosted at the IBM data centre at Bengaluru.

The Company runs several digitalised service processes and systems such as the Document Management System, Business Analytics, Helpdesk, Centralised File Sharing and others which have their requisite applications. These applications are co-located both at the IBM data centre in Mumbai and JSAW own servers within the premises of the Company's headquarters. The latter, usually accessed through Office LAN/WAN, could also be accessed through a secured Virtual Private Network (VPN) during the pandemic when our employees worked remotely from home.

We ensure that we use the best email systems and the best platforms and services to host our domains and Websites that are secure and can withstand any malicious cyber-attack. We also use best-in-class technology to monitor risk performance, employee engagement and for maintaining internal controls and systems.

### Material developments in Human Resources

The Company values its employees and understands the importance of the contribution they make to business growth. The Company's success is built upon the competence, experience and efficiency of its workforce. To enhance employee experience, company strives to understand employee needs while providing them facilities and opportunities that strengthen their connect with the Company. JSAW endeavours to provide a safe, transparent, conducive, and secured work environment and invest in their learning and development so that they can develop their competencies while creating a talent pool for the Company. At the same time, the company expects that the employees honour and uphold JSAW values while serving the organisation with sincerity, integrity and commitment.

### Health, Safety & Environment (HSE)

Given the nature of its operations, JSAW places utmost importance on health and safety of its employees and the environment it operates within. It is ensured that employees are adequately trained to execute their responsibilities with precautions and all the possible measures are undertaken to keep the environment safe and hygienic. The Company has dedicated teams to maintain occupational safety at Units and ensure that all rules and norms relating to HSE are observed. The Company also organises periodic health camps and check-ups for its workforce in order to ensure their good health and well-being. Through clear communication and transparency, it tries to ensure a zero-hazard work environment. The Company's policies and procedures related to HSE are regularly reviewed and updated to ensure that they meet industry standards.

### Flexibility

The Company ensures that high performers are recognised and rewarded. It also considers it necessary to give a sense of security and satisfaction to its employees through effective Human Resource Management. The Company allows cross-team movements to ensure that the best talent reaches the right role. It has a well-defined rating-based performance management system. The Company is also working with vendors to instil broad values and principles in them that define the Company's actions.

### Benefits

The Company provides several incentives to both its regular and contractual employees to retain and nurture talent. JSAW provides various kinds of social security benefits to its employees, the cost of which is borne by the company. These include medical insurance, personal accident insurance and Group term life insurance. The Company also provides assistance in areas of education, medical support, recreation, housing facilities and personal development of employees to ensure a better work environment.

### Employee Engagement

The Company's human resource is primary stakeholder in the organisation and the Company ensures that it stays engaged with them. There is an In-house newsletter that supports internal communication. Conveying messages from the senior management and

## MANAGEMENT DISCUSSION & ANALYSIS

business updates, the newsletter seeks to keep employees informed of all major developments. The Company also organises engagement programs and events around festivals or on important days to strengthen the culture of inclusiveness. It is important for the Company that the employee feels inspired and satisfied to give their best to the organisation and it articulates effective strategies in that direction.

### Dealing with COVID-19

JSAW is moving forward with the new normal by adopting integrated systems within this vulnerable environment with resilience and valour. The safety of its employees is of prime importance and for the same several measures have been taken by the company to combat this virus like thorough sanitisation of the complete premises multiple times in a day, installation of sanitisation tunnels, setting up of isolation wards, consultation with healthcare professionals, online COVID related sessions etc. The Management understands that many employees are going through an emotional turmoil during this period, therefore, the senior leadership ensures to keep a continuous track on the mental and physical wellbeing of the employees and their families. The company has extended every possible assistance to the employees who have been affected during this adversity.

### Risks & Concerns

The Company's risk management framework involves systematic identification of risks and devising appropriate strategies to mitigate them. Risk management is integral to the Company's business plans and its business success. The identification of risks is a dynamic process as they take into account the unique internal and external environment in which the Company operates. Risk is evaluated on the basis of set parameters defined by the Company. JSAW has made a realistic assessment of the threats and challenges it faces, and delineated its responses accordingly.

Type of risk	Nature of risk
<b>Industry and macroeconomic risks</b>	Given that it operates in a dynamic industry, the Company's investments and performance are shaped by megatrends in the operating environment. The Company's operations and subsequent performance is contingent on how these predominant trends affect its ability to deliver on its commitments. For instance, adverse regulatory or economic circumstances in the global market can have a direct and detrimental impact on the Company's revenue, earnings, cash position and outlook.
<b>Financial market risks</b>	Access to both working capital and long-term financing is impacted when the financial markets are in a state of disarray. As a consequence of unstable financial markets, the Company may face higher financing costs as well as disruption in financial transactions. Therefore, uncertainty in the financial markets can have a direct impact on the Company's operations and balance sheet.
<b>Foreign exchange risks</b>	As its operations extend across the globe, the Company undertakes foreign currency transactions in its daily operations. The import of steel products and other raw materials, and the export of finished pipes as well as several miscellaneous payments involve dealings in foreign currency. Therefore, any fluctuation in forex and interest rates will have a direct impact on the Company's operations. In order to mitigate the impact of volatility in forex, the Company has in place a Board-approved hedging policy that is not only robust but meets evolving regulatory guidelines. This is in addition to the natural hedge available to the Company at a consolidated basis owing to the nature of the business itself.
<b>Risks to direct costs</b>	Volatility in costing and/or utilisation of steel products, raw materials, energy, equipment or any other direct cost will have an impact on the Company's margins. The Company keenly monitors the price movements and undertakes the necessary strategy or adopts remedial measures to offset this risk.
<b>Legal risks related to tax structure</b>	As an Indian entity, the Company is liable to various kinds of direct and indirect taxation applicable at various stages of the business. In light of this, the Company has in place a competent process and mechanism to deal with the constantly evolving tax environment that includes control framework for existing tax risks, the process for identifying and reporting new risks as well compliance to the same.
<b>Environmental law risks</b>	Due its reliance on natural resources, the Company's business operations are subject to local environmental laws, especially at its manufacturing sites. The cost and compliance that is associated with such regulations can directly impact the Company's daily operations. As a responsible organisation, the Company follows all mandated guidelines and laws and adhere to norms with respect to the environment.



## MANAGEMENT DISCUSSION & ANALYSIS

<b>Human Resource risk</b>	The support of the workforce is integral to the Company's functioning and eventual business success. JSAW has proper systems, processes and programmes in place that ensure the recruitment and retention of talent while nurturing a talent pool to drive the future growth of the organisation.
<b>Information technology risks</b>	Access to information and data pertaining to operations and strategy is available through the inter-connected IT platforms the Company uses. Without adequate safeguards, this can be potentially harmful. The Company has (a) made significant investment towards ensuring robustness of security, incorporating safeguards for hardware and software and (b) developed a highly competent inhouse team to take care of the trainings, implementations, development, improvements etc.
<b>Risk of the unforeseen (COVID-19)</b>	In order to tackle the uncertainty and risks associated with an unprecedented event such as COVID-19, the Company ensured it followed the guidelines issued by the government and local authorities. In addition, it established standard operating procedures for the entire organisation. In order to maintain business continuity and revive operations, production commenced as soon as the initial lockdown lifted. There were many risks associated with the pandemic in terms of supply chain, labour, as well as fiscal disruptions. Such events require Business Continuity Plans to be in place to deal with the unforeseen. The Company adapted to the evolving situation and was able to ensure steady cash flows and continuity of operations.

### Internal Control Systems and their Adequacy

To ensure effective internal controls across business process and systems, the Company has established a robust framework that is designed to provide reliable and quality assurance related to the Company's financial and operational information so that it can comply with applicable laws and safeguard the Company assets. The framework comprises both entity level controls and business process controls. The adequacy and efficacy of these controls are evaluated on a regular basis:

#### The Company has undertaken the following measures:

- The auditing process has been made easier with the help of technology and the use of a domain and a shared folder for auditing. The Company has put in place a robust data security management.
- The Company is employing data analytics in internal audit which has further improved the process.
- All operations are executed through Standard Operating Procedures [SOPs] in all functional activities for which key manuals are available and these are updated and validated periodically.
- The internal control systems are evaluated with respect to their compliance with operating systems and policies of the Company across all locations.
- Advanced technology is employed to enhance operational efficiency which is a major component in the formation of adequate internal controls.
- The Company has a robust risk management system and mitigation plans in place.
- The Company's Books of Accounts are maintained in SAP and transactions are executed through SAP [ERP] setups to ensure precision and accuracy in transactions as well as integrity and reliability in reporting. SAP is widely used to standardise internal control processes across the Company. It has also made it possible to access internal audits, statutory audits, and account payables online through internal server.
- A Delegation of Authority [DOA] matrix schedule is integrated into the SAP setup which allows for approval of transactions and is periodically reviewed by the management and examined by auditors.
- The Company has zero tolerance towards statutory non-compliance and has in place a strong online legal compliance management system that is regularly monitored. Changes in the regulatory environment are periodically updated in the system.
- The Company has implemented Electronic Management Legal Software for the purpose of monitoring statutory laws. By employing the software, the Company is able to identify compliances individually. Target dates for statutory requirements can be noted. Additionally, email alerts can be set for the person responsible for the task.
- The company has a robust Internal Audit Department. The scope of its functions is covered under an Internal Audit Charter which has been sanctioned by the Audit Committee. An internal audit is carried out on a yearly basis, based on an Annual Internal Audit Plan which is established on risk assessment and carries the approval of the Audit Committee.
- The Audit team comprises of both internal and outsourced auditors. The inhouse auditors are professionally qualified accountants, engineers and SAP experienced executives. The internal audit of locations is carried out by Deloitte Haskins & Sells LLP which is a premier global auditing firm. It identifies the risk governance areas that need to be worked upon. It

## MANAGEMENT DISCUSSION & ANALYSIS

is the prerogative of the Audit Committee to implement a corrective plan of action wherever gaps are identified. During internal audit, the Company is updating risk management related to financials as well.

- The Company has a code of ethics in place, in accordance with SEBI mandated guidelines. However, no cases of violation have been recorded so far. The Whistle Blower Policy allows reporting of incidents where the code of ethics is breached. Redressal as well as monitoring of reported cases is undertaken by a designated authority.

### Company's performance and Business Outlook

JSAW has shown complete resilience even during these difficult times of pandemic and has come out on top with another profitable year. Following table reflects the financial performance and ratio analysis of the Company [on Standalone basis]:

Particulars	FY 2019-20	FY 2020-21
Revenue from operations (₹ Crore)	10,128.72	8,631.81
Other income (₹ Crore)	198.72	277.99
Total income (₹ Crore)	10,327.44	8,909.80
Adjusted Operating EBITDA (₹ Crore)	1,552.38	1,257.08
Profit before tax (₹ Crore)	591.60	506.77
Profit after tax (₹ Crore)	594.46	329.05

Major Financial ratios

Sr No.	Particulars	FY2020	FY2021	Change in % (FY21-FY20)
1	Interest coverage ratio	3.01	3.11	3.26
2	Debt equity ratio	0.55	0.49	11.05
3	Operating profit margin	15.03%	14.11%	[6.14]
4	Net profit margin	5.76%	3.69%	[35.84]
5	Return on net worth	8.48%	4.79%	[43.73]
6	Current Ratio	1.44	1.49	3.77

Note – Amounts shown in brackets reflects the negative impact on the ratio in FY 2021 as compared to FY 2020.

Despite significant challenges posed during the pandemic and nationwide lockdown, JSAW has reported encouraging results. The Company's revenue from operations stood at ₹ 8, 631.81 crore in FY 2020-21 as opposed to ₹ 10,128.72 in FY 2019-20. Profit after tax reduced in FY 2021 to ₹ 329.05 crore as compared to ₹ 594.46 Crores in FY 2020. Due to pandemic and nationwide lockdown in first few months, some of the fiscal parameters and performance of the Company got impacted negatively. However, despite the same the Company posted healthy profits and also maintained its external credit rating at AA as awarded by CARE Ratings.

JSAW is likely to benefit from the government's initiatives of "Atmanirbhar Bharat", "Jal Jeevan Mission" and the thrust for infrastructure development. At the same time, it will continue to explore opportunities in the existing markets for all of its business segments both in India and abroad. In order to ensure business continuity, allow flexibility in operations and maintain operating cash flow, the Company is taking advantage of the strong industry relationships that it has developed over the years. It is also working towards diversifying its existing portfolio so that it can meet the diverse requirements of the Oil & Gas, water, and steel pipe industries.

Though, COVID-19 has impacted the normal course of business but the Company is well-positioned to make most of the opportunities when the situation normalises. Another positive has been the performance of JSAW's subsidiaries, which have expanded the Company's margins. Similarly, it has had considerably good year in terms of operations in Abu Dhabi, where it has clocked net profit. The Company has also been able to ensure liquidity even as it brought down its debt. The debt to equity ratio has also come down to 0.49% in FY 2020-21 as compared to 0.55 % in FY 2019-20. In March 2021, the Company also issued 10 years' Listed, Rated, Secured, Redeemable, Non-Convertible Debentures [NCDs] of ₹ 500 Crores which were solely subscribed by Life Insurance Corporation of India. These NCD shall be redeemed in the 8th, 9th and 10th years from the issue date.

During FY2021, the soaring prices of both steel and other raw materials have had an impact on operating profits of the Company. However, the Company's mining and pellet operations helped balance out the impact of these fluctuations. The Company is witnessing positive megatrends from enhanced focus on infrastructure and water distribution, which had led to more orders and business of DI pipes.

Similarly, in the oil and gas segment, new pipeline projects have been announced in states such as West Bengal. Greater capital expenditure in line with the government's development push will help supplement the growth of the Company. JSAW is relatively new in the stainless-steel segment, and yet it has proved to be a promising segue as the market has stabilised after taking a beating during the first quarter of FY 2020-21. The Company has also established itself as a crucial supplier for major domestic corporations such as Oil India and ONGC and has received regular orders from the oil majors.

Exports make up for 22% of the current order book. The Company has a volume of approximately 1 million MT [pipes and pellets], with the order book lending visibility for the next 9 to 12 months. At the same time, it will continue to explore the opportunity of generating new orders. Management believes, the outlook for the Company is robust due to its strategic positioning and intelligent diversification.

**CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To,  
The Members,  
Jindal Saw Limited,

A-1, UPSIDC Industrial Area,  
Nandgaon Road, Kosi Kalan,  
Distt. Mathura – 281403 [U.P.]

We have examined the compliance of the conditions of the Corporate Governance by Jindal Saw Limited [“the Company”] for the Financial Year ended 31st March, 2021, as stipulated under Regulations 17 to 27 and clauses [b] to [i] of Regulation 46[2] and para C, D and E of Schedule V of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 [hereinafter referred to as “SEBI Listing Regulations”].

The compliance of the conditions of the Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither audit nor an expression of the opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management and considering the relaxation granted by the Ministry of Corporate Affairs [‘MCA’] and Securities and Exchange Board of India [‘SEBI’] warranted due to the spread of the COVID-19 pandemic, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned “SEBI Listing Regulations” as applicable during the financial year ended 31st March, 2021.

We further state that such compliance 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.

We have conducted online verification and examination of records, as facilitated by the Company, due to COVID-19 pandemic and subsequent lockdown situation for the purpose of issuing this Certificate.

For **S.K. Gupta & Co.**  
Company Secretaries  
ICSI Unique Code: P1992UP012800  
Peer Review Certificate No. 1088 / 2021

Place : Kanpur  
Dated : 27th May, 2021

**[S.K.GUPTA]**  
Managing Partner  
F.C.S 2589, C.P 1920  
UDIN: F002589C000372343

## CORPORATE GOVERNANCE REPORT

### (1) COMPANY'S PHILOSOPHY

The Company's Philosophy on Corporate Governance envisages the attainment of highest level of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders including shareholders, employees, lenders and the Government. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value over a sustained period of time.

### (2) BOARD OF DIRECTORS

#### i) COMPOSITION OF BOARD

The composition of Board of Directors during the year ended 31st March, 2021 is in conformity with Regulation 17 of the SEBI [Listing Obligations and Disclosures Requirements] Regulations 2015 ["SEBI Listing Regulations"] read with Section 149 of the Companies Act, 2013. The details of their directorships, chairmanships/ memberships of the committees are given below:

Name of Director	Category of Director	No. of Directorships and Committee Memberships/ Chairmanship in other public companies			
		DIN	Directorship	Committee Chairmanship@	Committee Membership@
Mr. Prithavi Raj Jindal (Chairman)	Promoter-Non Executive	00005301	4	Nil	Nil
Ms. Sminu Jindal (Managing Director)	Promoter – Executive	00005317	7	Nil	Nil
Ms. Shradha Jatia	Promoter-Non Executive	00016940	Nil	Nil	Nil
Ms. Tripti Arya	Promoter-Non Executive	00371397	Nil	Nil	Nil
Mr. Neeraj Kumar (Group CEO & Whole-time Director)	Executive	01776688	6	Nil	Nil
Mr. Hawa Singh Chaudhary (Whole-time Director)	Executive	00041370	Nil	Nil	Nil
Dr. Raj Kamal Aggarwal	Independent– Non Executive	00005349	7	4	3
Mr. Ravinder Nath Leekha	Independent–Non Executive	00888433	4	2	1
Mr. Abhiram Tayal	Independent–Non Executive	00081453	2	Nil	Nil
Mr. Ajit Kumar Hazarika	Independent–Non Executive	00748918	Nil	Nil	Nil
Mr. Sanjeev Shankar	Independent–Non Executive	06872929	Nil	Nil	Nil
Mr. Girish Sharma	Independent–Non Executive	05112440	5	2	4
Dr. Vinita Jha	Independent–Non Executive	08395714	Nil	Nil	Nil

Mr. Prithavi Raj Jindal, Ms. Sminu Jindal, Ms. Shradha Jatia and Ms. Tripti Arya are related to each other in terms of definition of "relative" under the Companies Act, 2013. None of other directors are related to each other.

None of the Directors on the Board holds directorships in more than ten public companies; None of the Independent Directors serves as an independent director on more than seven listed entities. Necessary disclosures including the declaration under Regulation 25(8) of SEBI Listing Regulations have been obtained from the Independent Directors.

@ Includes only Audit Committee and Stakeholders' Relationship Committee.



## CORPORATE GOVERNANCE REPORT

### ii) Other listed Company where the person holding Directorship:

Name of the Director	Name of the Company	Category of Directorship
Mr. Prithavi Raj Jindal	-	-
Ms. Sminu Jindal	-	-
Ms. Shradha Jatia	-	-
Ms. Tripti Arya	-	-
Mr. Neeraj Kumar	JITF Infralogistics Limited	Non-Executive Director
Mr. Hawa Singh Chaudhary	-	-
Dr. Raj Kamal Aggarwal	JITF Infralogistics Limited	Independent Director & Chairperson
	Hexa Tradex Limited	Independent Director & Chairperson
	Jindal Drilling & Industries Limited	Director
Mr. Ravinder Nath Leekha	Hexa Tradex Limited	Independent Director
Mr. Abhiram Tayal	Hexa Tradex Limited	Independent Director
	Hisar Metal Industries Limited	Executive & Managing Director
Mr. Ajit Kumar Hazarika	-	-
Mr. Sanjeev Shankar	-	-
Mr. Girish Sharma	JITF Infralogistics Limited	Independent Director
	Hexa Tradex Limited	Independent Director
	Jindal Stainless [Hisar] Ltd	Independent Director-Shareholder Director
Dr. Vinita Jha	-	-

### iii) BOARD MEETINGS AND ATTENDANCE RECORD OF EACH DIRECTOR

The Board of Directors met 8 [Eight] times during the year ended 31st March, 2021. These meetings of the Board of Directors were held on 27th June, 2020, 4th August, 2020, 5th November, 2020, 9th November, 2020, 11th January, 2021, 5th February, 2021, 26th February, 2021 and 26th March, 2021. The attendance of each of the Directors including at last annual general meeting is as follows:-

Director	No of Board Meetings Attended	Attended At The Last AGM
Mr. Prithavi Raj Jindal	6	No
Ms. Sminu Jindal	5	No
Ms. Shradha Jatia	6	No
Ms. Tripti Arya	5	No
Mr. Neeraj Kumar	8	Yes
Mr. Hawa Singh Chaudhary	8	Yes
Dr. Raj Kamal Aggarwal	8	Yes
Mr. Ravinder Nath Leekha	8	Yes
Mr. Abhiram Tayal	8	No
Mr. Ajit Kumar Hazarika	7	No
Mr. Sanjeev Shankar	8	Yes
Mr. Girish Sharma	7	No
Dr. Vinita Jha	8	No

### iv) FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

## CORPORATE GOVERNANCE REPORT

Periodic presentations are made at the Board and Board Committee Meetings on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments were made at the separate meeting of the Independent Directors held during the year.

Updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors. Site visits to various plant locations are organized for the Directors to enable them to understand the operations of the Company.

The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at <http://www.jindalsaw.com/pdf/Familiarization-Programme-of-Independent-Directors-of-Jindal-Saw-Limited.pdf>.

### v) SHAREHOLDING OF NON-EXECUTIVE DIRECTORS IN THE COMPANY AS ON 31ST MARCH, 2021 IS AS FOLLOWS:

Name of Director	No. of equity shares
Mr. Prithavi Raj Jindal	450
Ms. Shradha Jatia	75,250
Ms. Tripti Arya	47,750
Dr. Raj Kamal Aggarwal	Nil
Mr. Ravinder Nath Leekha	Nil
Mr. Abhiram Tayal	Nil
Mr. Ajit Kumar Hazarika	Nil
Mr. Sanjeev Shankar	Nil
Mr. Girish Sharma	Nil
Dr. Vinita Jha	Nil

### (vi) THE BOARD HAS IDENTIFIED THE FOLLOWING SKILLS / EXPERTISE / COMPETENCIES FUNDAMENTAL FOR THE EFFECTIVE FUNCTIONING OF THE COMPANY WHICH ARE CURRENTLY AVAILABLE WITH THE BOARD:

S. No.	Name of Director	Designation	Special Knowledge / Practical Experience
1	Mr. Prithavi Raj Jindal	Chairman	Entrepreneur   Strategic Thinking   Visionary   Motivation   Man Management
2	Ms. Sminu Jindal	Managing Director	Business Administration   Social Initiatives   General Management   Crusader for Universal Accessibility & Dignity
3	Ms. Shradha Jatia	Non-Executive Director	Social initiatives   Administration   General Management
4	Ms. Tripti Arya	Non-Executive Director	Social initiatives   Administration   General Management
5	Mr. Neeraj Kumar	Group CEO & Whole-time Director	Strategic Management   Corporate Finance   Leadership   Management & Execution   Governance
6	Mr. Hawa Singh Chaudhary	Whole-time Director	General Administration   Business Management   Operations Expertise
7	Dr. Raj Kamal Aggarwal	Independent Director	Finance & Accounts   Auditing   Corporate law & Governance   General Management
8	Mr. Ravinder Nath Leekha	Independent Director	Auditing   Industrial Experience   R & D   General Management
9	Mr. Abhiram Tayal	Independent Director	Industrialist   General Administration   Corporate law & Governance   General Management
10	Mr. Ajit Kumar Hazarika	Independent Director	Finance & Accounts   Engineering   General Administration   Corporate law & Governance
11	Mr. Sanjeev Shankar	Independent Director	Legal & Social Work   Corporate law & Governance   Finance & Accounts   General Management
12	Mr. Girish Sharma	Independent Director	Taxation   Finance   Accountancy   Business Administration   General Management
13	Dr. Vinita Jha	Independent Director	Human Resource   Administration   Social initiatives   General Management

## CORPORATE GOVERNANCE REPORT

The Company's Board comprises of qualified Members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its Committees. The Board Members are committed to ensure that the Company's Board is in compliance with the highest standards of Corporate Governance

### (vii) FULFILMENT OF THE INDEPENDENCE CRITERIA BY THE INDEPENDENT DIRECTORS:

The Board of Directors, based on the declarations received from the Independent Directors, confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 and that they are independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

### (viii) PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Board Evaluation Framework has been approved by the Nomination and Remuneration Committee (NRC) and the Board.

The Board carried out an annual performance evaluation of its own performance, the Independent Directors individually as well as of the Board. The performance evaluation of the Executive and Non-Executive Directors, including Chairman and Board of Directors as whole was carried out by the Independent Directors. The purpose of the Board evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony. The Board acknowledges its intention to establish and follow best practices in Board Governance in order to fulfil its fiduciary obligation to the Company. The Board believes the evaluation will lead to a closer working relationship among the Board members, greater efficiency in the use of the Board's time and increased effectiveness of the Board as a governing body.

The Directors are satisfied with the evaluation process.

### (ix) AUDIT COMMITTEE

#### (a) COMPOSITION & MEETINGS

As on 31st March, 2021, the Committee comprised of 5 Independent Directors and 1 Executive Director as its members. The Chairman of the Committee is an Independent Director. The composition of the Audit Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2021, the Committee met 5 [five] times on 27th June, 2020, 4th August, 2020, 9th November, 2020, 24th November, 2020 and 05th February, 2021. The composition and attendance of the members in the meetings are as follows:-

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	5
Mr. Neeraj Kumar	Member	Executive	4
Mr. Ravinder Nath Leekha	Member	Independent	5
Mr. Ajit Kumar Hazarika	Member	Independent	5
Mr. Sanjeev Shankar	Member	Independent	5
Mr. Girish Sharma	Member	Independent	5

Mr. Sunil K. Jain, Company Secretary, is the Secretary of the Committee. Head of Finance & Accounts Department, Statutory Auditors, Cost Auditors and Internal Auditors attend the meetings of the Audit Committee. The Committee deals with the various aspects of financial statements including quarterly, half yearly and annual financial results, adequacy of internal controls & internal audit functions, compliance with accounting standards and Company's financial & risk management policies, etc. It reports to the Board of Directors about its findings & recommendations pertaining to above matters.

#### (b) TERMS OF REFERENCE

The role and terms of Audit Committee covers the area of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company.

The minutes of the Audit Committee are taken note by the Board of Directors.

## CORPORATE GOVERNANCE REPORT

### (x) NOMINATION AND REMUNERATION COMMITTEE

#### (a) COMPOSITION & MEETINGS

As on 31st March, 2021, the Nomination and Remuneration Committee comprised of 4 Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Nomination and Remuneration Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2021 the Committee met 3 [three] times on 26th June, 2020, 26th February, 2021 and 26th March, 2021. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	3
Mr. Ravinder Nath Leekha	Member	Independent	3
Mr. Ajit Kumar Hazarika	Member	Independent	3
Dr. Vinita Jha	Member	Independent	3

#### (b) THE TERMS OF REFERENCE

The role and terms of Nomination and Remuneration Committee covers the area of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the Nomination and Remuneration Committee are taken note by the Board of Directors.

The Board of Directors in their meeting held on 26th March, 2021 approved the transfer of powers of Compensation Committee given under resolution passed by the Board of Directors in their meeting dated 22nd May, 2019 including the powers of administration and superintendence of the following Schemes of the Company, [1] Jindal SAW Limited General Employee Benefit Scheme 2018 or GEB Scheme, [2] Jindal SAW Limited Retirement Benefit Scheme 2018 or EB Scheme ; and [3] Jindal SAW Limited Stock Appreciation Rights' Scheme 2018 or SAR Scheme, as approved under SEBI (Share Based Employee Benefits) Regulations, 2014 by merging the Compensation Committee with the Nomination and Remuneration Committee of the Company in order to avoid duplicity and to remove difficulties of administration and superintendence of above Schemes.

To pay the Remuneration to Managerial Personnel, the Committee has laid down the Nomination and Remuneration Policy. The link for policy is <http://www.jindalsaw.com/pdf/POLICY-REMUNERATION-POLICY-OF-JINDAL-SAW.pdf>

### (xi) DETAILS OF REMUNERATION PAID TO DIRECTORS

#### (a) REMUNERATION PAID TO NON-EXECUTIVE DIRECTORS

During the year under review, the Non-Executive Directors were paid the sitting fee and commission as follows:-

Name of Director	Sitting Fee (₹)	Commission* (₹)
Mr. Prithavi Raj Jindal	4,50,000	Nil
Ms. Shradha Jatia	4,50,000	Nil
Ms. Tripti Arya	3,75,000	Nil
Dr. Raj Kamal Aggarwal	11,25,000	3,00,000
Mr. Ravinder Nath Leekha	10,65,000	2,00,000
Mr. Abhiram Tayal	6,75,000	2,00,000
Mr. Ajit Kumar Hazarika	10,20,000	2,00,000
Mr. Sanjeev Shankar	8,55,000	2,00,000
Mr. Girish Sharma	9,00,000	2,00,000
Dr. Vinita Jha	7,95,000	2,00,000

\*The fixed commission on annual basis is paid to all Independent Directors as follows:

- Chairman of Audit committee: ₹ 3,00,000
- Remaining Directors: ₹ 2,00,000



## CORPORATE GOVERNANCE REPORT

### (b) REMUNERATION PAID TO EXECUTIVE DIRECTORS

The remuneration paid to the Executive Directors during the year under review is as under:-

Name of Director	Position (₹)	Salary (₹)	Commission* (₹)	Perquisite (₹)	Bonus (₹)
Ms. Sminu Jindal	Managing Director	1,64,24,602	90,00,000	7,50,000	-
Mr. Neeraj Kumar	Group CEO & Whole- Time Director	6,65,28,641	-	7,50,000	-
Mr. Hawa Singh Chaudhary	Whole-time Director	81,92,433	-	5,35,164	-

The terms of appointment of Managing Director and Group CEO & Whole-time Director are on contractual basis for a period of 5 years from the date of appointment on rotational basis as per section 152 of Companies Act, 2013. Terms of appointment of Whole Time Director are contractual for a period of 2 years from the date appointment on rotation basis as per section 152 of Companies Act, 2013. The details of benefit under SEBI (Share Based Employee Benefits) 2014 is available on the website of the Company.

\* @ 1% on the net profits of the Company computed in the manner laid down under section 198 of the Companies Act, 2013, subject to a maximum of an amount equivalent to one year basic salary.

### (xii) STAKEHOLDERS RELATIONSHIP COMMITTEE

#### (a) COMPOSITION & MEETINGS

As on 31st March 2021, the Stakeholders Relationship Committee comprised of 4 Independent Director and 2 Executive Directors. The Chairman of the Committee is an Independent Director. The Composition of the Stakeholders Relationship Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2021 the Committee met 4 (four) times on 18th September, 2020, 28th December, 2020, 8th February, 2021 and 25th March, 2021. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	4
Ms. Sminu Jindal	Member	Executive	3
Mr. Neeraj Kumar	Member	Executive	4
Mr. Ravinder Nath Leekha	Member	Independent	4
Mr. Ajit Kumar Hazarika	Member	Independent	4
Mr. Girish Sharma	Member	Independent	4

Mr. Sunil K. Jain, Company Secretary, is the compliance officer of the Company.

### (b) TERMS OF REFERENCE

The role and terms of Stakeholders Relationship Committee covers the area of Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the Stakeholders Relationship Committee are taken note by the Board of Directors.

### (c) SHAREHOLDERS' COMPLAINT / TRANSFER OF SHARES

The details of shareholders' / investors' complaints received / disposed off during the year under review are as follows:-

No. of Complaints pending at the beginning of year	No. of Complaints received during the year	No. of Complaints Resolved	No. of pending complaints
0	1	1	0

Further, as on 31st of March, 2021 no request for transfer/transmission was pending for approval.

### (xiii) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)

#### (a) COMPOSITION & MEETINGS

As on 31st March, 2021 Corporate Social Responsibility Committee comprised of 3 Independent Director and 2 Executive Directors. The Composition of the CSR Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## CORPORATE GOVERNANCE REPORT

During the year ended 31st March, 2021 the Committee met 1 [once] on 31st March, 2021. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Ms. Sminu Jindal	Member	Executive	1
Mr. Neeraj Kumar	Member	Executive	1
Dr. Raj Kamal Aggarwal	Member	Independent	1
Mr. Sanjeev Shankar	Member	Independent	1
Mr. Girish Sharma	Member	Independent	1

Mr. Sunil K Jain, Company Secretary, is secretary of the Committee.

### (b) TERMS OF REFERENCE

The role and terms of CSR Committee covers the area of section 135 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the CSR Committee are taken note by the Board of Directors.

### (xiv) RISK MANAGEMENT COMMITTEE

#### (a) COMPOSITION & MEETINGS

As on 31st March, 2021, the Risk Management Committee comprised of 2 Independent Directors, 2 Executive Directors and 2 senior level employees. The Chairman of the Committee is an Independent Director. The Composition of the Risk Management Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2021 the Committee met 1 [once] on 28th December, 2020. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	1
Mr. Ajit Kumar Hazarika	Member	Independent	1
Mr. Neeraj Kumar	Member	Executive	1
Mr. Hawa Singh Chaudhary	Member	Executive	Nil
Mr. Narendra Mantri	Member	Employee	1
Mr. Vinay Kumar	Member	Employee	Nil

### (b) THE TERMS OF REFERENCE

The role and terms of Risk Management Committee covers the area of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the Risk Management Committee are taken note by the Board of Directors.

The Risk Management Policy of the Company is available on the website of the Company at <https://www.jindalsaw.com/risk-management-committee.php>

### (xv) COMPENSATION COMMITTEE

#### (a) COMPOSITION & MEETINGS

The Compensation Committee comprised of 4 Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Compensation Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Share Based Employee Benefits) Regulations, 2014.

During the year ended 31st March, 2021 the Committee met 1 [once] on 14th August, 2020. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	1
Mr. Ravinder Nath Leekha	Member	Independent	1
Mr. Ajit Kumar Hazarika	Member	Independent	1
Dr. Vinita Jha	Member	Independent	1

## CORPORATE GOVERNANCE REPORT

### (b) THE TERMS OF REFERENCE

The role and terms of Compensation Committee covers the area of Regulation 5 of SEBI (Share Based Employee Benefits) Regulations, 2014 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the Compensation Committee are taken note by the Board of Directors.

The Board of Directors in their meeting held on 26th March, 2021 approved the transfer of powers of Compensation Committee given under resolution passed by the Board of Directors in their meeting dated 22nd May, 2019 including the powers of administration and superintendence of the following Schemes of the Company, [1] Jindal SAW Limited General Employee Benefit Scheme 2018 or GEB Scheme, [2] Jindal SAW Limited Retirement Benefit Scheme 2018 or EB Scheme ; and [3] Jindal SAW Limited Stock Appreciation Rights' Scheme 2018 or SAR Scheme, as approved under SEBI (Share Based Employee Benefits) Regulations, 2014 by merging the Compensation Committee with the Nomination and Remuneration Committee of the Company in order to avoid duplicity and to remove difficulties of administration and superintendence of above Schemes.

### (xvi) GENERAL BODY MEETINGS

- (i) The details of general meetings held in last three years at the Regd. Office at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan-281403, Distt. Mathura, U.P. and that of the special resolution(s) passed are as under: -

AGM/EGM	DATE	TIME	No. & subject matter of special resolutions
33rd AGM	27.09.2018	12.30 p.m.	16*
34th AGM	09.09.2019	01.00 p.m.	4**
35th AGM	25.09.2020	12.30 p.m.	4**

\* Under Section 23, 41, 42, 62, 196, 197, 198 and 203 of the Companies Act, 2013.

\*\* Under Section 23, 42, 62, 71, 149, 150 and 152 of the Companies Act, 2013.

- (ii) No special resolution passed last year through postal ballot. At the ensuing annual general meeting, there is no resolution proposed to be passed through postal ballot.

### (xvii) DISCLOSURES

- (i) Disclosures on materially significant related party transactions, i.e., the Company's transactions that are of material value: None of the transactions with any of related parties were in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in notes to the Standalone Financial Statements is forming part of the Annual Report. All related party transactions are negotiated on an arm's length basis, and are intended to further the Company's interests. The policy on Related Party Transactions is posted on the website of the Company and can be accessed at [http://www.jindalsaw.com/pdf/140\\_Download\\_RELATEDPARTYTRANSACTIONPOLICY.pdf](http://www.jindalsaw.com/pdf/140_Download_RELATEDPARTYTRANSACTIONPOLICY.pdf)
- (ii) No penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years. There were no instances of non-compliance by the Company.
- (iii) The Company has established a Vigil Mechanism, Whistle Blower Policy and the same has been uploaded at the website of the Company and no person has been denied to access to Audit Committee.
- (iv) The Board of Directors had accepted recommendations made to them by any Committees of the Board in the relevant financial year.
- (v) The Policy for determining Material Subsidiaries is posted on the website of the Company and can be accessed at <http://www.jindalsaw.com/pdf/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES.pdf>
- (vi) The Company has complied with the requirement of provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The Company has not entirely adopted discretionary requirements as specified in Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 non-mandatory requirement of the said clause during the year under review.
- (vii) The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, with regard to corporate governance.

#### (viii) Prevention of Sexual Harassment:

The Company follows an Anti-Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The main objective of the Act is to provide:

- Protection against and Prevention of sexual harassment of women at workplace
- Redressal of complaints of sexual harassment

The Company as an equal employment opportunity provides and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company also believes that all employees of the Company have the right to be treated with dignity. Sexual harassment at the work place or other than work place, if involving employees, is a grave offence and is, therefore, punishable.

## CORPORATE GOVERNANCE REPORT

Number of complaints received and resolved in relation to Sexual Harassment of Women at Workplace [Prevention, Protection, and Redressal] Act, 2013: during the year under review and their breakup is as under:

- a) No. of Complaints filed during the year ended 31.03.2021 : NIL  
 b) No. of Complaints disposed of during the financial year : NIL  
 c) No. of pending Complaints as on 31.03.2021 : NIL

### (xviii) Detail of fees paid to the statutory auditors and all entities in the network firm/network entity of which the statutory auditors are as follows:

- a) Price Waterhouse Cooper Chartered Accountants, LLP (Statutory Auditors):

[Amount in ₹ lakhs]

S. No.	Particular	Amount paid during FY 2020-21
1.	Audit Fee	64.00
2.	Tax Audit Fee	6.70
3.	Certificate/others	10.53
4.	Out of Pocket Expenses	2.53
	Total	83.76

- b) Price waterhouse Cooper Private Limited and Price waterhouse Coopers Services LLP (network firms of Statutory Auditors):

[Amount in ₹ lakhs]

S. No.	Particular	Amount paid during FY 2020-21
1.	Other Professional Fees & Expenses	220.00
	Total	220.00

### (xix) MEANS OF COMMUNICATION

#### (a) Quarterly Results

: The quarterly results of the Company are submitted to the Stock Exchanges as well as published in the newspapers as per the requirement of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. These results are also posted on website of the Company.

#### (b) Newspapers wherein results normally published

: English: Financial Express  
 Hindi : Jansatta/Desh Ratana

#### (c) Any website, where displayed

: The results are displayed on the website of the Company, i.e. www.jindalsaw.com

#### (d) Whether it also displays official news releases

: No

#### (e) The presentation made to institutional investors or to the analyst

: Nil

#### (f) NSE Electronic Application Processing System (NEAPS):

The NEAPS is a web based application designed by NSE for corporates. All periodical compliance fillings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

#### (g) BSE Corporate Compliance & Listing Centre (the 'Listing Centre'):

BSE's Listing Centre is a web based application designed for corporates. All periodical compliance fillings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on Listing Centre.

#### (h) Corporate Filing and Dissemination System (CFDS):

The CFDS portal jointly owned, managed and maintained by BSE & NSE is single source to view information filed by listed Companies. All disclosures and communications to BSE and NSE are filed electronically through the CFDS portal. In particulars, the Company informs BSE and NSE all price sensitive matters or such other matters which in its opinion are materials and of relevance to the members.

#### (i) SEBI Complaints Redressal System (SCORES)

The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralized Data Base of all complaints, online upload of Action Taken Report (ATRs) by the concerned companies and online viewing by investors of action taken on the complaint and its current status.



## CORPORATE GOVERNANCE REPORT

### (xx) GENERAL SHAREHOLDER INFORMATION

#### (a) Annual General Meeting (AGM)

Day & Date	: Friday, 16th July, 2021
Time	: 12:30 P M
Venue	: through OV/OAVM (Virtual Meeting)

#### (b) Financial year (1st April, 2021 to 31st March, 2022)

(a) First quarterly results	: On or Before 14th of August, 2021
(b) Second quarterly results	: On or Before 14th of November, 2021
(c) Third quarterly results	: On or Before 14th of February, 2022
(d) Audited yearly results for the year ending 31st March, 2022	: On or Before 30th May, 2022
(e) Annual General Meeting for the year 31st March, 2022	: On or Before 30th September, 2022

#### (c) Date of Book Closure :

10th July, 2021 to 16th July, 2021 - [Both days inclusive]

#### (d) Dividend Payment Date :

Dividend on equity shares when sanctioned will be made payable on or after the 21st July, 2021 to those shareholders whose names stand on the Company's Register of Members on 9th July, 2021. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the depositories at the end of business hours on 9th July, 2021.

#### (e) Transfer of unclaimed / unpaid amounts to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority [Accounting, Audit, Transfer and Refund] Rules, 2016 ["IEPF Rules"], dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ["IEPF"].

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends / shares to IEPF. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF, are uploaded on the Company's website [www.jindalsaw.com](http://www.jindalsaw.com).

In view of aforesaid provisions, the Company has during the year under review, transferred to IEPF the unclaimed dividends, outstanding for seven years. Further, shares of the Company, in respect of which dividend has not been claimed for seven consecutive years or more from the date of transfer to unpaid dividend account, have also been transferred to the demat account of IEPF.

Details of unpaid dividend amount and due date for transfer to Investor Education and Protection Fund are as under:

Financial Year	Unpaid dividend as on 31st March 2021 (₹)	Due Date of transfer
2013-14	37,51,958	8-Oct-2021
2014-15	41,16,147	16-Oct-2022
2015-16	41,46,429	20-Jan-2024
2016-17	36,23,235	23-Oct-2024
2017-18	43,21,492	25-Oct-2025
2018-19	67,11,382	7-Oct-2026
2019-20	65,90,093	24-Oct-2027

Shareholders are requested to get in touch with the RTA/Company for encashing the unclaimed dividend/principal amount, if any, standing to the credit of their account.

Further, During the year, the Company has transferred ₹ 6,42,432/- which remained unpaid/unclaimed for a period of 7 years to Investor Education and Protection Fund.

## CORPORATE GOVERNANCE REPORT

### (f) Listing on Stock Exchanges :

The Equity Shares of the Company are listed on the following Stock Exchanges:-

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra [E] Mumbai – 400 051
The Annual Listing for the financial year 2021-22 has been paid to both the exchanges.	

### (g) (a) Stock Code :

BSE Limited (BSE)	National Stock Exchange of India Ltd. (NSE)		
Equity Code	Equity	Debentures*	ISIN NO
Scrip Code 500378	Scrip Code	JSAW20**	INE324A07153
	JINDALSAW	JSAW21	INE324A07161
		JSAW21A	INE324A07120
		JSAW31***	INE324A07179

\* Debentures are listed in WDM segment of the NSE.

\*\* Debentures were redeemed on 12th September, 2020

\*\*\* Debentures were issued on 26th March, 2021 with maturity date 31th March, 2031

### (b) ISIN: Equity Share

- INE324A01024

### (h) Debenture Trustees:

Axis Trustee Services Limited

Axis Trustee Services Ltd, 2nd Floor - E, Axis House,  
Bombay Dyeing Mill Compound, Panduranga  
Budhkar Marg, Worli, Mumbai - 400 025

### (i) Market Price Data : High, Low during each month in last financial year :

The details of monthly highest and lowest quotations of the equity shares of the Company at BSE Limited and National Stock Exchange of India Limited during the year from 1st April, 2020 to 31st March, 2021 are as under :-

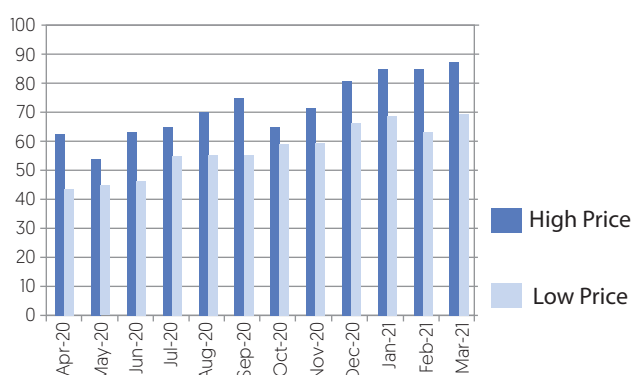
Month	BSE		NSE	
	High Rate(₹)	Low Rate(₹)	High Rate(₹)	Low Rate(₹)
Apr-20	61.80	43.80	61.15	43.80
May-20	54.95	45.50	55.00	45.55
Jun-20	63.80	47.00	63.90	46.90
Jul-20	65.75	54.55	65.75	54.50
Aug-20	71.70	54.35	71.70	54.30
Sep-20	74.90	60.00	74.75	60.25
Oct-20	65.15	58.20	65.20	58.00
Nov-20	71.20	58.90	71.25	58.80
Dec-20	81.90	67.45	81.90	67.50
Jan-21	84.95	69.00	84.95	69.85
Feb-21	84.40	68.75	84.40	70.30
Mar-21	87.60	70.15	87.65	70.15

## CORPORATE GOVERNANCE REPORT

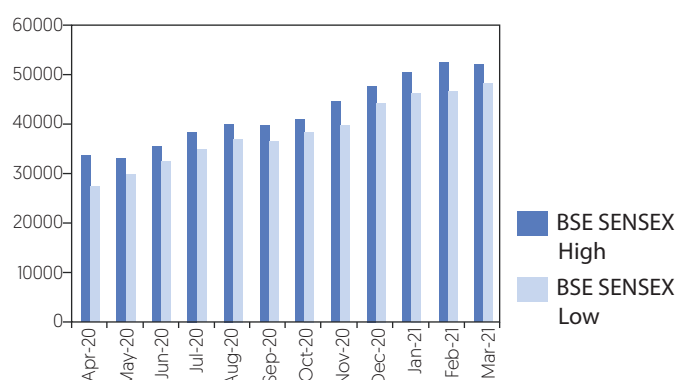
### (j) Performance in comparison to broad based indices :

Month	BSE		NSE	
	High Rate(₹)	Low Rate(₹)	High Rate(₹)	Low Rate(₹)
Apr-20	61.80	43.80	33887.25	27500.79
May-20	54.95	45.50	32845.48	29968.45
Jun-20	63.80	47.00	35706.55	32348.10
Jul-20	65.75	54.55	38617.03	34927.20
Aug-20	71.70	54.35	40010.17	36911.23
Sep-20	74.90	60.00	39359.51	36495.98
Oct-20	65.15	58.20	41048.05	38410.20
Nov-20	71.20	58.90	44825.37	39334.92
Dec-20	81.90	67.45	47896.97	44118.10
Jan-21	84.95	69.00	50184.01	46160.46
Feb-21	84.40	68.75	52516.76	46433.65
Mar-21	87.60	70.15	51821.84	48236.35

#### BSE PRICE



#### BSE SENSEX



### (k) Registrar and Transfer Agent :

RCMC Share Registry (P) Ltd., B-25/1, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi-110020, Phone:- 011-26387320/21, e-mail: - sectshares@rcmcdelhi.com

The Share Transfer Requests as well as other correspondence relating to shares of the Company are also accepted at our office at Jindal Centre, 12, Bhikaiji Cama Place, New Delhi - 110 066.

### (l) Share Transfer System :

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities 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. Further, SEBI has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Company Secretary is authorized by the Board to approve request received for transmission or transposition, which are noted at subsequent Stakeholders Relationship Committee Meetings.

## CORPORATE GOVERNANCE REPORT

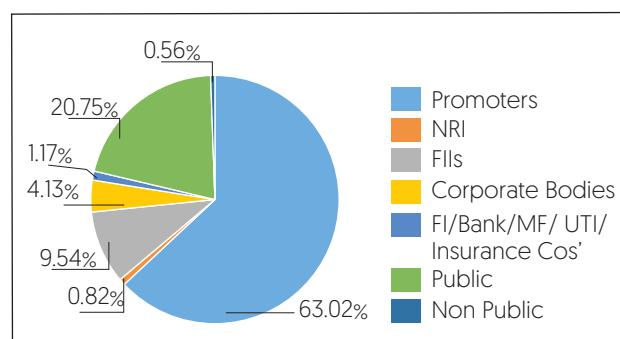
### (m) Distribution of Shareholding and Shareholding Pattern :

#### (a) The shareholding distribution of equity shares as on 31st March, 2021 is given below :-

Shareholding of value of ₹	Shareholders		Share holdings		
	Number	% to total	Share	Amount	% to total
Up to 5000	74,317	94.46	2,43,67,320	4,87,34,640	7.62
5001 to 10000	2,181	2.77	81,14,291	1,62,28,582	2.54
10001 to 20000	1074	1.37	81,15,500	1,62,31,000	2.54
20001 to 30000	326	0.41	41,63,424	83,26,848	1.30
30001 to 40000	192	0.24	34,69,912	69,39,824	1.09
40001 to 50000	103	0.13	23,97,608	47,95,216	0.75
50001 to 100000	242	0.31	86,46,433	1,72,92,866	2.70
100001 and Above	242	0.31	26,04,79,629	52,09,59,258	81.46
Grand Total	78,677	100.00	31,97,54,117	63,95,08,234	100.00

#### (b) Shareholding Pattern as on 31st March, 2021:

Category	No. of Shares	% of Holding
Promoters	20,15,15,801	63.02
NRI	26,35,383	0.82
FII's	3,04,99,386	9.54
Corporate Bodies	1,32,13,629	4.13
FI/Bank/Mf/UTI	37,49,623	1.17
Public	6,63,33,967	20.75
Non Public	18,06,328	0.56
Total	31,97,54,117	100



### (n) Dematerialization of shares and liquidity:

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. Equity shares of the Company representing 98.85 percent of the Company's equity share capital are dematerialized as on March 31, 2021. The details of companies shareholding is as below:

	No. of shares	Percentage
In Physical Form	36,62,000	1.15
In Demat Form	31,60,92,117	98.85
Total	31,97,54,117	100.00

### (o) Credit Rating

The Credit rating obtained by the Company during the year under review are as under:

Date of Rating	Credit Rating Agency	Instrument/Type of Rating	Rating	Remark
30th September, 2020	Credit Ratings Limited	Short Term Borrowings (incl. Commercial Paper)	CARE A1+	Reaffirmed
		Long Term Borrowings (incl.NCDs)	CARE AA [Outlook: Stable]	Reaffirmed
19th August, 2020	Brickwork Ratings India Pvt Ltd	Non-Convertible Debentures of ₹ 500 Crores	BWR AA [Stable]	Fresh Ratings
5th November, 2020	Credit Ratings Limited	Issuer Rating	CARE AA [Outlook: Stable]	Fresh Ratings
5th March, 2021	Credit Ratings Limited	Short Term Borrowings	CARE A1+	Reaffirmed
		Long Term Borrowings (including NCDs)	CARE AA [Outlook: Negative]	Revised
		Issuer Rating	CARE AA [Outlook: Negative]	Revised
13th March, 2021	Brickwork Ratings India Pvt Ltd	Non-Convertible Debentures of ₹ 500 Crores	BWR AA [Stable]	Reaffirmed



## CORPORATE GOVERNANCE REPORT

**(p) Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity:**

There are no outstanding GDRs/ ADRs/ Warrants or any Convertible instruments during the year.

**(q) Commodity price risk or foreign exchange risk and hedging activities:**

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report.

**(r) Certification of non-disqualification of Directors:**

A Certificate under Clause (j) of point (10) of para C of Schedule V of the SEBI [Listing Obligations and Disclosure Requirements] regulations, 2015 by Mr. S.K. Gupta, Company Secretary in practice confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority is attached as Annexure A.

**(s) Declaration For Code Of Conduct**

As provided under regulation 34 read with schedule V of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, the Board Members and Sr. Management Personnel have affirmed compliance of Code of Conduct as adopted by the Board for the year ended 31st March, 2021.

Place : New Delhi  
 Date : 27th May, 2021

**Neeraj Kumar**  
 Group CEO & Whole-time Director

**(t) Plant Locations:**

The Plants of the Company are located at Kosi Kalan [Mathura, U.P.], Sinar [Nashik, Maharashtra], Mundra [Kutch, Gujarat], Bhilwara [Rajasthan] & Bellary [Karnataka].

**Address for correspondence:**

Jindal Saw Ltd.  
 Jindal Centre,  
 12, Bhikaji Cama Place,  
 New Delhi – 110 066  
 Telephone no. : 011-26188360-74  
 Fax no. : 011-26170691/41659575  
 E-mail : investors@jindalsaw.com  
 CIN : L27104UP1984PLC023979]

For and on behalf of the Board

Place : Baytown, Texas  
 Date : 27th May, 2021

**Prithavi Raj Jindal**  
 Chairman

## CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C, Clause [10] (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members,

Jindal Saw Limited,

A-1, UPSIDC Industrial Area, Nandgaon Road,

Kosi Kalan,

Distt. Mathura – 281403 [U.P.]

We have examined the following documents:

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 [‘the Act’];
- ii) Disclosure of concern or interests as required under Section 184 of the Act; [hereinafter referred to as ‘relevant documents’], as submitted by the Directors of Jindal Saw Limited [‘the Company’] bearing CIN: L27104UP1984PLC023979 and having its Registered Office at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura – 281403 [U.P.] to the Board of Directors of the Company [‘the Board’] for the Financial years 2020-21 and 2021-22 and relevant registers, records, forms and returns maintained by the Company and as made available to us 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 and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory / Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Director Identification Number [DIN] status at the MCA Portal [www.mca.gov.in], in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial year ended 31st March, 2021, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

S. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment*	Date of Cessation
1.	Mr. Prithavi Raj Jindal	00005301	31.10.1984	-
2.	Ms. Sminu Jindal	00005317	01.09.1997	-
3.	Dr. Raj Kamal Aggarwal	00005349	30.01.2006	-
4.	Ms. Shradha Jatia	00016940	24.07.2014	-
5.	Ms. Tripti Arya	00371397	17.05.2014	-
6.	Mr. Hawa Singh Chaudhary	00041370	07.10.1988	-
7.	Mr. Abhiram Tayal	00081453	10.07.2015	-
8.	Mr. Ajitkumar Hazarika	00748918	12.07.2016	-
9.	Mr. Ravinder Nath Leekha	00888433	12.08.2011	-
10.	Mr. Neeraj Kumar	01776688	01.07.2013	-
11.	Mr. Girish Sharma	05112440	22.03.2019	-
12.	Mr. Sanjeev Shankar	06872929	22.03.2019	-
13.	Dr. Vinita Jha	08395714	22.03.2019	-

\* The date of appointment is as per the Authorised Signatories details displayed on MCA Portal.



## CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS

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

We have conducted online verification and examination of records, as facilitated by the Company, due to COVID-19 pandemic and subsequent lockdown situation for the purpose of issuing this Certificate.

For **S.K. Gupta & Co.**

Company Secretaries

ICSI Unique Code: P1992UP012800

Peer Review Certificate No. 1088 / 2021

Place : Kanpur

Dated : 27th May, 2021

**[S.K.GUPTA]**

Managing Partner

F.C.S 2589, C.P 1920

UDIN: F002589C000372343

# **AUDITORS' REPORT**



## AUDITORS' REPORT

### Independent auditor's report

#### To the Members of Jindal Saw Limited

#### Report on the audit of the Standalone Financial Statements

#### Opinion

1. We have audited the accompanying Standalone Financial Statements of Jindal Saw Limited ("the Company"), which comprise the balance sheet as at March 31, 2021, and the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information and which include the financial statements of Jindal Saw Employee Welfare Trust (the "Trust") for the year ended on that date.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

#### Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of the report referred to in sub-paragraph 14 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

4. We draw your attention to Note 60 of the Standalone Financial Statements, which describes the management's assessment of the financial impact of the events arising out of Coronavirus (Covid-19) pandemic, for which a definitive assessment of the impact in the subsequent period is dependent upon the circumstances as they evolve. Our opinion is not modified in respect of this matter.

#### Key audit matters

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

#### 5.1 Assessment of the carrying value of investment in and loans granted to a subsidiary, Jindal ITF Limited

##### [Refer to note 3.6 and note 61 to the Standalone Financial Statements]

##### Description of Key Audit Matter

The Company has an investment of ₹ 39,696.60 lakhs and has advanced loans aggregating ₹ 119,305.22 lakhs to its subsidiary, Jindal ITF Limited ('subsidiary') as at March 31, 2021. The subsidiary had entered into a contract with a public sector undertaking ('PSU') for transporting imported coal to one of the PSU's power generating stations. The contract was for a period of seven years and the subsidiary was the sole transporter and accordingly, had made significant investments to develop the facility. The contract had a clause for compensation in case the supply was lesser than the minimum guaranteed quantity ('MGQ') mentioned in the contract and had specific clauses to be adhered to by both the parties before terminating the contract.

The PSU stopped taking the supplies during the first year of operation and refused to pay compensation towards MGQ and terminated the contract subsequently. The matter was referred to arbitration where the arbitrator had awarded an interim award in favour of the subsidiary amounting to ₹ 35,631.18 lakhs relating to first 2 years of MGQ which was paid by the PSU. Subsequently, the Arbitrator issued the final order in favour of the subsidiary awarding ₹ 189,108 lakhs plus interest and applicable taxes.

The PSU has filed an appeal with Hon'ble High Court of Delhi against the final arbitration order. The Hon'ble High Court passed an interim order directing the PSU to pay ₹ 50,000 lakhs as an interim compensation which was paid by the PSU. Presently, the matter is sub-judice before Hon'ble High Court of Delhi. The Management, in consultation with their legal counsel on the likely outcome of the case, has assessed that there will not be any negative impact on carrying amount of investments and loans including interest thereon, given by the Company to the subsidiary and the same are recoverable.

This has been determined as a key audit matter since the investment made and loans granted by the Company to the subsidiary are material to the Standalone Financial Statements and the subsidiary is currently having insignificant operations. Further, the recovery of investment and loan granted depends on the ultimate recovery of the remaining compensation from the PSU by the subsidiary.

## AUDITORS' REPORT

### How our audit addressed the key audit matter

- Discussed the matter with the management and obtained an understanding of the matter.
- Evaluating appropriateness of the accounting policy of the Company in respect of impairment assessment of equity investments.
- Obtained updates over the legal case and the proceedings that took place during the year.
- Reviewed the contract between the subsidiary and the PSU to corroborate the matters stated in the appeal and details of the claim filed by the subsidiary with the Arbitration Tribunal and the final arbitration order issued in this regard.
- Performed test of design and operating effectiveness of controls over recoverability of the investment and the loans given to the subsidiary with specific focus on whether an impairment provision needs to be recognized.
- Evaluated the recoverability of the said loans and investments considering the arbitration order decided in favour of the subsidiary.
- Discussed the matter with the Company's external legal counsel and evaluated the opinion issued by them which supports the subsidiary's position.

Based on the procedures above, the management's assessment of the carrying value of the investment and loans was considered to be reasonable.

### 5.2 Appropriateness of assessment of Impairment in the carrying value of investment and recoverability of loan to a wholly owned subsidiary, Jindal Saw Holdings FZE

#### [Refer to note 3.6 and note 62 to the Standalone Financial Statements]

The Company had made investments of ₹ 12,060.82 lakhs and also advanced loans aggregating ₹ 15,862.69 lakhs to Jindal Saw Holdings FZE ('Subsidiary') as at March 31, 2021. The Subsidiary has been incurring losses and its net worth is lower than the carrying value of investment. This is an indicator of potential impairment to the carrying value of investment and the loans.

The management has obtained an external valuation expert's report [the "management expert"] on valuation of the said subsidiary using the discounted cash flow model in order to determine the recoverable value for assessing the appropriateness of carrying amount of the investment/loans, based on which the management concluded that no adjustment is required to the carrying amount.

This has been determined as a key audit matter since the investment made and the loans granted to the Subsidiary are material to the Standalone Financial Statements of the Company and significant judgement is required in selecting an appropriate discount rate, growth rates and the terminal value determined in estimating the discounted cash flows used by the Management's expert to support the carrying value.

### How our audit addressed the key audit matter

- Understanding and evaluating the design and testing the operating effectiveness of the Company's controls over monitoring the performance of the Subsidiary and performing an impairment assessment.
- Evaluating appropriateness of the accounting policy of the Company in respect of impairment assessment of equity investments.
- Obtained the management expert's valuation report and discussed the same with the management and the expert to understand the assumptions, including the discount rate and the growth rates, underlying in the forecast.
- Assessed the reasonableness of the growth rates used in the forecast with the current orders in hand and historical growth rates.
- Assessed, with the involvement of auditor's expert, the appropriateness of the discount rate and terminal value of the subsidiary used in the valuation report of the Management's expert.
- Performed sensitivity tests over the key assumptions and considered them to be within a reasonable and foreseeable range.
- Assessed the historical accuracy of the forecasts by comparing the forecast used in the prior year valuation with the actual performance in the current year. In case the actual performance was lower than the forecast, we obtained the reasons thereof from the management.
- Tested the mathematical accuracy of the underlying calculations.

As a result of the above audit procedures, the Management's assessment of impairment in the carrying value of investment and recoverability of the loan was considered to be reasonable.

### Other Information

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report and Management Discussions and Analysis report, but does not include the Standalone Financial Statements and our auditor's report thereon.

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

## AUDITORS' REPORT

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained 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.

### Responsibilities of management and those charged with governance for the Standalone Financial Statements

7. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's responsibilities for the audit of the Standalone Financial Statements

9. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.
10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
11. 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.
12. 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.
13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## AUDITORS' REPORT

### Other Matter

14. We did not audit the financial statements of the Trust included in the Standalone Financial Statements of the Company, which constitutes total assets of ₹ 1,521.30 lakhs and net assets of ₹ 20.94 lakhs as at March 31, 2021, total income of ₹ 36.13 lakhs and excess of income over expenditure of ₹ 19.99 lakhs and net cash flows amounting to ₹ 218.97 lakhs for the year then ended. These financial statements have been audited by other auditor whose report has been furnished to us, and our opinion on the Standalone Financial Statements (including other information) to the extent they have been derived from such financial statements is based solely on the report of such other auditor.

Our opinion on the standalone financial statements, and our report on Other Legal and Regulatory Requirements below to the extent applicable to the Trust, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

### Report on other legal and regulatory requirements

15. As required by the Companies [Auditor's Report] Order, 2016 ["the Order"], issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
16. As required by Section 143(3) of the Act, we report that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - 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.
  - The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
  - On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 [2] of the Act.
  - With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
  - With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies [Audit and Auditors] Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 52 to the Standalone Financial Statements.
    - The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have any long term derivative contracts as at March 31, 2021.
    - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company except in respect of dividend amounting to ₹ 281.07 lakhs which according to information and explanation provided to us by the management, has been kept in abeyance due to legal case [refer notes 21(d) and 31 to the standalone financial statements].
    - The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021.
17. 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 Price Waterhouse Chartered Accountants LLP  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

Sougata Mukherjee  
 Partner  
 Membership Number: 057084  
 UDIN: 21057084AAAABP2784

Place : Gurugram  
 Date : May 27, 2021

## AUDITORS' REPORT

### Annexure A to Independent Auditors' Report

Referred to in paragraph 16(f) of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the standalone financial statements for the year ended March 31, 2021

### Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Jindal Saw Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

#### Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements includes those policies and procedures that [1] pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; [2] provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and [3] provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

#### Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. [Also, refer Note 4 of the main auditor's report].

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016

Chartered Accountants

Sougata Mukherjee

Partner

Membership Number: 057084

UDIN: 21057084AAAABP2784

Place : Gurugram

Date : May 27, 2021



## AUDITORS' REPORT

### Annexure B to Independent Auditors' Report

Referred to in paragraph 15 of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the standalone financial statements as of and for the year ended March 31, 2021

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
  - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
  - (c) The title deeds of immovable properties, as disclosed in Note 5 on fixed assets to the standalone financial statements, are held in the name of the Company, except for one case of freehold land having gross value of ₹ 1,950 lakhs and net value of ₹ 1,950 lakhs for which the conveyance deed is yet to be executed.
- ii. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been appropriately dealt with in the books of accounts.
- iii. The Company has granted unsecured loans, to six companies covered in the register maintained under Section 189 of the Act.
  - (a) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
  - (b) In respect of the aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable. In respect of one of the subsidiaries, loan outstanding as at March 31, 2021 has been fully provided for in the books of account. Refer note 18 to the standalone financial statements.
  - (c) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.
- iv. 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 Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- v. During the year, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed thereunder to the extent notified, with regard to the deposits accepted from the public in earlier years and remaining unclaimed as at March 31, 2021. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax, goods and services tax and employees' state insurance, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, duty of customs, cess, labour welfare fund and other material statutory dues, as applicable, with the appropriate authorities.

Further, for the period April 2020 to May 2020, the company has paid Goods and Service Tax and filed GSTR-3B (after the due date but) within the timelines allowed by Central Board of Indirect Taxes and Customs under the Notification No. 31/2020, 32/2020 and 36/2020 – Central Tax dated April 3, 2020 on fulfilment of conditions specified therein.

Also refer note 52 to the financial statements regarding management's assessment on certain matters relating to provident fund.

- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of goods and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax, sales tax, service tax, duty of customs, stamp duty, duty of excise and value added tax as at March 31, 2021 which have not been deposited on account of a dispute, are as follows:

**AUDITORS' REPORT**

Name of the statute	Nature of dues	Amount (₹ lakhs)*	Period to which the amount relates**	Forum where the dispute is pending
Custom Act, 1962	Custom Duty	538.00	2008-09	High Court of Gujarat, Ahmedabad
Custom Act, 1962	Custom Duty	174.67	2014-15	CESTAT, Mumbai
Custom Act, 1962	Custom Duty	12.50	2009-10	CESTAT, Mumbai
Custom Act, 1962	Custom Duty	11.47	2004-05	CESTAT, Ahmedabad
Custom Act, 1962	Custom Duty	24.07	2007-08 to 2009-10	CESTAT, Ahmedabad
Bombay Stamp Duty, 1958	Stamp Duty	1.20	2013-14	High Court of Gujarat
Central Excise Act, 1944	Excise Duty	45.49	October 2004 to February 2008	Commissioner (A), Rajkot
Central Excise Act, 1944	Excise Duty	161.43	2007-08 to 2009-10	Gujarat High Court
Central Excise Act, 1944	Excise Duty	159.97	2008-09 & 2009-10	CESTAT, Ahmedabad
Central Excise Act, 1944	Excise Duty	2.00	2009-10	CESTAT, Mumbai
Central Excise Act, 1944	Excise Duty	65.95	February 2010 to March 2012	Commissioner (A), New Delhi
Central Excise Act, 1944	Excise Duty	876.61	March, 2011 to March, 2013	High Court of Gujarat, Ahmedabad
Central Excise Act, 1944	Excise Duty	610.39	2008-09 to 2009-10	Commissioner (A), Rajkot
Finance Act, 1994	Service Tax	70.27	December-2012 to February-2014	CESTAT, Ahmedabad
Finance Act, 1994	Service Tax	165.41	2012-13 to 2015-16	Commissioner (A), Rajkot
Finance Act, 1994	Service Tax	6.17	2007-08	Commissioner (Appeals), Lucknow
Finance Act, 1994	Service Tax	3.13	2008-09	CESTAT, Mumbai
Finance Act, 1994	Service Tax	2.82	2008-09	Commissioner (A), Nashik
Finance Act, 1994	Service Tax	1.98	2012-13 & 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	1.40	2013-14 & 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	0.10	2012-13	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	10.09	2013-14 & 2014-15	Assistant Commissioner (Audit), LTU Delhi
Finance Act, 1994	Service Tax	0.16	2012-13 to 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	20.37	2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	0.39	2015-16	Commissioner (A), Gujarat
VAT Act, UP 2008	Sales Tax	17.50	1996-97	High Court of Allahabad
VAT Act, UP 2008	Sales Tax	2.40	2004-05	High Court of Allahabad
VAT Act, UP 2008	Sales Tax	1.42	1991-92	High Court of Allahabad
VAT Act, UP 2008	Sales Tax	3.12	1995-96	High Court of Allahabad
VAT Act, Andhra Pradesh	Sales Tax	1.09	2010-11	Hon'ble Tribunal.
VAT Act, Rajasthan 2003	VAT	202.33	2014-15	Rajasthan Tax Board
Income Tax Act, 1961	Income Tax	11.45	2011-12	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	8.11	2004-05	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	363.73	2011-12	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	172.78	2010-11	ITAT, New Delhi

**AUDITORS' REPORT**

Name of the statute	Nature of dues	Amount (₹ lakhs)*	Period to which the amount relates**	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	404.91	2009-10	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	130.56	2008-09	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	176.79	2007-08	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	26.91	1994-95	High Court
Income Tax Act, 1961	Income Tax	24.29	2008-09	ITAT, New Delhi
Income Tax Act, 1961	Income Tax	13,649.26	2016-17	CIT-A, New Delhi
Income Tax Act, 1961	Income Tax	10.79	2014-15	CIT-A, New Delhi

\* Amounts reported above are net of payments made

\*\* In respect of Income Tax, the period refers to the Assessment Year.

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.
- ix. The Company has not raised any moneys by way of initial public offer and further public offer [including debt instruments]. In our opinion, and according to the information and explanations given to us, the moneys raised by way of term loans have been applied for the purposes for which they were obtained.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. 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. Also refer paragraph 17 of our main audit report.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

Sougata Mukherjee  
 Partner  
 Membership Number: 057084  
 UDIN: 21057084AAAABP2784

Place : Gurugram  
 Date : May 27, 2021

**STANDALONE BALANCE SHEET AS AT MARCH 31, 2021**

(₹ lakhs)			
Particulars	Notes	As at March 31, 2021	As at March 31, 2020
<b>ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Property, plant and equipment	5	5,70,712.43	5,73,035.41
(b) Capital work-in-progress	5	15,709.95	20,483.42
(c) Right-of-use assets	6	19,695.43	23,273.27
(d) Intangible assets	7	918.03	1,009.45
(e) Financial assets			
(i) Investments	8	65,594.27	63,819.46
(ii) Trade receivables	9	1,141.87	800.55
(iii) Loans	10	40,911.67	39,348.32
(iv) Other financial assets	11	9,466.21	6,274.14
(f) Other non-current assets	12	2,040.87	1,549.02
<b>(2) Current Assets</b>			
(a) Inventories	13	2,45,415.22	2,19,410.50
(b) Financial assets			
(i) Investments	14	5,999.70	-
(ii) Trade receivables	15	1,73,088.33	1,53,257.27
(iii) Cash and cash equivalents	16	37,388.91	13,280.80
(iv) Bank balances other than (iii) above	17	11,272.59	12,457.60
(v) Loans	18	1,41,462.12	1,22,503.34
(vi) Other financial assets	19	3,662.48	3,602.36
(c) Contract Assets	44	2,772.08	1,074.13
(d) Current tax assets (Net)	54	5,388.63	5,121.84
(e) Other current assets	20	40,889.37	54,939.44
<b>TOTAL ASSETS</b>		<b>13,93,530.16</b>	<b>13,15,240.32</b>
<b>EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity share capital	21	6,395.19	6,395.19
(b) Other equity	22	7,07,423.07	6,79,858.87
<b>Liabilities</b>			
<b>(2) Non-Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	23	1,39,237.62	1,32,652.32
(ii) Lease liabilities	24	16,808.34	20,291.83
(iii) Other financial liabilities	25	2,941.00	2,941.00
(b) Provisions	26	12,255.32	13,108.40
(c) Deferred tax liabilities (Net)	47	50,434.21	41,449.77
(d) Other non-current liabilities	27	10,196.95	10,711.58

**STANDALONE BALANCE SHEET AS AT MARCH 31, 2021**

		(₹ lakhs)	
Particulars	Notes	As at March 31, 2021	As at March 31, 2020
<b>(3) Current Liabilities</b>			
[a] Financial liabilities			
(i) Borrowings	<b>28</b>	<b>1,55,159.23</b>	2,17,889.86
(ii) Lease liabilities	<b>29</b>	<b>3,605.14</b>	3,215.56
(iii) Trade payables	<b>30</b>		
(A) total outstanding dues of micro enterprises and small enterprises; and		<b>1,284.88</b>	755.53
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		<b>1,67,487.62</b>	1,23,851.54
(iv) Other financial liabilities	<b>31</b>	<b>82,014.29</b>	49,975.31
[b] Other current liabilities	<b>32</b>	<b>34,857.88</b>	10,591.61
[c] Provisions	<b>33</b>	<b>1,731.38</b>	1,551.95
[d] Current tax liabilities (Net)	<b>54</b>	<b>1,698.04</b>	-
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>13,93,530.16</b>	13,15,240.32

This is the Balance Sheet referred to in our report of even date  
 The accompanying notes are integral part of these standalone financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

**Neeraj Kumar**  
 Group CEO & Whole-time Director  
 DIN : 01776688  
 Place: New Delhi

**Prithavi Raj Jindal**  
 Chairman  
 DIN: 00005301  
 Place: Baytown, Texas

**Sougata Mukherjee**  
 Partner  
 Membership Number: 057084  
 Place : Gurugram  
 Dated : May 27, 2021

**Sunil K. Jain**  
 Company Secretary  
 M. No. FCS 3056  
 Place : New Delhi  
 Dated : May 27, 2021

**Narendra Mantri**  
 President Commercial & CFO  
 Place : New Delhi



## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

(₹ lakhs)			
Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020
<b>I Income</b>			
Revenue from operations	34	8,63,181.12	10,12,871.62
Other income	35	27,798.89	19,872.40
<b>Total Income (I)</b>		<b>8,90,980.01</b>	<b>10,32,744.02</b>
<b>II Expenses</b>			
Cost of materials consumed		5,15,622.44	5,71,563.14
Purchases of Stock-in-Trade		2,241.37	29,346.63
Changes in inventories of finished goods, stock-in-trade and work-in-progress	36	(6,906.26)	26,750.04
Employee benefits expense	37	68,537.00	68,259.70
Finance costs	38	40,431.84	51,557.07
Depreciation and amortisation expense	39	34,598.36	31,037.98
Other expenses	40	185,778.16	181,586.71
<b>Total Expenses (II)</b>		<b>8,40,302.91</b>	<b>9,60,101.27</b>
<b>III Profit/(loss) before exceptional items and tax (I-II)</b>		<b>50,677.10</b>	<b>72,642.75</b>
<b>IV Exceptional items</b>	64	-	13,483.06
<b>V Profit/(loss) before tax (III-IV)</b>		<b>50,677.10</b>	<b>59,159.69</b>
<b>VI Tax expense:</b>			
(i) Current tax	54	15,942.96	25,496.28
(ii) Deferred tax expenses / [credit]	47	1,828.71	[25,782.41]
<b>Total Tax expense (VI)</b>		<b>17,771.67</b>	<b>[286.13]</b>
<b>VII Profit/(loss) for the year (V-VI)</b>		<b>32,905.43</b>	<b>59,445.82</b>
<b>VIII Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit and loss</b>			
(i) Re-measurement gains/ (losses) on defined benefit plans		1,764.21	[1,484.38]
(ii) Income tax effect on above		(444.02)	200.45
<b>Total Other Comprehensive Income for the year</b>		<b>1,320.19</b>	<b>[1,283.93]</b>
<b>IX Total Comprehensive Income for the year (VII+VIII) (Comprising profit and other comprehensive income for the year)</b>		<b>34,225.62</b>	<b>58,161.89</b>
<b>X Earnings per equity share of ₹ 2 each</b>	56		
(1) Basic (₹)		10.34	18.59
(2) Diluted (₹)		10.34	18.59

This is the Statement of Profit and Loss referred to in our report of even date  
The accompanying notes are integral part of these standalone financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**  
Firm Registration Number: 012754N/N500016  
Chartered Accountants

**Sougata Mukherjee**  
Partner  
Membership Number: 057084  
Place : Gurugram  
Dated : May 27, 2021

**Neeraj Kumar**  
Group CEO & Whole-time Director  
DIN : 01776688  
Place: New Delhi

**Sunil K. Jain**  
Company Secretary  
M. No. FCS 3056  
Place : New Delhi  
Dated : May 27, 2021

**Prithavi Raj Jindal**  
Chairman  
DIN: 00005301  
Place: Baytown, Texas

**Narendra Mantri**  
President Commercial & CFO  
Place : New Delhi

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED MARCH 31, 2021

### A. Equity Share Capital

		[₹ lakhs]	
Balance as at April 1, 2019	Changes in equity share capital during 2019-20	Balance as at March 31, 2020	Changes in equity share capital during 2020-21
6,395.19	-	6,395.19	-
			Balance as at March 31, 2021
			6,395.19

### B. Other Equity

Particulars	Notes	Reserves and Surplus					Items of Other Comprehensive Income		Total
		Securities Premium	Debt Redemption Reserve	General Reserve	Treasury Shares Reserve	Retained Earnings	Items that will not be reclassified to profit and loss		
							Re-measurement of the net defined benefit Plans		
<b>Balance as at April 1, 2019</b>		<b>51,097.31</b>	<b>7,881.00</b>	<b>3,16,662.65</b>	-	<b>2,55,716.14</b>	<b>(1,201.44)</b>	<b>6,30,155.66</b>	
Profit for the year		-	-	-	-	59,445.82	-	59,445.82	
Other Comprehensive Income		-	-	-	-	-	(1,283.93)	(1,283.93)	
Treasury shares held by Jindal Saw Employee Welfare Trust	63	-	-	(748.99)	-	-	-	(748.99)	
Dividend payments including dividend distribution tax \$	41.3	-	-	-	-	(7,709.69)	-	(7,709.69)	
Transfer from retained earnings		-	124.84	-	-	(124.84)	-	-	
Reclassification on derecognition of investment in equity shares		-	-	-	-	-	-	-	
Transfer from debenture redemption reserve		-	(750.00)	750.00	-	-	-	-	
<b>Balance as at March 31, 2020</b>		<b>51,097.31</b>	<b>7,255.84</b>	<b>3,17,412.65</b>	<b>(748.99)</b>	<b>3,07,327.43</b>	<b>(2,485.37)</b>	<b>6,79,858.87</b>	
<b>Balance as at April 1, 2020</b>		<b>51,097.31</b>	<b>7,255.84</b>	<b>3,17,412.65</b>	<b>(748.99)</b>	<b>3,07,327.43</b>	<b>(2,485.37)</b>	<b>6,79,858.87</b>	
Profit for the year		-	-	-	-	32,905.43	-	32,905.43	
Other Comprehensive Income		-	-	-	-	-	1,320.19	1,320.19	
Treasury shares held by Jindal Saw Employee Welfare Trust	63	-	-	-	(302.40)	-	-	(302.40)	
Dividend \$	41.3	-	-	-	-	(6,359.02)	-	(6,359.02)	
Transfer from Debenture redemption reserve		-	(1,005.84)	1,005.84	-	-	-	-	
<b>Balance as at March 31, 2021</b>		<b>51,097.31</b>	<b>6,250.00</b>	<b>3,18,418.49</b>	<b>(1,051.39)</b>	<b>3,33,873.84</b>	<b>(1,165.18)</b>	<b>7,07,423.07</b>	

\$ Dividend paid @ ₹ 2.00 and ₹ 2.00 per share of ₹ 2 each during 2019-20 and 2020-21 respectively.

This is the Statement of Changes in Equity referred to in our report of even date. The accompanying notes are integral part of these standalone financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

### For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016  
Chartered Accountants

### Sougata Mukherjee

Partner  
Membership Number: 057084  
Place : Gurugram  
Dated : May 27, 2021

### Neeraj Kumar

Group CEO & Whole-time Director  
DIN : 01776688  
Place: New Delhi

### Sunil K. Jain

Company Secretary  
M. No. FCS 3056  
Place : New Delhi  
Dated : May 27, 2021

### Prithavi Raj Jindal

Chairman  
DIN: 00005301  
Place: Baytown, Texas

### Narendra Mantri

President Commercial & CFO  
Place : New Delhi

**STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>A. CASH INFLOW/ (OUTFLOW) FROM OPERATING ACTIVITIES</b>		
<b>Net profit before tax and after exceptional items</b>	<b>50,677.10</b>	59,159.69
Adjustments for:		
Add/(less)		
Depreciation and amortisation expense	<b>34,598.36</b>	31,037.98
Income from government grant	<b>(1,128.35)</b>	(1,168.04)
Finance costs	<b>40,431.84</b>	51,557.07
Loss on sale of property, plant and equipment and intangible assets (net)	<b>120.06</b>	238.16
Balances written off/written back (net)	<b>(1,780.83)</b>	23.25
Provision for doubtful debts and advances (net)	<b>1,865.35</b>	552.35
Effect of unrealised foreign exchange (gain)/loss	<b>(3,528.41)</b>	3,718.50
Net (gain)/ loss on derivatives	<b>(1,114.55)</b>	1,335.89
Provision for impairment of investment in subsidiary- exceptional items	-	7,892.68
Provision for impairment of loans and advances to subsidiary- exceptional items	-	5,590.38
Interest income	<b>(20,217.74)</b>	[20,225.76]
<b>Operating profit before working capital changes</b>	<b>99,922.83</b>	1,39,712.15
Changes in operating assets and liabilities:		
Inventories	<b>(26,004.73)</b>	55,226.67
Trade receivables	<b>(4,145.35)</b>	27,131.74
Loans, other financial assets and other assets	<b>(2,014.44)</b>	(13,017.96)
Trade payables	<b>58,093.23</b>	(47,772.91)
Other financial liabilities, provisions and other liabilities	<b>15,102.10</b>	724.50
<b>Cash generated from operations</b>	<b>1,40,953.64</b>	1,62,004.19
Taxes paid	<b>(7,800.00)</b>	(15,460.99)
<b>Net cash inflow/ (outflow) from operating activities</b>	<b>1,33,153.64</b>	1,46,543.20
<b>B. CASH INFLOW/ (OUTFLOW) FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment and intangible assets	<b>(25,684.70)</b>	(34,711.23)
Sale proceeds from property, plant and equipment and intangible assets	<b>559.16</b>	901.05
Purchase of non-current investments of subsidiaries	-	(3,655.24)
Refund of share application money from subsidiary company	<b>0.34</b>	-
Investment in mutual fund	<b>(5,999.70)</b>	-
Sale of non-current investments	-	0.76
Investment in treasury shares by Jindal Saw Employee Welfare Trust	<b>(302.40)</b>	(748.99)
Loan received back from related and other parties	<b>6,893.06</b>	27,532.85
Loan given to related and other parties	<b>(13,079.63)</b>	(34,184.46)
Interest received	<b>3,365.77</b>	5,567.78
<b>Net cash inflow/ (outflow) from investing activities</b>	<b>(34,248.10)</b>	(39,297.48)

**STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
(₹ lakhs)		
<b>C. CASH INFLOW/ (OUTFLOW) FROM FINANCING ACTIVITIES</b>		
Dividend paid (for FY2019-2020 including dividend distribution tax)	<b>(6,300.01)</b>	[7,650.34]
Proceeds from non-current borrowings	<b>20,000.00</b>	434.67
Repayment of non-current borrowings	<b>(32,658.89)</b>	[17,974.91]
Proceeds from debentures	<b>50,000.00</b>	
Repayment of debentures	<b>(4,000.00)</b>	[3,000.00]
Payment of lease liabilities	<b>(5,503.71)</b>	[2,512.84]
Increase/ (Decrease) in current borrowings	<b>(57,559.59)</b>	[21,865.84]
Interest and bank charges paid	<b>(38,772.28)</b>	[47,525.50]
<b>Net cash inflow/ (outflow) from financing activities</b>	<b>(74,794.48)</b>	[1,00,094.76]
<b>Net changes in cash and cash equivalents</b>	<b>24,111.06</b>	7,150.96
Cash and cash equivalents at beginning of the year (refer Note 16)	<b>13,280.80</b>	6,127.82
Exchange difference on translation of foreign currency cash and cash equivalents	<b>(2.95)</b>	2.02
<b>Cash and cash equivalents at end of the year (refer Note 16)</b>	<b>37,388.91</b>	13,280.80

**NOTES:**

- Increase/(decrease) in current borrowings are shown net of repayments.
- Figures in bracket indicates cash outflow.
- The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows'
- Significant non cash movements in borrowings are towards foreign exchange fluctuations and other adjustments (₹ 5,051.53) lakhs (March 31, 2020 ₹ 27,695.05 lakhs).
- Cash and Cash equivalent includes ₹ 469.98 lakhs (March 31, 2020 ₹ 251.01 lakhs) held by Jindal Saw Employee Welfare trust for use by the trust only . Refer Note 63

This is the Statement of Cash Flows referred to in our report of even date  
 The accompanying notes are integral part of these standalone financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

**Neeraj Kumar**  
 Group CEO & Whole-time Director  
 DIN : 01776688  
 Place: New Delhi

**Prithavi Raj Jindal**  
 Chairman  
 DIN: 00005301  
 Place: Baytown, Texas

**Sougata Mukherjee**  
 Partner  
 Membership Number: 057084

**Sunil K. Jain**  
 Company Secretary  
 M. No. FCS 3056  
 Place : New Delhi  
 Dated : May 27, 2021

**Narendra Mantri**  
 President Commercial & CFO  
 Place : New Delhi

Place : Gurugram  
 Dated : May 27, 2021

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 1. Corporate and General Information

Jindal Saw Limited ["JSAW" or "the Company"] is domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ['NSE'] and the Bombay Stock Exchange ['BSE'], in India. The registered office of JSAW is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, District Mathura, 281403 [U.P.] India.

The Company is a leading global manufacturer and supplier of Iron & Steel pipes and pellets having manufacturing facilities in India. Its products have application in oil and gas exploration, transportation, power generation, supply of water for drinking, drainage, irrigation purposes and other industrial applications.

### 2. Basis of preparation

The standalone financial statements comply in all material aspects with Indian Accounting Standards [IND AS] notified under Section 133 of the Companies Act, 2013 [the Act] [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Company has consistently applied the accounting policies used in the preparation for all periods presented.

The significant accounting policies used in preparing the financial statements are set out in Note 3 of the Notes to the Standalone Financial Statements.

### 3. Significant Accounting Policies

#### 3.1 Basis of Measurement

The standalone financial statements have been prepared on accrual basis and under the historical cost convention except following which have been measured at fair value:

- certain financial assets and liabilities, except certain investments and borrowings carried at amortised cost,
- assets held for sale – measured at fair value less cost of disposal,
- defined benefit plans – plan assets measured at fair value,
- derivative financial instruments,

The standalone financial statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest lakhs (₹ 00,000) and two decimals thereof, except as stated otherwise.

#### 3.2 Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years [refer Note 4 on critical accounting estimates, assumptions and judgements].

#### 3.3 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of Jindal Saw Limited has appointed Group CEO who assesses the financial performance and position of the Company, and make strategic decisions. The Group CEO has been identified as being the chief decision maker. Refer Note 43 for segment information provided.

#### 3.4 Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

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.

Cost of mine development is capitalised as property, plant and equipment under the heading "Mine development" in the year in which they are incurred.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates which are different than those specified by Schedule II to the Companies Act 2013, in order to reflect the actual usage of the assets, except, moulds which are depreciated based on units of production. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Freehold land is not depreciated. Estimated useful lives of the assets are as follows:



## NOTES TO STANDALONE FINANCIAL STATEMENTS

Category of Assets	Life in years
Leasehold Land	Lease period ranging from 25-99
Buildings	3 - 60
Plant and Equipment	2 - 50
Moulds	Unit of production
Furniture and Fixtures	3 - 10
Vehicles	3 - 25
Office Equipments and Computers	2 - 15
Vessels and Containers	5 - 28
Mine development	5
Intangible	3 - 6
ROU	Lease period ranging from 3-25

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss in the year of disposal or retirement.

### 3.5 Intangible Assets

Identifiable intangible assets are recognised a) when the Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

Computer software's are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets' useful lives are reviewed at each financial year end.

### 3.6 Impairment of non-current assets

Non-current assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

### 3.7 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they are being considered as integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

### 3.8 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis.

### 3.9 Leases

The Company enters into various lease arrangements for leasing of various types of assets. Effective April 1, 2019 with pronouncement of Ind AS 116, leases, the recognition, presentation and disclosure of lease by the Company has been done as per Ind AS 116. As per Ind AS 116, leases, the arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets for a period of time in exchange for consideration, even if that right is not explicitly specified in an arrangement.

#### Lease accounting by lessee

The Company as lessee will measure the right-of-use asset at cost by recognition a right-of-use asset and a lease liability on initial measurement of the right-of-use asset at the commencement date of the lease.

The cost of the right-of-use asset will comprise:

- i) the amount of the initial measurement of the lease liability,
- ii) any lease payments made at or before the commencement date less any incentives received,
- iii) any initial direct costs incurred

## NOTES TO STANDALONE FINANCIAL STATEMENTS

- iv) an estimate of costs to be incurred in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability will be initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if the rate cannot be readily determined incremental borrowing rate will be considered. Interest on lease liability in each period during the lease will be the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability.

Lease payments will comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date:

- i) fixed payments less any lease incentives receivable
- ii) variable lease payments
- iii) amounts expected to be payable under residual value guarantees
- iv) the exercise price of a purchase option, if the Company is reasonably certain to exercise that option
- v) payments of penalties for terminating the lease, if the lease term reflects the Company exercising an option to terminate the lease.

Subsequent measurement of the right-of-use asset after the commencement date will be at cost model, the value of right-of-use asset will be initially measured cost less accumulated depreciation and any accumulated impairment loss and adjustment for any re-measurement of the lease liability.

The right-of-use asset will be depreciated from the commencement date to the earlier of the end of the useful life of the asset or the end of lease term, unless lease transfers ownership of the underlying asset to the Company by the end of the lease term or if the cost of the right-of-asset reflects that the Company will exercise a purchase option, in such case the Company will depreciate asset to the end of the useful life.

Subsequent measurement of the lease liability after the commencement date will reflect the initially measured liability increased by interest on lease liability, reduced by lease payments and re-measuring the carrying amount to reflect any re-assessment or lease modification.

Right-of-use asset and lease liability are presented on the face of balance sheet. Depreciation charge on right-to-use is presented under depreciation expense as a separate line item. Interest charge on lease liability is presented under finance cost as a separate line item. Under the cash flow statement, cash flow from lease payments including interest are presented under financing activities. Short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented as cash flows from operating activities.

The Company has elected to adopt the practical expedient not to account for short term leases or leases for which the underlying asset is of low value, as right-of-use assets. Company will recognise these lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

### Lease accounting by lessor

The Company as a lessor need to classify each of its leases either as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

### Finance lease

At the commencement date, the lessor will recognise assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. Net investment is the discount value of lease receipts net of initial direct costs using the interest rate implicit in the lease. For subsequent measurement of finance leased assets, the Company will recognise interest income over the lease period, based on a pattern reflecting a constant periodic rate of return on the Company's net investment in the lease.

### Operating lease

The Company recognises lease receipts from operating leases as income on either a straight-line basis or another systematic basis. The Company will recognise costs, including depreciation incurred in earning the lease income as expense.

## 3.10 Employee benefits

- a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered. Liabilities for wages and 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 service 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 settled. The liabilities are presented as current employee benefit obligations in the balance sheet.
- b) Leave encashment is accounted for using the projected unit credit method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

- c) Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.
- d) The liability or asset recognised in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in Indian Rupees (₹) 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 expense in the statement of profit and loss.

Re-measurement 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 the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

The Company operates defined benefit plans for gratuity, which requires contributions to be made to a separately administered fund. Funds are managed by two trusts. These trusts have policies from an insurance company. These benefits are partially funded.

### 3.11 Discontinued operation and non-current assets (or disposal groups) held for sale or distribution.

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

### 3.12 Foreign currency reinstatement

#### a) Functional and presentation currency

Standalone financial statements have been presented in Indian Rupees (₹), which is the Company's functional and presentation currency.

#### b) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the yearend exchange rates are recognised in statement of profit and loss.

Exchange gain and loss on debtors, creditors and other than financing activities are presented in the statement of profit and loss, as other income and as other expenses respectively. Foreign exchange gain and losses on financing activities to the extent that they are regarded as an adjustment to interest costs are presented in the statement of profit and loss as finance cost and balance gain and loss are presented in statement of profit and loss as other income and as other expenses respectively.

Non-monetary items that are measured at fair value in foreign currency are translated using the exchange rates at the date when the fair value was determined.

### 3.13 Financial instruments – initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### a) Financial Assets

Financial Assets are classified at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing these assets changes.

For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in the Company that share similar credit risk characteristics.

#### Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

#### Investment in Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets classified at amortised cost 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 on acquisition and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset 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 effective interest rate method.
- **Fair value through profit or loss (FVPL):** Any financial asset that does not meet the criteria for classification as at amortized cost or as financial assets at fair value through other comprehensive income, is classified as at financial assets at fair value through profit or loss. Financial assets at fair value through profit or loss are at each reporting date fair valued with all the changes recognized in the statement of profit or loss.

#### Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counterparty is in default under the terms of the agreement.

Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and the change in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income

#### Investment in equity instruments

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit or Loss if such investments in equity securities are held for trading purposes. The fair value gains or losses of

## NOTES TO STANDALONE FINANCIAL STATEMENTS

all other equity securities are recognized in Other Comprehensive Income. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit and loss. Dividends from such investments are recognised in profit and loss as other income when the company's right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### De-recognition of financial asset

A financial asset is derecognised only when

- The company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## b) Financial liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

### i) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

## Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has unconditional right to defer settlement of the liability for at least twelve months after reporting period.

## Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

## De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

## Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 3.14 Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, on the nature of the item being hedged. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

### 3.15 Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and the equity components, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

### 3.16 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

### 3.17 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

### 3.18 Taxation

Income tax expenses or credit for the period comprised of tax payable on the current period's taxable income based on the applicable income tax rate, the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, minimum alternative tax (MAT) and previous year tax adjustments.

Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income, such change could be for change in tax rate.

The current income tax charge or credit is calculated on the basis of the tax law enacted after considering allowances, exemptions and unused tax losses under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and deferred tax liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

The Company recognises Credit of MAT as an asset when there is reasonable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account and included in the deferred tax assets. The carrying amount of MAT is reviewed at each balance sheet date.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 3.19 Revenue recognition and other income

#### a) Sale of goods

Revenue from sale of goods is recognised when control of products, being sold has been transferred to the customer and when there are no longer any unfulfilled obligations to the customer.

#### b) Sale of power

Revenue from the sale of power is recognised when the electricity is supplied and is measured as per the contractually agreed tariff rates.

#### c) Sale of services-job work

Revenue from job work charges are recognised based on stage of completion of the contract subject to job work. Stage of completion is determined using "Input methods" as a proportion of cost incurred to date to the total estimated contract cost. Estimated loss on job work to be undertaken in future years are provided for in the period in which the estimate results in a loss on job work.

#### d) Other Operating Income

Interest from customers - Interest from customer is recognised on time proportion basis taking into the account the amount outstanding and the rate applicable as per agreed terms.

Incentives on exports and other Government Grants related to operations are recognised in books after due consideration of certainty of utilization/receipt of such incentives. For Government grant refer Note 3.20.

#### e) Other Income

##### Interest

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

##### Dividend

Dividend income is recognised when the right to receive dividend is established.

### 3.20 Government Grant

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme. Such grants are recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognised prospectively over the remaining life of the assets.

The company has option to present the government grant related to fixed assets by deducting the grant from the carrying value of the asset and to present the non-monetary grant at a nominal amount. The company has not availed this option in current financial year.

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached condition.

Government revenue grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

### 3.21 Dividend Distribution

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable (including applicable tax payable) is recognised directly in equity.

### 3.22 Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 3.23 Provisions and contingencies

#### 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. 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.

#### i) Gratuity and leave encashment provision

Refer Note 3.10 for provision relating to gratuity and leave encashment.

#### ii) Mine restoration/ assets retirement obligation

Mine restoration expenditure is provided for in the Statement of Profit and Loss based on present value of estimated expenditure required to be made towards restoration and rehabilitation at the time of vacation of mine. The cost estimates are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost estimates or life of operations. The unwinding of the discount on provision is shown as a finance cost in the Statement of Profit and Loss.

#### b) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

### 3.24 Share Appreciation Rights (Cash Settled)

Pursuant to Securities and Exchange Board of India [Share Based Employee Benefits] Regulation, 2014 ["SBEB Regulation"], the shareholder of the Company has approved certain share based payment schemes for the employees. The Company has created a trust "Jindal SAW Employee Welfare Trust" (the 'Trust') for day to day operations and managing these schemes. The Company in its standalone financial statement consider this Trust as its extension inspite of being a separate legal entity and shares held by the Trust are considered as treasury shares and disclosed as treasury shares reserve under other equity.

Liabilities for the Company's share appreciation rights are recognised as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the balance sheet.

### 3.25 Investment in Subsidiaries

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over entity.

Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns.

Investments in subsidiaries are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

### 3.26 Investment in associates

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The investment in associate are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

### 3.27 Current versus non-current classification

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

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

All other assets are classified as non-current.

A liability is classified as current when it is:

- a) Expected to be settled in normal operating cycle.
- b) Held primarily for the purpose of trading,
- c) Due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

### 3.28 Recent accounting pronouncements

#### New and amended standards applied

Ministry of Corporate Affairs ["MCA"] notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

MCA issued notifications dated March 24, 2021 to amend schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Company in its financial statements. These amendments are applicable to the Company for the financial year starting April 1, 2021.

### 4. Critical accounting estimates, assumptions and judgements

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement:

#### (a) Property, plant and equipment

External adviser or internal technical team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable, the estimates and assumptions made to determine depreciation are critical to the Company's financial position and performance.

#### (b) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

#### (c) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

#### (d) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 5. Property, Plant and Equipment and Capital work-in-progress

(₹ lakhs)

Particulars	Leasehold Land	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Mine Development	Total	Capital Work In Progress
<b>Gross Block</b>										
<b>As at April 1, 2019</b>	<b>12,312.16</b>	<b>84,652.93</b>	<b>83,010.58</b>	<b>4,91,567.58</b>	<b>1,366.25</b>	<b>2,176.72</b>	<b>3,288.89</b>	<b>531.09</b>	<b>6,78,926.20</b>	<b>23,058.53</b>
Additions	-	525.55	69.34	1,557.87	123.32	505.94	192.89	-	2,974.91	31,992.84
Add/(Less): Transfer	-	-	3,790.30	29,739.16	112.85	1.34	924.30	-	34,567.95	(34,567.95)
[Add]/Less: Disposal/Adjustments	949.59	-	111.23	4,077.75	26.67	(418.74)	99.54	531.09	5,377.13	-
<b>As at March 31, 2020</b>	<b>11,362.57</b>	<b>85,178.48</b>	<b>86,758.99</b>	<b>5,18,806.86</b>	<b>1,575.75</b>	<b>3,102.74</b>	<b>4,306.54</b>	<b>-</b>	<b>7,11,091.93</b>	<b>20,483.42</b>
Additions	-	91.76	101.14	1,032.46	148.52	440.65	264.64	-	2,079.17	21,971.54
Add/(Less): Transfer	-	-	5,242.48	21,122.35	93.48	-	286.70	-	26,745.01	(26,745.01)
[Add]/Less: Disposal/Adjustments	-	-	24.46	3,906.02	36.75	142.63	145.07	-	4,254.93	-
<b>As at March 31, 2021</b>	<b>11,362.57</b>	<b>85,270.24</b>	<b>92,078.15</b>	<b>5,37,055.65</b>	<b>1,781.00</b>	<b>3,400.76</b>	<b>4,712.81</b>	<b>-</b>	<b>7,35,661.18</b>	<b>15,709.95</b>
<b>Accumulated Depreciation</b>										
<b>As at April 1, 2019</b>	<b>884.66</b>	<b>-</b>	<b>11,884.66</b>	<b>92,847.56</b>	<b>943.91</b>	<b>966.80</b>	<b>1,801.32</b>	<b>513.46</b>	<b>1,09,842.37</b>	<b>-</b>
Charge for the period	162.13	-	2,811.46	25,392.73	127.76	249.65	494.69	17.63	29,256.05	-
[Add]/Less: Disposal/Adjustments	74.15	-	0.77	445.20	6.18	(111.75)	96.26	531.09	1,041.90	-
<b>As at March 31, 2020</b>	<b>972.64</b>	<b>-</b>	<b>14,695.35</b>	<b>1,17,795.09</b>	<b>1,065.49</b>	<b>1,328.20</b>	<b>2,199.75</b>	<b>-</b>	<b>1,38,056.52</b>	<b>-</b>
Charge for the period	162.14	-	3,193.07	26,305.15	170.59	258.95	557.67	-	30,647.57	-
[Add]/Less: Disposal/Adjustments	-	-	23.96	3,471.64	33.89	87.36	138.49	-	3,755.34	-
<b>As at March 31, 2021</b>	<b>1,134.78</b>	<b>-</b>	<b>17,864.46</b>	<b>1,40,628.60</b>	<b>1,202.19</b>	<b>1,499.79</b>	<b>2,618.93</b>	<b>-</b>	<b>1,64,948.75</b>	<b>-</b>
<b>Net carrying amount</b>										
As at March 31, 2020	10,389.93	85,178.48	72,063.64	4,01,011.77	510.26	1,774.54	2,106.79	-	5,73,035.41	20,483.42
As at March 31, 2021	10,227.79	85,270.24	74,213.69	3,96,427.05	578.81	1,900.97	2,093.88	-	5,70,712.43	15,709.95

#### Notes:

- Freehold land includes ₹ 1,950 lakhs (March 31, 2020 ₹ 1,950 lakhs) for which conveyance deed is yet to be executed.
- Refer Note 23 and 28 for property, plant and equipment pledged as security with lenders of the Company.
- Refer Note 48 for borrowing cost and foreign exchange fluctuation capitalised.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 6. Right-of-use assets

[₹ lakhs]

Particulars	Leasehold Land	Buildings	Plant and Equipment	Total
<b>Gross Block</b>				
Opening ROU as at April 01, 2019 [on adoption of Ind AS 116]	949.59	586.13	2,773.50	4,309.22
Add/(Less): Additions	-	7,120.25	13,613.67	20,733.92
<b>As at March 31, 2020</b>	<b>949.59</b>	<b>7,706.38</b>	<b>16,387.17</b>	<b>25,043.14</b>
Add : Additions	-	104.08	69.38	173.46
Less: Disposal/Adjustments	-	[95.06]	-	[95.06]
<b>As at March 31, 2021</b>	<b>949.59</b>	<b>7,715.40</b>	<b>16,456.55</b>	<b>25,121.54</b>
<b>Accumulated Depreciation</b>				
<b>As at April 1, 2019</b>	-	-	-	-
Charge for the period	38.06	395.71	1,146.31	1,580.08
Add/(Less): Transfer from property, plant and equipment	74.15	-	115.64	189.79
<b>As at March 31, 2020</b>	<b>112.21</b>	<b>395.71</b>	<b>1,261.95</b>	<b>1,769.87</b>
Charge for the period	38.06	1,011.13	2,651.04	3,700.23
Less: Disposal/Adjustments	-	[43.99]	-	[43.99]
<b>As at March 31, 2021</b>	<b>150.27</b>	<b>1,362.85</b>	<b>3,912.99</b>	<b>5,426.11</b>
<b>Net carrying amount</b>				
As at March 31, 2020	837.38	7,310.67	15,125.22	23,273.27
As at March 31, 2021	799.32	6,352.55	12,543.56	19,695.43

Notes:

The Company has taken followings nature of assets on lease under the various lease agreements :-

1. Seamless pipe manufacturing facility
2. Installation and maintenance of Solar Power panels
3. Stainless steel manufacturing facility
4. DI Fittings manufacturing facility
5. Premises/office premises lease/warehouse facility/plant

### 7. Intangible Assets

[₹ lakhs]

Particulars	Software
<b>Gross Block</b>	
<b>As at April 1, 2019</b>	<b>1,552.81</b>
Additions	582.74
[Add]/Less: Disposal/Adjustments	1.65
<b>As at March 31, 2020</b>	<b>2,133.90</b>
Additions	159.14
[Add]/Less: Disposal/Adjustments	14.44
<b>As at March 31, 2021</b>	<b>2,278.60</b>
<b>Accumulated Amortisation</b>	
<b>As at April 1, 2019</b>	<b>922.83</b>
Charge for the period	201.85
[Add]/Less: Disposal/Adjustments	0.23
<b>As at March 31, 2020</b>	<b>1,124.45</b>
Charge for the period	250.56
[Add]/Less: Disposal/Adjustments	14.44
<b>As at March 31, 2021</b>	<b>1,360.57</b>
<b>Net carrying amount</b>	
As at March 31, 2020	1,009.45
As at March 31, 2021	918.03

## NOTES TO STANDALONE FINANCIAL STATEMENTS

8. Non - Current Investments	As at March 31, 2021			As at March 31, 2020		
	Particulars	No. of Shares/ Certificates	Face Value (₹)	(₹ lakhs)	No. of Shares/ Certificates	Face Value (₹)
<b>Non-trade- unquoted</b>						
<b>A. Equity Instruments (fully paid up)</b>						
<b>(i) Subsidiary Companies (at cost)</b>						
a) IUP Jindal Metals & Alloys Limited	1,13,00,000	10	3,269.19	1,13,00,000	10	3,269.19
b) Jindal ITF Limited	4,03,74,889	10	12,112.47	4,03,74,889	10	12,112.47
c) Jindal ITF Limited-Equity Component of 0.01% Non - Cumulative Redeemable Preference Shares [Note ii]			10,998.61			10,998.61
d) Jindal Saw Holdings FZE	1,000	AED 106925	12,060.82	1,000	AED 106925	12,060.82
e) S. V. Trading Limited	3	(Note iii)	5,382.71	3	(Note iii)	5,382.71
f) Quality Iron & Steel Limited	60,000	10	3.45	60,000	10	3.45
g) Greenray Holdings Limited	70,55,849	GBP 1	5,339.29	70,55,849	GBP 1	5,339.29
Less: Provision for impairment [Note 64]			(5,339.29)			(5,339.29)
			-			-
h) Ralael Holdings Limited	3,725	EURO 1	4,628.34	3,725	EURO 1	4,628.34
Less: Provision for impairment [Note 64]			(4,628.34)			(4,628.34)
			-			-
i) JITF Shipyards Limited [Note iv]	20,00,000	10	200.00	20,00,000	10	200.00
j) Jindal Tubular [India] Limited	70,50,000	10	2,105.00	70,50,000	10	2,105.00
k) Jindal Quality Tubular Limited [Note v]	64,10,301	10	2,679.94	64,10,301	10	2,679.94
			48,812.19			48,812.19
<b>(ii) Associate Company (at cost)</b>						
Jindal Fittings Limited	1,39,96,803	10	1,399.68	1,39,96,803	10	1,399.68
Less: Provision for impairment [Note 64]			(1,399.68)			(1,399.68)
			-			-
<b>(iii) Others (at fair value through profit and loss)</b>						
DI Spun Pipe Research and Development Association	5,560	10	0.56	5,560	10	0.56
<b>B. 9% Non-Cumulative Redeemable Preference Shares (NCRP) (at amortised cost)</b>						
Colorado Trading Company Limited	1,94,237	100	194.24	1,94,237	100	194.24
<b>C. Investment in Debt Component Subsidiary Company (at amortised cost) Jindal ITF Limited</b>						
Debt Component-Fair Valued-0.01% Non - Cumulative Redeemable Preference Shares [Note ii]			16,585.52			14,810.71
<b>D. Government and Other Securities (at amortised cost) [Note vi]</b>						
i) National Saving Certificates	1	10,000	0.16	1	10,000	0.16
ii) National Saving Certificates	20	5,000	1.60	20	5,000	1.60
			1.76			1.76
<b>E. Share Application Money Subsidiary Company (at cost)</b>						
a) Ralael Holdings Limited			0.48			0.48
Less: Provision for impairment [Note 64]			(0.48)			(0.48)
			-			-
<b>Total</b>			65,594.27			63,819.46
Aggregate value of quoted investments			Nil			Nil
Aggregate value of unquoted investments			65,594.27			63,819.46
Aggregate provision for impairment in value of investments			11,367.31			11,367.31

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### Notes:

- i. No. of shares includes shares held by Companies' nominee.
- ii. 2,01,00,000 [March 31, 2020 2,01,00,000] of ₹ 100 each 0.01% Non- Cumulative Redeemable Preference Shares has been recorded at fair value in earlier year. Equity component amounting to ₹ 10,998.61 lakhs [March 31, 2020 ₹ 10,998.61 lakhs] is disclosed above as investment in equity and debt component amounting to ₹ 16,585.52 lakhs [March 31, 2020 ₹ 14,810.71 lakhs] including interest accrued ₹ 7,484.13 lakhs [March 31, 2020 ₹ 5,709.32 lakhs ] is disclosed above as investment in debt.
- iii. Investment comprises of three shares having face value of 1 Share @ US\$ 1 each, face value of 1 Share @ US\$ 19,50,000 each and face value of 1 Share @ US\$ 70,00,000 each.
- iv. 19,99,300 [March 31, 2020 19,99,300] Equity shares of JITF Shipyards Limited (formerly known as JITF Waterways Limited) have been pledged in favour of lenders for loans availed by the subsidiary company.
- v. 48,79,483 [March 31, 2020 48,79,483] Equity shares of Jindal Quality Tubular Limited have been pledged in favour of lenders for loans availed by the subsidiary company. Non disposal undertaking for 48,79,483 [March 31, 2020 48,79,483] equity shares of Jindal Quality Tubular Limited given to banks against credit facilities/financial assistance availed by the subsidiary.
- vi. National saving certificates are pledged with Government authorities.

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>9. Non-Current Trade Receivables</b>		
<b>Others</b>		
Unsecured, considered good	<b>1,141.87</b>	800.55
<b>Total Non-Current Trade Receivables</b>	<b>1,141.87</b>	800.55
Refer Note 41.1[c]		
<b>10. Non-Current Loans</b>		
<b>Secured, considered good</b>		
Loan to other party (including inter corporate loans)	<b>19,009.66</b>	19,009.66
<b>Unsecured, considered good</b>		
Loans to related parties (refer Note 50[c] and 51)	<b>21,211.44</b>	19,252.50
Loan to other parties (including inter corporate loans)	<b>535.31</b>	904.94
Loans to employees	<b>155.26</b>	181.22
<b>Total Non-Current Loans</b>	<b>40,911.67</b>	39,348.32
<p>The Company had given an interest free loan of ₹ 1,500 lakhs to Employee Welfare Trust (the 'Trust') during the year ended March 31, 2021 [ ₹ 1,000 lakhs during the year ended March 31, 2020] for the purpose of employee benefit scheme. The Trust had utilised the proceeds of the loan received from the Company for purchase of the company's own shares. The Company has consolidated the financial statements of the Trust in its standalone financial statements and accordingly the loans has been adjusted against the borrowing of the Trust. Also refer note 3.24.</p>		
<b>11. Other Non-Current Financial Assets</b>		
<b>Unsecured, considered good</b>		
Security deposits	<b>5,798.78</b>	5,012.91
Bank deposits with remaining maturity of more than 12 months *	<b>3,667.43</b>	1,260.89
Share application money pending allotment	-	0.34
<b>Total Other Non-Current Financial Assets</b>	<b>9,466.21</b>	6,274.14

\* Pledged with banks, government departments and others.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>12. Other Non-Current Assets</b>		
<b>Unsecured, considered good</b>		
Capital advances	1,101.70	845.32
Prepaid expenses	939.17	703.70
<b>Total Other Non-Current Assets</b>	<b>2,040.87</b>	<b>1,549.02</b>
<b>13. Inventories</b>		
Raw materials#	1,23,903.64	1,06,042.58
Work-in-progress	35,730.27	25,295.47
Finished goods	46,729.96	52,682.80
Stores and spares##	31,428.74	30,534.85
Loose tools inventory	1,542.11	1,198.60
Scrap	6,080.50	3,656.20
<b>Total Inventories</b>	<b>2,45,415.22</b>	<b>2,19,410.50</b>

# Including in transit inventory of ₹ 6,375.20 lakhs (March 31, 2020 ₹ 19,255.84 lakhs).

## Including in transit inventory of ₹ 1,865.08 lakhs (March 31, 2020 ₹ 1,265.71 lakhs).

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Units	(₹ lakhs)	No. of Units	(₹ lakhs)
<b>14. Current investments</b>				
<b>Investment in mutual funds - Unquoted</b> [At fair value through profit and loss]				
Axis Liquid Fund	5,52,198.33	5,999.70	-	-
<b>Total Current Investments</b>		<b>5,999.70</b>		-
Aggregate value of Unquoted current investments		5,999.70		-
Aggregate net asset value of mutual fund investment		5,999.70		-

<b>15. Trade Receivables</b>				
<b>Related Parties</b>				
Unsecured, considered good		25,200.30		22,802.15
Unsecured, considered doubtful		32.89		98.44
Less: Allowance for doubtful debts [refer Note 41.(c)]		(32.89)		[98.44]
<b>Others</b>				
Secured, considered good		32,648.51		51,748.91
Unsecured, considered good		1,15,239.52		78,706.21
Unsecured, considered doubtful		2,819.83		889.21
Less: Allowance for doubtful debts [refer Note 41.(c)]		(2,819.83)		[889.21]
<b>Total Trade Receivables</b>		<b>1,73,088.33</b>		<b>1,53,257.27</b>

Refer Note 41

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>16. Cash and Cash Equivalents</b>		
<b>Balances with banks</b>		
In current accounts*	<b>12,460.88</b>	13,272.60
Fixed deposits with original maturity of less than three months	<b>24,900.00</b>	-
Cheques on hand	<b>20.36</b>	-
Cash on hand	<b>7.67</b>	8.20
<b>Total Cash and Cash Equivalents</b>	<b>37,388.91</b>	13,280.80
*Includes ₹ 469.98 lakhs [March 31, 2020 ₹ 251.01 lakhs] held in Jindal Saw Employee Welfare Trust as restricted cash.		
<b>17. Other Bank Balances</b>		
In unpaid/unclaimed dividend and fixed deposits	<b>692.32</b>	644.66
Fixed deposits with remaining maturity of less than 12 months and other than considered in cash and cash equivalents *	<b>10,571.98</b>	11,799.36
Margin money *	<b>8.29</b>	13.58
<b>Total Other Bank Balances</b>	<b>11,272.59</b>	12,457.60
* Pledged with banks, government departments and others.		
<b>18. Current Loans</b>		
<b>Unsecured, considered good</b>		
Loans to related parties [refer Note 50(c) and 51]	<b>1,40,560.63</b>	1,21,722.95
Loan to other party [including inter corporate loans]	<b>614.12</b>	498.56
Loans to employees	<b>287.37</b>	281.83
<b>Unsecured, credit impaired</b>		
Loans to related parties [refer Note 50(c) and 51]	<b>5,590.38</b>	5,590.38
Less: Provision for doubtful loans	<b>(5,590.38)</b>	(5,590.38)
Loan to other party [including inter corporate loans]	<b>1,287.66</b>	1,287.66
Less: Provision for doubtful loans	<b>(1,287.66)</b>	(1,287.66)
<b>Total Current Loans</b>	<b>1,41,462.12</b>	1,22,503.34
<b>19. Other Current Financial Assets</b>		
Insurance claim	<b>296.06</b>	135.37
Earnest money deposit	<b>1,152.04</b>	1,214.50
Interest receivable	<b>237.97</b>	258.15
Security deposits	<b>89.91</b>	89.91
Derivative financial assets	<b>427.02</b>	-
Electricity duty refund receivable	<b>142.71</b>	142.71
Other receivables	<b>1,316.77</b>	1,761.72
<b>Total Other Current Financial Assets</b>	<b>3,662.48</b>	3,602.36



## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>20. Other Current Assets</b>		
Prepaid expenses	<b>4,239.26</b>	3,194.63
Advances to vendors	<b>13,846.48</b>	26,899.65
Advance to employees	<b>38.95</b>	72.52
Balances with state and central government authorities	<b>22,764.68</b>	24,772.64
<b>Total Other Current Assets</b>	<b>40,889.37</b>	54,939.44
<b>21. Equity Share Capital</b>		
<b>Authorised</b>		
(i) 1,77,50,00,000 Equity Shares of ₹ 2/- each	<b>35,500.00</b>	35,500.00
(ii) 1,00,00,00,000 Redeemable Non Convertible Cumulative Preference shares of ₹ 100/- each	<b>10,000.00</b>	10,000.00
	<b>45,500.00</b>	45,500.00
<b>Issued equity share capital</b>		
31,97,61,367 (March 31, 2020 31,97,61,367) Equity Shares of ₹ 2/- each	<b>6,395.23</b>	6,395.23
	<b>6,395.23</b>	6,395.23
<b>Subscribed and fully paid-up equity share capital</b>		
31,97,57,367 (March 31, 2020 31,97,57,367) Equity Shares of ₹ 2/- each	<b>6,395.15</b>	6,395.15
Add : Forfeited 4,000 (March 31, 2020 4,000) Equity Shares of ₹ 2/- each [Partly paid up ₹ 1/- each]	<b>0.04</b>	0.04
<b>Total Equity Share Capital</b>	<b>6,395.19</b>	6,395.19
<b>(a) Movement in equity shares issued :</b>		
<b>Equity shares</b>		
Shares outstanding as at the beginning of the year	<b>31,97,57,367</b>	31,97,57,367
<b>Shares outstanding as at the end of the year</b>	<b>31,97,57,367</b>	31,97,57,367

### (b) Details of shareholders holding more than 5% shares in the Company:

Name of Shareholders	No. of shares	% of holding as at March 31, 2021	No. of shares	% of holding as at March 31, 2020
Nalwa Sons Investments Limited	<b>5,35,50,000</b>	<b>16.75</b>	5,35,50,000	16.75
Sigmatech Inc.	<b>3,01,20,000</b>	<b>9.42</b>	3,01,20,000	9.42
Four Seasons Investments Limited	<b>4,35,30,596</b>	<b>13.61</b>	4,35,30,596	13.61
Siddeshwari Tradex Private Limited	<b>3,73,49,255</b>	<b>11.68</b>	2,35,72,150	7.37
<b>Total</b>	<b>16,45,49,851</b>	<b>51.46</b>	15,07,72,746	47.15

(c) Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date:

Nil

Nil

(d) 3,250 (March 31, 2020 3,250) equity shares have been held in abeyance as a result of attachment orders by Government authorities, lost shares certificates and other disputes.

(e) Terms/Rights attached to equity shares - The Company has only one class of equity shares having a par value of ₹ 2/- per equity share and holder of the equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>22. Other Equity</b>		
<b>(i) Retained earnings</b>		
Opening balance	<b>3,07,327.43</b>	2,55,716.14
Add: Net profit for the year	<b>32,905.43</b>	59,445.82
Less: Dividend payments [including dividend distribution tax for FY 2019-2020]	<b>(6,359.02)</b>	(7,709.69)
Less: Transfer to debenture redemption reserve	-	(124.84)
<b>Closing Balance (i)</b>	<b>3,33,873.84</b>	3,07,327.43
<b>(ii) Items of Other Comprehensive income</b>		
<b>Items that will not be reclassified to profit and loss</b>		
<b>Re-measurement of the net defined benefit Plans</b>		
Opening balance	<b>(2,485.37)</b>	(1,201.44)
Add: Addition for the year	<b>1,320.19</b>	(1,283.93)
<b>Closing Balance</b>	<b>(1,165.18)</b>	(2,485.37)
<b>Total Other Comprehensive reserves (ii)</b>	<b>(1,165.18)</b>	(2,485.37)
<b>(iii) Other Reserves</b>		
<b>a) General Reserve</b>		
Opening balance	<b>3,17,412.65</b>	3,16,662.65
Add: Transfer from Debenture redemption reserve	<b>1,005.84</b>	750.00
<b>Closing Balance</b>	<b>3,18,418.49</b>	3,17,412.65
<b>b) Debenture Redemption Reserve</b>		
Opening balance	<b>7,255.84</b>	7,881.00
Add: Transfer from retained earnings	-	124.84
Less: Transfer to general reserve	<b>(1,005.84)</b>	(750.00)
<b>Closing Balance</b>	<b>6,250.00</b>	7,255.84
<b>c) Securities Premium</b>		
Opening balance	<b>51,097.31</b>	51,097.31
<b>Closing Balance</b>	<b>51,097.31</b>	51,097.31
<b>d) Treasury Shares Reserve</b>		
Opening balance	<b>(748.99)</b>	-
Add: Addition for the year	<b>(302.40)</b>	(748.99)
<b>Closing Balance</b>	<b>(1,051.39)</b>	(748.99)
<b>Total Other Reserves (iii)</b>	<b>3,74,714.41</b>	3,75,016.81
<b>Total Other Equity (i+ii+iii)</b>	<b>7,07,423.07</b>	6,79,858.87

### Nature of reserves

Retained earnings represent the undistributed profits of the Company.

Other comprehensive income (OCI) reserve represent the balance in equity for items to be accounted in other comprehensive income. OCI is classified into (i) Items that will not be reclassified to profit and loss (ii) Items that will be reclassified to profit and loss.

Debenture Redemption Reserve represents the statutory reserve for non-convertible debentures issued by the Company. This is in accordance with Companies Act, 2013 wherein a portion of the profits are apportioned each year until the aggregate amount equals 25% of the face value of the debentures issued and outstanding. The reserve will be released on redemption of the debentures. As per Rule-18 [7][b][iii] of the Companies (Shares Capital and Debentures) Rules, 2014, the Company is not required to create Debenture Redemption Reserve for new issue of listed debentures.

General Reserve represents free reserve, created in accordance with requirements of Companies Act, 1956/Companies Act, 2013.

Securities Premium represents the amount received in excess of par value of securities (equity shares, preference shares and debentures).

Treasury Shares Reserve represents purchase value of own shares of the Company through JSAW Employee Welfare Trust. Also refer Note 3.24

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>23. Non-Current Borrowings</b>		
<b>Secured</b>		
Non convertible debentures	<b>50,000.00</b>	25,000.00
Term loan from banks	<b>86,508.47</b>	1,05,197.68
Loan from state financial institution	<b>2,729.15</b>	2,454.64
<b>Total Non-Current Borrowings</b>	<b>1,39,237.62</b>	1,32,652.32

### Secured non-convertible debentures include:

- (i) 10.50% Non-Convertible Debentures of ₹ Nil [March 31, 2020 ₹ 4,000 lakhs including ₹ 4,000 shown in current maturity] are secured by first pari-passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees.
- (ii) 10.38% and 10.73% Non-Convertible Debentures of ₹ 12,500 lakhs each aggregating to ₹ 25,000 lakhs (including ₹ 25,000 shown in current maturity) [March 31, 2020 ₹ 25,000 lakhs] in two series are secured by first pari-passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in single instalment of ₹ 25,000 lakhs on December 26, 2021.
- (iii) 8.25% Non-Convertible Debentures of ₹ 10 lakhs each aggregating to ₹ 50,000 lakhs [March 31, 2020 - Nil] in single series are secured by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in three annual equal instalments payable on March 26, 2029, March 26, 2030 & March 26, 2031.

### Secured term loans from banks include:

- (i) ₹ 17,139.15 lakhs [rate of interest 8.30% p.a.] [March 31 2020 9.50% p.a.] [Including ₹ 6,800 lakhs shown in current maturity] [March 31, 2020 ₹ 25,673.25 lakhs, including ₹ 6800 lakhs shown in current maturity] is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in two years with annual payments of ₹ 6,800 lakhs, and ₹ 10,339.15 lakhs in financial year 2021-22 and 2022-23 respectively.
- (ii) ₹ 4,295.74 lakhs [rate of interest 8.30% p.a.] [March 31, 2020 9.50% p.a.] [Including ₹ 1,700 lakhs shown in current maturity] [March 31, 2020 ₹ 6,420.75 lakhs, including ₹ 1700 lakhs shown in current maturity] is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in two years with annual payments of ₹ 1,700 lakhs, and ₹ 2,595.74 lakhs in financial year 2021-22 and 2022-23 respectively.
- (iii) ₹ 7,600 lakhs [rate of interest 8.60% p.a.] [March 31, 2020 9.40% p.a.] [Including ₹ 1200 lakhs shown in current maturity] [March 31, 2020 ₹ 8,300 lakhs, including ₹ 525 lakhs shown in current maturity] is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in three years with annual payments of ₹ 1,200 lakhs, ₹ 3,200 lakhs and ₹ 3,200 lakhs in financial year 2021-22, 2022-23 and 2023-24 respectively.
- (iv) ₹ 21,000 lakhs [rate of interest 8.50% p.a.] [March 31, 2020 9.25% p.a.] [Including ₹ 4,500 lakhs shown in current maturity] [March 31, 2020 ₹ 25,500, including ₹ 4,500 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 6,000 lakhs and ₹ 6,000 lakhs in financial year 2021-22, 2022-23, 2023,24 and 2024-25 respectively.
- (v) ₹ 4,218.75 lakhs [rate of interest 8.80% p.a.] [March 31, 2020 10.00% p.a.] [Including ₹ 2,812.50 lakhs shown in current maturity] [March 31, 2020 ₹ 7,031.25 lakhs, including ₹ 2,812.50 lakhs shown in current maturity] is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in two years with annual payments of ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 21-22 and 2022-23 respectively.
- (vi) ₹ 4,218.75 lakhs [rate of interest 8.75% p.a.] [March 31, 2020 9.25% p.a.] [Including ₹ 2,812.50 lakhs shown in current maturity] [March 31, 2020 ₹ 7,734.38 lakhs, including ₹ 2,812.50 lakhs shown in current maturity] is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in two years with annual payments of ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 21-22 and 2022-23 respectively.
- (vii) ₹ 7,000.00 lakhs [rate of interest 8.20% p.a.] [March 31, 2020 10.20% p.a.] [Including ₹ 1,500 lakhs shown in current maturity] [March 31, 2020 ₹ 8,500 lakhs, including ₹ 1,500 lakhs shown in current maturity] is secured by first pari-passu charge by way

## NOTES TO STANDALONE FINANCIAL STATEMENTS

of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively. This loan was taken over by Axis Bank Ltd from Lakshmi Vilas Bank Ltd vide Deed of Accession dated November 03, 2020.

- (viii) ₹ 13,995.36 lakhs [rate of interest 9.25% p.a.] [March 31, 2020 10.00% p.a.] [Including ₹ 3,000 lakhs shown in current maturity] [March 31, 2020 ₹ 16,995.36 lakhs, including ₹ 3,000 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 4,000 lakhs and ₹ 3,995.36 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (ix) ₹ 7,000.00 lakhs [rate of interest 9.85% p.a.] [March 31, 2020 10.10% p.a.] [Including ₹ 1,500 lakhs shown in current maturity] [March 31, 2020 ₹ 8,500 lakhs, including ₹ 1,500 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (x) ₹ 2,516 lakhs [rate of interest 9.50%] [March 31, 2020 10.25% p.a.] [including ₹ 444 lakhs shown in current maturity] [March 31, 2020 ₹ 2,738 lakhs including ₹ 222 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 444 lakhs, ₹ 444 lakhs, ₹ 444 lakhs, ₹ 592 lakhs and ₹ 592 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.
- (xi) ₹ 2,512.16 lakhs [rate of interest 9.50%] [March 31, 2020 10.25% p.a.] [Including ₹ 443.32 lakhs shown in current maturity] [March 31, 2020 ₹ 15,762 lakhs including ₹ 1,278 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 443.32 lakhs, ₹ 443.32 lakhs, ₹ 443.32 lakhs, ₹ 591.10 lakhs and ₹ 591.10 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. The above loan was partly sold down to Aditya Birla Finance Ltd and SBM Bank (India) Ltd vide Deed of Accession dated November 11, 2020
- (xii) ₹ 8,333.32 lakhs [rate of interest 7.35% p.a.] [March 31, 2020 Nil.] [Including ₹ 2,222.22 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs and ₹ 1,666.66 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (xiii) ₹ 8,888.88 lakhs [rate of interest 7.55% p.a.] [March 31, 2020 Nil.] [Including ₹ 2,222.22 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs and ₹ 2,222.22 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (xiv) ₹ 4,788.73 lakhs [rate of interest 9.25% p.a.] [March 31, 2020 Nil.] [Including ₹ 845.07 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 845.07 lakhs, ₹ 845.07 lakhs, ₹ 845.07 lakhs, ₹ 1,126.76 and ₹ 1,126.76 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. This loan has been partly taken over by SBM Bank (India) Ltd vide Deed of Assignment dated November 11, 2020
- (xv) ₹ 7,183.11 lakhs [rate of interest 9.50% p.a.] [March 31, 2020 Nil.] [Including ₹ 1,267.61 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 1,267.61 lakhs, ₹ 1,267.61 lakhs, ₹ 1,267.61 lakhs, ₹ 1,690.14 lakhs and ₹ 1,690.14 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. This Loan was partly taken over by Aditya Birla Finance Ltd vide Deed of Assignment dated November 11, 2020
- (xvi) Term Loans include Vehicle Loans of ₹ 189.29 lakhs [including ₹ 171.56 lakhs shown in current maturity] [March 31, 2020 ₹ 383.19 lakhs, including ₹ 193.99 lakhs shown in current maturity] which are secured by way of hypothecation of Vehicles, which carries rate of interest ranging from 8.36% to 9.25% p.a. Loans are repayable [monthly rest] of ₹ 171.56 lakhs and ₹ 17.73 lakhs in financial year 2021-22 and 2022-23 respectively.
- (xvii) Interest free loan from state financial institution, for working capital financing secured by bank guarantee for seven years from the date of disbursement. Loan disbursed ₹ 4,060.07 lakhs [discounted value including interest outstanding ₹ 2,774.01 lakhs] [March 31, 2020 ₹ 4,060.07 lakhs [discounted value including interest outstanding ₹ 2,511.07 lakhs]]. Discount rate taken 10% p.a. repayable after seven years from the date of disbursement i.e. ₹ 520.58 lakhs in financial year 2023-24, ₹ 2,009.82 lakhs in financial year 2024-25 and ₹ 1,529.67 lakhs in financial year 2025-26.

Interest accrued on non current borrowings of ₹ 968.66 lakh [March 31, 2020 ₹ 2,164.28 lakhs] shows under other current financial liabilities, refer note 31.

There is no default in repayment of principal and interest thereon.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>24. Non-Current Lease Liabilities</b>		
Lease liabilities	<b>16,808.34</b>	20,291.83
<b>Total Lease Liabilities</b>	<b>16,808.34</b>	20,291.83

- (i) Lease of ₹ 1,577.65 lakhs [including ₹ 23.28 lakhs shown in current maturity] [March 31, 2020 ₹ 1,598.73 lakhs, including ₹ 21.08 lakhs shown in current maturity, presented in borrowings] for seamless pipe manufacturing facility for 25 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.
- (ii) Lease of ₹ 503.87 lakhs [including ₹ 76.39 lakhs shown in current maturity] [March 31, 2020 ₹ 487.84 lakhs, including ₹ 49.98 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 16.12% p.a.
- (iii) Lease of ₹ 925.58 lakhs [including ₹ 75.91 lakhs shown in current maturity] [March 31, 2020 ₹ 911.50 lakhs, including ₹ 38.18 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.08% p.a.
- (iv) Lease of ₹ 266.37 lakhs [including ₹ 16.49 lakhs shown in current maturity] [March 31, 2020 ₹ 261.45 lakhs, including ₹ 5.46 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.76% p.a.
- (v) Lease of ₹ 8,283.35 lakhs [including ₹ 2,022.71 lakhs shown in current maturity] [March 31, 2020 ₹ 10,043.19 lakhs, including ₹ 1,712.77 lakhs shown in current maturity, presented in borrowings] for stainless steel manufacturing facility leased from related party on 60 months lease are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.
- (vi) Lease of ₹ 8,201.55 lakhs [including ₹ 1,209.41 lakhs shown in current maturity] [March 31, 2020 ₹ 9,418.63 lakhs, including ₹ 1,217.08 shown in current maturity, presented in borrowings] for DI Fittings manufacturing facility lease from related party on 99 months lease are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.
- (vii) Leases of ₹ 655.11 lakhs [including ₹ 180.96 lakhs shown in current maturity] [March 31, 2020 ₹ 786.05 lakhs, including ₹ 171.01 lakhs shown in current maturity, presented in borrowings] for premises/office premises lease/warehouse facility/plant are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.

The leases are repayable (monthly rest) of ₹ 5,554.55 lakhs, ₹ 5,239.74 lakhs, ₹ 5,081.42 lakhs, ₹ 3,719.38 lakhs, ₹ 1,969.00 lakhs, ₹ 1,825.49 lakhs, ₹ 1,584.97 lakhs, ₹ 464.91 lakhs, ₹ 463.51 lakhs, ₹ 461.64 lakhs, ₹ 460.25 lakhs, ₹ 457.56 lakhs, ₹ 456.10 lakhs, ₹ 454.28 lakhs, ₹ 425.19 lakhs, ₹ 252 lakhs, ₹ 196.32 lakhs, ₹ 196.32 lakhs, ₹ 196.32 lakhs, ₹ 196.32 lakhs, ₹ 196.32 lakhs, ₹ 16.32 lakhs and ₹ 12.24 lakhs, in financial year 2021-22, 2022-23, 2023-24, 2024-25, 2025-26, 2026-27, 2027-28, 2028-29, 2029-30, 2030-31, 2031-32, 2032-33, 2033-34, 2034-35, 2035-36, 2036-37, 2037-38, 2038-39, 2039-40, 2040-41, 2041-42, 2042-43 and 2043-44 respectively.

- (viii) Expense relating to short-term leases and low value leases that are not considered as ROU is ₹ 116.12 lakhs [March 31, 2020 ₹ 142.66 lakhs]. Refer note 3.9

### Movement of Lease liabilities

Opening Balance	<b>23,507.39</b>	3,591.19
Add: Present value addition during the year	<b>173.46</b>	20,733.92
Less: Disposal/Adjustments	<b>(51.08)</b>	-
Add: Interest expenses [refer Note 38]	<b>2,287.42</b>	20,733.92
Less: Repayment during the year	<b>(5,503.71)</b>	(2,512.84)
<b>Closing Balance as at March 31, 2021</b>	<b>20,413.48</b>	23,507.39
<b>Disclosed as</b>		
Non current	<b>16,808.34</b>	20,291.83
Current	<b>3,605.14</b>	3,215.56



## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
<b>25. Other Non-Current Financial Liabilities</b>		
Security deposits	<b>2,941.00</b>	2,941.00
<b>Total Other Non-Current Financial Liabilities</b>	<b>2,941.00</b>	2,941.00
<b>26. Non-Current Provisions</b>		
<b>Provision for employee benefits</b>		
Gratuity	<b>5,424.88</b>	6,538.38
Leave encashment	<b>6,794.10</b>	6,540.86
Provision for mines restoration	<b>36.34</b>	29.16
<b>Total Non-Current Provisions</b>	<b>12,255.32</b>	13,108.40
Refer Note 49 and Note 58.		
<b>27. Other Non-Current Liabilities</b>		
Unamortised portion of government grant	<b>10,196.95</b>	10,711.58
<b>Total Other Non-Current Liabilities</b>	<b>10,196.95</b>	10,711.58
<b>28. Current Borrowings</b>		
<b>Secured - from banks</b>		
Working capital loans	<b>39,525.47</b>	88,675.75
Buyers' credit	<b>66,338.62</b>	68,074.96
<b>Total Secured</b>	<b>1,05,864.09</b>	1,56,750.71
<b>Unsecured - from banks</b>		
Working capital loans	<b>49,295.14</b>	61,139.15
<b>Total Unsecured</b>	<b>49,295.14</b>	61,139.15
<b>Total Current Borrowings</b>	<b>1,55,159.23</b>	2,17,889.86
Current borrowings are secured by first pari-passu charge by hypothecation of finished goods, raw-materials, work-in-progress, stores and spares, book debts and second pari-passu charge in respect of movable and immovable property, plant and equipments of the Company. The rate of interest on INR borrowings ranging from 5.50% p.a. to 8.45% p.a. (March 31, 2020 7.20% p.a. to 10.05% p.a.) and for foreign currency borrowings from 0.45% p.a. to 2.78% p.a. (March 31, 2020 1.58% p.a. to 3.32% p.a.)		
Interest accrued on current borrowings of ₹ 94.87 lakhs (March 31, 2020 ₹ 432.65 lakhs) shows under other current financial liabilities, refer note 31.		
<b>29. Current Lease Liabilities</b>		
Lease liabilities	<b>3,605.14</b>	3,215.56
<b>Total Current Lease Liabilities</b>	<b>3,605.14</b>	3,215.56
<b>30. Trade Payables</b>		
Micro and small enterprises (refer Note 45)	<b>1,284.88</b>	755.53
Trade payables (including acceptances)	<b>1,67,487.62</b>	1,23,851.54
<b>Total Trade Payables</b>	<b>1,68,772.50</b>	1,24,607.07

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>31. Other Current Financial Liabilities</b>		
Current maturities of non-current borrowings	<b>57,856.92</b>	30,186.84
Interest accrued but not due	<b>1,063.53</b>	2,596.93
Unpaid/unclaimed dividend and fixed deposits	<b>692.10</b>	644.70
Capital creditors	<b>4,179.68</b>	5,269.60
Security deposit	<b>623.16</b>	628.73
Derivative financial liabilities	<b>460.02</b>	1,147.56
Payable to employees	<b>2,921.68</b>	2,612.78
Other financial liabilities #	<b>14,217.20</b>	6,888.17
<b>Total Other Current Financial Liabilities</b>	<b>82,014.29</b>	49,975.31
# Includes provision for expenses etc.		
<b>32. Other Current Liabilities</b>		
Unamortised portion of government grant	<b>514.64</b>	514.64
Unearned interest income	<b>132.06</b>	172.66
Advance from customer	<b>26,450.04</b>	6,641.99
Statutory dues	<b>7,754.33</b>	3,262.00
Other liabilities	<b>6.81</b>	0.32
<b>Total Other Current Liabilities</b>	<b>34,857.88</b>	10,591.61
<b>33. Current Provisions</b>		
<b>Provision for employee benefits</b>		
Gratuity	<b>1,160.08</b>	1,041.77
Leave encashment	<b>571.30</b>	510.18
<b>Total Current Provisions</b>	<b>1,731.38</b>	1,551.95
Refer Note 49 and Note 58.		

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>34. Revenue From Operations</b>		
<b>Revenue from contracts with customers (refer Note 44)</b>		
Sale of products	<b>8,19,060.14</b>	9,55,753.23
Sale of services (job work)	<b>5,355.36</b>	13,967.85
<b>Other operating revenues</b>		
Interest from customers	<b>1,241.07</b>	4,846.03
Sale of scraps	<b>32,939.25</b>	30,067.16
Export and other government incentives	<b>3,355.59</b>	7,872.34
Other operating income	<b>1,229.71</b>	365.01
<b>Total Revenue From Operations</b>	<b>8,63,181.12</b>	10,12,871.62

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>35. Other Income</b>		
Interest income from investments and loans	<b>17,847.05</b>	15,225.54
Other interest income	<b>1,129.62</b>	154.19
Government grant	<b>514.64</b>	514.65
Bad debts recovered	-	10.00
Net gain on derivatives	<b>1,547.63</b>	546.01
Net foreign currency gain/[loss] on loans	<b>3,528.41</b>	1,692.72
Insurance claim received	<b>700.87</b>	609.67
Other non operational income	<b>2,530.67</b>	1,119.62
<b>Total Other Income</b>	<b>27,798.89</b>	19,872.40
<b>36. Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress</b>		
<b>Opening Stock</b>		
Finished goods	<b>52,682.80</b>	64,447.07
Stock-in-trade	-	252.09
Scrap	<b>3,656.20</b>	6,429.35
Work in progress	<b>25,295.47</b>	37,256.00
	<b>81,634.47</b>	1,08,384.51
<b>Closing Stock</b>		
Finished goods	<b>46,729.96</b>	52,682.80
Scrap	<b>6,080.50</b>	3,656.20
Work in progress	<b>35,730.27</b>	25,295.47
	<b>88,540.73</b>	81,634.47
<b>Total Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress</b>	<b>(6,906.26)</b>	26,750.04
<b>37. Employee Benefits Expense</b>		
Salary and Wages	<b>61,213.33</b>	61,175.27
Contribution to provident and other funds	<b>5,252.90</b>	4,923.19
Workmen and staff welfare expenses	<b>2,065.14</b>	2,161.24
Share based payment (refer note 59)	<b>5.63</b>	-
<b>Total Employee Benefits Expense</b>	<b>68,537.00</b>	68,259.70
Refer Note 49		
<b>38. Finance Costs</b>		
<b>Interest expense</b>		
Debentures	<b>2,894.12</b>	3,208.66
Term loans	<b>12,124.20</b>	13,980.19
Bank borrowings	<b>13,105.21</b>	21,319.45
Finance lease/lease liabilities	<b>2,287.42</b>	1,695.12
Other interest	<b>225.81</b>	117.72
Other finance cost	<b>265.80</b>	240.36
Bank and finance charges	<b>7,854.93</b>	5,837.79
Net foreign currency [gain]/loss	<b>1,674.35</b>	5,157.78
<b>Total Finance Costs</b>	<b>40,431.84</b>	51,557.07
Refer Note 48 for borrowing cost capitalised.		

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>39. Depreciation and Amortisation</b>		
Depreciation	<b>30,647.57</b>	29,256.05
Amortisation	<b>250.56</b>	201.85
Depreciation on ROU	<b>3,700.23</b>	1,580.08
<b>Total Depreciation and Amortisation</b>	<b>34,598.36</b>	31,037.98
<b>40. Other Expenses</b>		
Stores and spares consumed	<b>27,639.58</b>	24,132.17
Power and fuel	<b>39,252.41</b>	41,629.92
Job work expenses	<b>10,777.56</b>	7,846.05
Royalty expenses	<b>6,334.23</b>	3,191.45
Internal material handling charges	<b>16,584.05</b>	12,804.93
Other manufacturing expenses	<b>1,820.36</b>	1,884.84
Repairs to buildings	<b>409.88</b>	286.04
Repairs and maintenance to plant and equipment	<b>1,451.14</b>	1,524.48
Other repair and maintenance	<b>1,890.61</b>	1,999.49
Rent	<b>1,446.13</b>	1,200.94
Rates and taxes	<b>500.90</b>	138.02
Insurance	<b>2,027.44</b>	1,226.65
Water and electricity	<b>214.78</b>	229.15
Security expenses	<b>798.98</b>	690.79
Travelling and conveyance	<b>2,829.03</b>	3,620.30
Vehicle upkeep and maintenance	<b>224.60</b>	272.72
Postage and telephones	<b>312.63</b>	298.53
Legal and professional fees	<b>3,382.92</b>	3,124.27
Directors' meeting fees	<b>77.10</b>	53.55
Corporate social responsibility [refer Note 50(b)]	<b>1,079.17</b>	722.95
Charity and donation [includes ₹ 288.59 lakhs [March 31, 2020 ₹ 485.64 lakhs towards CSR expenses] [refer Note 50(b)]]	<b>324.59</b>	514.47
Contribution to political parties	<b>500.00</b>	900.00
Auditors' remuneration [refer Note 50(a)]	<b>83.76</b>	86.70
Commission on sales	<b>1,365.15</b>	1,604.54
Advertisement	<b>42.67</b>	125.48
Forwarding charges (net)	<b>54,168.70</b>	60,983.52
Port charges and delivery duty	<b>8,187.77</b>	7,662.26
Liquidated damages	<b>15.46</b>	33.25
Provision for doubtful debts and advances	<b>1,865.35</b>	552.35
Loss on sale/discard of property, plant and equipment and intangible assets	<b>120.06</b>	238.16
Net (gain)/loss on derivatives	<b>(120.26)</b>	1,395.43
Net foreign currency (gain)/loss	<b>(5,439.56)</b>	(5,571.28)
Miscellaneous expenses	<b>5,610.97</b>	6,184.59
<b>Total Other Expenses</b>	<b>1,85,778.16</b>	1,81,586.71

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 41 Financial risk management

#### 41.1 Financial risk factors

The Company's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company has loans, trade and other receivables, cash and short-term deposits that arise directly from its operations. The Company also enters into derivative transactions. The Company's activities expose it to a variety of financial risks detailed below:

##### i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at March 31, 2021 and March 31, 2020.

##### ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

##### iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures. The Company does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, liquidity risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

#### Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Company uses derivative financial instruments such as foreign exchange forward contracts of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

##### (a) Foreign exchange risk and sensitivity

The Company transacts business primarily in USD, Euro, GBP, OMR, JPY and other currencies. The Company has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk assessment of the management. Foreign exchange hedging contracts are carried at fair value.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### Exposure to foreign currency risk expressed in Indian rupees:-

Particulars	As at March 31, 2021										
	USD	Euro	GBP	KWD	OMR	JPY	CHF	QAR	SGD	CAD	(₹ lakhs)
<b>Financial assets</b>											
Trade receivables	29,319.74	1,559.13	-	-	22,365.31	-	-	-	-	-	-
Loans*	21,255.42	-	-	-	-	-	-	-	-	-	-
Cash and cash equivalents	5.60	-	-	-	-	0.09	-	-	-	-	-
Currency forward- sell	(25,804.17)	-	-	-	-	-	-	-	-	-	-
<b>Net exposure [a]</b>	<b>24,776.59</b>	<b>1,559.13</b>	-	-	<b>22,365.31</b>	<b>0.09</b>	-	-	-	-	-
<b>Financial liabilities</b>											
Borrowings	35,892.85	36,429.97	-	-	-	-	-	-	-	-	-
Trade payables	21,981.93	472.39	16.84	53.80	0.11	-	0.22	-	-	-	3.86
Other financial liabilities	1,948.67	11.05	-	-	243.64	-	-	-	-	-	-
Currency forward- buy	-	(25,725.21)	-	-	-	-	-	-	-	-	-
<b>Net exposure [b]</b>	<b>59,823.45</b>	<b>11,188.20</b>	<b>16.84</b>	<b>53.80</b>	<b>243.75</b>	-	-	<b>0.22</b>	-	-	<b>3.86</b>
<b>Net exposure to foreign currency risk [a-b]</b>	<b>(35,046.86)</b>	<b>(9,629.07)</b>	<b>(16.84)</b>	<b>(53.80)</b>	<b>22,121.56</b>	<b>0.09</b>	-	<b>(0.22)</b>	-	-	<b>(3.86)</b>

\* Loan in Euro is gross of provision

Particulars	As at March 31, 2020										
	USD	Euro	GBP	KWD	OMR	JPY	CHF	QAR	SGD	CAD	(₹ lakhs)
<b>Financial assets</b>											
Trade receivables	45,838.57	914.51	-	-	34.57	-	-	-	-	-	-
Loans*	20,752.59	5,966.01	-	-	-	-	-	-	-	-	-
Cash and cash equivalents	45.98	-	-	-	-	0.10	-	-	-	-	-
Currency forward- sell	(50,152.65)	(4,552.35)	-	-	-	-	-	-	-	-	-
<b>Net exposure [a]</b>	<b>16,484.49</b>	<b>2,328.17</b>	-	-	<b>34.57</b>	<b>0.10</b>	-	-	-	-	-
<b>Financial liabilities</b>											
Borrowings	87,659.77	-	-	-	-	-	-	-	-	-	-
Trade payables	17,601.03	1,054.92	2.80	93.52	80.42	58.77	0.03	0.22	2.97	176.19	
Other financial liabilities	979.77	479.89	-	-	394.50	-	-	-	-	-	-
Currency forward- buy	-	(1,534.81)	-	-	-	-	-	-	-	-	-
<b>Net exposure [b]</b>	<b>106,240.57</b>	-	<b>2.80</b>	<b>93.52</b>	<b>474.92</b>	<b>58.77</b>	<b>0.03</b>	<b>0.22</b>	<b>2.97</b>	<b>176.19</b>	
<b>Net exposure to foreign currency risk [a-b]</b>	<b>(89,756.08)</b>	<b>2,328.17</b>	<b>(2.80)</b>	<b>(93.52)</b>	<b>(440.35)</b>	<b>(58.67)</b>	<b>(0.03)</b>	<b>(0.22)</b>	<b>(2.97)</b>	<b>(176.19)</b>	

\* Loan in Euro is gross of provision

## NOTES TO STANDALONE FINANCIAL STATEMENTS

The following table demonstrates the sensitivity in the USD, Euro, GBP, OMR, JPY and other currencies to the Indian Rupee with all other variables held constant. The impact on the Company's profit/(loss) before tax due to changes in fair value of monetary assets and liabilities is given below:

Particulars	Net monetary items in respective currency outstanding on reporting date (absolute amount)	Change in currency exchange rate	Effect on profit / (loss) before tax (₹ lakhs)
<b>As at March 31, 2021</b>			
USD	(1,26,42,172)	+ 5%	(462.13)
		- 5%	462.13
Euro	(4,12,29,150)	+ 5%	(1,767.71)
		- 5%	1,767.71
GBP	(16,709)	+ 5%	(0.84)
		- 5%	0.84
OMR	1,16,49,296	+ 5%	1,106.08
		- 5%	(1,106.08)
JPY	14,123	+ 5%	0.00
		- 5%	(0.00)
Others	(29,983)	+ 5%	(2.89)
		- 5%	2.89
<b>As at March 31, 2020</b>			
USD	(5,23,40,499)	+ 5%	(1,980.17)
		- 5%	1,980.17
Euro	83,12,828	+ 5%	344.03
		- 5%	(344.03)
GBP	(2,995)	+ 5%	(0.14)
		- 5%	0.14
OMR	(2,24,066)	+ 5%	(22.02)
		- 5%	22.02
JPY	(84,25,377)	+ 5%	(2.93)
		- 5%	2.93
Others	(3,76,526)	+ 5%	(13.65)
		- 5%	13.65

The assumed movement in exchange rate sensitivity analysis is based on the management's assessment of currently observable market environment.

### Summary of exchange difference accounted in Statement of Profit and Loss:

Particulars	₹ lakhs	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>Currency fluctuations</b>		
Net foreign currency gain shown as other expenses	<b>(5,439.56)</b>	(5,571.28)
Net foreign currency losses shown as finance cost	<b>1,674.35</b>	5,157.78
Net foreign currency gain shown as other income	<b>(3,528.41)</b>	(1,692.72)
<b>Derivatives</b>		
Net gain on derivatives shown as other income	<b>(1,547.63)</b>	(546.01)
Net [gain]/losses on derivatives shown as other expenses	<b>(120.26)</b>	1,395.43

### (b) Interest rate risk and sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. The management maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. As at March 31, 2021, approximately 67.81% of the Company's borrowings are at a fixed rate of interest [March 31, 2020 66.30%]. Borrowings issued at fixed interest rate exposes the Company to fair value interest rate risk. Borrowing includes lease liabilities/ finance lease obligations.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings:

Interest rate sensitivity	Increase/(decrease) in basis points	Effect on profit/(loss) before tax (₹ lakhs)
<b>As at March 31, 2021</b>		
INR borrowings	+50	(537.42)
	-50	537.42
<b>As at March 31, 2020</b>		
INR borrowings	+50	(637.33)
	-50	637.33

The assumed movement in basis points for interest rate sensitivity analysis is based on the management's assessment of currently observable market environment.

### Interest rate and currency of borrowings:

(₹ lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)
INR	3,00,344.38	1,19,964.33	1,80,380.05	8.49%
USD	35,892.85	-	35,892.85	0.98%
Euro	36,429.98	-	36,429.98	1.05%
<b>Total as at March 31, 2021</b>	<b>3,72,667.21</b>	<b>1,19,964.33</b>	<b>2,52,702.88</b>	
INR	3,16,576.63	1,36,212.21	1,80,364.43	9.32%
USD	87,659.77	-	87,659.77	2.53%
<b>Total as at March 31, 2020</b>	<b>4,04,236.40</b>	<b>136,212.21</b>	<b>2,68,024.20</b>	

### (c) Commodity price risk and sensitivity

The Company is exposed to the movement in price of key raw materials in domestic and international markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. For procurement of material, majority of transactions have short term fixed price contract. Further to minimise the risk of import, the Company enter into foreign exchange forward contracts.

#### Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, deposited with banks, credit exposures from customers including outstanding receivables and other financial instruments.

#### Trade receivables and contract assets

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Company has obtained advances and security deposits from some of its customers & distributors, which mitigate the credit risk to an extent.

#### Provision for expected credit losses (ECL)

The Company extends credit to customers as per the internal credit policy. Any deviation are approved by appropriate authorities, after due consideration of the customers credentials and financial capacity, trade practices and prevailing business and economic conditions. The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the customers etc. Loss allowances and impairment is recognised as per the Company policy.

#### Others

All of the entity's debt investments and certain loans at amortised cost are considered to have low credit risk. For cash and cash equivalents and deposit held with banks, the Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

There are no receivables which have significant increase in credit risk or credit impaired.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

The ageing of trade receivable and allowance for doubtful debts/expected credit loss are provided below:

(₹ lakhs)

Particulars	Neither due nor impaired	Past due			Total
		upto 6 months	6 to12 months	above 12 months	
<b>As at March 31, 2021</b>					
<b>Non-Current</b>					
<b>Unsecured</b>					
Others	326.50	66.18	397.85	351.34	1,141.87
<b>Total</b>	<b>326.50</b>	<b>66.18</b>	<b>397.85</b>	<b>351.34</b>	<b>1,141.87</b>
<b>Current</b>					
<b>Secured</b>					
Others	27,346.43	4,905.67	226.59	169.82	32,648.51
<b>Unsecured</b>					
Related Parties	18,401.96	4,727.31	604.50	1,499.42	25,233.19
Others	93,091.98	18,175.64	2,317.07	4,474.66	1,18,059.35
<b>Gross Total</b>	<b>1,38,840.37</b>	<b>27,808.62</b>	<b>3,148.16</b>	<b>6,143.90</b>	<b>1,75,941.05</b>
<b>Less: Allowance for doubtful debts</b>					
Related Parties	-	28.25	1.00	3.64	32.89
Others	27.50	1,378.09	520.49	893.75	2,819.83
<b>Net Total</b>	<b>1,38,812.87</b>	<b>26,402.28</b>	<b>2,626.67</b>	<b>5,246.51</b>	<b>1,73,088.33</b>
Expected credit loss rate (average)	0.02%	5.05%	14.71%	13.82%	1.61%
<b>As at March 31, 2020</b>					
<b>Non-Current</b>					
<b>Unsecured</b>					
Others	23.66	397.85	28.79	350.25	800.55
<b>Total</b>	<b>23.66</b>	<b>397.85</b>	<b>28.79</b>	<b>350.25</b>	<b>800.55</b>
<b>Current</b>					
<b>Secured</b>					
Others	39,891.60	11,000.74	580.06	276.51	51,748.91
<b>Unsecured</b>					
Related Parties	7,988.75	14,750.74	100.99	60.11	22,900.59
Others	39,538.43	30,437.20	4,866.29	4,753.50	79,595.42
<b>Gross Total</b>	<b>87,418.78</b>	<b>56,188.68</b>	<b>5,547.34</b>	<b>5,090.12</b>	<b>1,54,244.92</b>
<b>Less: Allowance for doubtful debts</b>					
Related Parties	0.39	89.38	1.65	7.02	98.44
Others	-	166.68	204.27	518.26	889.21
<b>Net Total</b>	<b>87,418.39</b>	<b>55,932.62</b>	<b>5,341.42</b>	<b>4,564.84</b>	<b>1,53,257.27</b>
Expected credit loss rate (average)	0.00%	0.45%	3.69%	9.66%	0.64%

The movement of the expected loss provision [allowance for bad and doubtful receivables] made by the Company are as under:

(₹ lakhs)

Particulars	Trade receivables
<b>Loss allowance as at April 1, 2019</b>	866.08
Add: Provisions made	1,008.81
Less: Utilisation	887.24
<b>Loss allowance as at March 31, 2020</b>	<b>987.65</b>
Add: Provisions made	3,827.97
Less: Utilisation	1,962.90
<b>Loss allowance as at March 31, 2021</b>	<b>2,852.72</b>

The Company has made net provision of ₹ 6,878.05 lakhs [March 31, 2020 ₹ 6,878.05 lakhs] and ₹ 1.26 lakhs [March 31, 2020 ₹ 0.97 lakhs] for loans and other receivables respectively.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### Liquidity risk

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

The Company is required to maintain ratios as per loan agreements. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender. The Company aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest bearing loans and borrowing for reported periods.

(₹ lakhs)

Particulars	On Demand/ overdue	Less than 6 months	6 to 12 months	> 1 years	Total
<b>As at March 31, 2021</b>					
Interest bearing borrowings (including current maturities)	-	1,71,878.89	41,721.30	1,41,498.34	3,55,098.53
Lease Liabilities	-	2,868.79	2,685.76	24,325.53	29,880.08
Financial Derivative	-	460.02	-	-	460.02
Trade Payable	26,195.15	1,42,346.91	230.44	-	1,68,772.50
Other Liabilities	1,917.96	19,280.12	2,499.18	2,941.09	26,638.35
<b>Total</b>	<b>28,113.11</b>	<b>3,36,834.73</b>	<b>47,136.68</b>	<b>1,68,764.96</b>	<b>5,80,849.48</b>
<b>As at March 31, 2020</b>					
Interest bearing borrowings (including current maturities)	-	2,35,405.41	13,328.44	1,35,754.24	3,84,488.09
Lease Liabilities	-	2,799.54	2,706.81	29,805.29	35,311.64
Financial Derivative	-	1,147.56	-	-	1,147.56
Trade Payable	4,896.84	1,19,346.93	363.30	-	1,24,607.07
Other Liabilities	4,767.39	11,186.11	2,687.41	2,941.00	21,581.91
<b>Total</b>	<b>9,664.23</b>	<b>3,69,885.55</b>	<b>19,085.96</b>	<b>1,68,500.53</b>	<b>5,67,136.27</b>

### Unused line of credit #

The Company had access to the following undrawn borrowing facilities:

(₹ lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Total	Available in next one year	Total	Available in next one year
Secured (cash credit and other facilities)	<b>1,07,870.71</b>	<b>1,07,870.71</b>	56,324.25	56,324.25
Unsecured (PCFC and other facilities)	<b>6,540.45</b>	<b>6,540.45</b>	2,728.66	2,728.66
<b>Total</b>	<b>1,14,411.17</b>	<b>1,14,411.17</b>	59,052.91	59,052.91

#Excluding non fund based facilities.

### 41.2 Competition risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 41.3 Capital risk management

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The primary objective of the Company's capital management is to maximize the shareholder value. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2021 and year ended March 31, 2020.

The Company monitors capital using gearing ratio, which is net debt divided by sum of capital and net debt.

For the purpose of the Company's capital management, capital includes equity share capital and other equity as per the balance sheet. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents.

During FY 2020-21, the Company's strategy was to maintain a gearing ratio within 30% to 40%. The gearing ratios at March 31, 2021 and March 31, 2020 are as follows:

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
Loans and borrowings	3,72,667.25	4,04,236.41
Less: cash and cash equivalents	37,388.91	13,280.80
<b>Net debt (A)</b>	<b>3,35,278.34</b>	3,90,955.61
Total capital	7,13,818.26	6,86,254.06
<b>Capital and net debt (B)</b>	<b>10,49,096.60</b>	10,77,209.67
Gearing ratio (A/B)	32%	36%

### Dividend paid and proposed during the year

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
Dividend paid for equity shareholders March 31, 2021 ₹ 2, [March 31, 2020 ₹ 2] per equity share of ₹ 2 each [excluding DDT]*	6,359.02	6,395.15
Dividend distribution tax (DDT) on above dividend	-	1,314.54
Dividend proposed for equity shareholders March 31, 2021 ₹ 2, [March 31, 2020 ₹ 2] per equity share of ₹ 2 each	6,395.15	6,395.15

\* Excluding dividend paid to Jindal Saw Employee Welfare Trust

### 42. Fair value of financial assets and liabilities

The below table provides the carrying amounts and fair value of the financial instruments recognised basis category in the financial statements.

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial assets designated at fair value through profit and loss</b>				
Derivatives- not designated as hedging instruments	427.02	427.02	-	-
Investment in equity instrument	0.56	0.56	0.56	0.56
<b>Financial assets designated at amortised cost</b>				
Fixed deposits with banks	14,239.41	14,239.41	13,060.25	13,060.25
Cash and bank balances	37,388.91	37,388.91	13,280.80	13,280.80
Investment	16,781.52	16,781.52	15,006.71	15,006.71
Trade receivables (net of provision)	1,74,230.20	1,74,230.20	1,54,057.82	1,54,057.82
Loans	1,82,373.79	1,82,373.79	1,61,851.66	1,61,851.66
Other financial assets	9,734.85	9,734.85	9,273.85	9,273.85
	<b>4,35,176.26</b>	<b>4,35,176.26</b>	3,66,531.65	3,66,531.65

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
(₹ lakhs)				
<b>Financial liabilities designated at fair value through profit and loss</b>				
Derivatives- not designated as hedging instruments				
- Forward contracts	<b>460.02</b>	<b>460.02</b>	1,147.56	1,147.56
<b>Financial liabilities designated at amortised cost</b>				
Borrowings- fixed rate	<b>2,32,289.39</b>	<b>2,32,289.39</b>	2,44,516.81	2,44,516.81
Borrowings- floating rate	<b>1,19,964.38</b>	<b>1,19,964.38</b>	1,36,212.21	1,36,212.21
Lease Liability	<b>20,413.48</b>	<b>20,413.48</b>	23,507.39	23,507.39
Trade payables	<b>1,68,772.50</b>	<b>1,68,772.50</b>	1,24,607.07	1,24,607.07
Other financial liabilities	<b>26,638.35</b>	<b>26,638.35</b>	21,581.91	21,581.91
	<b>5,68,538.12</b>	<b>5,68,538.12</b>	5,51,572.95	5,51,572.95

### Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant available data. The fair values of the financial assets and liabilities represents the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

### The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash, bank and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Long-term fixed-rate and variable-rate loans/ borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the Company's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.
- 3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.

### Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Level 1: It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date like mutual funds. The mutual funds are valued using the closing net assets value (NAV) as at the balance sheet date.

Level 2: It includes fair value of the financial instruments that are not traded in an active market like over-the-counter derivatives, which is valued by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3: Inputs for the asset or liability that are not based on observable market data [that is, unobservable inputs]. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 2 as described below:-

### Assets / liabilities measured at fair value (accounted)

(₹ lakhs)

Particulars	As at March 31, 2021		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Derivatives- not designated as hedging instruments			
Investment in equity instrument	-	0.56	-
<b>Financial liabilities</b>			
Derivatives- not designated as hedging instruments			
- Forward contracts	-	460.02	-

(₹ lakhs)

Particulars	As at March 31, 2020		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Derivatives- not designated as hedging instruments			
Investment in equity instrument	-	0.56	-
<b>Financial liabilities</b>			
Derivatives- not designated as hedging instruments			
- Forward contracts	-	1,147.56	-

### Assets/liabilities recognised at amortised cost for which fair value is disclosed

(₹ lakhs)

Particulars	As at March 31, 2021		
	Level 1	Level 2	Level 3
<b>Financial liabilities</b>			
Borrowings- fixed rate	-	2,32,289.39	-
Lease Liabilities	-	20,413.48	-
Other financial liabilities	-	26,638.35	-

(₹ lakhs)

Particulars	As at March 31, 2020		
	Level 1	Level 2	Level 3
<b>Financial liabilities</b>			
Borrowings- fixed rate	-	2,44,516.81	-
Lease Liabilities	-	23,507.39	-
Other financial liabilities	-	21,581.91	-

During the year ended March 31, 2021 and year ended March 31, 2020, there were no transfers between Level 1 and Level 2 fair value measurements. Further there is no transfer in or out and also no balance under level 3 fair value measurements.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at March 31, 2021 and March 31, 2020, respectively:

Assets / liabilities measured at fair value

Particulars	Fair value hierarchy	Valuation technique	Inputs used
<b>Financial assets</b>			
<b>Derivatives- not designated as hedging instruments</b>			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow
<b>Financial liabilities</b>			
<b>Derivatives- not designated as hedging instruments</b>			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow

Assets / liabilities for which fair value is disclosed

Particulars	Fair value hierarchy	Valuation technique	Inputs used
<b>Financial liabilities</b>			
Other borrowings- fixed rate	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Other financial liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows

### 43. Segment Information

The Company is engaged into manufacturing of iron and steel pipes and pellets. The Group CEO of the Company has been identified as the Chief operating decision maker [CODM], who evaluates the Company performance, allocate resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore there is no reportable segment for the Company as per the requirements of Ind AS 108- Operating Segments.

#### a) Information about geographical segment

The Company's operations are located in India. The following table provides an analysis of the Company's sales by geography in which the customer is located, irrespective of the origin of the goods and non-current assets other than financial instruments on the basis of location of the assets.

(₹ lakhs)

Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Within India	Outside India	Total	Within India	Outside India	Total
Revenue from Operations	6,76,849.21	1,86,331.90	8,63,181.12	7,41,556.31	2,71,315.31	10,12,871.62
Non current Assets	6,09,076.71	-	6,09,076.71	6,19,350.57	-	6,19,350.57

#### b) Information about major customers

No customer individually accounted for more than 10% of the revenue.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 44 a) Disaggregation of revenue from contracts with customers:

The Company derives revenue at point in time from sale of goods and over time from sale of services- job work. The Company's operations are located in India. Company's sales by geography is determined on the basis of location of customers. Below are the details for revenue from customers:

(₹ lakhs)

Particulars	Sale of goods		Sale of services	
	Finished goods		Job work/Vessel hire charges	
	Within India	Outside India	Within India	Outside India
Year ended March 31, 2021	6,32,932.45	1,86,127.69	5,151.15	204.21
Year ended March 31, 2020	6,88,486.20	2,67,267.03	9,920.45	4,047.40

### b) Assets and liabilities related to contracts with customers:

The Company has recognised following assets related to contracts with customers.

#### Contract assets:

Particulars	(₹ lakhs)
<b>As at April 1, 2019</b>	
Opening balance	750.04
Add: Recognised during the year	1,074.13
Less: Billed Amount	750.04
<b>Closing balance- March 31, 2020</b>	<b>1,074.13</b>
<b>As at April 1, 2020</b>	
Opening balance	1,074.13
Add: Recognised during the year	2772.08
Less: Loss allowance	1074.13
<b>Closing balance- March 31, 2021</b>	<b>2,772.08</b>

### c) Contract acquisition costs related to contracts with customers:

The Company recognise performance bank guarantee charges incurred for contract with customers amortised as per fulfilment of performance obligation.

#### Contract acquisition costs:

Particulars	(₹ lakhs)
<b>As at April 1, 2019</b>	
Opening balance	606.34
Add: Cost incurred	366.76
Less: Charged to Profit and Loss	393.79
<b>Closing balance- March 31, 2020</b>	<b>579.31</b>
<b>As at April 1, 2020</b>	
Opening balance	579.31
Add: Cost incurred	745.38
Less: Charged to Profit and Loss	922.60
<b>Closing balance- March 31, 2021</b>	<b>402.09</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 45. Micro and small enterprises

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
a. Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	<b>1,284.88</b>	755.53
b. Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
c. Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
d. Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
e. Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
f. Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
g. Interest accrued and remaining unpaid at the end of each accounting year	-	-
h. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	-

### 46. Derivative financial instruments

The Company uses foreign currency forward contracts to manage some of its foreign currency transaction exposure. The details of derivative financial instruments are as follows:

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>		
Currency forward/swaps [sell foreign currency]	<b>427.02</b>	-
<b>Total</b>	<b>427.02</b>	-
<b>Liabilities</b>		
Currency forward/swaps [buy foreign currency]	<b>460.02</b>	1,147.56
<b>Total</b>	<b>460.02</b>	1,147.56
<b>Bifurcation of above derivative instruments in current and non-current:</b>		
Other current financial assets	<b>427.02</b>	-
Other current financial liabilities	<b>460.02</b>	1,147.56

#### Forward contracts

The Company has foreign currency sale / purchase forward contracts to offset the risk of currency fluctuations on inter corporate loan, letter of credit and other receivables and payables. As at March 31, 2021 outstanding contracts are for sale of Nil [March 31, 2020 Euro 5.5 million [Euro/INR], [March 31, 2020 USD 10 million [USD/INR]] and purchase of Euro 30 million [Euro/USD] [March 31, 2020 Euro 50 million [Euro/USD]]

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 47. Deferred income tax

The analysis of deferred tax assets and deferred tax liabilities dealt in the statement of profit and loss is as follows. (₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Book base and tax base of property, plant and equipment, right-of-use and intangible assets	72,091.21	8,101.79
(Disallowance)/allowance (net) under income tax	(72,031.51)	(9,078.24)
Deferred tax of previous year	(37.82)	(1,790.35)
Difference in tax rate	1,806.83	(23,015.61)
<b>Total</b>	<b>1,828.71</b>	<b>(25,782.41)</b>

#### Component of tax accounted in Other Comprehensive Income

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Component of OCI</b>		
Deferred tax credit/(expense) on defined benefit	(616.48)	518.70
Difference in tax rate	172.46	(318.25)
<b>Total</b>	<b>(444.02)</b>	<b>200.45</b>

#### Deferred tax liabilities (net)

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Temporary difference</b>		
<b>(i) Deferred tax liability</b>		
(i) Difference between book & tax base related to property, plant and equipment, right-of-use and intangible assets	72,283.89	74,406.27
(ii) Expenses allowed under income tax but deferred in books	467.86	529.98
<b>Total deferred tax liabilities</b>	<b>72,751.75</b>	<b>74,936.25</b>
<b>(ii) Deferred tax assets</b>		
(i) Disallowance under income tax act	6,003.20	7,117.12
(ii) Carried forward losses	1,060.00	2,019.03
(iii) Finance lease receivable	5,518.14	7,902.42
<b>Total deferred tax assets</b>	<b>12,581.34</b>	<b>17,038.57</b>
<b>(iii) Net liabilities of temporary differences (i-ii)</b>	<b>60,170.41</b>	<b>57,897.68</b>
<b>(iv) MAT credit entitlement</b>	<b>(9,736.20)</b>	<b>(16,447.91)</b>
<b>(v) Net deferred tax liabilities (iii-iv)</b>	<b>50,434.21</b>	<b>41,449.77</b>

In the year ended March 31, 2020, the Company had made an assessment of the impact of the Taxation Laws [Amendment] Ordinance, 2019 ["Ordinance"] issued by Government of India on September 20, 2019 and decided to continue with the existing tax structure until utilisation of minimum alternative tax [MAT] asset. Accordingly, in accordance with the accounting standards, the Company had written back deferred tax liability amounting to ₹ 23,113.12 lakhs in the year ended March 31, 2020.

### 48. Borrowing cost and currency fluctuations capitalised

The Company has not capitalised any borrowing cost or foreign exchange fluctuations during the year ended March 31, 2021 and March 31, 2020.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 49. Employee Benefit Obligations

The Company has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. Refer table below for the expense recognised during the period towards defined contribution plan:

#### 1. Expense recognised for defined contribution plan

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Company's contribution to provident fund	2,914.04	2,854.66
Company's contribution to ESI	34.08	30.99
Company's contribution to other funds	86.35	74.98
<b>Total</b>	<b>3,034.47</b>	<b>2,960.63</b>

2. Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognised in the standalone Balance Sheet as at March 31, 2021 and March 31, 2020, being the respective measurement dates:

#### 2.a. Movement in Defined Benefit Obligations

[₹ lakhs]

Particulars	Gratuity (funded)	Leave Encashment (unfunded)
Present value of obligation - April 1, 2019	13,246.22	5,467.83
Current service cost	1,542.33	888.97
Interest cost	934.40	386.90
Benefits paid	(331.13)	(798.14)
Remeasurements - actuarial loss/ (gain)	1,580.01	1,105.49
<b>Present value of obligation - March 31, 2020</b>	<b>16,971.83</b>	<b>7,051.04</b>
<b>Present value of obligation - April 1, 2020</b>	<b>16,971.83</b>	<b>7,051.04</b>
Current service cost	1,549.34	910.63
Interest cost	1,207.25	504.50
Benefits paid	(306.65)	(884.08)
Remeasurements - actuarial loss/ (gain)	(1,710.85)	(216.69)
<b>Present value of obligation - March 31, 2021</b>	<b>17,710.91</b>	<b>7,365.40</b>

#### 2.b. Movement in plan assets – gratuity

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Fair value of plan assets at beginning of year	9,391.68	7,968.94
Expected return on plan assets	657.42	557.83
Employer contributions	1,330.16	1,100.41
Benefits paid	(306.65)	(331.13)
Actuarial gain / (loss)	53.36	95.63
<b>Fair value of plan assets at end of year</b>	<b>11,125.96</b>	<b>9,391.68</b>
Present value of obligation	17,710.91	16,971.83
Net funded status of plan #	(6,584.95)	(7,580.15)
<b>Actual return on plan assets</b>	<b>710.77</b>	<b>653.46</b>

# The Company has no legal obligation to settle the deficit in the funded plans with an immediate contribution or additional one off contributions. The Company intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 2.c. Recognised in statement of profit and loss

(₹ lakhs)

Particulars	Gratuity	Leave Encashment
Current Service cost	<b>1,542.33</b>	888.97
Interest cost	<b>934.40</b>	386.90
Expected return on plan assets	<b>(557.83)</b>	-
Remeasurement - Actuarial loss/(gain)	-	1,105.49
<b>For the year ended March 31, 2020</b>	<b>1,918.90</b>	2,381.36
Current Service cost	<b>1,549.34</b>	910.63
Past Service Cost	-	-
Interest cost	<b>1,207.25</b>	504.50
Expected return on plan assets	<b>(657.42)</b>	-
Remeasurement - Actuarial loss/(gain)	-	[216.69]
<b>For the year ended March 31, 2021</b>	<b>2,099.17</b>	1,198.44

Gratuity of ₹ Nil (March 31, 2020 ₹ 29.71 lakhs) and leave encashment of ₹ Nil (March 31, 2020 ₹ 17.03 lakhs) has been capitalised during the year.

### 2.d. Recognised in other comprehensive income

(₹ lakhs)

Particulars	Gratuity
Remeasurement - Actuarial loss/(gain)	1,484.38
For the year ended March 31, 2020	1,484.38
Remeasurement - Actuarial loss/(gain)	[1,764.21]
For the year ended March 31, 2021	[1,764.21]

### 2.e. The principal actuarial assumptions used for estimating the Company's defined benefit obligations are set out below:

Particulars	As at March 31, 2021	As at March 31, 2020
Attrition rate	<b>5.00 % per annum</b>	5.00 % per annum
Discount rate	<b>7.00 % per annum</b>	7.00 % per annum
Expected rate of increase in salary	<b>11.00 % per annum</b>	11.00 % per annum
Expected rate of return on plan assets	<b>7.00 % per annum</b>	7.00 % per annum
Mortality rate	<b>IALM 2012-14</b>	IALM 2012-14
Average future service of employees (years)	<b>19.90 to 24</b>	20.60 to 25

The assumption of future salary increase takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in employment market.

### 2.f. Sensitivity analysis:

As at March 31, 2021

(₹ lakhs)

Particulars	Change in assumption	Effect on gratuity obligation (Decrease) / Increase
Discount rate	+1%	[16,168.40]
	-1%	20,130.23
Salary Growth rate	+1%	20,013.01
	-1%	[16,228.68]
Withdrawal Rate	+1%	17,481.90
	-1%	[18,561.41]

## NOTES TO STANDALONE FINANCIAL STATEMENTS

As at March 31, 2020			(₹ lakhs)
Particulars	Change in assumption	Effect on gratuity obligation (Decrease) / Increase	
Discount rate	+1%	[15,459.29]	
	-1%	19,364.86	
Salary Growth rate	+1%	19,250.08	
	-1%	[15,517.13]	
Withdrawal Rate	+1%	16,739.30	
	-1%	[17,827.97]	

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method [projected unit credit method] has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet. The method and types of assumption used in preparing the sensitivity analysis did not change as compared to the previous year.

### 2.g. History of experience adjustments is as follows:

Particulars	(₹ lakhs)
Particulars	Gratuity
<b>For the year ended March 31, 2020</b>	
Plan Liabilities- [loss]/gain	[282.86]
Plan Assets- [loss]/gain	95.63
<b>For the year ended March 31, 2021</b>	
Plan Liabilities- [loss]/gain	1,677.35
Plan Assets- [loss]/gain	53.36

### 2.h. Expected contribution during the next annual reporting period

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Company's best estimate of Contribution to post employment benefit plans for the next year	<b>1,202.83</b>	1,206.68

### 2.i. Maturity profile of defined benefit obligation

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Weighted average duration [based on discounted cash flows] in years	<b>16 to 20</b>	17 to 21

### 2.j. Estimate of expected benefit payments (In absolute terms i.e. undiscounted)

Particulars	(₹ lakhs)
Particulars	Gratuity
01 Apr 2021 to 31 Mar 2022	1,168.73
01 Apr 2022 to 31 Mar 2023	434.98
01 Apr 2023 to 31 Mar 2024	368.72
01 Apr 2024 to 31 Mar 2025	371.23
01 Apr 2025 to 31 Mar 2026	383.43
01 Apr 2026 Onwards	14,983.82

### 2.k. Employee benefit provision

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gratuity	<b>6,584.96</b>	7,580.15
Leave encashment	<b>7,365.40</b>	7,051.04
<b>Total</b>	<b>13,950.36</b>	14,631.19



## NOTES TO STANDALONE FINANCIAL STATEMENTS

The following table sets out the funded status of the plan and the amounts recognised in the Company's balance sheet.

### 2.l. Current and non-current provision for gratuity and leave encashment

As at March 31, 2021

Particulars	(₹ lakhs)	
	Gratuity (funded)	Leave Encashment (unfunded)
Current provision	1,160.08	571.30
Non current provision	5,424.88	6,794.10
<b>Total Provision</b>	<b>6,584.96</b>	<b>7,365.40</b>

As at March 31, 2020

Particulars	(₹ lakhs)	
	Gratuity (funded)	Leave Encashment (unfunded)
Current provision	1,041.77	510.18
Non current provision	6,538.38	6,540.86
<b>Total Provision</b>	<b>7,580.14</b>	<b>7,051.05</b>

### 2.m. Employee benefit expenses

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
Salaries and Wages (excluding leave encashment)	60,014.93	58,810.93
Costs-defined benefit plan (including fund management charges)	2,218.43	1,962.57
Costs-defined contribution plan (including leave encashment)	4,232.87	5,324.96
Welfare expenses	2,065.14	2,161.24
Share based payment (refer note 59)	5.63	-
<b>Total</b>	<b>68,537.00</b>	<b>68,259.70</b>

### OCI presentation of defined benefit plan

Gratuity is in the nature of defined benefit plan. Accordingly, re-measurement gains and losses on gratuity is presented under OCI as an Item that will not be reclassified to profit and loss along with income tax effect on the same.

### Presentation in Statement of Profit & Loss and Balance Sheet

Expense for service cost, net interest cost and expected return on plan assets is charged to Statement of Profit & Loss.

Actuarial liability for leave encashment and gratuity is shown as current and non-current provision in balance sheet.

The Company has taken policy from an insurance company for managing gratuity fund. The major categories of plan assets for the year ended March 31, 2020 and March 31, 2021 has not been provided by the insurance company. Accordingly, the disclosure for major categories of plan assets has not been provided.

### Risk exposure

The Company has taken gratuity policies from an insurance company. Contribution towards policies are done annually basis demand from the insurance company.

The insurance policy is non participating variable insurance plan and will not participate in the profits of the insurance company.

These policies provide for minimum floor rate (MFR), i.e. a guaranteed interest rate that the policy account will earn during the entire policy term. In addition to MFR the insurance company shall also declare a non-zero positive additional interest rate (AIR) at the beginning of every financial quarter on the policy account and AIR shall remain guaranteed for that financial quarter. In addition to this, the policy also earns residual addition.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

### Asset volatility

This may arise from volatility in asset values due to market fluctuations. Most of the plan asset investments are in fixed income securities.

### Changes in government bond yields

The plan liabilities are calculated using a discount rate set with reference to government bond yields. A decrease in government bond yields will increase plan liabilities and vice-versa, although this will be partially offset by an increase in the value of the plans' holdings in such bonds.

### Salary Cost Inflation Risk

The present value of the Defined Benefit Plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

## 50. Other disclosures

### a) Auditors' remuneration

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
i. Audit fee	64.00	55.20
ii. Tax audit fee	6.70	4.00
iii. Certification/others	10.53	20.50
iv. Out of pocket expenses	2.53	7.00
<b>Total</b>	<b>83.76</b>	<b>86.70</b>

### b) Corporate social responsibility

Details of expenditure on corporate social responsibility activities as per Section 135 of the Companies Act, 2013 read with schedule III are as below:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Amount required to be spent	1,367.76	1,280.96

### Details of amount spent

(₹ lakhs)

Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Total	In cash	Yet to be paid*	Total	In cash	Yet to be paid
Eradicating hunger, preventive health care and sanitation	668.47	657.84	10.63	649.70	645.16	4.54
Disaster management [Contribution for Covid 19]	-	-	-	100.00	100.00	-
Making available safe drinking water	-	-	-	2.27	2.27	-
Livelihood enhancement projects	12.37	12.37	-	30.14	30.14	-
Promoting education	285.29	285.29	-	360.67	360.35	0.32
Facilities for senior citizens	4.07	4.07	-	2.12	2.12	-
Animal welfare	25.35	17.48	7.87	49.32	48.67	0.66
Conservation of natural resources	-	-	-	0.06	0.06	-
Agroforestry	-	-	-	0.20	0.20	-
Measures for benefit of armed forces, war widows	-	-	-	0.27	0.27	-
Rural development	2.99	2.99	-	11.48	9.82	1.66
Ensuring environmental sustainability and ecological balance	-	-	-	2.36	2.36	-
Provision for shortfall in CSR expense	369.22	-	369.22	-	-	-
<b>Total</b>	<b>1,367.76</b>	<b>980.04</b>	<b>387.72</b>	<b>1,208.59</b>	<b>1,201.42</b>	<b>7.17</b>

\* The Company has recorded provision for the unspent amount as at the year end.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### c) Disclosure as per amendments to clause 34(3) and 53(f) Schedule V of the listing agreement:

#### (A) Loans to subsidiaries:

[₹ lakhs]

S. No.	Name of Company	Amount outstanding as at March 31, 2021	Maximum Balance outstanding during the year 2020-21	Amount outstanding as at March 31, 2020	Maximum Balance outstanding during the year 2019-20
i.	S.V. Trading Limited	5,392.73	5,392.73	5,265.16	5,265.16
ii.	Ralael Holdings Limited	-	-	-	5,736.72
iii.	Jindal ITF Limited	1,19,305.22	1,19,305.22	1,00,970.37	1,00,970.37
iv.	Jindal Saw Holdings FZE	15,862.69	15,862.69	15,487.43	15,487.43
v.	Jindal Quality Tubluar Limited	-	4,700.00	-	-
	<b>Total</b>	<b>1,40,560.63</b>	<b>1,45,260.63</b>	<b>1,21,722.96</b>	<b>1,27,459.68</b>

#### B. Loans to companies in which directors are interested:

[₹ lakhs]

S. No.	Name of Company	Amount outstanding as at March 31, 2021	Maximum Balance outstanding during the year 2020-21	Amount outstanding as at March 31, 2020	Maximum Balance outstanding during the year 2019-20
i	JITF Urban Infrastructure Services Limited	21,211.44	21,211.44	19,252.50	19,252.50
	<b>Total</b>	<b>21,211.44</b>	<b>21,211.44</b>	<b>19,252.50</b>	<b>19,252.50</b>

### d) Details of loans given, investment made and guarantees given, covered u/s 186(4) of the Companies Act 2013.

- Loans given and investment made are given under the respective heads.
- Corporate guarantees have been issued on behalf of subsidiary companies, details of which are given in related party transactions. Refer Note 51.

## 51. Related party transactions

In accordance with the requirements of IND AS 24, Related Party Disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods (including transactions with respect to discontinued operations), are provided below:

### Related party name and relationship

#### 1. Key Management Personnel

S. No.	Name	Designation
1	Mr. Prithavi Raj Jindal	Chairman-Non Executive Director
2	Ms. Sminu Jindal	Managing Director
3	Ms. Shradha Jatia	Non Executive Director
4	Ms. Tripti Puneet Arya	Non Executive Director
5	Mr. Neeraj Kumar	Group CEO & Whole-time Director
6	Mr. Hawa Singh Chaudhary	Whole-time Director
7	Dr. Raj Kamal Agarwal	Independent Director*
8	Mr. Ravinder Nath Leekha	Independent Director*
9	Mr. Abhiram Tayal	Independent Director*
10	Mr. Ajit Kumar Hazarika	Independent Director*
11	Mr. Girish Sharma	Independent Director*
12	Mr. Sanjeev Shankar	Independent Director*
13	Dr. Vinita Jha	Independent Director*
14	Mr. O P Sharma	Chief Operating Officer (Large Dia Pipe- SBU)
15	Dr. Dharmendra Gupta	President & Unit Head

## NOTES TO STANDALONE FINANCIAL STATEMENTS

S. No.	Name	Designation
16	Mr. Dinesh Chandra Sinha	President & SBU Head
17	Mr. Sunil K. Jain	Company Secretary
18	Mr. Narendra Mantri	President Commercial & CFO
19	Mr. V. Rajasekaran	Vice President-Operations

\*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24- Related Party Disclosures.

### 2. Entities where control exist – direct and indirect subsidiaries:

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
<b>Direct Subsidiaries</b>					
1	Jindal ITF Limited	India	Waterborne transportation	51%	51%
2	IUP Jindal Metals & Alloys Limited	India	Precision Stainless steel strips	80.71%	80.71%
3	S. V. Trading Limited	Nevis	Investment holding	100%	100%
4	Quality Iron and Steel Limited	India	Investment holding	100%	100%
5	Ralael Holdings Limited	Cyprus	Investment holding	100%	100%
6	Jindal Saw Holdings FZE	UAE	Investment holding	100%	100%
7	Greenray Holdings Limited	UK	Investment holding	100%	100%
8	Jindal Tubular (India) Limited	India	Steel Pipe manufacturing	100%	100%
9	JITF Shipyards Limited	India	Inland shipping	100%	100%
10	Jindal Quality Tubular Limited	India	Steel Pipe manufacturing	67%	67%
<b>Indirect Subsidiaries</b>					
1	Jindal Saw USA, LLC	USA	Pipes for oil and gas	100%	100%
2	Jindal Saw Middle East FZC	UAE	Ductile Iron Pipe and Fittings manufacturing	100%	82%
3	Derwent Sand SARL	Algeria	Trading of pipes	99.62%	99.62%
4	Jindal Saw Gulf L.L.C.	UAE	Ductile Iron Pipe and Fittings	49%	40.18%
5	Jindal International FZE	UAE	Investment holding	100%	100%
6	Jindal Intellicom Limited	India	BPO and Call centre	98.78%	98.78%
7	iCom Analytics Limited	India	Call Centre and advisory	98.78%	98.78%
8	Jindal X LLC [w.e.f. January 6, 2020]	USA	Call Centre and advisory	98.78%	98.78%
9	World Transload & Logistics LLC	USA	Investment holding	100%	100%
10	5101 Boone LLP	USA	Property holding	100%	100%
11	Tube Technologies INC	USA	Pipes for oil and gas	100%	100%
12	Helical Anchors INC	USA	Helical anchor manufacturing	100%	100%
13	Boone Real Property Holding LLC	USA	Property holding	100%	100%
14	Drill Pipe International LLC	USA	Tools and fittings	100%	100%
15	Sulog Transshipment Services Limited	India	Transloading in deep sea	51%	51%

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 3. Entities where key management personnel and their relatives exercise significant influence:

S. No.	Name of the entity	S. No.	Name of the entity
1	Abhinandan Investments Limited	32	JWIL Infra Limited
2	Bir Plantation Private Limited	33	JSW Power Trading Company Limited
3	Renuka Financial Services Limited	34	JSW Steel Coated Products Limited
4	Siddeshawri Tradex Private Limited (Pursuant to scheme of Merger)	35	JSW Steel Limited
5	Systran Multiventures Private Limited	36	JITF Urban Infrastructure Services Limited
6	Divino Multiventures Private Limited	37	Maa Bhagwati Travels
7	Gagan Trading company Limited	38	Mansarover Investments Limited
8	JITF Water Infrastructure Limited	39	Nalwa Investment Limited
9	Estrela Investments Company Limited	40	Nalwa Sons Investments Limited
10	Four Seasons Investments Limited	41	OPJ Trading Private Limited
11	Hexa Securities and Finance Company Limited	42	P. R. Jindal HUF
12	Hexa Tradex Limited	43	Naveen Jindal HUF
13	Jindal Equipment Leasing and Consultancy Services Limited	44	R. K. Jindal & sons HUF
14	Jindal Industries Private Limited	45	Rohit Tower Building Limited
15	Jindal Stainless (Hisar) Limited	46	S. K. Jindal & sons HUF
16	Jindal Stainless Limited	47	JSW Projects Limited
17	Jindal Steel & Power Limited	48	Stainless Investments Limited
18	Jindal Systems Private Limited	49	Virtuous Tradecorp Private Limited
19	Jindal Tubular USA, LLC	50	Mendeza Holdings Limited
20	Ever Plus Securities & Finance Limited	51	Nacho Investments Limited
21	JITF Urban Infrastructure Limited	52	Goswamis Credit & Investment Limited
22	Sminu Jindal Charitable Trust	53	Jindal Industries Limited
23	Bhuj Polymers Private Limited	54	Sigmatech Inc.
24	Templar Investments Limited	55	Amtrex Trading Company Private Limited
25	Brahmputra Capital and Financial Company Limited	56	Jindal Urban Waste Management (Guntur) Limited
26	Jindal Rail Infrastructure Limited	57	Jindal Urban Waste Management (Visakhapatnam) Limited
27	JSL Lifestyle Limited	58	JITF Commodity Tradex Limited
28	JSL Limited	59	JSW Energy Limited
29	Jindal Saw Italia S.P.A.	60	Jindal Pipe USA INC
30	JITF Infralogistics LTD	61	Jindal Pipe Industries
31	Timarpur okhla waste management company		

### 4. Relatives of key management personnel where transactions have taken place:

S. No.	Name of Relatives	Relationship
1	Ms. Savitri Devi Jindal	Mother of Mr. Prithavi Raj Jindal
2	Mr. Ratan Jindal	Brother of Mr. Prithavi Raj Jindal
3	Mr. Sajjan Jindal	Brother of Mr. Prithavi Raj Jindal
4	Mr. Naveen Jindal	Brother of Mr. Prithavi Raj Jindal
5	Ms. Arti Jindal	Wife of Mr. Prithavi Raj Jindal
6	Mr. Indresh Batra	Husband of Ms. Sminu Jindal
7	Ms. Madhulika Jain	Wife of Mr. Sunil K. Jain
8	Ms. Sangita Mantri	Wife of Mr. Narendra Mantri
9	Ms. Ritu Mohta	Sister of Mr. Narendra Mantri
10	Mr. Mukesh Chandra Sinha	Brother of Dinesh Chandra Sinha
11	Mr. Randhir Singh Chaudhary	Brother of Hawa Singh Chaudhary
12	Mr. Vinay Chaudhary	Son of Hawa Singh Chaudhary
13	Ms. Bimla Chaudhary	Wife of Hawa Singh Chaudhary



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 5. Associate

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
1	Jindal Fittings Limited	India	Ductile iron fittings manufacturing	36%	36%

### 6. Joint Ventures

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
1	Jindal MMG LLC	USA	Call Centre and advisory	50%	50%

### 7. Trust under common control

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities
1	Jindal Saw Employees Group Gratuity Scheme	India	Company's employee gratuity trust
2	JITF Waterways Limited Employee Group Gratuity Trust	India	Company's employee gratuity trust
3	Jindal Saw Employee Welfare Trust	India	Post employment benefit plan

### Related Parties Transactions

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>A Transactions</b>				
<b>1 Sale of capital items</b>				
Jindal Saw Gulf L.L.C.	-	-	<b>61.96</b>	-
Jindal Tubular USA, LLC	-	-	-	666.59
<b>2 Sale of goods/services</b>				
Drill Pipe International LLC	<b>148.32</b>	749.51	-	-
Jindal Fittings Limited	<b>130.60</b>	1,059.51	-	-
Jindal Saw Gulf L.L.C.	<b>8,085.21</b>	1,168.71	-	-
Jindal Saw Italia S.P.A.	-	-	<b>2,205.89</b>	761.09
Jindal Saw USA, LLC	<b>1,426.99</b>	19,134.37	-	-
Helical Anchors INC	-	26.42	-	-
Jindal Stainless (Hisar) Limited	-	-	<b>35.35</b>	41.45
Jindal Steel & Power Limited	-	-	<b>94.18</b>	206.38
Jindal Tubular USA, LLC	-	-	<b>82.85</b>	13.62
JSW Steel Limited	-	-	<b>6,288.53</b>	7,815.14
JSW Energy Limited	-	-	-	11.42
Tube Technologies INC	<b>40.42</b>	239.85	-	-
Jindal Quality Tubular Limited	<b>1,014.50</b>	4,374.49	-	-
Jindal Tubular (India) Limited	<b>130.65</b>	11.70	-	-
Jindal Urban Waste Management (Guntur) Limited	-	-	-	44.75
JWIL Infra Limited	-	-	<b>31,132.88</b>	27,795.38

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
JITF Urban Infrastructure Limited	-	-	1,615.60	601.44
Jindal Urban Waste Management (Visakhapatnam) Limited	-	-	57.62	23.69
IUP Jindal Metals & Alloys Limited	14.11	-	-	-
Jindal Pipe USA INC.	-	-	878.53	-
JITF Water Infrastructure Limited	-	-	105.12	-
Bhuj Polymers Private Limited	-	-	2,577.82	-
Hexa Tradex Limited	-	-	0.09	-
Jindal Industries Private Limited	55.73	-	-	-
Jindal Pipe Industries	19.67	-	-	-
JSW Projects Limited	10.54	-	-	-
Timarpur okhla waste management company	1.28	-	-	-
Jindal Intellicom Limited	0.24	-	-	-
<b>3 Guarantee commission income</b>				
Jindal Saw Middle East FZC	266.70	276.90	-	-
Jindal Saw Italia S.P.A.	-	-	14.09	17.16
<b>4 Purchase of raw materials/consumables/services</b>				
Jindal Fittings Limited	75.41	6,830.05	-	-
Jindal Industries Private Limited	-	-	87.70	73.28
Jindal Quality Tubular Limited	109.97	4,837.34	-	-
Jindal Saw Gulf L.L.C.	848.52	1,481.93	-	-
Jindal Stainless Limited	-	-	12,031.31	2,083.42
Jindal Steel & Power Limited	-	-	86,358.63	80,296.06
Jindal Systems Private Limited	-	-	260.19	72.72
Jindal Tubular (India) Limited	1,631.97	2,110.97	-	-
JSW Power Trading Company Limited	-	-	105.76	1,462.06
JSW Steel Coated Products Limited	-	-	79.17	19.45
JSW Steel Limited	-	-	1,13,156.44	1,17,348.73
Ms. Sangita Mantri	-	-	8.96	8.96
Maa Bhagwati Travels	-	-	4.70	4.70
Ms. Madhulika Jain	-	-	8.96	8.96
Icom analytics Limited	77.01	51.07	-	-
Jindal Intellicom Limited	-	18.59	-	-
Jindal Stainless (Hisar) Limited	-	-	6,612.47	529.81
JSL Lifestyle Limited	-	-	31.25	8.18
Jindal Saw USA, LLC	519.01	23.41	-	-
JITF Commodity Tradex Limited	-	-	16,192.06	3,884.79
JITF Urban Infrastructure Limited	-	-	5,217.71	2,522.70
Jindal Tubular USA, LLC	-	-	-	49.57
JITF Urban Infrastructure Services Limited	-	-	10,684.90	8,639.90
Hexa Tradex Limited	-	-	0.77	0.77
Bhuj Polymers Private Limited	-	-	423.97	418.83
Drill Pipe International LLC	416.45	-	-	-
Jindal Saw Italia S.P.A.	-	-	3.57	-
<b>5 Purchase of capital items</b>				
Jindal Industries Private Limited	-	-	47.14	92.61
Jindal Saw USA, LLC	91.66	5.74	-	-
Jindal Steel & Power Limited	-	-	582.12	831.07
Jindal Systems Private Limited	-	-	201.58	383.04

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
JSW Steel Coated Products Limited	-	-	295.75	289.38
JSW Steel Limited	-	-	103.43	243.59
Jindal Tubular (India) Limited	7.07	198.61	-	-
Jindal Intellicom Limited	35.18	-	-	-
Jindal Quality Tubular Limited	-	91.35	-	-
Jindal Fittings Limited	-	3.61	-	-
Jindal Saw Italia S.P.A.	-	-	217.75	108.99
Bhuj Polymers Private Limited	-	-	29.60	-
Jindal Saw Gulf L.L.C.	274.73	35.95	-	-
<b>6 Interest income</b>				
Jindal ITF Limited	11,735.38	9,781.37	-	-
Jindal Saw Holdings FZE	898.22	986.45	-	-
JITF Urban Infrastructure Services Limited	-	-	2,117.77	1,927.00
S. V. Trading Limited	305.36	335.36	-	-
Jindal Quality Tubular Limited	149.96	-	-	-
JITF Commodity Tradex Limited	-	-	1,010.81	-
<b>7 Investment made/conversion in share capital</b>				
Greenray Holdings Limited	-	1,864.17	-	-
Jindal Saw Holdings FZE	-	1,791.07	-	-
<b>8 Loan given during the year</b>				
Jindal ITF Limited	9,177.62	34,184.46	-	-
Jindal Quality Tubular Limited	4,700.00	-	-	-
<b>9 Advance given during the year</b>				
JITF Commodity Tradex Limited	-	-	-	12,390.87
Jindal Tubular (India) Limited	176.89	2,261.00	-	-
Jindal Quality Tubular Limited	-	1,446.25	-	-
Jindal Steel & Power Limited	-	-	-	2,379.01
JSL Lifestyle Limited	-	-	-	14.01
JSW Power Trading Company Limited	-	-	-	14.18
JSW Steel Coated Products Limited	-	-	-	135.70
JSW Steel Limited	-	-	-	171.96
Jindal Saw USA, LLC	520.66	-	-	-
<b>10 Advance received during the year</b>				
Jindal Stainless (Hisar) Limited	-	-	57.30	0.17
Jindal Steel & Power Limited	-	-	1.69	15.68
JSW Steel Limited	-	-	-	549.56
<b>11 Loan recovered during the year</b>				
Jindal ITF Limited	1,698.00	25,926.13	-	-
Jindal Quality Tubular Limited	4,700.00	-	-	-
Mr. Narendra Mantri	-	-	34.50	18.00
<b>12 Rent expense</b>				
Bir Plantation Private Limited	-	-	7.08	7.08
JSW Steel Limited	-	-	0.07	0.04
Rohit Tower Building Limited	-	-	30.00	30.00
Mr. Prithavi Raj Jindal	-	-	1.50	18.00
Jindal Tubular (India) Limited	-	0.44	-	-

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>13 Interest expense</b>				
JSW Steel Limited	-	-	<b>4,445.71</b>	4,023.65
Jindal Stainless (Hisar) Limited	-	-	<b>67.03</b>	-
Jindal Stainless Limited	-	-	<b>2.41</b>	-
<b>14 Rent income</b>				
Hexa Tradex Limited	-	-	<b>0.28</b>	0.38
Jindal Equipment Leasing and Consultancy Services Limited	-	-	<b>0.14</b>	0.14
Jindal Intellicom Limited	<b>179.54</b>	179.54	-	-
Nalwa Investment Limited	-	-	<b>0.14</b>	0.14
Stainless Investments Limited	-	-	<b>0.14</b>	0.14
Ever Plus Securities & Finance Limited	-	-	<b>0.14</b>	0.14
Goswamis Credit & Investment Limited	-	-	<b>0.14</b>	0.14
Renuka Financial Services Limited	-	-	<b>0.14</b>	0.14
Abhinandan Investments Limited	-	-	<b>0.14</b>	0.14
JITF Infralogistics LTD	-	-	<b>0.14</b>	-
Jindal Quality Tubular Limited	-	8.26	-	-
Brahmputra Capital and Financial Company Limited	-	-	<b>0.14</b>	0.14
Mansarover Investments Limited	-	-	<b>0.14</b>	0.14
<b>15 Expenses incurred and recovered by the Company</b>				
Hexa Securities and Finance Company Limited	-	-	<b>3.79</b>	3.74
Hexa Tradex Limited	-	-	<b>21.00</b>	19.42
Jindal Fittings Limited	<b>2,033.30</b>	714.83	-	-
Jindal Intellicom Limited	<b>78.76</b>	159.92	-	-
Jindal ITF Limited	<b>1.83</b>	19.16	-	-
Jindal Quality Tubular Limited	<b>29.01</b>	180.84	-	-
Jindal Steel & Power Limited	-	-	<b>6.74</b>	4.81
Jindal Systems Private Limited	-	-	<b>1.91</b>	2.15
Jindal Tubular (India) Limited	<b>2.33</b>	2.67	-	-
JSW Steel Limited	-	-	<b>0.24</b>	0.24
Rohit Tower Building Limited	-	-	-	41.21
JITF Urban Infrastructure Limited	-	-	<b>6.74</b>	10.98
Siddeshawri Tradex Private Limited (Pursuant to scheme of Merger)	-	-	<b>18.74</b>	14.05
Jindal Rail Infrastructure Limited	-	-	<b>3.70</b>	5.69
JWIL Infra Limited	-	-	<b>23.72</b>	34.77
Bhuj Polymers Private Limited	-	-	<b>1.48</b>	1.86
<b>16 Expenses incurred by others and reimbursed by Company</b>				
Bir Plantation Private Limited	-	-	<b>1.94</b>	-
Jindal Stainless Limited	-	-	<b>88.30</b>	42.71
Jindal Systems Private Limited	-	-	<b>2.03</b>	1.81
JSW Steel Limited	-	-	<b>9.96</b>	7.59
Rohit Tower Building Limited	-	-	<b>55.40</b>	44.98
Jindal ITF Limited	<b>0.33</b>	0.41	-	-
Jindal Fittings Limited	<b>17.07</b>	4.98	-	-
Jindal Quality Tubular Limited	<b>0.03</b>	0.65	-	-
Jindal Saw Employee Welfare Society	-	-	<b>6.35</b>	-
Mr. Narendra Mantri	-	-	<b>0.04</b>	-

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>17 Remuneration paid</b>				
Mr. Mukesh Chandra Sinha	-	-	20.94	21.46
Mr. Randhir Singh Chaudhary	-	-	9.61	9.19
<b>18 Security Deposit Given</b>				
Rohit Tower Building Limited	-	-	282.00	-
<b>19 Dividend paid</b>				
Siddeshawri Tradex Private Limited [Pursuant to scheme of Merger]	-	-	746.99	746.99
Four Seasons Investments Limited	-	-	870.61	870.61
Sigmatech Inc.	-	-	602.40	602.40
Gagan Trading Company Limited	-	-	4.20	4.20
Nalwa Sons Investments Limited	-	-	1,071.00	1,071.00
OPJ Trading Private Limited	-	-	155.49	155.49
JSL Limited	-	-	41.42	41.42
P. R. Jindal HUF	-	-	0.43	0.43
Virtuous Tradecorp Private Limited	-	-	58.33	58.33
Mr. Naveen Jindal	-	-	4.37	4.37
Ms. Savitri Devi Jindal	-	-	2.08	2.08
R. K. Jindal & sons HUF	-	-	1.63	1.63
Mr. Ratan Jindal	-	-	1.52	1.52
Mr. Sajjan Jindal	-	-	0.01	0.01
Ms. Arti Jindal	-	-	81.20	81.20
S. K. Jindal & sons HUF	-	-	0.43	0.43
Mr. Indresh Batra	-	-	15.00	15.00
Mr. Vinay Chaudhary	-	-	0.01	0.01
Ms. Bimla Chaudhary	-	-	0.04	0.04
Divino Multiventures Private Limited	-	-	106.91	106.91
Estrela Investments Company Limited	-	-	37.55	37.55
Mendeza Holdings Limited	-	-	36.65	36.65
Nacho Investments Limited	-	-	36.50	36.50
Naveen Jindal HUF	-	-	0.13	0.13
Templar Investments Limited	-	-	37.13	37.13
Amtrex Trading Company Private Limited	-	-	0.12	0.12
Mr. Abhyuday Jindal	-	-	70.07	70.07
Ms. Deepika Jindal	-	-	31.49	31.49
Ms. Shradha Jatia	-	-	1.50	0.85
Systran Multiventures Private Limited	-	-	4.09	4.09
Ms. Urvi Jindal	-	-	0.60	0.60
<b>20 Contribution towards gratuity fund</b>				
Jindal Saw Employees Group Gratuity Scheme	-	-	1,449.42	1,173.79
<b>21 Donation made during the year</b>				
Sminu Jindal Charitable Trust	-	-	5.25	24.07
<b>22 Repayment of lease obligations</b>				
Jindal Quality Tubular Limited	3,256.80	1,298.00	-	-
Jindal Fittings Limited	2,481.54	912.73	-	-
<b>23 Provision for investment/share application money/loan</b>				
Ralael Holdings Limited	-	10,219.20	-	-
Greenray Holdings Limited	-	1,864.17	-	-
Jindal Fittings Limited	-	1,399.68	-	-



**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>B. Outstanding balance</b>				
<b>1 Loans recoverable</b>				
Jindal ITF Limited	1,19,305.22	1,00,970.37	-	-
Jindal Saw Holdings FZE	15,862.69	15,487.43	-	-
JITF Urban Infrastructure Services Limited	-	-	21,211.44	19,252.50
S. V. Trading Limited	5,392.73	5,265.16	-	-
Mr. Narendra Mantri	-	-	31.00	65.50
<b>2 Advances recoverable</b>				
JSW Power Trading Company Limited	-	-	6.68	24.05
JSW Steel Coated Products Limited	-	-	90.63	138.11
JSW Steel Limited	-	-	254.45	183.53
Jindal Quality Tubular Limited	815.88	1,450.18	-	-
JITF Urban Infrastructure Services Limited	-	-	0.46	-
Jindal Steel & Power Limited	-	-	1,242.07	2,403.64
Hexa Securities and Finance Company Limited	-	-	-	1.26
Jindal Stainless Limited	-	-	62.18	62.18
Jindal Tubular (India) Limited	176.89	2,261.00	-	-
JSL Lifestyle Limited	-	-	2.24	14.01
Siddeshawri Tradex Private Limited [Pursuant to scheme of Merger]	-	-	-	1.56
Hexa Tradex Limited	-	-	-	1.75
JITF Commodity Tradex Limited	-	-	-	12,390.87
Jindal ITF Limited	-	16.46	-	-
Jindal Saw USA, LLC	520.66	-	-	-
Mr. Narendra Mantri	-	-	0.03	-
Mr. Neeraj Kumar	-	-	1.07	-
Jindal Stainless (Hisar) Limited	-	-	57.30	-
<b>3 Advances payable</b>				
JSW Steel Limited	-	-	157.35	549.56
Jindal Saw USA, LLC	7.79	7.79	-	-
Jindal Tubular USA, LLC	-	-	-	31.98
Jindal Stainless (Hisar) Limited	-	-	-	0.17
Jindal Steel & Power Limited	-	-	27.53	15.68
Bhuj Polymers Private Limited	-	-	32.74	-
JSW Projects Limited	13.14	-	-	-
<b>4 Security deposit payable</b>				
Jindal Industries Private Limited	-	-	9.32	9.32
Jindal Steel & Power Limited	-	-	2,941.00	2,941.00
<b>5 Security deposit recoverable</b>				
Bir Plantation Private Limited	-	-	100.00	100.00
JSW Steel Limited	-	-	500.00	500.00
Bhuj Polymers Private Limited	-	-	-	122.00
Jindal Stainless Limited	-	-	850.00	850.00
JSW Power Trading Company Limited	-	-	4.63	-
Rohit Tower Building Limited	-	-	282.00	-
<b>6 Corporate guarantees outstanding #</b>				
Greenray Holdings Limited	734.77	811.07	-	-
Jindal ITF Limited	13,200.00	12,268.00	-	-
Jindal Rail Infrastructure Limited	-	-	-	3,355.00

**NOTES TO STANDALONE FINANCIAL STATEMENTS**

(₹ lakhs)

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Jindal Saw Italia S.P.A.	-	-	<b>3,687.28</b>	3,559.11
Jindal Saw Middle East FZC	<b>40,935.76</b>	48,091.40	-	-
# Guarantees amount disclosed to the extent of outstanding loan amount taken by the related parties.				
<b>7 Receivables</b>				
Drill Pipe International LLC	<b>128.93</b>	222.82	-	-
Jindal ITF Limited	-	0.41	-	-
Jindal Quality Tubular Limited	<b>2,442.47</b>	2,242.89	-	-
Jindal Saw Gulf L.L.C.	<b>6,881.96</b>	1,120.76	-	-
Jindal Saw Italia S.P.A.	-	-	<b>1,112.62</b>	140.42
Jindal Saw Middle East FZC	<b>64.02</b>	787.16	-	-
Jindal Saw USA, LLC	<b>470.18</b>	47.05	-	-
Jindal Steel & Power Limited	-	-	<b>18.65</b>	57.05
JSW Steel Limited	-	-	<b>242.73</b>	1,370.97
Jindal Intellicom Limited	-	110.23	-	-
Tube Technologies INC	<b>19.97</b>	70.28	-	-
JITF Urban Infrastructure Limited	-	-	<b>1,001.05</b>	603.25
Jindal Systems Private Limited	-	-	<b>1.56</b>	0.86
Jindal Rail Infrastructure Limited	-	-	<b>3.21</b>	0.85
Mansarover Investments Limited	-	-	-	0.04
Rohit Tower Building Limited	-	-	-	1.35
JWIL Infra Limited	-	-	<b>11,455.68</b>	17,700.05
Jindal Urban Waste Management (Guntur) Limited	-	-	<b>23.69</b>	44.75
Jindal Tubular USA, LLC	-	-	-	3.80
Jindal Urban Waste Management (Visakhapatnam) Limited	-	-	<b>23.73</b>	23.69
Jindal Pipe USA INC.	-	-	<b>682.49</b>	-
Jindal Saw Holdings FZE	<b>7.14</b>	-	-	-
JITF Water Infrastructure Limited	-	-	<b>105.12</b>	-
Bhuj Polymers Private Limited	-	-	<b>1,398.38</b>	-
Jindal Industries Private Limited	-	-	<b>10.55</b>	-
JSW Projects Limited	<b>0.02</b>	-	-	-
JWIL Infra Limited (Escrow A/C)	-	-	<b>386.64</b>	-
JITF Infralogistics LTD	-	-	<b>0.01</b>	-
<b>8 Payables</b>				
Drill Pipe International LLC	<b>330.97</b>	-	-	-
Jindal Industries Private Limited	-	-	<b>1.40</b>	18.64
Icom analytics Limited	<b>6.75</b>	11.81	-	-
Jindal Fittings Limited	<b>89.70</b>	186.73	-	-
Jindal Saw Gulf L.L.C.	<b>859.09</b>	287.56	-	-
Jindal Saw USA, LLC	<b>549.94</b>	35.37	-	-
Jindal Stainless Limited	-	-	<b>13.82</b>	99.07
Jindal Steel & Power Limited	-	-	<b>31.83</b>	28,242.55
Bhuj Polymers Private Limited	-	-	<b>2.08</b>	-
Jindal Saw Employee Welfare Society	-	-	<b>0.47</b>	-
JSW Steel Limited	-	-	<b>2,042.76</b>	52,428.06
Maa Bhagwati Travels	-	-	<b>0.39</b>	0.39
Mr. Abhiram Tayal	-	-	<b>1.85</b>	1.80
Dr. Raj Kamal Agarwal	-	-	<b>3.05</b>	2.70
Mr. Ravinder Nath Leekha	-	-	<b>1.85</b>	1.80

## NOTES TO STANDALONE FINANCIAL STATEMENTS

[₹ lakhs]

S. Particulars No.	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Rohit Tower Building Limited	-	-	7.24	8.16
Jindal Intellicom Limited	-	17.01	-	-
JSW Steel Coated Products Limited	-	-	0.21	-
Jindal Systems Private Limited	-	-	5.60	30.44
Mr. Ajit Kumar Hazarika	-	-	1.85	1.80
Bir Plantation Private Limited	-	-	0.09	0.54
Jindal Saw Holdings FZE	-	6.89	-	-
Jindal Tubular (India) Limited	-	351.73	-	-
Mr. Girish Sharma	-	-	2.13	-
Jindal Saw Italia S.P.A.	-	-	-	119.43
Mr. Sanjeev Shankar	-	-	2.13	1.80
Dr. Vinita Jha	-	-	1.85	1.80
Jindal Tubular USA, LLC	-	-	4.39	49.52
JITF Urban Infrastructure Services Limited	-	-	-	2,244.06
Jindal Quality Tubular Limited	328.66	-	-	-
Jindal Stainless (Hisar) Limited	-	-	264.11	-
Hexa Tradex Limited	-	-	0.12	-
Mr. Sunil Kumar Jain	-	-	0.06	-
<b>9 Lease liabilities (at amortised cost)</b>				
Jindal Quality Tubular Limited	8,283.35	10,043.19	-	-
Jindal Fittings Limited	8,201.55	9,418.63	-	-

### Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and are on arm length basis. All outstanding receivable balances are unsecured and repayable in cash.

### Key Management Personnel Compensation:

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Short- term employee benefits *	1,917.14	2,012.72
Post- employment benefits	-	-
- Defined contribution plan \$#	181.15	154.72
- Defined benefit plan #	-	-
Other long-term benefits	-	-
Share-based payment	-	-
Dividend paid	3.04	2.59
<b>Total</b>	<b>2,101.33</b>	<b>2,170.03</b>

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Ms. Sminu Jindal	262.05	277.44
Mr. Neeraj Kumar	672.79	731.24
Mr. O. P. Sharma	225.59	222.39
Dr. Dharmendra Gupta	256.89	232.52
Others	684.01	706.44
	<b>2,101.33</b>	<b>2,170.03</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

\* Including exgratia, sitting fee, commission and value of perquisites where value cannot determined, the valuation as per income tax being considered.

# The liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole. Accordingly amounts accrued pertaining to key managerial personnel are not included above.

§ including PF, leave encashment paid and any other benefit.

### 52 Contingent liabilities

#### i) Guarantees

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
Guarantees issued by the Company's bankers on behalf of the Company	<b>1,08,053.76</b>	1,33,173.92
Corporate guarantees/ undertaking issued to lenders of subsidiary companies	<b>54,870.53</b>	61,170.47
Corporate guarantees/ undertaking issued to lenders of related party	-	3,355.00
Performance guarantees issued on behalf of related party	<b>3,687.28</b>	3,559.11
Duty saved by availing various export based incentive schemes	<b>5,209.07</b>	1,557.78
<b>Total</b>	<b>1,71,820.64</b>	2,02,816.28

#### ii. Letter of credit outstanding

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
Letter of credit outstanding	<b>36,013.86</b>	94,944.84

#### iii. Other contingent liabilities

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
Disputed excise duty, custom duty and service tax	<b>326.48</b>	536.33
Income tax demands against which company has preferred appeals	<b>1,279.79</b>	1,175.20
Disputed sales tax and entry tax	<b>430.66</b>	521.47
<b>Total</b>	<b>2,036.93</b>	2,233.00

(iv) Hon'ble Supreme Court's Judgment dated February 28, 2019, relating to the provident fund, has been evaluated and assessed by the Company based on a legal opinion obtained by the management. Accordingly, the Company has arrived at the conclusion that there is no significant impact of this matter and no provision has been made in the books of accounts.

It is not possible to predict the outcome of the pending litigations with accuracy, the Company believes, based on legal opinions received, that it has meritorious defences to the claims. The management believe the pending actions will not require outflow of resources embodying economic benefits and will not have a material adverse effect upon the results of the operations, cash flows or financial condition of the Company.

### 53 Estimated amount of contract remaining to be executed on capital account and not provided for (net of advances):

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
<b>Capital Commitment:</b>		
Property, plant and equipment	<b>13,841.56</b>	9,440.61

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### 54 Income tax

#### Total tax expense reconciliation

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Current tax</b>		
- Current income tax	<b>16,311.30</b>	24,393.52
- Previous year tax adjustments	<b>(368.34)</b>	1,102.76
	<b>15,942.96</b>	25,496.28
<b>Deferred tax</b>		
- Relating to origination & reversal of temporary differences	<b>59.70</b>	[976.45]
- Deferred tax of previous year	<b>(37.82)</b>	[1,790.35]
- Difference in tax rate [refer Note 65]	<b>1,806.83</b>	[23,015.61]
	<b>1,828.71</b>	[25,782.41]
<b>Total</b>	<b>17,771.67</b>	[286.13]

#### Effective tax reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows:

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Net Income before taxes</b>	<b>50,677.11</b>	59,159.69
Enacted tax rates	<b>34.944%</b>	34.944%
<b>Computed tax expense</b>	<b>17,708.61</b>	20,672.75
<b>Increase/(decrease) in taxes on account of :-</b>		
Previous year tax adjustments	<b>(406.17)</b>	[687.59]
Other non deductible expenses	<b>566.86</b>	4,931.29
Income not taxable /exempt from tax	<b>(1,904.46)</b>	[2,186.97]
Change in rate of tax	<b>1,806.83</b>	[23,015.61]
<b>Income tax expense reported</b>	<b>17,771.67</b>	[286.13]

Amount disclosed above includes continued and discontinued operations of the Company.

#### Current tax assets/(liabilities) (net)

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
Current tax assets (net)	<b>5,388.63</b>	5,121.84
Current tax liabilities (net)	<b>1,698.04</b>	-

### 55 Government grant

#### i. Packaged Scheme of Incentive (PSI) – Maharashtra

The Company's manufacturing facility at Nashik has been granted "Mega Project Status" by Government of Maharashtra and therefore is eligible for Industrial Promotion Subsidy (IPS) under Packaged Scheme of Incentive (PSI) 2007. The purpose of the scheme is for intensifying and accelerating the process of dispersal of industries to the less developed regions and promoting high tech industries in the developed areas of the state coupled with the object of generating mass employment opportunities.

Entitlements under the scheme consists of the following:

- Electricity duty exemption for a period of 7 years from the date of commencement of commercial production- from September 10, 2009 to September 09, 2016.
- 100% exemption from payment of stamp duty.
- VAT and CST payable to the State Government [on sales made from Nashik plant, within a period of 7 years starting from September 10, 2009].



## NOTES TO STANDALONE FINANCIAL STATEMENTS

IPS will be payable so as to restrict up to 75% of the eligible fixed capital investments made from September 13, 2007 to September 10, 2009. The eligibility certificate issued allows maximum fixed capital investment of ₹ 35,000 lakhs and restricts IPS to 75% of ₹ 35,000 lakhs i.e. ₹ 26,250 lakhs.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
Opening balance	8,107.98	8,524.57
Addition during the year	-	-
Revenue recognized	416.59	416.59
<b>Closing Balance</b>	<b>7,691.39</b>	<b>8,107.98</b>

### ii. Rajasthan Investment Promotion Scheme (RIPS) – Rajasthan

The Company's manufacturing facility at Bhilwara has been granted "Customized Package" by Government of Rajasthan and therefore is eligible for Investment Promotion Subsidy (IPS) under Rajasthan Investment Promotion Scheme-2010 (RIPS-2010). The purpose of the Customize Package Scheme of RIPS-2010 is to promote investment in the State of Rajasthan and to further generate employment opportunities through such investment. Modalities of payment of IPS consists of the following:

- 50% exemption from payment of electricity duty for a period of 10 years from the date of issuance of entitlement certificate- from December 09, 2015 to December 08, 2025.
- Investment subsidy equivalent to 70% of state tax due and deposited by Company into the Government exchequer, for a period of 07 years from the date of issuance of entitlement certificate- from December 09, 2015 to December 08, 2022.
- Employment generation subsidy- for general category: ₹ 15000/- per employee & for women/SC/ST/PwD: ₹ 18000/- per employee per completed year of service, subject to maximum, 5% of state tax due and deposited by Company into the Government exchequer, for a period of 7 years from the date of issuance of entitlement certificate- from December 09, 2015 to December 08, 2022.
- 50% exemption from payment of stamp duty & conversion charges for change of land use.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
Opening balance	1,176.48	1,216.08
Addition/[adjustments] during the year	-	-
Revenue recognized	39.60	39.60
<b>Closing Balance</b>	<b>1,136.88</b>	<b>1,176.48</b>

### iii. Kosi Unit

The Government of Uttar Pradesh implemented an Industrial Investment Promotion Scheme, 2003 for the purpose of providing interest free loan under the scheme by way of working capital assistance during the initial years of production to promote setting up of a mega unit. Company has an Industrial unit having investment exceeding ₹ 2,500 lakhs at Kosi Kalan as per above mentioned scheme and became eligible for sanction of interest free loan as a mega unit. Pradeshia Industrial & Investment Corporation of Uttar Pradesh Limited (PICUP), on behalf of the state Government has given interest free loan.

There are no unfulfilled conditions or other contingencies attached to this grant.

Balances of Government grant received in advance and income recognized during the period are as follows:

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
Opening balance	1,919.94	1,975.24
Addition during the year	-	-
Revenue recognized	55.30	55.30
<b>Closing Balance</b>	<b>1,864.64</b>	<b>1,919.94</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### iv. Bellary Unit

The Company's manufacturing facility at Bellary has been granted, "Subsidy for setting up of ETP Plant" by Government of Karnataka. As per operational guidelines of Karnataka Industrial Policy 2009-2014 and package of incentive and concession scheme offered for investment, Bellary unit is eligible for subsidy for setting up of ETP Plant (Effluent treatment plant).

As per the scheme, one time capital subsidy up to 50% of the cost of Effluent Treatment Plants (ETPs) is available to Manufacturing Micro, Small and Medium Enterprises and Service Enterprises, Manufacturing SEZ Enterprises, Large and Mega industries both for establishment of new enterprises or for expansion, diversification, and modernization of existing industries, subject to a ceiling of ₹ 100 lakhs per manufacturing enterprises in zone-1, 2 and 3 and a ceiling of ₹ 50 lakhs in zone-4. The Company being eligible under the scheme, got sanctioned a capital subsidy of ₹ 31.50 lakhs from District Industries Centre, Bellary and Directorate of Industries and Commerce, Bengaluru.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
Opening balance	21.82	24.98
Addition during the year	-	-
Revenue recognized	3.15	3.16
<b>Closing Balance</b>	<b>18.67</b>	<b>21.82</b>

### v. Export Promotion Capital Goods (EPCG)

The Company avails export promotion capital goods licenses. The objective of the EPCG scheme is to facilitate import of capital goods for producing quality goods and services and enhance manufacturing competitiveness.

#### EPCG scheme

EPCG Scheme allows import of capital goods and their spare parts without payment of custom duty including cess and IGST under the Foreign Trade Policy 2015-20. Scheme covers manufacturer exporter, supporting manufacturer and service provider. EPCG authorisation shall be valid for import for 18 months from the date of issue of authorisation. Imported capital goods shall be subject to actual user condition till export obligation is completed and export obligation discharge certificate [EODC] is granted.

Import under EPCG scheme shall be subject to export obligation which are manufactured by manufacturer exporter or its supporting manufacturer equivalent to 6 times of duties, taxes and cess saved on capital goods to be fulfilled in 6 years reckoned from the date of issue of authorisation. Export obligation [EO] under the scheme shall be over and above, the average level of exports achieved by the applicant in the preceding three licensing years for the same and EO shipment under advance authorisation, duty free import authorisation scheme [DFIA], drawback scheme or reward schemes would also be considered for fulfilment of EO.

As on the reporting date there is no outstanding export obligation against the EPCG licenses. There are no other contingencies relating to these grants.

Details of government grant availed and export obligation are as follows:-

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
Value of capital goods imported	6,864.87	7,898.14
Government grant- duty forgone	613.72	653.40
Revenue recognised	613.72	653.40
Export obligation fulfilled	3,682.30	3,920.34
Export obligation outstanding	-	-

### 56 Earnings per share

(Number of shares)

Particulars	(Number of shares)	
	As at March 31, 2021	As at March 31, 2020
Issued equity shares	3,19,757,367	3,19,757,367
Less: Treasury shares [refer Note 3.24]	1,673,270	45,937
<b>Weighted average number of equity shares used as denominator in the computation of basic and diluted earnings per equity share- [A]</b>	<b>3,18,084,097</b>	<b>3,19,711,430</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

Net profit available to equity holders of the Company used in the basic and diluted earnings per share determined as follows:

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Profit from continuing operations after tax- (B) (₹ lakhs)</b>	<b>32,905.43</b>	59,445.82
Basic earnings per share [B/A] (₹)	<b>10.34</b>	18.59
Diluted earnings per share [B/A] (₹)	<b>10.34</b>	18.59

### 57 Impairment review

Assets are tested for impairment annually or whenever there are any indicators for impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or group of CGUs within the Company at which assets are monitored for internal management purpose. The impairment assessment is based on higher of value in use and fair value less cost of disposal.

### 58 Provisions

Movement in each class of provision during the financial year are provided below:

(₹ lakhs)

Particulars	Employee Benefits	Restoration Obligation	Total
<b>As at April 1, 2019</b>	10,745.11	24.17	10,769.28
Provision during the year	2,767.50	2.64	2,770.14
Remeasurement gains accounted in OCI	1,484.38	-	1,484.38
Payment during the year	(1,129.27)	-	(1,129.27)
Interest charge	763.47	2.35	765.82
<b>As at March 31, 2020</b>	<b>14,631.19</b>	<b>29.16</b>	<b>14,660.35</b>
As at April 1, 2020	14,631.19	29.16	14,660.35
Provision during the year	1,219.78	4.33	1,224.11
Remeasurement losses accounted in OCI	(1,764.21)	-	(1,764.21)
Payment during the year	(1,190.73)	-	(1,190.73)
Interest charge	1,054.33	2.85	1,057.18
<b>As at March 31, 2021</b>	<b>13,950.36</b>	<b>36.34</b>	<b>13,986.70</b>
<b>As at March 31, 2020</b>			
Current	1,551.95	-	1,551.95
Non Current	13,079.24	29.16	13,108.40
<b>As at March 31, 2021</b>			
Current	1,731.38	-	1,731.38
Non Current	12,218.98	36.34	12,255.32

The expected outflow of provisions for asset retirement obligation is 40 to 44 years.

Refer Note 3.10 for nature and brief of employee benefit provision and refer Note 3.23 for nature and brief of restoration obligation.

### 59 Share Based Payments

The shareholders of the Company has approved Jindal Saw Stock Appreciation Right Scheme ('Scheme'). The scheme was primarily set up to provide incentives to employees for the senior management of the Company.

The Company has set up a Jindal Saw Employee Welfare Trust ('Trust') to administer the ESOP scheme under which Stock Appreciation Rights [SAR] will be granted to employees. As per the scheme, employees are granted SAR which are cash settled. In the current year, Company has granted SAR to eligible employees.

Set out below is a summary of SAR granted under the plan for the year ended Mar 31, 2021:

Particulars	Exercise price per SAR	Number of SAR
Opening Balance	Nil	Nil
Granted during the year *	71.30	18,06,328
Exercised during the year	Nil	Nil
Forfeited during the year	Nil	Nil
Closing Balance	71.30	18,06,328
Vested and exercisable	Nil	Nil

\* SAR granted on March 26, 2021.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### Fair value of SAR

The fair value as of March 31, 2021 is determined using the Black Scholes Model which considers the exercise price, terms, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield, and the risk-free interest rate for the term of right.

Vesting date	Vesting (%)	Fair Value of SAR (₹ per share)	Share price at measurement date (₹ per share)
March 26, 2022	50%	27.28	74.15
May 31, 2022	10%	27.92	74.15
August 31, 2022	10%	28.40	74.15
November 30, 2022	10%	28.93	74.15
February 28, 2023	20%	29.21	74.15

Vesting date	Expected volatility (%)	Dividend yield (%)	Risk-free interest rate (%)
March 26, 2022	50.61%	2.70%	5.26%
May 31, 2022	50.80%	2.70%	5.33%
August 31, 2022	50.19%	2.70%	5.43%
November 30, 2022	49.80%	2.70%	5.52%
February 28, 2023	48.96%	2.70%	5.61%

Vesting date	Expected Life (Years)
March 26, 2022	3.48
May 31, 2022	3.66
August 31, 2022	3.92
November 30, 2022	4.17
February 28, 2023	4.41

The expected price volatility is based on the historic volatility (based on the remaining life of options), adjusted for any expected changes to future volatility due to publicly available information.

### Expense arising from share-based payment transactions.

Total expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

(₹ lakhs)

Particulars	March 31, 2021
Total employee share-based payment expense (Stock appreciation rights)	5.63

### Liability arising from share-based payment payable to employees

Liability arising from share-based payment payable to employees is shown as Other Current Financial Liabilities in balance sheet.

(₹ lakhs)

Particulars	March 31, 2021
Total employee share-based Liability (Stock appreciation rights)	5.63

## NOTES TO STANDALONE FINANCIAL STATEMENTS

60 The management has assessed the impact of COVID-19 pandemic on the financial statements, business operations, liquidity position, cash flow and has concluded that no material adjustments are required in the carrying amount of assets and liabilities as at March 31, 2021. The impact of the pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

61 Jindal ITF Limited one of the subsidiaries of the company had won an arbitral award allowing various claims to the tune of ₹ 1,891.08 crores plus interest and applicable taxes. During the financial year 2019-20, The subsidiary has filed enforcement application under section 36 of Arbitration and Conciliation Act, 1996, for the execution of arbitral award being pronounced in favour of the subsidiary whereas NTPC (Judgement Debtor) had preferred appeal under Section 34 of Arbitration and Conciliation Act, 1996, challenging the said arbitral award. Both the aforesaid cases are presently sub-judice before Hon'ble High Court of Delhi. During the year, the subsidiary has received ₹ 500 crores as per interim relief granted by Hon'ble high court against equivalent amount of Bank Guarantee furnished by the subsidiary in favour registrar of high court. Till date, the total accumulated amount received is ₹ 856.31 crores including ₹ 356.31 crores which was received during the financial year 2018-19. Presently matter is sub judice before high court of Delhi. Due to the Coronavirus pandemic, the matter could not be taken up for hearing in court during the year ended March 31, 2021 and the next date of hearing is scheduled for April 30, 2021, court has also fixed May 04, 2021 for further argument.

Based on the current status and the expert legal advice received, the company is expecting a favourable outcome which would cover all the investments, loans and advances and consequently no adjustments have been made to the financial statements.

62 The Company had made investments in and also given loans to Jindal SAW Holdings FZE ('Subsidiary') aggregating ₹ 27,923.51 lakhs as on March 31, 2021 (March 31, 2020 ₹ 27,548.59 lakhs). The Subsidiary is incurring losses and the net worth is lower than the aggregate of the cost of investment. Management is confident of the future prospects and profitability of the subsidiary and has prepared a forecast for assessing the appropriateness of the carrying amount of investment and loan in subsidiary. Based on such assessment, management is of view that no impairment is required at this stage.

63 The Company had given an interest free loan of ₹ 1,500 lakhs (March 31, 2020 ₹ 1,000 lakhs) to Employee Welfare Trust during the year ended March 31, 2021 for the purpose of employee benefits scheme. The trust had utilised ₹ 1051.32 lakhs (March 31, 2020 ₹ 748.99 lakhs) for purchase of the company's own shares and ₹ 469.98 lakhs (March 31, 2020 ₹ 251.01 lakhs) lying in its bank account.

64 Considering the business environment and the prognosis of the business of the opportunities in Europe, during previous year ended March 31, 2020, the Company had recognised an impairment provision of ₹ 10,219.20 lakhs (related to Ralael Holdings Limited) for its business based in Italy, where it had decided to discontinue the manufacturing/finishing activity and restrict its business to trading in DI Pipes and Fittings.

Also, during the previous year ended March 31, 2020, the company had transferred ₹ 1,864.18 lakhs to its Algerian step down subsidiary through Greenray Holdings Limited, subsidiary of the Company to meet the financial obligation of its bank where the Company was a guarantor. In view of the management, such loan granted was not recoverable and hence was fully provided for in the year ended March 31, 2020.

In the year ended March 31, 2020, the Company had recognised provision for impairment of ₹ 1,399.68 with respect to investment in Jindal Fittings Limited.

65 These financial statements were approved and adopted by board of directors of the Company in their meeting dated May 27, 2021.

### 66 Events after the Balance Sheet Date

The Board of directors have recommended dividend for the financial year 2020-21, which is subject to the approval of the shareholders in the ensuing annual general meeting. For details of dividend, refer Note 41.3.

67 Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

For and on behalf of Board of Directors of Jindal SAW Limited

### For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016  
Chartered Accountants

### Sougata Mukherjee

Partner  
Membership Number: 057084

Place : Gurugram  
Dated : May 27, 2021

### Neeraj Kumar

Group CEO & Whole-time Director  
DIN : 01776688  
Place: New Delhi

### Sunil K. Jain

Company Secretary  
M. No. FCS 3056  
Place : New Delhi  
Dated : May 27, 2021

### Prithavi Raj Jindal

Chairman  
DIN: 00005301  
Place: Baytown, Texas

### Narendra Mantri

President Commercial & CFO  
Place : New Delhi



Statement containing salient features of the financial statement of Subsidiaries/Joint Ventures pursuant to first proviso to sub-section [3] of section 129 read with rule 5 of Companies (Accounts) Rules, 2014  
 Form AOC - I  
 Part "A": Subsidiaries

S. No.	Name of the subsidiary	Date of becoming a subsidiary (acquisition)	Note	Reporting period	Financial year ended	Ex-change rates #	Report-ing Curren-cy	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Invest-ments	Turnover	Profit/ (Loss) before taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed Dividend	% of sharehol -ding/ Voting Power
1	Jindal IIT Limited	March 31, 2008	a, c	Apr'20-Mar'21	March 31, 2021	1.00	INR	7,916.06	(86,357.73)	1,58,438.87	2,36,880.54	0.53	2,072.14	(10,264.03)	(1,456.80)	(8,807.23)	-	51.00%
2	IJP Jindal Metals & Alloys Limited	August 9, 2004	a	Apr'20-Mar'21	March 31, 2021	1.00	INR	1,400.00	14,694.51	21,283.56	5,189.05	-	18,600.11	2,121.47	541.26	1,580.21	-	80.71%
3	S.V. Trading Limited	September 5, 2007	a, c	Apr'20-Mar'21	March 31, 2021	73.11	USD	6,543.35	24,196.87	36,141.30	5,401.07	11,462.26	-	(314.99)	-	(314.99)	-	100.00%
4	Quality Iron and Steel Limited	June 24, 2011	a, b	Apr'20-Mar'21	March 31, 2021	1.00	INR	6.00	(8.30)	0.05	2.35	-	-	(0.93)	-	(0.93)	-	100.00%
5	Rajael Holdings Limited	June 19, 2011	a, c	Jan'20-Dec'20	December 31, 2020	89.74	Euro	3.34	(7,263.91)	310.87	7,571.44	286.49	-	(5,940.73)	-	(5,940.73)	-	100.00%
6	Jindal Saw Holdings FZE	October 19, 2009	a	Apr'20-Mar'21	March 31, 2021	19.90	AED	21,283.40	(14,034.36)	44,106.62	36,857.58	-	-	(509.78)	-	(509.78)	-	100.00%
7	Greenray Holdings Limited	June 19, 2011	a	Apr'20-Mar'21	March 31, 2021	100.75	GBP	13,939.16	(13,864.62)	1,583.59	1,509.04	-	-	(3.83)	-	(3.83)	-	100.00%
8	Jindal Tubular (India) Limited	February 5, 2015	a	Apr'20-Mar'21	March 31, 2021	1.00	INR	705.00	(76.67)	966.73	338.40	-	1,506.52	(105.84)	(25.95)	(79.89)	-	100.00%
9	Jindal Quality Tubular Limited	September 15, 2015	a	Apr'20-Mar'21	March 31, 2021	1.00	INR	966.76	48.52	14,823.31	13,818.03	-	4,472.98	529.83	64.54	465.29	-	67.00%
10	JITF Shipyards Limited	Mar 31, 2008	a	Apr'20-Mar'21	March 31, 2021	1.00	INR	200.00	9,081.04	9,363.18	82.14	-	236.48	(21.53)	(5.41)	(16.12)	-	100.00%
11	Jindal Intellicom Limited	March 31, 2010	a, c	Apr'20-Mar'21	March 31, 2021	1.00	INR	1,091.00	4,279.98	7,053.27	1,682.29	1,028.77	7,666.22	1,602.73	396.88	1,205.85	-	98.78%
12	iCom Analytics Limited	August 9, 2010	a, c	Apr'20-Mar'21	March 31, 2021	1.00	INR	15.00	142.03	601.68	444.65	153.42	275.92	76.23	19.86	56.37	-	98.78%
13	Jindal Saw Gulf LLC.	October 19, 2009	a	Apr'20-Mar'21	March 31, 2021	19.90	AED	69,433.96	(18,900.12)	1,07,283.82	56,749.98	-	1,52,471.40	9,008.48	-	9,008.48	-	49.00%
14	World Transload & Logistics LLC	May 22, 2014	a, d	Apr'20-Mar'21	March 31, 2021	73.11	USD	7,195.91	4,683.54	13,339.78	1,460.33	-	11,476.35	2,202.56	990.23	1,212.33	-	100.00%
15	Jindal Saw USA, LLC	July 18, 2007	a, c	Apr'20-Mar'21	March 31, 2021	73.11	USD	10,966.50	28,900.45	77,076.70	37,209.75	10.97	17,952.80	(3,968.24)	(1,111.99)	(2,856.26)	-	100.00%
16	Jindal X LLC	January 6, 2020	a, b	Apr'20-Mar'21	March 31, 2021	73.11	USD	73.11	(113.77)	60.60	101.26	-	-	(99.57)	(29.57)	(69.99)	-	100.00%
17	Jindal Saw Middle East FZC	October 19, 2009	a	Apr'20-Mar'21	March 31, 2021	19.90	AED	19,593.64	(10,400.74)	1,12,704.75	1,03,511.85	-	-	(383.44)	-	(383.44)	-	100.00%
18	Derwent Sand SARL	June 19, 2011	a	Jan'20-Dec'20	December 31, 2020	0.55	DZD	368.17	(2,218.68)	440.57	2,291.08	-	-	32.20	0.06	32.14	-	99.62%
19	Drill Pipe International LLC	May 22, 2014	a	Apr'20-Mar'21	March 31, 2021	73.11	USD	5,457.49	(5,316.12)	5,152.21	5,010.84	-	1,511.83	(841.07)	-	(841.07)	-	100.00%
20	Jindal International FZE	July 8, 2015	a, b	Apr'20-Mar'21	March 31, 2021	19.90	AED	29.86	(58.94)	5.23	34.31	-	-	(10.28)	-	(10.28)	-	100.00%
21	Sulog Transshipment Services Limited	June 29, 2016	a	Apr'20-Mar'21	March 31, 2021	1.00	INR	2,690.06	1,168.26	11,349.70	7,491.39	-	-	(554.18)	-	(554.18)	-	51.00%

Notes:

- a) Financial information has been extracted from the audited standalone financial statements.
  - b) Subsidiaries yet to commence operations
  - c) Investment excludes investment in subsidiary.
  - d) Comprises of consolidated results of following subsidiaries 1) Tube Technologies INC, 2) 5101 Boone LLP, 3) Helical Anchors INC, 4) Boone Real Property Holding LLC
- # Exchange rates on financial year ending date.



Statement containing salient features of the financial statement of Subsidiaries/Joint Ventures pursuant to first proviso to sub-section [3] of section 129 read with rule 5 of Companies (Accounts) Rules, 2014  
Form AOC - I  
Part "B": Associate and Joint venture

S.No.	Name of the associate /joint venture	Financial year ended	Share in associate/joint venture held by the company on March 31, 2021			Description of how there is significant influence	Networth attributable to shareholders as per latest audited balance sheet (₹ lakhs)	Profit / (loss) for the year ended March 31, 2021	
			Number of shares	Amount of investment in associate (₹ lakhs)	Extent of holding %			Considered in consolidation	Not considered in consolidation
1	Jindal Fittings Limited	March 31, 2021	1,39,96,803	-	36.00%	% of share capital	[2,286.60]	-	99.34
2	Jindal MMG, LLC	March 31, 2021	500	-	50.00%	% of share capital	[248.46]	-	[76.02]

**CONSOLIDATED  
FINANCIAL  
STATEMENTS**

## AUDITORS' REPORT

### INDEPENDENT AUDITORS' REPORT

#### To the Members of Jindal SAW Limited

#### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying Consolidated Financial Statements of Jindal Saw Limited [hereinafter referred to as the 'Holding Company'] and its subsidiaries [Holding Company, and its subsidiaries together referred to as "the Group"], its associate and joint venture [refer Notes 3.3 and 51 to the attached Consolidated Financial Statements], which comprise the consolidated Balance Sheet as at March 31, 2021, and the consolidated Statement of Profit and Loss [including Other Comprehensive Income], the consolidated statement of changes in equity and the consolidated cash flows statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records. [hereinafter referred to as "the Consolidated Financial Statements"].
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ["the Act"] in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and joint venture as at March 31, 2021, of consolidated total comprehensive income [comprising of profit and other comprehensive income], consolidated changes in equity and its consolidated cash flows for the year then ended.

#### Basis for Qualified Opinion included in Auditors' report of a Subsidiary Company

3. The audit report on the financial statements of DERWENT SAND SARL, a subsidiary of the Holding Company, issued by an independent firm of auditors vide its report dated 08 April 2021 in French language, translated in English by the management of the Holding Company and furnished to us, contains the following modification, which is reproduced by us as under:  
 "Continuity of operations: During our mission, we recall that the company is in liquidation, under article 711 bis 11 of the Commercial Code".  
 The above modification does not impact our opinion on the Consolidated Financial Statements as the subsidiary company is under liquidation and the same has been disclosed in the Consolidated Financial Statements [refer note 56 to the attached Consolidated Financial Statements].
4. We conducted our audit in accordance with the Standards on Auditing [SAs] specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associate and joint venture in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraphs 19 and 20 of the Other Matters paragraph below is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

5. We draw your attention to Note 63 of the Consolidated Financial Statements, which describes the management's assessment of the financial impact of the events arising out of Coronavirus [Covid-19] pandemic, for which a definitive assessment of the impact in the subsequent period is dependent upon the circumstances as they evolve. Our opinion is not modified in respect of this matter.
6. The audit report on the financial statements of Jindal International FZE, a subsidiary of the Holding Company, issued by an independent firm of auditors vide its report dated May 10, 2021 contains the following emphasis of matter paragraph, which is reproduced by us as under:

"We draw attention to Note 2 of the financial statements of Jindal International FZE. During the year, the shareholder has resolved to discontinue the operations of the entity vide resolution dated January 11, 2021. In view of the above, the going concern assumptions is no longer valid for the entity and accordingly, these financial statements have been prepared on the basis of the accounting convention of realisable/settlement values of assets and liabilities. Our opinion is not qualified in respect of this matter"

Our opinion on the consolidated financial statements is not modified in respect of this matter.

#### Key Audit Matters

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

The Key Audit Matters stated below are reproduced from the report on the audit of standalone financial statements of the Holding Company and are in addition to the matter described in the Basis for Qualified Opinion included in Auditors' report of the Subsidiary Company. The Investments and Loans stated in the Key Audit Matters provided below are eliminated on consolidation and therefore, not appearing in the Consolidated Financial Statements.

## AUDITORS' REPORT

### 7.1 Assessment of the carrying value of investment in and loans granted to a subsidiary, Jindal ITF Limited

[Refer to note 3.6 and note 61 to the Standalone Financial Statements]

#### Description of Key Audit Matter

The Company has an investment of ₹ 39,696.60 lakhs and has advanced loans aggregating ₹ 119,305.22 lakhs to its subsidiary, Jindal ITF Limited ('subsidiary') as at March 31, 2021. The subsidiary had entered into a contract with a public sector undertaking ('PSU') for transporting imported coal to one of the PSU's power generating stations. The contract was for a period of seven years and the subsidiary was the sole transporter and accordingly, had made significant investments to develop the facility. The contract had a clause for compensation in case the supply was lesser than the minimum guaranteed quantity ('MGQ') mentioned in the contract and had specific clauses to be adhered to by both the parties before terminating the contract.

The PSU stopped taking the supplies during the first year of operation and refused to pay compensation towards MGQ and terminated the contract subsequently. The matter was referred to arbitration where the arbitrator had awarded an interim award in favour of the subsidiary amounting to ₹ 35,631.18 lakhs relating to first 2 years of MGQ which was paid by the PSU. Subsequently, the Arbitrator issued the final order in favour of the subsidiary awarding ₹ 189,108 lakhs plus interest and applicable taxes.

The PSU has filed an appeal with Hon'ble High Court of Delhi against the final arbitration order. The Hon'ble High Court passed an interim order directing the PSU to pay ₹ 50,000 lakhs as an interim compensation which was paid by the PSU. Presently, the matter is sub-judice before Hon'ble High Court of Delhi. The Management, in consultation with their legal counsel on the likely outcome of the case, has assessed that there will not be any negative impact on carrying amount of investments and loans including interest thereon, given by the Company to the subsidiary and the same are recoverable.

This has been determined as a key audit matter since the investment made and loans granted by the Company to the subsidiary are material to the Standalone Financial Statements and the subsidiary is currently having insignificant operations. Further, the recovery of investment and loan granted depends on the ultimate recovery of the remaining compensation from the PSU by the subsidiary.

#### How our audit addressed the key audit matter

- Discussed the matter with the management and obtained an understanding of the matter.
- Evaluating appropriateness of the accounting policy of the Company in respect of impairment assessment of equity investments.
- Obtained updates over the legal case and the proceedings that took place during the year.
- Reviewed the contract between the subsidiary and the PSU to corroborate the matters stated in the appeal and details of the claim filed by the subsidiary with the Arbitration Tribunal and the final arbitration order issued in this regard.
- Performed test of design and operating effectiveness of controls over recoverability of the investment and the loans given to the subsidiary with specific focus on whether an impairment provision needs to be recognized.
- Evaluated the recoverability of the said loans and investments considering the arbitration order decided in favour of the subsidiary.
- Discussed the matter with the Company's external legal counsel and evaluated the opinion issued by them which supports the subsidiary's position.

Based on the procedures above, the management's assessment of the carrying value of the investment and loans was considered to be reasonable.

### 7.2 Appropriateness of assessment of impairment in the carrying value of investment and recoverability loan to a wholly owned subsidiary, Jindal Saw Holdings FZE

[Refer to note 3.6 and note 62 to the Standalone Financial Statements]

The Company had made investments of ₹ 12,060.82 lakhs and also advanced loans aggregating ₹ 15,862.69 lakhs to Jindal Saw Holdings FZE ('Subsidiary') as at March 31, 2021. The Subsidiary has been incurring losses and its net worth is lower than the carrying value of investment. This is an indicator of potential impairment to the carrying value of investment and the loans.

The management has obtained an external valuation expert's report [the "management expert"] on valuation of the said subsidiary using the discounted cash flow model in order to determine the recoverable value for assessing the appropriateness of carrying amount of the investment/loans, based on which the management concluded that no adjustment is required to the carrying amount.

This has been determined as a key audit matter since the investment made and the loans granted to the Subsidiary are material to the Standalone Financial Statements of the Company and significant judgement is required in selecting an appropriate discount rate, growth rates and the terminal value determined in estimating the discounted cash flows used by the Management's expert to support the carrying value.

#### How our audit addressed the key audit matter

- Understanding and evaluating the design and testing the operating effectiveness of the Company's controls over monitoring the performance of the Subsidiary and performing an impairment assessment.



## AUDITORS' REPORT

- Evaluating appropriateness of the accounting policy of the Company in respect of impairment assessment of equity investments.
- Obtained the management expert's valuation report and discussed the same with the management and the expert to understand the assumptions, including the discount rate and the growth rates, underlying in the forecast.
- Assessed the reasonableness of the growth rates used in the forecast with the current orders in hand and historical growth rates.
- Assessed, with the involvement of auditor's expert, the appropriateness of the discount rate and terminal value of the subsidiary used in the valuation report of the Management's expert.
- Performed sensitivity tests over the key assumptions and considered them to be within a reasonable and foreseeable range.
- Assessed the historical accuracy of the forecasts by comparing the forecast used in the prior year valuation with the actual performance in the current year. In case the actual performance was lower than the forecast, we obtained the reasons thereof from the management.
- Tested the mathematical accuracy of the underlying calculations.

As a result of the above audit procedures, the Management's assessment of impairment in the carrying value of investment and recoverability of the loan was considered to be reasonable.

### Other Information

8. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's report and management discussions and analysis report, but does not include the Consolidated Financial Statements and our auditor's report thereon.
9. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
10. In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us [Refer sub-paragraphs 19 and 20 below], we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

11. The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group including its associates and joint venture in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.
12. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for assessing the ability of the Group and of its associate and joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
13. The respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for overseeing the financial reporting process of the Group and of its associate and joint venture.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

## AUDITORS' REPORT

15. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal 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 Holding company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
16. We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
17. 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.
18. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

19. We did not audit the financial statements/financial information of 25 subsidiaries whose financial statements/ financial information reflect total assets of ₹ 624,967.38 lakhs and net assets of ₹ 99,836.35 lakhs as at March 31, 2021, total revenue of ₹ 225,742.97 lakhs, total comprehensive income [comprising of loss and other comprehensive income] of ₹ [7,886.67] lakhs and net cash flows amounting to ₹ 13,799.98 lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of total comprehensive income [comprising of profit/loss and other comprehensive income] of ₹ Nil and ₹ Nil for the year ended March 31, 2021 as considered in the Consolidated Financial Statements, in respect of one associate company and one joint venture respectively, whose financial statements/ financial information have not been audited by us. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries, joint venture and associate company and our report in terms of sub-section [3] of Section 143 of the Act including report on Other Information insofar as it relates and is applicable to the aforesaid subsidiaries, joint venture and associate, is based solely on the reports of the other auditors.

In respect of a subsidiary, the auditor's report of the subsidiary available in French language has been translated in English by the management and furnished to us by the management.

## AUDITORS' REPORT

20. We did not audit the financial statements of the Jindal Saw Employee Welfare Trust (the "Trust") included in the Standalone Financial Statements of the Company, which constitutes total assets of ₹ 1,521.30 lakhs and net assets of ₹ 20.94 lakhs as at March 31, 2021, total income of ₹ 36.13 lakhs and excess of income over expenditure of ₹ 19.99 lakhs and net cash flows amounting to ₹ 218.97 lakhs for the year then ended. These financial statements have been audited by other auditor whose report has been furnished to us, and our opinion on the Standalone Financial Statements (including other information) to the extent they have been derived from such financial statements is based solely on the report of such other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

21. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate company incorporated in India, none of the directors of the Group companies and its associate company incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of internal financial controls with reference to financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group, its associate and jointly venture – Refer Note 49 to the Consolidated Financial Statements.
    - ii. The Group, its associate and joint venture had long-term contracts including derivative contracts as at March 31, 2021 for which there were no material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies and associate company incorporated in India except in respect of dividend amounting to ₹ 281.07 lakhs which has been kept in abeyance due to legal case [refer notes 21(d) and 30 to the Consolidated Financial Statements].
    - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended March 31, 2021.
22. The Group, its associate and joint venture 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 Price Waterhouse Chartered Accountants LLP  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

Sougata Mukherjee  
 Partner  
 Membership Number: 057084  
 UDIN: 21057084AAAABQ4991

Place : Gurugram  
 Date : May 27, 2021

## AUDITORS' REPORT

### Annexure A to Independent Auditors' Report

Referred to in paragraph 21[f] of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the consolidated financial statements for the year ended March 31, 2021

### Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

- In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to financial statements of Jindal Saw Limited (hereinafter referred to as "the Holding Company"), its subsidiary companies and its associate company and jointly controlled companies, which are companies incorporated in India, as of that date.

#### Management's Responsibility for Internal Financial Controls

- The respective Board of Directors of the Holding company, its subsidiary companies and its associate company, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### Auditor's Responsibility

- Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
- Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
- We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

#### Meaning of Internal Financial Controls with reference to financial statements

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

#### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

## AUDITORS' REPORT

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### Opinion

8. In our opinion, the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. [Also, refer Note 5 of the main auditor's report].

### Other Matters

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to nine subsidiary companies and one associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016  
Chartered Accountants

Sougata Mukherjee  
Partner  
Membership Number: 057084  
UDIN: 21057084AAAABQ4991

Place : Gurugram  
Date : May 27, 2021



**CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021**

(₹ lakhs)			
Particulars	Notes	As at March 31, 2021	As at March 31, 2020
<b>ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Property, plant and equipment	5	7,05,927.29	7,20,370.34
(b) Capital work-in-progress	5	40,370.43	42,262.72
(c) Right-of-use assets	6	24,553.00	27,511.21
(d) Intangible assets	7	1,077.31	1,240.96
(e) Investments accounted for using the equity method	8, 50	-	-
(f) Financial assets			
(i) Investments	8	13,289.24	12,600.87
(ii) Trade receivables	9	1,141.87	800.55
(iii) Loans	10	53,659.98	50,839.99
(iv) Other financial assets	11	68,279.53	69,154.04
(g) Deferred tax assets (Net)	45	41,025.40	39,307.45
(h) Other non-current assets	12	2,046.34	1,570.49
<b>(2) Current Assets</b>			
(a) Inventories	13	2,91,858.15	2,68,724.90
(b) Financial assets			
(i) Investments	14	6,523.48	278.64
(ii) Trade receivables	15	2,12,519.04	1,86,386.83
(iii) Cash and cash equivalents	16	55,190.97	17,174.38
(iv) Bank balances other than (iii) above	17	17,167.12	17,037.37
(v) Loans	18	6,465.92	5,880.44
(vi) Other financial assets	19	2,900.45	2,410.47
(c) Contract assets	42	3,505.54	1,612.06
(d) Current tax assets (Net)	44	7,950.50	7,505.50
(e) Other current assets	20	67,091.05	72,687.64
(f) Assets held for sale	56	-	2,113.10
<b>TOTAL ASSETS</b>		<b>16,22,542.61</b>	<b>15,47,469.95</b>
<b>EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity share capital	21	6,395.19	6,395.19
(b) Other equity	21.1	6,91,908.29	6,69,954.61
Non-controlling interest		(44,360.09)	(47,458.07)
<b>Liabilities</b>			
<b>(2) Non-Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	22	2,29,828.07	2,36,066.12
(ii) Lease liabilities	23	23,155.80	25,428.05
(iii) Other financial liabilities	24	2,941.00	2,941.00
(b) Provisions	25	13,855.22	14,678.58
(c) Deferred tax liabilities (Net)	45	53,281.14	44,685.52
(d) Other non-current liabilities	26	10,196.95	10,711.58

**CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021**

			(₹ lakhs)	
Particulars	Notes	As at March 31, 2021	As at March 31, 2020	
<b>(3) Current Liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	<b>27</b>	<b>2,08,705.30</b>	2,55,000.23	
(ii) Lease liabilities	<b>28</b>	<b>1,987.88</b>	2,293.71	
(iii) Trade payables				
(A) total outstanding dues of micro enterprises and small enterprises; and	<b>29</b>	<b>1,353.59</b>	820.15	
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	<b>29</b>	<b>1,92,314.72</b>	1,39,319.77	
(iv) Other financial liabilities	<b>30</b>	<b>1,00,549.62</b>	71,318.64	
(b) Other current Liabilities	<b>31</b>	<b>1,25,669.01</b>	1,09,322.48	
(c) Provisions	<b>32</b>	<b>2,426.64</b>	2,286.76	
(d) Current tax liabilities (Net)	<b>44</b>	<b>2,334.28</b>	1,131.39	
(e) Liabilities associated with assets held for sale	<b>56</b>	-	2,574.24	
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>16,22,542.61</b>	<b>15,47,469.95</b>	

This is the consolidated balance sheet referred to in our report of even date  
 The accompanying notes are integral part of these consolidated financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

**Neeraj Kumar**  
 Group CEO & Whole-time Director  
 DIN : 01776688  
 Place: New Delhi

**Prithavi Raj Jindal**  
 Chairman  
 DIN: 00005301  
 Place: Baytown, Texas

**Sougata Mukherjee**  
 Partner  
 Membership Number: 057084

**Sunil K. Jain**  
 Company Secretary  
 M. No. FCS 3056  
 Place : New Delhi

**Narendra Mantri**  
 President Commercial & CFO  
 Place : New Delhi

Place : Gurugram  
 Dated : May 27, 2021

Dated : May 27, 2021

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021**

(₹ lakhs)			
Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020
<b>I. Income</b>			
Revenue from operations	<b>33</b>	<b>10,66,363.58</b>	11,62,703.68
Other income	<b>34</b>	<b>20,839.33</b>	10,914.41
<b>Total Income (I)</b>		<b>10,87,202.91</b>	11,73,618.09
<b>II. Expenses</b>			
Cost of materials consumed		<b>5,94,602.56</b>	6,39,764.52
Purchase of stock-in-trade		<b>7,756.48</b>	33,079.53
Changes in inventories of finished goods, stock-in- trade and work-in- progress	<b>35</b>	<b>392.02</b>	20,620.42
Employee benefits expense	<b>36</b>	<b>89,661.43</b>	96,586.19
Finance costs	<b>37</b>	<b>49,279.07</b>	61,985.06
Depreciation and amortisation expense	<b>38</b>	<b>45,887.23</b>	42,167.21
Other expenses	<b>39</b>	<b>2,49,696.23</b>	2,21,549.63
<b>Total Expenses (II)</b>		<b>10,37,275.02</b>	11,15,752.56
<b>III. Profit/(loss) before exceptional items and tax (I-II)</b>		<b>49,927.89</b>	57,865.53
<b>IV. Exceptional items - income / (expense)</b>	<b>58</b>	-	(11,204.62)
<b>V. Share of profit/ (loss) of associate</b>		-	-
<b>VI. Profit/ (loss) before tax (III+IV+V)</b>		<b>49,927.89</b>	46,660.91
<b>VII. Tax expense:</b>			
(1) Current tax	<b>44</b>	<b>17,423.48</b>	27,511.25
(2) Deferred tax	<b>45</b>	<b>(268.72)</b>	(26,977.04)
<b>Total Tax expense (VII)</b>		<b>17,154.76</b>	534.21
<b>VIII. Profit/ (loss) for the year (VI-VII)</b>		<b>32,773.13</b>	46,126.70
<b>IX. Profit/(loss) for the year attributable to:</b>			
Owners of the parent		<b>31,883.06</b>	55,475.11
Non-controlling interest		<b>890.07</b>	(9,348.41)
		<b>32,773.13</b>	46,126.70
<b>X. Other Comprehensive Income:</b>			
<b>A. Items that will not be reclassified to profit or loss</b>			
(i) Re-measurement gain/ (loss) on defined benefit plans		<b>1,832.46</b>	(1,683.07)
Income tax effect on above		<b>(461.26)</b>	250.01
(ii) Share of profit/ (loss) of associate		-	-
(iii) Equity instruments through other comprehensive income		<b>(4.81)</b>	0.13
Income tax effect on above		<b>0.40</b>	0.46
<b>B. Items that will be reclassified to profit or loss</b>			
(i) Exchange differences in translating the financial statements of a foreign operation		<b>(1,297.24)</b>	1,829.87
(ii) Debt instruments through other comprehensive income		<b>7.48</b>	(106.19)
Income tax effect on above		<b>(1.79)</b>	23.97
		<b>75.24</b>	315.18

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021**

		(₹ lakhs)	
Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020
<b>XI. Total Comprehensive Income for the year (IX+X) (Comprising profit/ (loss) and other comprehensive income for the year)</b>		<b>32,848.37</b>	46,441.88
<b>XII. Other Comprehensive Income for the year attributable to:</b>			
Owners of the parent		<b>(624.39)</b>	2,767.06
Non-controlling interest		<b>699.63</b>	(2,451.88)
		<b>75.24</b>	315.18
<b>XIII. Total Comprehensive Income for the year attributable to:</b>			
Owners of the parent		<b>31,258.67</b>	58,242.17
Non-controlling interest		<b>1,589.70</b>	(11,800.29)
		<b>32,848.37</b>	46,441.88
<b>XIV. Earning per Equity Share (face value of ₹ 2/- each)</b>	<b>54</b>		
[1] Basic		<b>10.02</b>	17.35
[2] Diluted		<b>10.02</b>	17.35

This is the consolidated statement of profit and loss referred to in our report of even date  
The accompanying notes are integral part of these consolidated financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**  
Firm Registration Number: 012754N/N500016  
Chartered Accountants

**Neeraj Kumar**  
Group CEO & Whole-time Director  
DIN : 01776688  
Place: New Delhi

**Prithavi Raj Jindal**  
Chairman  
DIN: 00005301  
Place: Baytown, Texas

**Sougata Mukherjee**  
Partner  
Membership Number: 057084

**Sunil K. Jain**  
Company Secretary  
M. No. FCS 3056  
Place : New Delhi

**Narendra Mantri**  
President Commercial & CFO  
Place : New Delhi

Place : Gurugram  
Dated : May 27, 2021

Dated : May 27, 2021

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

## A. Equity Share Capital

Balance as at April 1, 2019	Changes in equity share capital during 2019-20	Balance as at March 31, 2020	Changes in equity share capital during 2020-21	Balance as at March 31, 2021
6,395.19	-	6,395.19	-	6,395.19

## B. Other Equity

Particulars	Note No.	Reserves and Surplus					Items of Other Comprehensive Income					Total	Non-controlling interest	
		Securities Premium	Debt Redemption Reserve	General Reserve	Capital Reserve on Consolidation	Treasury shares reserve	Retained Earnings	Items that will be reclassified to profit and loss			Total other comprehensive income			
								Exchange differences on translating the financial statements of a foreign operation	Debt instruments through Other Comprehensive Income	Re-measurements of the net defined benefit plans				Equity Instruments through Other Comprehensive Income
<b>Balance as at March 31, 2019</b>		<b>64,233.96</b>	<b>7,881.00</b>	<b>3,16,662.65</b>	<b>1,975.81</b>	<b>-</b>	<b>2,27,957.80</b>	<b>5,208.36</b>	<b>99.36</b>	<b>(1,258.93)</b>	<b>(918.85)</b>	<b>3,129.94</b>	<b>6,21,841.16</b>	<b>(38,225.26)</b>
Profit for the year		-	-	-	-	-	55,475.11	-	-	-	-	-	55,475.11	19,348.41
Other comprehensive Income		-	-	-	-	-	-	4,246.65	(81.22)	(1,398.96)	(86.19)	2,680.28	2,680.28	(2,451.88)
Treasury shares held by ESOP trust	66	-	-	-	-	(748.99)	-	-	-	-	-	-	(748.99)	-
Dividends payments including dividend distribution tax \$	40.3	-	-	-	-	-	(7,709.69)	-	-	-	-	-	(7,709.69)	-
Transfer to / from retained earnings		-	124.84	-	-	-	(124.84)	-	-	-	-	-	-	-
Share issue expenses		-	-	-	-	-	(7.94)	-	-	-	-	-	(7.94)	-
Transfer to / from debenture redemption reserve		-	(750.00)	750.00	-	-	(1575.32)	-	-	-	-	-	(1,575.32)	-
Transaction with non-controlling interests		-	-	-	-	-	-	-	-	-	-	-	-	2,567.48
<b>Balance as at March 31, 2020</b>		<b>64,233.96</b>	<b>7,255.84</b>	<b>3,17,412.65</b>	<b>1,975.81</b>	<b>(748.99)</b>	<b>2,74,015.12</b>	<b>9,455.01</b>	<b>18.14</b>	<b>(2,657.89)</b>	<b>(1,005.04)</b>	<b>5,810.22</b>	<b>6,69,954.61</b>	<b>(47,458.07)</b>
Profit for the year		-	-	-	-	-	31,883.06	-	-	-	-	-	31,883.06	890.07
Other comprehensive Income		-	-	-	-	-	-	(1,983.27)	5.65	1,357.59	29.73	(590.30)	(590.30)	699.63
Treasury shares held by ESOP trust	66	-	-	-	-	(302.40)	-	-	-	-	-	-	(302.40)	-
Dividends payments \$	40.3	-	-	-	-	-	(6,359.02)	-	-	-	-	-	(6,359.02)	-
Transfer to / from debenture redemption reserve		-	(1,005.84)	1,005.84	-	-	-	-	-	-	-	-	-	-
Transaction with non-controlling interests		-	-	-	-	-	(2,677.66)	-	-	-	-	-	(2,677.66)	1,508.28
<b>Balance as at March 31, 2021</b>		<b>64,233.96</b>	<b>6,250.00</b>	<b>3,18,418.49</b>	<b>1,975.81</b>	<b>(1,051.39)</b>	<b>2,96,861.50</b>	<b>7,471.74</b>	<b>23.79</b>	<b>(1,300.30)</b>	<b>(975.31)</b>	<b>5,219.92</b>	<b>6,91,908.29</b>	<b>(44,360.09)</b>

\$ Dividend paid @ ₹ 2.00 and ₹ 2.00 per share of ₹ 2 each during 2020-21 and 2019-20 respectively.

This is the statement of changes in equity referred to in our report of even date.

The accompanying notes are integral part of these consolidated financial statements.

## For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016  
Chartered Accountants

## Sougata Mukherjee

Partner  
Membership Number: 057084

Place : Gurugram

Dated : May 27, 2021

## Neeraj Kumar

Group CEO & Whole-time Director  
DIN : 01776688

Place : New Delhi

## Sunil K. Jain

Company Secretary  
M. No. FCS 3056

Place : New Delhi

Dated : May 27, 2021

## Prithavi Raj Jindal

Chairman  
DIN: 00005301

Place: Baytown, Texas

## Narendra Mantri

President Commercial & CFO  
Place : New Delhi



**CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>A. CASH INFLOW/ (OUTFLOW) FROM THE OPERATING ACTIVITIES</b>		
<b>Net profit/(loss) before tax and after exceptional items</b>	<b>49,927.89</b>	46,660.91
<b>Adjustments for :</b>		
Add/(less)		
Depreciation and amortisation	<b>45,887.23</b>	42,167.21
Income from government grant	<b>(1,128.35)</b>	[1,168.04]
Interest expense and bank charges	<b>47,127.11</b>	54,603.65
Interest expense on finance lease	<b>2,151.96</b>	2,084.02
Loss / (gain) on sale of fixed assets (net)	<b>72.69</b>	[24.39]
Provision for impairment of investment and loan - exceptional item	-	11,204.62
Provision for doubtful debts	<b>2,157.89</b>	882.13
Balances written off /written back (net)	<b>(1,927.25)</b>	1,005.81
Dividend received on investments	-	[0.01]
Effect of Unrealised foreign exchange (gain)/loss	<b>(4,296.84)</b>	9,544.89
Net (gain)/loss on derivatives	<b>(1,114.46)</b>	982.04
(Gain) / loss on sale of current investments	<b>(72.19)</b>	[163.71]
(Gain) / loss on fair valuation of investment	<b>(1.40)</b>	[10.07]
Interest income	<b>(13,012.52)</b>	[11,440.53]
<b>Operating profit before working capital changes</b>	<b>1,25,771.76</b>	1,56,328.54
<b>Adjustments for :</b>		
Inventories	<b>(24,629.73)</b>	53,705.49
Trade receivables	<b>(20,004.84)</b>	38,053.52
Loans, other financial assets and other assets	<b>(1,094.93)</b>	[70,802.62]
Trade payables	<b>67,801.22</b>	[41,919.94]
Other financial liabilities, provisions and other liabilities	<b>17,805.76</b>	39,877.48
<b>Cash generated from operations</b>	<b>1,65,649.24</b>	1,84,982.21
Tax paid	<b>(9,934.53)</b>	[18,519.07]
<b>Net cash inflow / (outflow) from operating activities</b>	<b>1,55,714.71</b>	1,66,463.14
<b>B. CASH INFLOW/(OUTFLOW) FROM INVESTMENT ACTIVITIES</b>		
Purchase/sale of current investments (net)	-	[62.09]
Share application money paid / refund received	-	520.23
Purchase/sale of government securities	-	0.76
Investment in mutual funds	<b>(13,606.42)</b>	[5,386.28]
Sale of mutual funds	<b>6,378.82</b>	5,985.35
Investment in treasury shares by Employee Trust	<b>(302.40)</b>	[748.99]
Dividend received on Investments	-	0.01
Purchase of property, plant and equipment and intangibles	<b>(40,346.39)</b>	[57,171.98]
Sale proceeds from property, plant and equipment and intangibles	<b>653.48</b>	1,445.98
Loans given to related parties and other parties	<b>(8,637.32)</b>	[2,911.11]
Loans received back from related parties and other parties	<b>17,228.06</b>	4,955.09
Interest received	<b>4,029.84</b>	6,515.48
<b>Net cash inflow/(outflow) from investing activities</b>	<b>(34,602.33)</b>	[46,857.55]

**CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>C. CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES</b>		
Dividend paid [For FY 2019 - 20 including dividend distribution tax]	<b>(6,300.01)</b>	(7,650.34)
Transaction with non controlling interest	<b>(877.28)</b>	1,050.71
Interest and bank charges paid	<b>(49,198.43)</b>	(57,160.15)
Loan repaid to related parties	<b>(2,042.30)</b>	(424.68)
Loan taken from related parties	<b>4,232.95</b>	35.56
Increase/(decrease) in current borrowings	<b>(43,186.98)</b>	(24,446.55)
Proceeds from non-current borrowings	<b>33,138.00</b>	6,846.43
Repayment of long- term borrowings	<b>(60,554.99)</b>	(29,206.54)
Payment of finance lease	<b>(4,327.32)</b>	(2,842.00)
Proceeds from debentures	<b>50,000.00</b>	-
Redemption of debentures including premium	<b>(4,000.00)</b>	(3,000.00)
Share issue expenses	-	(7.94)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>(83,116.36)</b>	(1,16,805.49)
<b>Net changes in cash and cash equivalents</b>	<b>37,996.02</b>	2,800.10
Cash and cash equivalents at beginning of the year	<b>17,282.62</b>	14,438.05
Exchange difference on translation of foreign currency cash and cash equivalents	<b>(87.67)</b>	44.47
<b>Cash and cash equivalents at end of the year [refer Note 16]</b>	<b>55,190.97</b>	17,282.62
<b>Cash and cash equivalents at end of the year [refer Note 16]</b>	<b>55,190.97</b>	17,282.62

**NOTES:**

- Increase/(decrease) in short term borrowings are shown net of repayments.
- Figures in bracket indicates cash out flow.
- The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows'
- Cash and Cash equivalent includes ₹ 469.98 lakhs (March 31, 2020 ₹ 251.01 lakhs) held by Jindal Saw Employee Welfare Trust for use by Trust only. Refer Note 66
- Significant non cash movements in borrowings are towards foreign exchange fluctuations and other adjustments amounting to ₹ 4,178.13 lakhs (March 31, 2020 - ₹ 50,127.83 lakhs).

This is the consolidated statement of cash flows referred to in our report of even date For and on behalf of Board of Directors of Jindal SAW Limited  
 The accompanying notes are integral part of these consolidated financial statements.

For **Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016  
 Chartered Accountants

**Neeraj Kumar**  
 Group CEO & Whole-time Director  
 DIN : 01776688  
 Place: New Delhi

**Prithavi Raj Jindal**  
 Chairman  
 DIN: 00005301  
 Place: Baytown, Texas

**Sougata Mukherjee**  
 Partner  
 Membership Number: 057084

**Sunil K. Jain**  
 Company Secretary  
 M. No. FCS 3056  
 Place : New Delhi

**Narendra Mantri**  
 President Commercial & CFO  
 Place : New Delhi

Place : Gurugram  
 Dated : May 27, 2021

Dated : May 27, 2021

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 1. Corporate and General Information

Jindal Saw Limited ["JSAW" or "Parent"] is domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ["NSE"] and the Bombay Stock Exchange ["BSE"], in India. The registered office of JSAW is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, District Mathura, 281403 [U.P.] India.

Under Companies Act, 2013, Group is defined as parent, subsidiaries, joint ventures and associates. For the purpose of these financial statements, the aforesaid definition under Companies Act, 2013 has been considered.

Group is a leading global manufacturer and supplier of Iron & Steel pipe products, fittings and accessories with manufacturing facilities in India, USA, Europe and UAE. Its products have application in oil and gas exploration, transportation, power generation, supply of water for drinking, drainage, irrigation purposes and other industrial applications.

### 2. Basis of preparation

The Consolidated financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 [ the Act] [ Companies [ Indian Accounting Standards ] Rules, 2015] and other relevant provisions of the Act.

The Group has consistently applied the accounting policies used in the preparation for all periods presented.

The Significant accounting policies used in preparing the consolidated financial statements are set out in Note 3 of the Notes to the Consolidated Financial Statements.

### 3. Significant Accounting Policies

#### 3.1 Basis of Measurement

The consolidated financial statements have been prepared on accrual basis and under the historical cost convention except following which have been measured at fair value:

- Certain financial assets and liabilities except certain Investments and borrowings carried at amortised cost,
- assets held for sale – measured at fair value less cost of disposal,
- defined benefit plans – plan assets measured at fair value,
- derivative financial instruments.

The consolidated financial statements are presented in Indian Rupees (₹), which is the Group's functional and Group's presentation currency and all amounts are rounded to the nearest lakhs (₹ 00,000) and two decimals thereof, except as stated otherwise.

#### 3.2 Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note 4 on significant accounting estimates, assumptions and judgements).

#### 3.3 Basis of consolidation

The consolidated financial statements relate to Parent company, subsidiaries, joint venture and associate ('Group'). Subsidiary are those entities in which the Parent directly or indirectly, has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Under Ind AS 111, Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The consolidated financial statements have been prepared on the following basis:-

- a) The financial statements of the subsidiaries are combined on a line-by-line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 –'Consolidated Financial Statements' notified under Section 133 of the Act, read with Companies [Indian Accounting Standards] Rules, 2015 as amended time to time.
- b) Interest in associates and joint ventures are consolidated using equity method as per IND AS 28 – 'Investment in Associates and Joint Ventures'. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the Group investment in the joint venture and associate.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- c) In the case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average exchange rates prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Components of equity are translated at closing rate. Any gain / [Loss] on exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve [FCTR].
- d) The acquisitions of businesses outside the Group are accounted for using the acquisition method. The difference between the cost of investment in the subsidiaries and the Parent's share of net assets at the time of acquisition of control in the subsidiaries is recognised in the financial statement as goodwill. However, resultant gain [bargain purchase] is recognized in other comprehensive income on the acquisition date and accumulated to capital reserve in equity.
- e) Non-controlling Interest [NCI] in the results and net assets of the consolidated subsidiaries is identified and presented in the consolidated statement of profit and loss, balance sheet and statement of change in equity separately from liabilities and the equity attributable to the Parent's shareholders. NCI in the net assets of the consolidated subsidiaries consists of:
- The amount of equity attributable to NCI at the date on which investment in a subsidiary is made; and
  - The NCI share of movement in the equity since the date the parent subsidiary relationship came into existence.
- f) NCI in the total comprehensive income [comprising of profit and loss and other comprehensive income] for the year, of consolidated subsidiaries is identified and adjusted against the total comprehensive income of the Group. Where accumulated losses attributable to the NCI before the date of transition to IND AS i.e. April 1, 2014 are in excess of their equity, in the absence of actual obligation of the NCI, the same is accounted for by Parent. However, losses attributable over and above the share of NCI are borne by NCI even if it results in their deficit balance subsequent to IND AS transition date.
- g) Where Group has contractual obligation [Put, call or any other] to deliver cash or another financial asset and to settle any compound financial instruments classified by subsidiary as equity or mix of equity and liability, to the extent there is such an obligation or a component of it subject to obligation, the equity component considered by subsidiary is classified as financial liability in consolidated financial statement.
- h) For acquisitions of additional interests in subsidiaries, where there is no change in control, the Group recognises a reduction to the non-controlling interest of the respective subsidiary with the difference between this figure and the cash paid, inclusive of transaction fees, being recognised in equity. In addition, upon dilution of non-controlling interests the difference between the cash received from sale or listing of the subsidiary shares and the increase to non-controlling interest is also recognised in equity. If the Group loses control over a subsidiary, it derecognises the related assets [including goodwill], liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit and loss. Any investment retained is recognised at fair value. The results of subsidiaries acquired or disposed of during the year are included in the consolidated Profit and Loss Statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.
- i) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the companies separate financial statements.

### 3.4 Business Combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

### 3.5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of Jindal Saw Limited has appointed Group CEO who assesses the financial performance and position of the Group, and make strategic decisions. The Group CEO has been identified as being the chief decision maker. Refer Note number 42 for segment information provided.

### 3.6 Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

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 group 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 the statement of profit and loss during the reporting period in which they are incurred.

Cost of mine development is capitalised as Property, Plant and Equipment under the heading "Mine development" in the year in which they are incurred.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates, which are different than those specified by Schedule II to the Companies Act 2013, in order to reflect the actual usage of the assets, except, moulds which are depreciated based on units of production method. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Freehold land is not depreciated. Estimated useful lives of the assets are as follows:

Category of assets	Life in years
Leasehold Land*	Lease period
Leasehold Improvements	7-60
Buildings	3-60
Plant and Equipment	2-50
Electrical Installation	10-25
Moulds	Unit of production
Furniture and Fixtures	2-20
Vehicles	3-25
Computer Equipments	3-25
Office Equipments	2-15
Containers, Barges and Vessels	5-28
Mine Development	5

\* in the nature of perpetual lease

The gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss in the year of disposal or retirement.

### 3.7 Intangible Assets

Identifiable intangible assets are recognised a) when the Group controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Group and c) the cost of the asset can be reliably measured.

Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets' useful lives are reviewed at each financial year end.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 3.8 Impairment of non-current assets

Non-current assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

### 3.9 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Group's cash management. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

### 3.10 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis.

### 3.11 Leases

The Group enters into various lease arrangements for leasing of various types of assets. Effective April 1, 2019 with pronouncement of Ind AS 116, leases, the recognition, presentation and disclosure of lease by the Group has been done as per Ind AS 116. As per Ind AS 116, leases, the arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets for a period of time in exchange for consideration, even if that right is not explicitly specified in an arrangement.

#### Lease accounting by the Group as a lessee

Group as lessee will measure the right-of-use asset at cost by recognition of a right-of-use asset and a lease liability on initial measurement of the right-of-use asset at the commencement date of the lease.

The cost of the right-of-use asset will comprise:

- i) the amount of the initial measurement of the lease liability,
- ii) any lease payments made at or before the commencement date less any incentives received,
- iii) any initial direct costs incurred
- iv) an estimate of costs to be incurred in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability will be initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if the rate cannot be readily determined incremental borrowing rate will be considered. Interest on lease liability in each period during the lease will be the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability.

Lease payments will comprise the following payments of the underlying assets for the right-of-use during the lease term that are not paid at the commencement date:

- i) fixed payments less any lease incentives receivable
- ii) variable lease payments
- iii) amounts expected to be payable under residual value guarantees
- iv) the exercise price of a purchase option, if the Group is reasonably certain to exercise that option
- v) payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

Subsequent measurement of the right-of-use asset will be at cost, the value of right-of-use asset will be at cost less accumulated depreciation and impairment loss and adjustment (if any), for re-measurement of the lease liability.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The right-of-use asset will be depreciated from the commencement date to the earlier of the end of the useful life of the asset or the end of lease term, unless lease transfers ownership of the underlying asset to the Group by the end of the lease term or if the cost of the right-of-asset reflects that the Group will exercise a purchase option, in such case the Group will depreciate asset to the end of the useful life.

Subsequent measurement of the lease liability after the commencement date will reflect the initially measured liability increased by interest on lease liability, reduced by lease payments and re-measuring the carrying amount to reflect any re-assessment or lease modification.

Under the cash flow statement, cash flow from lease payments including interest are presented under financing activities. Short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented as cash flows from operating activities.

The Group has elected to adopt the practical expedient not to account for short term leases or leases for which the underlying asset is of low value, as right-of-use assets. Group will recognise these lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

### Lease accounting by the Group as a lessor

Group as a lessor need to classify each of its leases either as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

### Finance lease

At the commencement date, the lessor will recognise assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. Net investment is the discount value of lease receipts net of initial direct costs using the interest rate implicit in the lease. For subsequent measurement of finance leased assets, the group will recognise interest income over the lease period, based on a pattern reflecting a constant periodic rate of return on the group's net investment in the lease.

### Operating lease

Group recognises lease receipts from operating leases as income on either a straight-line basis or another systematic basis. Group will recognise costs, including depreciation incurred in earning the lease income as expense.

## 3.12 Employee Benefits

- a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered. Liabilities for wages and 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 service 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 settled. The liabilities are presented as current employee benefit obligations under other current financial liabilities in the Balance Sheet.
- b) Leave encashment is accounted for using the projected unit credit method, on the basis of actuarial valuations carried out by third party actuary at each balance sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.
- c) Contribution to provident fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services. No further liability of the Group once contribution is made.
- d) The liability or asset recognised in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuary using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR 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 benefits expense in the statement of profit and loss.

Re-measurement 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.

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

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Group operates number of defined benefit plans for gratuity, which requires contributions to be made to a separately administered funds. These funds are managed by a various trusts. These trusts have taken policies from an insurance company. These benefits are partially funded.

### 3.13 Discontinued operation and non-current assets (or disposal groups) held for sale or distribution.

Non-current assets [or disposal groups] are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised.

A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

### 3.14 Foreign currency translation

#### (a) Functional and presentation currency

Consolidated financial statements have been presented in Indian Rupees (₹), which is the Group's functional currency and Group's presentation currency. Each entity in the Group determines its own functional currency (the currency of the primary economic environment in which the entity operates) and items included in the financial statements of each entity are measured using that functional currency.

#### (b) Transaction and balances

Transactions in foreign currencies are initially recorded by the entities in Group at their respective functional currency rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the year-end exchange rates are recognised in statement of profit and loss.

Exchange gain and loss on debtors, creditors and other than financing and investing activities on a net basis are presented in the statement of profit and loss, as other income and as other expenses respectively. Foreign exchange gain and losses on financing activities to the extent that they are regarded as an adjustment to interest costs are presented in the statement of profit and loss as finance cost and balance gain and loss are presented in statement of profit and loss as other income and as other expenses respectively.

Non-monetary items that are measured at fair value in foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit and loss are recognised in profit and loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

### 3.15 Financial instruments – initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### a) Financial Assets

Financial Assets are classified at amortised cost or fair value through other comprehensive income or fair value through profit and loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing these assets changes.

For impairment purposes significant financial assets are tested on an individual basis and other financial assets are assessed collectively in groups that share similar credit risk characteristics.

### Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

### Investment in debt instruments

Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets classified at amortised cost 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 on acquisition and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss. Interest income from these financial assets is included in other income using the effective interest rate method.
- **Fair value through profit or loss (FVPL):** Any financial asset that does not meet the criteria for classification as at amortized cost or as financial assets at fair value through other comprehensive income, is classified as at financial assets at fair value through profit or loss. Financial assets at fair value through profit or loss are at each reporting date fair valued with all the changes recognized in the statement of profit or loss.

### Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, less provision for impairment. For some trade receivables the Group may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counterparty is in default under the terms of the agreement.

Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and changes in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income.

### Investment in equity instruments

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit and Loss if such investments in equity securities are held for trading purposes. Fair value gains or losses of all other equity

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

securities are recognized in Other Comprehensive Income. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit and loss. Dividends from such investments are recognised in profit and loss as other income when the Group's right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### De-recognition of financial asset

A financial asset is derecognised only when

- The Group has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

### b) Financial Liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

#### Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit and loss include financial liabilities held for trading. The Group has not designated any financial liabilities upon initial measurement recognition at fair value through profit and loss. Financial liabilities at fair value through profit and loss are accounted at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

#### Financial liabilities measured at amortised cost

##### Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently re-measured.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of profit and loss.

Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Borrowings are classified as current liabilities unless the Group has unconditional right to defer settlement of the liability for at least twelve months after reporting period.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent unpaid liabilities for goods and services provided to the Group till the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. Trade payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.

### De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of Profit and Loss.

### Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

### 3.16 Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the statement of profit and loss.

### 3.17 Embedded derivatives

Derivatives embedded in a host contract that is an asset within the scope of IND AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

#### Embedded foreign currency derivatives

Embedded foreign currency derivatives are not separated from the host contract if they are closely related. Such embedded derivatives are closely related to the host contract, if the host contract is not leveraged, does not contain any option feature and requires payments in one of the following currencies:

- The functional currency of any substantial party to that contract,
- The currency in which the price of the related goods or service that is acquired or delivered is routinely denominated in commercial transactions are the world,
- A currency that is commonly used in contracts to purchase or sell non-financial items in the economic environment in which the transaction takes place [i.e. relatively liquid and stable currency].

Foreign currency embedded derivatives which do not meet the above criteria are separated and the derivative is accounted for at fair value through profit and loss. The Group currently does not have any such derivatives which not closely related.

### 3.18 Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction cost is allocated to the liability and the equity component, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

### 3.19 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 3.20 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

All other borrowing costs are expensed in the period in which they occur.

### 3.21 Taxation

Income tax expenses or credit for the period comprise of tax payable on the current period's taxable income based on the applicable income tax rate, the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, minimum alternative tax (MAT) and previous year tax adjustments.

Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income, such change could be for change in tax rate.

The current income tax charge or credit is calculated on the basis of the tax law enacted or substantively enacted at the end of the reporting period in the countries where the Parent and its subsidiaries and associates operate and generate taxable income after considering allowances, exemptions and unused tax losses under the provisions of the applicable Income Tax Laws. 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 tax authorities. Current tax assets and tax liabilities are offset where the entity 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.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

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.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

The Group recognises Credit of MAT as an asset when there is reasonable certainty that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account and included in the deferred tax assets.

The Group reviews the same at each balance sheet date and writes down the carrying amount of such deferred tax assets on MAT to the extent there is no longer convincing evidence to the effect that the Group will pay normal income tax during the specified period. Deferred tax assets for MAT is adjusted against the current tax liability on utilisation of such credits for MAT. The carrying amount of MAT is reviewed at each balance sheet date.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 3.22 Revenue recognition and other income

#### a) Sale of goods

The Group manufactures various types of steel pipes and pellet. Revenue is recognised when a customer obtains control of a promised good and thus has the ability to direct the use and obtain the benefits from the good in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and when there are no longer any unfulfilled obligations to the customer. Revenue is recognised net of Goods and Service Tax (GST).

#### b) Sale of power

Revenue from the sale of power is recognised when the electricity is supplied and is measured as per the contractually agreed tariff rates.

#### c) Sale of services-job work

Revenue from job work charges are recognised on completion of services and transfer of control to customer over goods subject to Job Work. Stage of completion is determined using "Input methods" as a proportion of cost incurred to date to the total estimated contract cost. Estimated loss on job work to be undertaken in future years are provided for in the period in which the estimate results in a loss on job work.

#### d) Coal handling and transportation charges

Revenue from Coal transportation through inland waterways is recognised on complete voyage basis/upon unloading of the vessel/barge depending upon the risk and rewards transferred.

#### e) Sale of services - Vessel hire charges

Time charter earning are recognized over time as the performance obligation is satisfied as per charter party agreements.

#### f) Business Process Outsourcing and Information Technology Services

- (i) Business Process Outsourcing Services which comprise of call center, back office and other support services. The revenue from these sale of services which are continuous in nature is recognized on periodic basis.
- (ii) Information Technology Services which comprise of software development and support services, IT maintenance and other development services. The revenue from sale of these services is recognized on periodic basis in case of continuous supply of services and in case of others, on the basis of completion of service.

#### g) Other Operating Income

Interest from customers - Interest from customer is recognised on time proportion basis taking into the account the amount outstanding and the rate applicable as per agreed terms.

Incentives on exports and other Government Grants related to operations are recognised in books after due consideration of certainty of utilization/receipt of such incentives. For Government grant refer Note 3.23.

#### h) Other Income

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

Dividend - Dividend income is recognised when the right to receive dividend is established.

### 3.23 Government grants

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme. Such grants are recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognised prospectively over the remaining life of the assets.

The Group has option to present the government grant related to fixed assets by deducting the grant from the carrying value of the asset and to present the non-monetary grant at a nominal amount. The Group has not availed this option in current financial year.

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government revenue grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 3.24 Dividend distribution

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable (including applicable tax payable) is recognised directly in equity.

### 3.25 Earnings per share

Basic earnings per Share is computed using the net profit attributable to the equity shareholders of the Parent and weighted average number of shares outstanding during the year excluding treasury shares. The weighted average number of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue ) for such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the equity shareholder of the Parent and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive and excludes treasury shares. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

### 3.26 Provisions and Contingencies

#### a) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions 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.

#### i) Gratuity and leave encashment provision

Refer Note 3.12, for provision relating to gratuity and leave encashment.

#### ii) Mine restoration or assets retirement obligation

Mine restoration expenditure is provided for in the Statement of Profit and Loss based on present value of estimated expenditure required to be made towards restoration and rehabilitation at the time of vacation of mine. The cost estimates are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost estimates or life of operations. The unwinding of the discount on provision is shown as a finance cost in the Statement of Profit and Loss.

#### b) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the financial statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

### 3.27 Investment in associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement and have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Investment in associates and joint ventures are accounted for using the equity method of accounting, after initially being recognised at cost.

### 3.28 Current versus non-current classification

The Group presents assets and liabilities in Balance Sheet based on current/non-current classification. The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

An asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it is:

- a) Expected to be settled in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

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

### 3.29 Share Appreciation Rights (Cash Settled)

Pursuant to Securities and Exchange Board of India [Share Based Employee Benefits] Regulation, 2014 ["SBEeb Regulation"], the shareholder of the Parent Company has approved certain share based payment schemes for the employees. The Parent Company has created a trust "Jindal SAW Employee Welfare Trust" (the 'Trust') for day to day operations and managing these schemes. The Parent Company in its standalone financial statement consider this Trust as its extension inspite of being a separate legal entity and shares held by the Trust are considered as treasury shares and disclosed as treasury shares reserve under other equity.

Liabilities for the Parent Company's share appreciation rights are recognised as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the balance sheet.

### 3.30 Recent accounting pronouncements

Ministry of Corporate Affairs ["MCA"] notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2021.

MCA issued notifications dated 24th March, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Company in its financial statements. These amendments are applicable to the Company for the financial year starting 1st April, 2021.

## 4. Critical accounting estimates, assumptions and judgements

In the process of applying the Group's accounting policies, management has made the following estimates, assumption and judgements, which have significant effect on the amounts recognised in the financial statement:

### (a) Property, Plant and Equipment

External adviser or internal technical team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable, the estimates and assumptions made to determine depreciation are critical to the Group's financial position and performance.

### (b) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Group reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the Consolidated Financial Statements.

### (c) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies / claim / litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

### (d) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 5. Property, Plant and Equipment and Capital work-in-progress

Particulars	Freehold Land	Leasehold Land	Leasehold Improvements	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Mine Development	Barges	Vessels	Total	Capital Work in Progress
<b>Gross Block</b>													
<b>As at April 1, 2019</b>	97,619.01	12,739.25	1,594.04	1,13,064.69	6,05,559.13	2,255.57	3,568.43	5,386.09	531.09	24,029.31	17,328.28	8,83,674.89	25,978.72
Additions	525.55	-	12.39	216.06	4,734.09	190.73	585.88	261.36	-	-	-	6,526.06	52,029.27
Add/(Less): Transfer from CWIP	-	-	28.94	4,139.69	30,532.85	169.80	77.51	960.61	-	-	-	35,909.40	(35,909.40)
(Add)/(Less): Disposal/Adjustments	-	949.59	-	111.23	5,138.50	27.34	(394.51)	129.83	531.09	-	-	6,493.07	57.99
Add/(Less): Currency translation	434.46	-	29.29	2,614.63	9,171.72	44.43	102.58	47.27	-	-	-	12,444.38	222.12
<b>As at March 31, 2020</b>	<b>98,579.02</b>	<b>11,789.66</b>	<b>1,664.66</b>	<b>1,19,923.84</b>	<b>6,44,859.29</b>	<b>2,633.19</b>	<b>4,728.91</b>	<b>6,525.50</b>	-	<b>24,029.31</b>	<b>17,328.28</b>	<b>9,32,061.66</b>	<b>42,262.72</b>
Additions	91.76	-	-	101.14	4,545.15	153.62	584.24	290.34	-	-	-	5,766.25	35,851.70
Transfer from discontinued	-	-	-	-	-	-	-	12.09	-	-	-	12.09	-
Add/(Less): Transfer from CWIP	-	-	2.17	5,335.01	21,152.42	93.48	-	296.23	-	-	-	26,879.31	(26,879.30)
(Add)/(Less): Disposal/Adjustments	-	-	-	24.46	7,473.76	45.60	284.77	160.69	-	-	-	7,989.28	10,160.95
Add/(Less): Currency translation	(170.38)	-	(11.90)	(1,038.26)	(3,696.51)	(18.66)	(43.82)	(18.26)	-	-	-	(4,997.79)	(703.74)
<b>As at March 31, 2021</b>	<b>98,500.40</b>	<b>11,789.66</b>	<b>1,654.93</b>	<b>1,24,297.27</b>	<b>6,59,386.59</b>	<b>2,816.03</b>	<b>4,984.56</b>	<b>6,945.21</b>	-	<b>24,029.31</b>	<b>17,328.28</b>	<b>9,51,732.24</b>	<b>40,370.43</b>
<b>Accumulated Depreciation</b>													
<b>As at April 1, 2019</b>	-	1,031.17	470.73	19,623.44	1,32,421.64	1,487.75	1,853.48	2,724.74	513.46	4,060.32	4,098.56	1,68,285.29	-
Charge for the period- Continued	-	175.03	94.63	3,839.34	32,774.78	197.55	352.48	750.97	17.63	826.20	1,177.88	40,206.49	-
(Add)/(Less): Disposal/Adjustments	-	74.15	-	0.77	907.64	36.49	(98.79)	95.41	531.09	-	-	1,546.76	-
Add/(Less): Currency translation	-	-	14.16	750.60	3,817.99	45.62	79.57	38.36	-	-	-	4,746.30	-
<b>As at March 31, 2020</b>	-	<b>1,132.05</b>	<b>579.52</b>	<b>24,212.61</b>	<b>1,68,106.77</b>	<b>1,694.43</b>	<b>2,384.32</b>	<b>3,418.66</b>	-	<b>4,886.52</b>	<b>5,276.44</b>	<b>2,11,691.32</b>	-
Transfer from discontinued	-	-	-	-	-	-	-	11.29	-	-	-	11.29	-
Charge for the period- Continued	-	175.03	93.56	4,274.13	35,487.36	248.66	352.76	790.00	-	826.20	749.50	42,997.20	-
(Add)/(Less): Disposal/Adjustments	-	-	-	23.96	6,461.17	39.93	176.04	152.71	-	-	-	6,853.81	-
Add/(Less): Currency translation	-	-	(6.03)	(317.68)	(1,652.03)	(171.13)	(32.58)	(15.60)	-	-	-	(2,041.05)	-
<b>As at March 31, 2021</b>	-	<b>1,307.08</b>	<b>667.05</b>	<b>28,145.10</b>	<b>1,95,480.93</b>	<b>1,886.03</b>	<b>2,528.46</b>	<b>4,051.64</b>	-	<b>5,712.72</b>	<b>6,025.94</b>	<b>2,45,804.94</b>	-
<b>Net carrying amount</b>													
As at March 31, 2020	98,579.02	10,657.61	1,085.14	95,711.23	4,76,752.52	938.76	2,344.59	3,106.84	-	19,142.79	12,051.84	7,20,370.34	42,262.72
As at March 31, 2021	98,500.40	10,482.58	987.88	96,152.17	4,63,905.66	930.00	2,456.10	2,893.57	-	18,316.59	11,302.34	7,05,927.29	40,370.43

#### Notes:

- Freehold land includes ₹ 1,950 lakhs (Previous year ₹ 1,950 lakhs) for which conveyance deed is yet to be executed.
- Refer Note 22 and 27 for property, plant and equipment pledged as security with lenders of the Group.
- Refer Note 48 for borrowing cost and foreign exchange capitalised.
- Refer Note 56 for discontinued operations and assets held for sale.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 6. Right-of-use assets

(₹ lakhs)

Particulars	Leasehold Land	Buildings	Plant and Equipment	Total
<b>Gross Block</b>				
<b>Opening ROU as at April 01, 2019 (on adoption of Ind AS 116)</b>	13,746.04	1,272.20	3,135.51	18,153.75
Additions	-	6,854.97	3,170.93	10,025.90
Add/(Less): Currency translation	1,191.56	64.56	-	1,256.12
<b>As at March 31, 2020</b>	<b>14,937.60</b>	<b>8,191.73</b>	<b>6,306.44</b>	<b>29,435.77</b>
Additions	-	102.32	-	102.32
Deletion	-	[95.06]	-	[95.06]
Add/(Less): Currency translation	[467.66]	[25.34]	-	[493.00]
<b>As at March 31, 2021</b>	<b>14,469.94</b>	<b>8,173.65</b>	<b>6,306.44</b>	<b>28,950.03</b>
<b>Accumulated Depreciation</b>				
<b>As at April 1, 2019</b>	<b>74.15</b>	<b>-</b>	<b>122.46</b>	<b>196.61</b>
Charge for the period- Continued	697.32	674.61	292.70	1,664.63
Add/(Less): Currency translation	42.56	20.76	-	63.32
<b>As at March 31, 2020</b>	<b>814.03</b>	<b>695.37</b>	<b>415.16</b>	<b>1,924.56</b>
Charge for the period- Continued	726.94	1,273.11	563.41	2,563.46
Deletion	-	[43.99]	-	[43.99]
Add/(Less): Currency translation	[31.60]	[15.40]	-	[47.00]
<b>As at March 31, 2021</b>	<b>1,509.38</b>	<b>1,909.09</b>	<b>978.57</b>	<b>4,397.04</b>
<b>Net carrying amount</b>				
<b>As at March 31, 2020</b>	<b>14,123.57</b>	<b>7,496.36</b>	<b>5,891.28</b>	<b>27,511.21</b>
<b>As at March 31, 2021</b>	<b>12,960.57</b>	<b>6,264.56</b>	<b>5,327.87</b>	<b>24,553.00</b>

#### Notes:

The Company has taken followings nature of assets on lease under the various lease agreements :-

1. Seamless pipe manufacturing facility
2. Installation and maintenance of Solar Power panels
3. Stainless steel manufacturing facility
4. DI Fittings manufacturing facility
5. Premises/office premises lease/warehouse facility/plant/Land

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 7. Intangible assets and Intangible assets under development

(₹ lakhs)

Particulars	Software	Intangible assets under development
<b>Gross Block</b>		
<b>As at April 1, 2019</b>	2,146.64	-
Additions	638.19	-
[Add]/Less: Disposal/Adjustments	1.65	-
Add/(Less): Currency translation	20.89	-
<b>As at March 31, 2020</b>	<b>2,804.07</b>	-
Additions	166.00	-
Transfer from discontinued	1.30	-
[Add]/Less: Disposal/Adjustments	14.96	-
Add/(Less): Currency translation	[8.20]	-
<b>As at March 31, 2021</b>	<b>2,948.21</b>	-
<b>Accumulated Depreciation</b>		
<b>As at April 1, 2019</b>	1,258.55	-
Charge for the period- Continued	295.49	-
Add/(Less): Currency translation	9.30	-
[Add]/Less: Disposal/Adjustments	0.23	-
<b>As at March 31, 2020</b>	<b>1,563.11</b>	-
Transfer from discontinued	0.90	-
Charge for the period- Continued	326.57	-
Add/(Less): Currency translation	[4.71]	-
[Add]/Less: Disposal/Adjustments	14.96	-
<b>As at March 31, 2021</b>	<b>1,870.91</b>	-
<b>Net carrying amount</b>		
As at March 31, 2020	1,240.96	-
As at March 31, 2021	1,077.31	-

#### Notes:

(i) Refer Note 56 for discontinued operations and assets held for sale.

**8. Non - Current Investments**

Particulars	As at March 31, 2021			As at March 31, 2020		
	No. of Shares/ Certificates/ Units	Face value (₹)	(₹ lakhs)	No. of Shares/ Certificates Units	Face value (₹)	(₹ lakhs)
<b>Non trade</b>						
<b>A. Equity Shares</b>						
<b>i. Equity Shares- quoted (At fair value through profit and loss)</b>						
a) Adani Ports and Special Economic Zone Limited	10	2	0.07	10	2	0.03
b) Coal India Limited	10	10	0.01	10	10	0.01
c) ONGC Limited	15	5	0.02	15	5	0.01
d) PFC Limited	20	10	0.02	20	10	0.02
e) Reliance Industries Limited	20	10	0.40	20	10	0.22
			0.52			0.29
<b>ii. Equity Shares- unquoted (At fair value through profit and loss)</b>						
a) Jindal Saw Itala S.p.A. Less: Provision for impairment	2,09,000	Euro 1	7,877.14 (7,590.64)	2,09,000	Euro 1	7,020.94 (6,765.59)
			286.50			255.35
<b>iii. Equity Shares- unquoted (At fair value through other comprehensive income)</b>						
a) Jindal Pipe USA Inc.	15,000	US\$ 1	10.97	15,000	US\$ 1	11.35
b) Jindal System Private Limited	500	100	30.20	500	100	35.01
c) Jindal Tubular USA LLC - Equity Component of 0.01% non cumulative preference shares	13,31,900	US\$ 1	-	13,31,900	US\$ 1	-
d) DI Spun Pipe Research and Development Association	5,560	10	0.56	5,560	10	0.56
			41.73			46.92
<b>B. Associate and Joint venture (At equity method)</b>						
a) Jindal Fittings Limited	1,39,96,803	10	-	1,39,96,803	10	-
b) Jindal MMG, LLC	500	US\$ 1	-	500	US\$ 1	-
<b>C. Debt Component - 0.01% non cumulative preference shares (At amortised cost)</b>						
Jindal Tubular USA LLC (Note ii)			11,462.26			11,862.83
<b>D. Investment in preference shares (At amortised cost)</b>	1,94,237	100	194.24	1,94,237	100	194.24
<b>9% Non-Comulative Redeemable</b> Colorado Trading Company Limited						
<b>E. Government and other securities- unquoted (At amortised cost)</b>						
a) National Saving Certificates (Note i)	6	10,000	0.16	6	10,000	0.16
b) National Saving Certificates (Note i)	20	5,000	1.60	20	5,000	1.60
			1.76			1.76
<b>F. Investment in Portfolio Management Scheme - Unquote</b>						
Estee Advisors Private Limited		1,00,00,000.00	101.12	-	-	-
<b>G. Investment in Debenture - quoted (At fair value through other comprehensive income)</b>						
Five Star Business Finance Private Limited	20	10,00,000.00	202.54	-	-	-
<b>H. Investment in mutual funds- unquoted (At fair value through other comprehensive income)</b>						
a) ICICI Prudential All Seasons Bond FundRG-200703	9,96,682	10	278.57	-	-	-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at March 31, 2021			As at March 31, 2020		
	No. of Shares/ Certificates/ Units	Face value (₹)	(₹ lakhs)	No. of Shares/ Certificates Units	Face value (₹)	(₹ lakhs)
b) HDFC Credit Risk Fund- Growth	-	-	-	3,50,211	16.66	58.30
c) IDFC Credit Risk Fund (Growth)	-	-	-	4,68,482	12.36	57.80
d) SBI Magnum Medium Duration Fund Regular Growth	<b>10,50,558</b>	<b>10</b>	<b>412.59</b>	-	-	-
e) Axis Credit Risk Fund- Growth	<b>18,87,256</b>	<b>10</b>	<b>307.41</b>	-	-	-
f) Reliance Fixed Horizon Fund XXXII-Series-2 Growth	-	-	-	10,00,000	10	123.38
			<b>998.57</b>			<b>239.48</b>
<b>Total</b>			<b>13,289.24</b>			<b>12,600.87</b>
Aggregate value of quoted non- current investments			0.52			0.29
Market value of quoted non- current investments			0.52			0.29
Aggregate value of unquoted non- current investments (including Mutual Funds)			13,288.72			12,600.58
Aggregate net asset value of mutual fund investment			998.57			239.48

## Notes

- i. National saving certificates are pledged with government authorities.
- ii. In earlier years 1,56,78,100 [March 31, 2020 1,56,78,100] of USD 1 each 0.01% Non-Cumulative Redeemable Preference Shares has been fair valued. Equity component [fair valued at Nil value] amounting to USD Nil - ₹ Nil [March 31, 2020 USD Nil - ₹ Nil] has been disclosed above as investment in equity and debt component amounting to USD 1,56,78,100 ₹ 11,462.26 lakhs including interest accrued USD 23,26,415.81 ₹ 1,700.84 lakhs [March 31, 2020 USD 1,56,78,100 ₹ 11,862.83 lakhs including interest accrued USD 23,26,415.81 ₹ 1,760.28 lakhs] has been disclosed above as investment in debt.

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>9. Non-Current Trade Receivables</b>		
<b>Others</b>		
Unsecured, considered good [refer Note 40(1)(c)]	<b>1,141.87</b>	800.55
<b>Total Non-Current Trade Receivables</b>	<b>1,141.87</b>	<b>800.55</b>
<b>10. Non-Current Loans</b>		
<b>Secured, considered good</b>		
Loan to other parties [including inter corporate loans]	<b>19,009.66</b>	19,009.66
<b>Unsecured, considered good</b>		
Loans to related parties [refer Note 51]	<b>31,143.37</b>	28,208.21
Loans to other parties [including inter corporate loans]	<b>3,351.69</b>	3,436.52
Loans to employees	<b>155.26</b>	185.60
<b>Total Non-Current Loans</b>	<b>53,659.98</b>	<b>50,839.99</b>
The Parent Company had given an interest free loan of ₹ 1,500 lakhs to Employee Welfare Trust [the Trust] during the year ended March 31, 2021 [ ₹ 1,000 lakhs during the year ended March 31, 2020] for the purpose of employee benefit scheme. The Trust had utilised the proceeds of the loan received from the Parent Company for purchase of the Parent company's own shares. The Parent Company has consolidated the financial statements of the Trust in its standalone financial statements and accordingly the loan has been adjusted against the borrowing of the Trust. Also refer Note 3.29		
<b>11. Other Non-Current Financial Assets</b>		
<b>Unsecured, considered good</b>		
Security deposits	<b>50,616.47</b>	52,908.20
Lease rent receivable	<b>13,663.95</b>	13,663.95
Bank deposits and margin money with remaining maturity of more than 12 months #	<b>3,999.11</b>	2,581.89
<b>Total Other Non-Current Financial Assets</b>	<b>68,279.53</b>	<b>69,154.04</b>

# Includes ₹ 3,741.17 lakhs [March 31, 2020 - ₹ 1,294.37 lakhs] pledged with banks, government departments and others.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>12. Other Non-Current Assets</b>		
<b>Unsecured, considered good</b>		
Capital advances	<b>1,103.74</b>	854.59
Prepaid expenses	<b>942.60</b>	715.90
<b>Total Other Non-Current Assets</b>	<b>2,046.34</b>	1,570.49
<b>13. Inventories</b>		
Raw materials #	<b>1,44,496.19</b>	1,23,141.31
Work-in-progress	<b>38,903.62</b>	30,094.15
Finished goods	<b>57,191.18</b>	70,036.63
Stock in trade	<b>56.83</b>	51.37
Stores and spares #	<b>42,271.29</b>	40,060.15
Loose tools inventory	<b>1,751.18</b>	1,394.91
Scrap	<b>7,187.86</b>	3,946.38
<b>Total Inventories</b>	<b>2,91,858.15</b>	2,68,724.90

# Inventory in transit, Raw material of ₹ 6,502.55 lakhs (March 31, 2020 ₹ 19,276.83 lakhs) and stores and spares of ₹ 2,047.53 lakhs (March 31, 2020 ₹ 1,515.58 lakhs).

### 14. Current Investments

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Units	(₹ lakhs)	No. of Units	(₹ lakhs)
<b>Investment in mutual funds - unquoted (At fair value through profit and loss)</b>				
a) Axis Liquid Fund	<b>5,52,198</b>	<b>5,999.70</b>	-	-
b) IDBI Liquid Fund - Direct Plan - Growth	<b>23,665</b>	<b>523.78</b>	13,076	278.64
<b>Total Current Investments</b>		<b>6,523.48</b>		278.64
Aggregate value of unquoted current investments		6,523.48		278.64
Aggregate net asset value of mutual fund investment		6,523.48		278.64

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>15. Trade Receivables</b>		
<b>Related Parties (refer Note 51)</b>		
Unsecured, considered good	<b>26,668.80</b>	29,192.07
Unsecured, considered doubtful	<b>1.93</b>	89.92
Less: Allowance for doubtful debts [refer Note 40(1)(c)]	<b>(1.93)</b>	(89.92)
<b>Others</b>		
Secured, Considered good	<b>61,389.74</b>	68,233.18
Unsecured, considered good	<b>1,24,460.50</b>	88,961.59
Unsecured, credit impaired	<b>6,653.54</b>	4,654.90
Less: Allowance for doubtful debts [refer Note 40(1)(c)]	<b>(6,653.54)</b>	(4,654.90)
<b>Total Trade Receivables</b>	<b>2,12,519.04</b>	1,86,386.83

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>16. Cash and Cash Equivalents</b>		
Balances with Banks In current accounts *	<b>19,131.19</b>	17,121.45
Fixed deposits with original maturity of less than three months	<b>3,60,17.67</b>	-
Cheques on hand	<b>20.36</b>	15.00
Cash-on-hand	<b>21.75</b>	37.93
<b>Total Cash and Cash Equivalents</b>	<b>55,190.97</b>	17,174.38
* Includes ₹ 469.98 lakhs (March 31, 2020 ₹ 251.01 lakhs) held in Jindal Saw Employee Welfare Trust as restricted cash.		
<b>17. Other Bank Balances</b>		
In unpaid dividend/unclaimed deposit accounts	<b>692.32</b>	644.66
Fixed deposits with original maturity of less than 12 months and other than considered in cash and cash equivalents*	<b>16,109.25</b>	15,736.01
Margin money deposit with banks*	<b>365.55</b>	656.70
<b>Total Other Bank Balances</b>	<b>17,167.12</b>	17,037.37
* Includes ₹ 16,409.08 lakhs (March 31, 2020 - ₹ 16,333.89 lakhs) pledged with banks, government departments and others.		
<b>18. Current Loans</b>		
<b>Secured, considered good</b>		
Loan to other parties (including inter corporate loans)	-	-
<b>Unsecured, considered good</b>		
Loan to related parties (refer Note 51)	<b>4,769.87</b>	4,871.09
Loan to other parties (including inter corporate loans)	<b>1,116.08</b>	499.03
Loans to employees	<b>579.97</b>	510.32
<b>Unsecured, credit impaired</b>		
Loan to related parties (refer Note 51)	<b>4,302.23</b>	3,834.60
Less: Provision for doubtful loans	<b>(4,302.23)</b>	(3,834.60)
Loan to other parties (including inter corporate loans)	<b>1,287.66</b>	1,287.66
Less: Provision for doubtful loans	<b>(1,287.66)</b>	(1,287.66)
<b>Total Current Loans</b>	<b>6,465.92</b>	5,880.44
<b>19. Other Current Financial Assets</b>		
Security deposits	<b>253.14</b>	108.00
Earnest money deposit	<b>1,152.04</b>	1,214.50
Interest receivable	<b>41.41</b>	46.43
Interest accrued but not due	<b>254.20</b>	330.14
Insurance claims	<b>345.42</b>	135.37
Derivative financial assets	<b>427.02</b>	-
Electricity duty refund receivable	<b>142.71</b>	142.71
Other receivables	<b>284.51</b>	433.32
<b>Total Other Current Financial Assets</b>	<b>2,900.45</b>	2,410.47

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>20. Other Current Assets</b>		
Prepaid Expenses	<b>8,422.44</b>	8,198.01
Advance to vendors*	<b>22,725.60</b>	26,902.03
Advance to employees	<b>448.80</b>	481.75
Balances with state and central government authorities	<b>35,494.21</b>	37,105.85
<b>Total Other Current Assets</b>	<b>67,091.05</b>	72,687.64
*For related parties, refer Note 51		
<b>21. Equity Share Capital</b>		
<b>Authorised</b>		
i) 1,77,50,000 Equity Shares of ₹ 2/- each	<b>35,500.00</b>	35,500.00
ii) 1,00,00,000 Redeemable Non- Convertible Cumulative Preference shares of ₹ 100/- each	<b>10,000.00</b>	10,000.00
	<b>45,500.00</b>	45,500.00
<b>Issued equity share capital</b>		
31,97,61,367 (March 31, 2020 - 31,97,61,367) Equity Shares of ₹ 2/- each	<b>6,395.23</b>	6,395.23
	<b>6,395.23</b>	6,395.23
<b>Subscribed and fully paid-up equity share capital</b>		
31,97,57,367 (March 31, 2020 - 31,97,57,367) Equity Shares of ₹ 2/- each	<b>6,395.15</b>	6,395.15
Add: Forfeited 4,000 (March 31, 2020 - 4,000) Equity Shares of ₹ 2/- each (Partly paid up ₹ 1/- each)	<b>0.04</b>	0.04
<b>Total Equity Share Capital</b>	<b>6,395.19</b>	6,395.19
<b>(a) Movement in equity shares issued</b>		
<b>Equity shares</b>		
Shares outstanding as at the beginning of the year	<b>31,97,57,367</b>	31,97,57,367
Shares outstanding as at the end of the year	<b>31,97,57,367</b>	31,97,57,367

**(b) Details of shareholders holding more than 5% shares in the parent:**

Name of Shareholders	No. of shares	% of holding as at March 31, 2021	% of holding as at March 31, 2020	
			No. of shares	% of holding
Nalwa Sons Investments Limited	<b>5,35,50,000</b>	<b>16.75</b>	5,35,50,000	16.75
Sigmatech Inc.	<b>3,01,20,000</b>	<b>9.42</b>	3,01,20,000	9.42
Four Seasons Investments Limited	<b>4,35,30,596</b>	<b>13.61</b>	4,35,30,596	13.61
Siddeshwari Tradex Private Limited	<b>3,73,49,255</b>	<b>11.68</b>	2,35,72,150	7.37
<b>Total</b>	<b>16,45,49,851</b>	<b>51.46</b>	15,07,72,746	47.15

**(c)** Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date:

Nil

Nil

**(d)** 3,250 (March 31, 2020 - 3,250) equity shares have been held in abeyance as a result of attachment orders by Government authorities, lost shares certificates and other disputes.

**(e)** Terms/Rights attached to equity shares - The Company has only one class of equity shares having a par value of ₹2/- per equity share and holder of the equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Parent Company, the holders of the equity shares will be entitled to receive the remaining assets of the Parent Company in proportion to the number of equity shares held.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>21.1. Other Equity</b>		
<b>(A) Retained Earnings</b>		
Opening balance	2,74,015.12	2,27,957.80
Add: Net profit for the year	31,883.06	55,475.11
Less: Transaction with non controlling interest	(2,677.66)	(1,575.32)
Less: Dividend payments (including dividend distribution tax for FY 2019-2020)	(6,359.02)	(7,709.69)
Less: Share issue expenses	-	(7.94)
Less: Transfer to Debenture redemption reserve	-	(124.84)
<b>Closing Balance (A)</b>	<b>2,96,861.50</b>	<b>2,74,015.12</b>
<b>(B) Other Comprehensive Income (OCI) reserve</b>		
<b>Items that will not be reclassified to profit and loss</b>		
<b>(i) Re-measurement of the net defined benefit plans</b>		
Opening balance	(2,657.89)	(1,258.93)
Addition during the year	1,371.21	(1,433.07)
Share of non controlling interest	(13.62)	34.11
<b>Closing Balance (i)</b>	<b>(1,300.30)</b>	<b>(2,657.89)</b>
<b>(ii) Equity Instruments through Other Comprehensive Income</b>		
Opening balance	(1,005.04)	(918.85)
Addition during the year	29.68	(86.19)
Share of non controlling interest	0.05	-
<b>Closing Balance (ii)</b>	<b>(975.31)</b>	<b>(1,005.04)</b>
<b>Items that will be reclassified to profit and loss</b>		
<b>(i) Exchange difference on translating the financial statement of a foreign operation</b>		
Opening balance	9,455.01	5,208.36
Addition during the year	(1,297.24)	1,829.87
Share of non controlling interest	(686.03)	2,416.78
<b>Closing Balance (i)</b>	<b>7,471.74</b>	<b>9,455.01</b>
<b>(ii) Debt Instruments through Other Comprehensive Income</b>		
Opening balance	18.14	99.36
Addition during the year	5.69	(82.22)
Share of non controlling interest	(0.04)	1.00
<b>Closing Balance (ii)</b>	<b>23.79</b>	<b>18.14</b>
<b>Total Other Comprehensive income to owner of the parent (B)</b>	<b>5,219.92</b>	<b>5,810.22</b>
<b>(C) Other Reserve</b>		
<b>(i) Treasury shares reserves</b>		
Opening balance	(748.99)	-
Add: transactions during the year	(302.40)	(748.99)
<b>Closing Balance (i)</b>	<b>(1,051.39)</b>	<b>(748.99)</b>
<b>(ii) Capital Reserve</b>		
Opening balance	1,975.81	1,975.81
<b>Closing Balance (ii)</b>	<b>1,975.81</b>	<b>1,975.81</b>
<b>(iii) General Reserve</b>		
Opening balance	3,17,412.65	3,16,662.65
Add: Transfer from debenture redemption reserve	1,005.84	750.00
<b>Closing Balance (iii)</b>	<b>3,18,418.49</b>	<b>3,17,412.65</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
<b>(iv) Debenture Redemption Reserve</b>		
Opening balance	7,255.84	7,881.00
Add: Transfer from retained earnings	-	124.84
Less: Transfer to general reserve	<b>(1,005.84)</b>	(750.00)
<b>Closing Balance (iv)</b>	<b>6,250.00</b>	7,255.84
<b>(v) Securities Premium</b>		
Opening balance	<b>64,233.96</b>	64,233.96
<b>Closing Balance (v)</b>	<b>64,233.96</b>	64,233.96
<b>Total Other Reserves (C)</b>	<b>3,89,826.87</b>	3,90,129.27
<b>Total other equity to owner of the parent (A+B+C)</b>	<b>6,91,908.29</b>	6,69,954.61

**Nature of reserves**

Retained Earnings represent the undistributed profits of the Group.

Other Comprehensive Income Reserve represents the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into (i) Items that will not be reclassified to profit and loss and (ii) Items that will be reclassified to profit and loss.

Debenture Redemption Reserve represents the statutory reserve for non-convertible debentures issued. This is in accordance with Companies Act, 2013 wherein a portion of the profits are apportioned each year until the aggregate amount equals to 25% of the face value of the debentures issued and outstanding. The reserve will be released on redemption of the debentures. As per Rule-18 [7](b)(iii) of the Companies (Shares Capital and Debentures) Rules, 2014, the Parent Company is not required to create Debenture Redemption Reserve for new issue of listed debentures.

General Reserve represents the statutory reserve in accordance with requirements of Companies Act, 1956/Companies Act, 2013.

Securities Premium represents the amount received in excess of par value of securities (equity shares, preference shares and debentures).

Treasury Shares Reserve represents purchase value of own shares of the Company by Jindal Saw Employee Welfare Trust. Also refer Note 3.29.

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
<b>22. Non- Current Borrowings</b>		
<b>Secured</b>		
Non- convertible debentures	<b>50,000.00</b>	25,000.00
Term loan from banks	<b>1,00,777.35</b>	1,34,893.36
Term loan from financial Institution	<b>3,667.68</b>	4,532.24
Term loan from NBFC	<b>16,703.67</b>	12,572.18
Loan from state financial institution	<b>2,729.15</b>	2,454.64
<b>Total Secured</b>	<b>1,73,877.85</b>	1,79,452.43
<b>Unsecured</b>		
Loan from related parties [refer Note 51]	<b>55,513.45</b>	56,234.16
Loan from others	<b>436.77</b>	379.53
<b>Total Unsecured</b>	<b>55,950.22</b>	56,613.69
<b>Total Non- Current Borrowings</b>	<b>2,29,828.07</b>	2,36,066.12

**Secured non-convertible debentures include:**

- (i) 10.50% Non-Convertible Debentures of ₹ Nil [March 31, 2020 ₹ 4,000 lakhs including ₹ 4,000 shown in current maturity] are secured by first pari-passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (ii) 10.38% and 10.73% Non-Convertible Debentures of ₹ 12,500 lakhs each aggregating to ₹ 25,000 lakhs (including ₹ 25,000 shown in current maturity) (March 31, 2020 ₹ 25,000 lakhs) in two series are secured by first pari-passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in single instalment of ₹ 25,000 lakhs on December 26, 2021.
- (iii) 8.25% Non-Convertible Debentures of ₹ 10 lakhs each aggregating to ₹ 50,000 lakhs (March 31, 2020 - Nil) in single series are secured by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in three annual equal instalments payable on March 26, 2029, March 26, 2030 & March 26, 2031.

### Secured term loans from banks, financial institution and state financial institution include:

- (i) ₹ 17,139.15 lakhs [rate of interest 8.30% p.a.] (March 31 2020 9.50% p.a.) [Including ₹ 6,800 lakhs shown in current maturity] (March 31, 2020 ₹ 25,673.25 lakhs, including ₹ 6800 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in two years with annual payments of ₹ 6,800 lakhs, and ₹ 10,339.15 lakhs in financial year 2021-22 and 2022-23 respectively
- (ii) ₹ 4,295.74 lakhs [rate of interest 8.30% p.a.] (March 31, 2020 9.50%p.a.) [Including ₹ 1,700 lakhs shown in current maturity] (March 31, 2020 ₹ 6,420.75 lakhs, including ₹ 1700 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in two years with annual payments of ₹ 1,700 lakhs, and ₹ 2,595.74 lakhs in financial year 2021-22 and 2022-23 respectively.
- (iii) ₹ 7,600 lakhs [rate of interest 8.60% p.a.] (March 31, 2020 9.40% p.a.) [Including ₹ 1200 lakhs shown in current maturity] (March 31, 2020 ₹ 8,300 lakhs, including ₹ 525 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in three years with annual payments of ₹ 1,200 lakhs, ₹ 3,200 lakhs and ₹ 3,200 lakhs in financial year 2021-22, 2022-23 and 2023-24 respectively.
- (iv) ₹ 21,000 lakhs [rate of interest 8.50% p.a.] (March 31, 2020 9.25% p.a.) [Including ₹ 4,500 lakhs shown in current maturity] (March 31, 2020 ₹ 25,500, including ₹ 4,500 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 6,000 lakhs and ₹ 6,000 lakhs in financial year 2021-22, 2022-23, 2023,24 and 2024-25 respectively.
- (v) ₹ 4,218.75 lakhs [rate of interest 8.80% p.a.] (March 31, 2020 10.00% p.a.) [Including ₹ 2,812.50 lakhs shown in current maturity] (March 31, 2020 ₹ 7,031.25 lakhs, including ₹ 2,812.50 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in two years with annual payments of ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 21-22 and 2022-23 respectively.
- (vi) ₹ 4,218.75 lakhs [rate of interest 8.75% p.a.] (March 31, 2020 9.25% p.a.) [Including ₹ 2,812.50 lakhs shown in current maturity] (March 31, 2020 ₹ 7,734.38 lakhs, including ₹ 2,812.50 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in two years with annual payments of ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 2021-2022 and 2022-23 respectively.
- (vii) ₹ 7,000.00 lakhs [rate of interest 8.20% p.a.] (March 31, 2020 10.20% p.a.) [Including ₹ 1,500 lakhs shown in current maturity] (March 31, 2020 ₹ 8,500 lakhs, including ₹ 1,500 lakhs shown in current maturity ) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively. This loan was taken over by Axis Bank Ltd from Lakshmi Vilas Bank Ltd vide Deed of Accession dated November 03, 2020.
- (viii) ₹ 13,995.36 lakhs [rate of interest 9.25% p.a.] (March 31,2020 10.00% p.a.) [Including ₹ 3,000 lakhs shown in current maturity] (March 31, 2020 ₹ 16,995.36 lakhs, including ₹ 3,000 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 4,000 lakhs and ₹ 3,995.36 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (ix) ₹ 7,000.00 lakhs [rate of interest 9.85% p.a.] [March 31, 2020 10.10% p.a.] [Including ₹ 1,500 lakhs shown in current maturity] [March 31, 2020 ₹ 8,500 lakhs, including ₹ 1,500 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (x) ₹ 2,516 lakhs [rate of interest 9.50%] [March 31, 2020 10.25% p.a.] [including ₹ 444 lakhs shown in current maturity] [March 31, 2020 ₹ 2,738 lakhs including ₹ 222 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 444 lakhs, ₹ 444 lakhs, ₹ 444 lakhs, ₹ 592 lakhs and ₹ 592 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.
- (xi) ₹ 2,512.16 lakhs [rate of interest 9.50%] [March 31, 2020 10.25% p.a.] [Including ₹ 443.32 lakhs shown in current maturity] [March 31, 2020 ₹ 15,762 lakhs including ₹ 1,278 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 443.32 lakhs, 443.32 lakhs, ₹ 443.32 lakhs, ₹ 591.10 lakhs and ₹ 591.10 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. The above loan was partly sold down to Aditya Birla Finance Ltd and SBM Bank (India) Ltd vide Deed of Accession dated November 11, 2020
- (xii) ₹ 8,333.32 lakhs [rate of interest 7.35% p.a.] [March 31, 2020 Nil] [Including ₹ 2,222.22 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs and ₹ 1,666.66 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (xiii) ₹ 8,888.88 lakhs [rate of interest 7.55% p.a.] [March 31, 2020 Nil] [Including ₹ 2,222.22 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in four years in half yearly instalments with annual payments of ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs, ₹ 2,222.22 lakhs and ₹ 2,222.22 lakhs in financial year 2021-22, 2022-23, 2023-24 and 2024-25 respectively.
- (xiv) ₹ 4,788.73 lakhs [rate of interest 9.25% p.a.] [March 31, 2020 Nil] [Including ₹ 845.07 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 845.07 lakhs, ₹ 845.07 lakhs, ₹ 845.07 lakhs, ₹ 1,126.76 and ₹ 1,126.76 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. This loan has been partly taken over by SBM Bank (India) Ltd vide Deed of Assignment dated November 11, 2020
- (xv) ₹ 7,183.11 lakhs [rate of interest 9.50% p.a.] [March 31, 2020 Nil] [Including ₹ 1,267.61 lakhs shown in current maturity] is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 1,267.61 lakhs, ₹ 1,267.61 lakhs, ₹ 1,267.61 lakhs, ₹ 1,690.14 lakhs and ₹ 1,690.14 lakhs in financial year 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively. This Loan was partly taken over by Aditya Birla Finance Ltd vide Deed of Assignment dated November 11, 2020
- (xvi) Term Loans include Vehicle Loans of ₹ 189.29 lakhs [including ₹ 171.57 lakhs shown in current maturity] [March 31, 2020 ₹ 383.19 lakhs, including ₹ 193.99 lakhs shown in current maturity] which are secured by way of hypothecation of Vehicles, which carries rate of interest ranging from 8.36% to 9.25% p.a. Loans are repayable (monthly rest) of ₹ 171.57 lakhs and ₹ 17.72 lakhs in financial year 2021-22 and 2022-23 respectively.
- (xvii) Interest free loan from state financial institution, for working capital financing secured by bank guarantee for seven years from the date of disbursement. Loan disbursed ₹ 4,060.07 lakhs [discounted value including interest outstanding ₹ 2,774.01 lakhs] [March 31, 2020 ₹ 4,060.07 lakhs [discounted value including interest outstanding ₹ 2,511.07 lakhs]]. Discount rate taken 10% p.a. Loans are repayable after seven years from the date of disbursement i.e. ₹ 520.58 lakhs in financial year 2023-24, ₹ 2,009.82 lakhs in financial year 2024-25 and ₹ 1,529.67 lakhs in financial year 2025-26.
- (xviii) Term loan of AED 100,993,750 - ₹ 20,102.79 lakhs [including AED 32,318,000 - ₹ 6,432.89 lakhs shown in current maturity] [March 31, 2020 AED 133,311,750 - ₹ 27,462.64 lakhs, including AED 32,318,000 - ₹ 6,657.61 lakhs shown in current maturity] is secured by way of commercial mortgage on fixed and non fixed assets of the entity and Jindal Saw Gulf LLC. Further the loan is secured by Coporate Guarantee of Jindal Saw Limited and Jindal Saw Gulf LLC and also secured by pledge of 49% equity interest in Jindal Saw Gulf LLC held by Jindal Saw Middle East FZC and Pledge of 75% equity shares of Jindal Saw Middle East FZC held by Jindal Saw Holdings FZE. The loan carries interest rate @ Libor+3.25% p.a. and is repayable in 9 unequal installments comencing from May 15, 2019. The loan is also secured by subordination of loan from a related party, International Investments Limited.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (ixx) Term Loans of USD 5,967,917 - ₹ 4,363.14 lakhs (including USD 9,51,251.12 - ₹ 695.45 lakhs shown in current maturity) (March 31, 2020 USD 19,772,576 - ₹ 14,960.93 lakhs, including USD 2,032,704 - ₹ 1,538.05 lakhs shown in current maturity), secured by equipment and fixtures, Inventory & receivables and Patents, Trademarks & other general intangibles. Loans carry interest @ 3.23% to 5.73% (March 31, 2020 - 3.35% to 5.73%) and is repayable in year FY 2021-22, 2022-23, 2023-24 amounting to USD 9,51,251.12 - ₹ 695.45 lakhs, USD 3,50,000 - ₹ 255.89 lakhs, USD 350,000 - ₹ 255.89 lakh respectively and USD 43,16,667 - ₹ 3,155.91 lakhs from FY 2024-25 to FY 2037-38 till final maturity.
- (xx) Term Loan from the financial Institution of ₹ 7,368.00 lakhs outstanding as on 31st March, 2020 was repaid in full on 28.09.2020.
- (xxi) ₹ 598.97 lakhs [rate of interest 7.45% p.a.] (March 31, 2020 Nil) is secured by way of first charge on the hypothecation of the current assets extended by second charge on the fixed assets of the subsidiary. The loan is repayable in four years in Quarterly instalments with annual payments of ₹ 149.74 lakhs, ₹ 149.74 lakhs, ₹ 149.74 lakhs and ₹ 149.74 lakhs in financial year 2022-23, 2023-24, 2024-25 and 2025-26 respectively.

### Term loans from non-banking finance companies (NBFC)

- (i) Term loan of ₹ 5,700 lakhs (including ₹ 2,700 lakhs shown in current maturity) (March 31, 2020 ₹ 4,900 lakhs, including ₹ 3,200 lakhs shown in current maturity) is secured by way of first and exclusive charge on land at Bharuch owned by subsidiary and corporate guarantee of subsidiary. Further the loan is also secured by way of pledge of 100% shares held by subsidiary and corporate guarantee of parent. Additional Loan of ₹ 4,000 lakhs has been drawn in FY 2021. Existing Loan carries interest @ 13.10% p.a. and fresh drawn loan carries interest at 12.75% repayable as follows: FY 2021-22 ₹ 2,700 lakhs, FY 2022-23 ₹ 2,000 lakhs and FY 2023-24 ₹ 1,000 lakhs.
- (ii) Term Loan of ₹ 7,500 lakhs (March 31 2020 Nil) (including ₹ 562.50 lakhs shown in current maturity) is secured by way of exclusive charge over the existing 25 barges of the subsidiary. Negative Lien over 51% shares of the subsidiary. Term loan carries interest@12.50% p.a. and repayable as: FY 2021-22 ₹ 562.50 lakhs, in FY 2022-23 ₹ 1,875 lakhs, in FY 2023-24 ₹ 2,250 lakhs, in FY 2024-25 ₹ 2,250 lakhs and in FY 2025-26 ₹ 562.50 lakhs.
- (iii) Term loan of ₹ 8,540.56 lakhs (Rate of interest 11.75% p.a.) (March 31, 2020 - 11.75% p.a.) (including ₹ 1,575.23 lakhs shown in current maturity) (March 31, 2020 - ₹ 8,087.06 lakhs, including ₹ 1,377.73 lakhs shown in current maturity) is secured by first pari passu charge by way of hypothecation of moveable fixed assets both present and future and corporate guarantee of Siddeshawri Tradex Private Limited (Pursuant to scheme of Merger). Loan is also secured by the way of pledge of 51% shares of Jindal Quality Tubular Limited and non disposal undertaking of 49% equity shares of Jindal Quality Tubular Limited. The term loan is also guaranteed by Directors/Shareholder of the company. The term loan facility are payable in FY 2021-22 of ₹ 1,575.23 lakhs, 2022-23 of ₹ 2,171.60 lakhs, 2023-24 of ₹ 2,346.42 lakhs, 2024-25 ₹ 2,106.07 lakhs and 2025-26 ₹ 341.25 lakhs.

### Loan from related and other parties:

- (i) Term loan from related parties includes loan of AED 278,892,278 - ₹ 55,313.45 lakhs (March 31, 2020 AED 271,071,208 - ₹ 55,841.55 lakhs) is interest free and without any fixed repayment schedule.
- (ii) Term loan from related party Nil (March 31, 2020 ₹ 392.61 lakhs carry interest rate @ 12.35% p.a.) fully repaid in FY 2020 - 2021.
- (iii) Loan from other parties includes loan of Euro 486,724 - ₹ 436.77 lakhs (March 31, 2020 Euro 474,505.83 - ₹ 379.53 lakhs) carry interest at rate of 3 months Libor plus 4.65% p.a. The loan is repayable by March 13, 2023.

Interest accrued on non current borrowings of ₹ 978.95 lakhs (March 31, 2020 - ₹ 2,178.38 lakhs) shows under other current financial liabilities, refer note 30.

There is no default in repayment of principal and interest thereon.

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>23. Lease Liabilities</b>		
Lease obligation	<b>23,155.80</b>	25,428.05
<b>Total Lease obligation</b>	<b>23,155.80</b>	25,428.05

### Secured Lease:

- (i) Lease of ₹ 1,577.65 lakhs (including ₹ 23.28 lakhs shown in current maturity) (March 31, 2020 ₹ 1,598.73 lakhs, including ₹ 21.08 lakhs shown in current maturity, presented in borrowings) for seamless pipe manufacturing facility for 25 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (ii) Lease of ₹ 503.87 lakhs (including ₹ 76.39 lakhs shown in current maturity) [March 31, 2020 ₹ 487.84 lakhs, including ₹ 49.98 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 16.12% p.a.
- (iii) Lease of ₹ 925.58 lakhs (including ₹ 75.91 lakhs shown in current maturity) [March 31, 2020 ₹ 911.50 lakhs, including ₹ 38.18 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.08% p.a.
- (iv) Lease of ₹ 266.37 lakhs (including ₹ 16.49 lakhs shown in current maturity) [March 31, 2020 ₹ 261.45 lakhs, including ₹ 5.46 lakhs shown in current maturity, presented in borrowings] for Installation and maintenance of Solar Power panels for 18 years are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.76% p.a.
- (v) Lease of ₹ 8,201.55 lakhs (including ₹ 1,209.41 lakhs shown in current maturity) [March 31, 2020 ₹ 9,418.63 lakhs, including ₹ 1,217.08 shown in current maturity, presented in borrowings] for DI Fittings manufacturing facility lease from related party on 99 months lease are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.
- (vi) Leases of ₹ 655.11 lakhs (including ₹ 180.96 lakhs shown in current maturity) [March 31, 2020 ₹ 786.05 lakhs, including ₹ 171.01 lakhs shown in current maturity, presented in borrowings] for premises/office premises lease/warehouse facility/plant are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a.
- (vii) Lease liabilities of AED 6,31,01,640 - ₹ 12,560.37 lakhs (including AED 1,474,441 - ₹ 293.49 lakhs shown in current maturity) [March 31, 2020 AED 66,857,370 - ₹ 13,772.84 lakhs (including AED 3,414,974 - ₹ 703.50 lakhs shown in current maturity)] represents the present value of lease payments of leased assets. The discount rate considered at 5.83% p.a. and are payable over a period of 2 to 21 years.
- (viii) Lease of ₹ 399.91 lakhs (including ₹ 64.28 lakhs shown in current maturity) [March 31, 2020 ₹ 389.06 Lakhs, including ₹ 45.04 Lakhs shown in current maturity] are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.39% p.a.
- (ix) Lease of ₹ 53.27 lakhs (including ₹ 47.67 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements, revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 11.80% p.a.
- (x) The leases liabilities are monthly repayable. Repayment period is from financial year 2021-22 to 2043-44.
- (xi) Short-term leases and low value leases not considered as ROU are ₹ 1,007.35 lakhs [March 31, 2020 ₹ 954.53 lakhs]. Refer Note 3.11.

<b>Movement of Lease liabilities</b>	
Opening balance	27,721.76
Add: Present value addition during the year	51.25
Add: Interest expenses [refer Note 37]	2,151.96
Less: Repayment	(4,327.33)
Currency translation	(453.96)
Closing Balance	25,143.68
Disclosed as	
Non current	23,155.80
Current	1,987.88

There is no default in repayment of principal and interest thereon.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
<b>24. Other Non-Current Financial Liabilities</b>		
Security deposits	<b>2,941.00</b>	2,941.00
<b>Total Other Non-Current Financial Liabilities</b>	<b>2,941.00</b>	2,941.00
<b>25. Non- Current Provisions</b>		
<b>Provision for employee benefits</b>		
Gratuity	<b>5,766.49</b>	6,929.39
Leave encashment	<b>7,107.67</b>	6,845.59
Other retirement benefits	<b>944.72</b>	874.44
Provision for mines restoration	<b>36.34</b>	29.16
<b>Total Non- Current Provisions</b>	<b>13,855.22</b>	14,678.58
Refer Note 46 and 57		
<b>26. Other Non-Current Liabilities</b>		
Unamortised portion of government grant	<b>10,196.95</b>	10,711.58
<b>Total Other Non-Current Liabilities</b>	<b>10,196.95</b>	10,711.58
<b>27. Current Borrowings</b>		
<b>Secured - from banks</b>		
Working capital loan	<b>60,953.57</b>	98,707.26
Buyers' credit	<b>82,749.96</b>	79,717.01
<b>Secured - from others</b>		
Working capital loan	-	2,669.00
<b>Total Secured</b>	<b>1,43,703.53</b>	1,81,093.27
<b>Unsecured</b>		
Working capital loan from banks	<b>57,306.34</b>	68,704.62
<b>Unsecured- from others</b>		
Loan from other parties	<b>5,026.67</b>	5,202.34
Loan from related parties	<b>2,668.76</b>	
<b>Total Unsecured</b>	<b>65,001.77</b>	73,906.96
<b>Total Current Borrowings</b>	<b>2,08,705.30</b>	2,55,000.23

Borrowings from bank amounting to ₹ 1,43,703.53 [March 31, 2020 ₹ 1,78,424.27] are secured by hypothecation of finished goods, raw-materials, work-in-progress, stores and spares, leasehold rights, book debts and second pari-passu charge in respect of other movable and immovable properties. Borrowings amounting to ₹ 20,832.98 lakhs [ March 31, 2020 - ₹ 20,626.08 lakhs] are also guaranteed by corporate guarantee given by the parent. Borrowings amounting to ₹ 8,880.27 lakhs [March 31, 2020 - ₹ 12,244.50 lakhs] are also secured by subordination of loan from a related party, Sathi International FZE. The rate of interest for INR borrowings are in range of 5.50% p.a. to 11.65% p.a. [March 31, 2020 7.20% p.a. to 10.05% p.a.] and for foreign currency borrowings are in range of 0.45% p.a to 4.34% p.a. [March 31,2020 2.55% p.a. to 4.92% p.a.).

Loan of ₹ Nil [March 31, 2020 - ₹ 2,669 lakhs @ 12.50% p.a.] fully repaid in FY 2020-2021.

Interest accrued on non current borrowings of ₹ 906.17 lakhs [March 31, 2020 - ₹ 1,284.70 lakhs] shown under other current financial liabilities, refer Note 30.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>28. Lease Liabilities</b>		
Lease obligations	1,987.88	2,293.71
<b>Total Lease Obligation</b>	<b>1,987.88</b>	<b>2,293.71</b>
<b>29. Trade Payables</b>		
Micro and small enterprises [refer Note 47]	<b>1,353.59</b>	820.15
Trade payables- others (including acceptances)	<b>1,92,314.72</b>	1,39,319.77
<b>Total Trade Payables</b>	<b>1,93,668.31</b>	<b>1,40,139.92</b>
<b>30. Other Current Financial Liabilities</b>		
Current maturities of non-current borrowings	<b>69,802.00</b>	46,091.47
Interest accrued but not due	<b>1,885.11</b>	3,463.08
Unpaid dividend/unclaimed deposits	<b>692.10</b>	644.70
Capital creditors	<b>4,183.24</b>	5,274.56
Payable to employees	<b>4,325.67</b>	3,776.03
Security deposits	<b>1,389.36</b>	1,139.82
Other outstanding financial liabilities #	<b>17,812.02</b>	9,777.59
Derivative financial liabilities	<b>460.12</b>	1,151.39
<b>Total Other Current Financial Liabilities</b>	<b>1,00,549.62</b>	<b>71,318.64</b>
# includes provision for expenses.		
<b>31. Other Current Liabilities</b>		
Unamortised portion of government grant	<b>676.81</b>	515.50
Unearned interest income	<b>132.06</b>	172.66
Advance from customers	<b>28,375.46</b>	17,178.70
Statutory dues	<b>10,714.74</b>	5,690.49
Others liabilities*	<b>85,769.94</b>	85,765.13
<b>Total Other Current Liabilities</b>	<b>1,25,669.01</b>	<b>1,09,322.48</b>
*includes arbitration liability.		
<b>32. Current Provisions</b>		
<b>Provision for employee benefits</b>		
Gratuity	<b>1,363.31</b>	1,275.10
Leave encashment	<b>738.04</b>	684.64
Other retirement benefits	<b>325.29</b>	327.02
<b>Total Current Provisions</b>	<b>2,426.64</b>	<b>2,286.76</b>
Refer Note 46 and 57		

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>33. Revenue From Operations</b>		
Revenue from contracts with customers (refer Note 42 (b))		
<b>Sale of Products</b>		
Finished goods	<b>10,05,994.76</b>	10,75,078.25
<b>Sale of Services</b>		
Job work charges	<b>11,126.02</b>	30,955.59
Business process services	<b>7,597.86</b>	9,526.28
Charter and container hire income	<b>1,993.85</b>	2,328.75
<b>Total Sale of Products and Services</b>	<b>10,26,712.49</b>	11,17,888.87
<b>Other Operating revenue</b>		
Interest recovered from customers	<b>1,256.76</b>	4,869.45
Sale of scrap	<b>33,608.21</b>	31,492.24
Export and other government incentives	<b>3,403.56</b>	7,966.75
Other operating income	<b>1,382.56</b>	486.37
<b>Total Other Operating Revenue</b>	<b>39,651.09</b>	44,814.81
<b>Total Revenue from Operations</b>	<b>10,66,363.58</b>	11,62,703.68
<b>34. Other Income</b>		
Interest income from investments and loans	<b>10,297.22</b>	5,719.67
Other interest income	<b>1,458.53</b>	851.62
Government grant	<b>514.64</b>	514.64
Dividend on non-current investment	-	0.01
Net gain on sale of current investments	<b>72.19</b>	163.71
Net gain on fair valuation of investments	<b>1.10</b>	10.16
Net foreign currency gain on loan	<b>3,752.04</b>	1,739.49
Net gain on derivatives	<b>1,547.63</b>	552.88
Other non operational income	<b>2,477.35</b>	738.06
Insurance claim received	<b>718.63</b>	624.17
<b>Total Other Income</b>	<b>20,839.33</b>	10,914.41

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>35. Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress</b>		
<b>Opening Stock</b>		
Finished goods	69,721.01	74,855.14
Stock in trade	51.37	303.46
Scrap	3,941.11	6,807.38
Work in progress	30,018.02	42,782.97
	<b>1,03,731.51</b>	<b>1,24,748.95</b>
<b>Closing Stock</b>		
Finished goods	57,191.18	70,036.63
Stock in trade	56.83	51.37
Scrap	7,187.86	3,946.38
Work in progress	38,903.62	30,094.15
	<b>1,03,339.49</b>	<b>1,04,128.53</b>
<b>Total Changes in Inventories for Finished Goods, Stock-in-Trade and Work-in-Progress</b>	<b>392.02</b>	<b>20,620.42</b>
<b>36. Employee Benefits Expense</b>		
Salary, wages and bonus	80,548.42	87,232.88
Contribution to provident and other funds	5,840.62	5,566.51
Workmen and staff welfare	3,266.76	3,786.80
Share based payment [refer note 59]	5.63	-
<b>Total Employee Benefits Expense</b>	<b>89,661.43</b>	<b>96,586.19</b>
Refer Note 46		
<b>37. Finance Cost</b>		
<b>Interest expense</b>		
Debtentures	2,894.12	3,208.66
Term loans	16,332.60	19,735.06
Bank borrowings	14,585.13	23,466.96
Finance lease/lease liabilities	2,151.96	2,084.22
Other interest	395.58	164.54
Other finance cost	265.80	240.36
Bank and finance charges	10,999.13	7,788.78
Net foreign currency loss	1,654.75	5,296.47
<b>Total Finance Cost</b>	<b>49,279.07</b>	<b>61,985.06</b>
Refer Note 48 for borrowing cost capitalised.		
<b>38. Depreciation and Amortisation</b>		
Depreciation of property, plant and equipment	42,997.20	40,207.09
Amortisation of intangible assets	326.57	295.49
Depreciation of right-of-use assets	2,563.46	1,664.63
<b>Total Depreciation and Amortisation</b>	<b>45,887.23</b>	<b>42,167.21</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	Year ended March 31, 2021	Year ended March 31, 2020
<b>39. Other Expenses</b>		
Stores and spares consumed	<b>44,811.79</b>	29,329.87
Power and fuel	<b>48,351.79</b>	49,450.42
Ship and container management expenses	<b>221.18</b>	258.33
Job work, sub contract and other project expense	<b>10,558.50</b>	5,941.43
Royalty expenses	<b>6,334.23</b>	3,191.45
Internal material handling charges	<b>17,307.88</b>	13,076.58
Other manufacturing Expenses	<b>1,755.57</b>	2,587.71
Repairs to buildings	<b>472.06</b>	330.65
Repairs and maintenance to plant and machinery	<b>1,955.79</b>	2,194.60
Equipment and vessel hire charges	<b>138.49</b>	133.29
Telecommunication link and process expenses	<b>378.83</b>	291.91
Rent	<b>2,339.80</b>	2,015.99
Rates and taxes	<b>1,006.79</b>	626.56
Insurance	<b>2,899.29</b>	2,157.19
Water and electricity expense	<b>363.83</b>	473.41
Security expense	<b>1,336.34</b>	1,395.58
Other repair and maintenance	<b>2,134.33</b>	2,486.91
Travelling and conveyance	<b>3,487.07</b>	4,726.53
Vehicle upkeep and maintenance	<b>430.54</b>	511.97
Postage and telephone	<b>481.87</b>	467.38
Legal and professional fees	<b>4,178.97</b>	5,643.24
Directors' meeting fees	<b>79.30</b>	56.55
Charity and donation [includes ₹ 288.59 lakhs (March 31, 2020 ₹ 485.64 lakhs) towards CSR expenses] [refer Note 47(b)]	<b>325.03</b>	519.13
Corporate Social Responsibility [refer Note 47(b)]	<b>1,150.14</b>	769.56
Contribution to political parties	<b>500.00</b>	900.00
Auditors' remuneration [refer Note 47(a)]	<b>190.28</b>	187.16
Commission on sales	<b>16,170.09</b>	7,647.93
Advertisement	<b>52.18</b>	138.28
Forwarding charges (net)	<b>66,906.35</b>	67,588.99
Port charges and delivery duty	<b>8,273.40</b>	7,990.12
Liquidated damages	<b>151.26</b>	1,044.67
Bad debts written off	<b>45.86</b>	-
Provision for doubtful debts and advances	<b>2,157.89</b>	882.13
Loss on sale/discard of property, plant and equipment and intangible assets	<b>72.69</b>	[24.39]
Net loss on derivatives	<b>[115.49]</b>	1,042.15
Net foreign currency (gain)	<b>[5,646.33]</b>	[4,681.77]
Miscellaneous expenses	<b>8,438.64</b>	10,198.12
<b>Total Other Expenses</b>	<b>2,49,696.23</b>	2,21,549.63



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 40 Financial risk management

#### 40.1 Financial risk factors

The Group's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Group's operations. The Group has loans, trade and other receivables, finance lease receivable, cash and short-term deposits that arise directly from its operations. The Group also enters into derivative transactions. The Group's activities expose it to a variety of financial risks detailed below:

##### i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at March 31, 2021 and March 31, 2020.

##### ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

##### iii) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain risk exposures. The Group does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

#### Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligation provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Group's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Group uses derivative financial instruments such as foreign exchange forward contracts and interest rate swaps of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

##### (a) Foreign exchange risk and sensitivity

The Group transacts business primarily in Indian Rupee, USD, AED, EURO, JPY, OMR, GBP and SAR. The Group has obtained foreign currency loans and has foreign currency trade payables, receivables and other receivable and payable and is therefore, exposed to foreign exchange risk. Certain transactions of the respective entities under the Group act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. Group profit and loss is also impacted due to change in fair value of intra group monetary items in foreign currency, and foreign currency trade receivables designated as cash flow hedge of a highly probable forecast transaction impact other comprehensive income. For the remaining exposure to foreign exchange risk, the Group adopts a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

The Group's exposure to foreign currency risk represented in Indian Rupee at the end of the financial year are as follows:

(₹ lakhs)

Particulars	As at March 31, 2021									
	USD	EUR	OMR	SAR	GBP	YEN	AED	BHD	Others	
<b>Financial assets (A)</b>										
Trade receivable	29,990.24	1,603.77	22,365.31	3,227.61	-	-	16.29	1,693.42	-	
Loans	21,759.88	10,545.99	-	-	-	-	-	-	-	
Cash and Cash Equivalents	5.60	156.72	-	15.74	-	0.09	-	5.97	-	
Current financial assets	-	-	-	-	-	69.42	-	-	-	
Currency forward-sell	[25,840.73]	-	-	-	-	-	-	-	-	
<b>Net exposure (A)</b>	<b>25,914.99</b>	<b>12,306.48</b>	<b>22,365.31</b>	<b>3,243.35</b>	<b>-</b>	<b>69.51</b>	<b>16.29</b>	<b>1,699.38</b>	<b>-</b>	
<b>Financial liabilities (B)</b>										
Borrowings	42,418.28	36,429.98	-	-	-	-	-	-	-	
Trade payables	24,336.19	526.44	29.68	-	16.84	27.02	-	-	115.38	
Other financial liabilities	2,575.34	11.05	243.64	-	-	-	-	-	-	
Currency forward-buy	-	[25,725.22]	-	-	-	-	-	-	-	
<b>Net exposure (B)</b>	<b>69,329.79</b>	<b>11,242.25</b>	<b>273.31</b>	<b>-</b>	<b>16.84</b>	<b>27.02</b>	<b>-</b>	<b>-</b>	<b>115.38</b>	
<b>Net exposure to foreign currency risks (A-B)</b>	<b>[43,414.81]</b>	<b>1,064.22</b>	<b>22,091.99</b>	<b>3,243.35</b>	<b>[16.84]</b>	<b>42.49</b>	<b>16.29</b>	<b>1,699.38</b>	<b>[115.38]</b>	

(₹ lakhs)

Particulars	As at March 31, 2020									
	USD	EUR	OMR	SAR	GBP	YEN	AED	BHD	Others	
<b>Financial assets (A)</b>										
Trade receivable	46,182.45	957.59	72.50	5,712.70	-	-	-	1,219.12	-	
Loans	21,176.31	10,179.77	-	-	-	-	-	-	-	
Cash and Cash Equivalents	45.98	29.28	-	2.99	-	0.10	-	0.45	-	
Current financial assets	1.04	-	-	-	-	-	-	-	-	
Currency forward-sell	[50,228.32]	[4,552.34]	-	-	-	-	-	-	-	
<b>Net exposure (A)</b>	<b>17,177.46</b>	<b>6,614.30</b>	<b>72.50</b>	<b>5,715.69</b>	<b>-</b>	<b>0.10</b>	<b>-</b>	<b>1,219.57</b>	<b>-</b>	
<b>Financial liabilities (B)</b>										
Borrowings	95,147.19	-	-	-	-	-	-	-	-	
Trade payables	19,812.61	1,058.12	80.42	-	3.06	58.76	0.93	-	272.93	
Other financial liabilities	1,522.36	479.89	394.50	-	-	-	-	-	-	
Currency forward-buy	-	[1,534.81]	-	-	-	-	-	-	-	
<b>Net exposure (B)</b>	<b>1,16,482.16</b>	<b>3.20</b>	<b>474.92</b>	<b>-</b>	<b>3.06</b>	<b>58.76</b>	<b>0.93</b>	<b>-</b>	<b>272.93</b>	
<b>Net exposure to foreign currency risks (A-B)</b>	<b>[99,304.70]</b>	<b>6,611.10</b>	<b>[402.42]</b>	<b>5,715.69</b>	<b>[3.06]</b>	<b>[58.66]</b>	<b>[0.93]</b>	<b>1,219.57</b>	<b>[272.93]</b>	

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table demonstrates the sensitivity in the USD, AED, Euro, JPY, OMR, GBP, SAR and other currencies to the Indian Rupee with all other variables held constant. The impact on the Group's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

Particulars	Change in currency exchange rate	Effect on profit/ (loss) before tax (₹ lakhs)	
		As at March 31, 2021	As at March 31, 2020
USD	+5%	[2,170.74]	[4,965.24]
	-5%	2,170.74	4,965.24
EURO	+5%	53.21	330.56
	-5%	[53.21]	[330.56]
GBP	+5%	[0.84]	[0.15]
	-5%	0.84	0.15
AED	+5%	0.81	[0.05]
	-5%	[0.81]	0.05
OMR	+5%	1,104.60	[20.12]
	-5%	[1,104.60]	20.12
YEN	+5%	2.12	[2.93]
	-5%	[2.12]	2.93
SAR	+5%	162.17	285.78
	-5%	[162.17]	[285.78]
BHD	+5%	84.97	60.98
	-5%	[84.97]	[60.98]
Others	+5%	[5.77]	[13.65]
	-5%	5.77	13.65

The assumed movement in exchange rate sensitivity analysis is based on the management's assessment of currently observable market environment.

### Summary of exchange differences accounted in Statement of profit and loss

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Currency fluctuations</b>		
Net foreign exchange [gain] / losses shown as other expenses	<b>(5,646.33)</b>	[4,939.09]
Net foreign exchange [gain] / losses shown as finance cost	<b>1,654.75</b>	5,296.47
Net foreign exchange [gain] / losses shown as other income	<b>(3,752.04)</b>	[1,739.49]
<b>Derivatives</b>		
Currency forwards [gain] / losses shown as other expenses	<b>(115.49)</b>	1,042.15
Net [gain] / loss on derivatives - finance cost	-	-
Net [gain] / loss on derivatives - other income	<b>(1,547.63)</b>	[552.88]

### Reconciliation of the exchange differences recognised in other comprehensive income and accumulated in a separate component of equity

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Currency translation adjustments</b>		
Opening	<b>9,455.01</b>	5,208.36
Addition	<b>(1,297.23)</b>	1,829.87
Non controlling interest	<b>(686.04)</b>	2,416.78
Transaction with non-controlling interest	-	-
<b>Closing</b>	<b>7,471.74</b>	9,455.01

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### (b) Interest rate risk and sensitivity

The Group's exposure to the risk of changes in market interest rates relates primarily to long term debt. The management maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. As at March 31, 2021, approximately 61.76% of the Group's borrowings are at a fixed rate of interest (March 31, 2020 - 61.41%). Borrowings issued at fixed interest rate exposes the Group to fair value interest rate risk. Borrowings includes lease liabilities.

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings:

Particulars	Change in currency exchange rate	Effect on profit/ (loss) before tax (₹ lakhs)	
		As at March 31, 2021	As at March 31, 2020
INR borrowings	+50	(633.20)	(715.75)
	-50	633.20	715.75
USD borrowings	+25	(155.26)	(157.46)
	-25	155.26	157.46
AED borrowings	+25	(3.00)	(4.86)
	-25	3.00	4.86
DZD borrowings	+25	(1.75)	-
	-25	1.75	-

The assumed movement in basis points for interest rate sensitivity analysis is based on the management's assessment of currently observable market environment.

### Interest rate & currency of borrowings

(₹ lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate
INR	3,17,150.47	1,38,942.87	1,78,207.60	8.72%
USD	1,65,435.27	63,140.39	1,02,294.88	1.62%
AED	13,762.23	1,200.16	12,562.07	5.46%
DZD	701.10	701.10	-	7.00%
Euro	36,429.98	-	36,429.98	1.05%
<b>Total as at March 31, 2021</b>	<b>5,33,479.05</b>	<b>2,03,984.52</b>	<b>3,29,494.53</b>	
INR	3,31,408.41	1,53,033.45	1,78,374.96	9.52%
USD	2,17,758.15	62,984.20	1,54,773.95	2.31%
AED	15,713.02	1,942.85	13,770.17	5.54%
<b>Total as at March 31, 2020</b>	<b>5,64,879.58</b>	<b>2,17,960.50</b>	<b>3,46,919.08</b>	

### (c) Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, deposited with banks, credit exposures from customers including outstanding receivables and other financial instruments.

#### Trade receivables and contract assets

The Group extends credit to customers in normal course of business. The Group considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Group monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Group has obtained advances and security deposits from its customers & distributors, which mitigate the credit risk to an extent.

#### Provision for expected credit losses (ECL)

The Group extends credit to customers as per the internal credit policy. Any deviation are approved by appropriate authorities, after due consideration of the customers credentials and financial capacity, trade practices and prevailing business and economic conditions. The Group's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the customers etc. Loss allowances and impairment is recognised as per the Group policy.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Others

All of the entity's debt investments and certain loans at amortised cost are considered to have low credit risk. For cash and cash equivalents and deposit held with banks, the Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Group has also availed borrowings. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations.

There are no receivables which have significant increase in credit risk or credit impaired.

**The ageing of trade receivable and allowance for doubtful debts/ expected credit loss (ECL) are provided below:**

(₹ lakhs)

Particulars	Neither due nor impaired	Past due			Total
		upto 6 months	6-12 months	above 12 months	
<b>Non-Current Trade Receivables</b>					
<b>As at March 31, 2021</b>					
<b>Unsecured</b>					
Others	326.50	66.18	397.85	351.33	1,141.86
<b>Total</b>	<b>326.50</b>	<b>66.18</b>	<b>397.85</b>	<b>351.33</b>	<b>1,141.86</b>
<b>As at March 31, 2020</b>					
<b>Unsecured</b>					
Others	23.66	397.85	28.79	350.25	800.55
<b>Total</b>	<b>23.66</b>	<b>397.85</b>	<b>28.79</b>	<b>350.25</b>	<b>800.55</b>
<b>Current Trade Receivables</b>					
<b>As at March 31, 2021</b>					
<b>Secured</b>					
Others	55,875.19	4,995.61	349.12	169.82	61,389.74
<b>Unsecured</b>					
Related Parties	13,880.20	8,149.33	2,847.74	1,793.47	26,670.74
Others	98,700.98	20,554.41	2,847.83	9,010.81	1,31,114.03
<b>Total</b>	<b>1,68,456.37</b>	<b>33,699.35</b>	<b>6,044.69</b>	<b>10,974.10</b>	<b>2,19,174.51</b>
Allowance for doubtful debts					
Related Parties	-	-	0.02	1.91	1.93
Others	27.50	1,378.09	616.52	4,631.43	6,653.54
<b>Net Total</b>	<b>1,68,428.87</b>	<b>32,321.26</b>	<b>5,428.15</b>	<b>6,340.76</b>	<b>2,12,519.04</b>
Expected credit loss rate [average]	0.02%	4.08%	9.57%	40.91%	3.02%
<b>As at March 31, 2020</b>					
<b>Secured</b>					
Others	55,169.55	12,168.80	618.32	276.51	68,233.18
<b>Unsecured</b>					
Related Parties	9,159.19	16,814.54	3,267.28	40.97	29,281.98
Others	44,227.11	35,018.41	5,293.84	9,077.13	93,616.49
<b>Gross Total</b>	<b>1,08,555.85</b>	<b>64,001.75</b>	<b>9,179.44</b>	<b>9,394.61</b>	<b>1,91,131.65</b>
Allowance for doubtful debts					
Related Parties	0.39	80.94	1.57	7.02	89.92
Others	-	166.69	215.62	4,272.59	4,654.90
<b>Net Total</b>	<b>1,08,555.46</b>	<b>63,754.12</b>	<b>8,962.25</b>	<b>5,115.00</b>	<b>1,86,386.83</b>
Expected credit loss rate [average]	0.00%	0.38%	2.36%	43.92%	2.47%

The Group has made net provision of ₹ 6,655.47 lakhs, ₹ 5,589.89 lakhs and ₹ 1.26 lakhs (₹ 4,744.82 lakhs, ₹ 5,122.26 lakhs and ₹ 0.97 lakhs) for trade receivable, loans and others as on March 31, 2021 and March 31, 2020 respectively.

### Financial instruments and cash deposits

The Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Group has also availed borrowings. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations.

#### (d) Liquidity risk

The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Group monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

The Group is required to maintain ratios as per loan agreements. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender. (₹ lakhs)

Particulars	As at March 31, 2021			
	On Demand	0-12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	1,170.00	2,77,337.30	2,32,672.88	5,11,180.18
Lease liabilities	-	3,980.84	37,360.49	41,341.33
Financial derivatives	-	460.12	-	460.12
Other liabilities	3,059.87	27,227.63	2,941.00	33,228.50
Trade and other payables	28,224.74	1,65,443.57	-	1,93,668.31
<b>Total</b>	<b>32,454.61</b>	<b>4,74,449.45</b>	<b>2,72,974.36</b>	<b>7,79,878.44</b>

(₹ lakhs)

Particulars	As at March 31, 2020			
	On Demand	0-12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	-	3,01,091.70	2,39,874.34	5,40,966.04
Lease liabilities	-	4,468.82	41,883.40	46,352.22
Financial derivatives	3.84	1,147.55	-	1,151.39
Other liabilities	5,800.43	18,275.35	2,941.00	27,016.78
Trade and other payables	22,668.71	1,17,471.21	-	1,40,139.92
<b>Total</b>	<b>28,472.98</b>	<b>4,42,454.63</b>	<b>2,84,698.75</b>	<b>7,55,626.35</b>

### Unused line of credit #

(₹ lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Total	Available in next one year	Total	Available in next one year
Secured (cash credit and other facilities)	1,13,919.12	1,13,005.24	69,910.44	69,910.44
Unsecured (PCFC and other facilities)	-	-	2,728.66	2,728.66
<b>Total</b>	<b>1,13,919.12</b>	<b>1,13,005.24</b>	<b>72,639.10</b>	<b>72,639.10</b>

# Excluding non fund based facilities.

### (e) Commodity price risk and sensitivity

The Group is exposed to the movement in price of key raw materials in domestic and international markets. The Group has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. For procurement of material, majority of transactions have short term fixed price contract. Further to minimise the risk of import, the Group enter into foreign exchange forward contracts.

### 40.2 Competition and price risk

The Group faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

### 40.3 Capital risk management

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders including to non-controlling interest in subsidiary, return capital to shareholders or issue new shares. The primary objective of the Group's capital management is to maximise the shareholder's value. The Group's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Group's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Group also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2021 and March 31, 2020.

For the purpose of the Group's capital management, capital includes issued capital, compulsorily convertible debentures, share premium and all other equity reserves. Net debt includes, interest bearing loans and borrowings, trade and other payables less cash and short term deposits, excluding discontinued operations.

The Group monitors capital using a gearing ratio, which is net debt divided by sum of total capital and net debt.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

During 2020-21, the Group's strategy, which was unchanged from 2019-20, was to maintain a gearing ratio within 40% to 60%. The gearing ratios as at March 31, 2021 and March 31, 2020 are as follows: (₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Loans and borrowings [including lease liabilities and current maturities]	<b>5,33,479.05</b>	5,64,879.58
Less: cash and cash equivalents	<b>55,190.97</b>	17,174.38
Net debt (A)	<b>4,78,288.08</b>	5,47,705.20
Total capital	<b>6,98,303.48</b>	6,76,349.80
Capital and net debt (B)	<b>11,76,591.56</b>	12,24,055.00
Gearing ratio (A/B)	<b>41%</b>	45%

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest bearing loans and borrowings for reported periods.

### Dividend paid and proposed during the year

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Dividend paid for equity shareholders March 31, 2021 ₹ 2, (March 31, 2020 ₹ 2) per equity share of ₹ 2 each [excluding DDT]*	<b>6,359.02</b>	6,395.15
Dividend distribution tax (DDT) on above dividend	-	1,314.54
Dividend proposed for equity shareholders March 31, 2021 ₹ 2, (March 31, 2020 ₹ 2) per equity share of ₹ 2 each	<b>6,395.15</b>	6,395.15

\* Excluding dividend paid to Jindal Saw Employee Welfare Trust

### 41. Fair value of financial assets and liabilities

Set out below is a comparison by class of the carrying amounts and fair value of the Group's financial instruments that are recognised in the financial statements. (₹ lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial assets designated at fair value through profit and loss</b>				
<b>Derivatives - not designated as hedging instruments</b>				
- Forward contracts	<b>427.02</b>	<b>427.02</b>	-	-
<b>Investment</b>				
- Mutual funds	<b>6,523.48</b>	<b>6,523.48</b>	278.64	278.64
- Equity shares	<b>287.01</b>	<b>287.01</b>	256.20	256.20
<b>Financial assets designated at fair through other comprehensive income</b>				
<b>Investment</b>				
- Mutual funds	<b>1,302.24</b>	<b>1,302.24</b>	239.48	239.48
- Equity shares	<b>41.73</b>	<b>41.73</b>	46.36	46.36
<b>Financial assets designated at amortised cost</b>				
Fixed deposits with banks	<b>20,473.91</b>	<b>20,473.91</b>	18,974.60	18,974.60
Cash and bank balances	<b>55,190.97</b>	<b>55,190.97</b>	17,174.38	17,174.38
Investment	<b>11,658.26</b>	<b>11,658.26</b>	12,058.83	12,058.83
Trade and other receivables [net of provision]	<b>2,13,660.91</b>	<b>2,13,660.91</b>	1,87,187.38	1,87,187.38
Loans	<b>60,125.90</b>	<b>60,125.90</b>	56,720.43	56,720.43
Other financial assets	<b>67,446.17</b>	<b>67,446.17</b>	69,627.28	69,627.28
	<b>4,37,137.59</b>	<b>4,37,137.59</b>	3,62,563.58	3,62,563.58

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial liabilities designated at fair value through profit or loss</b>				
<b>Derivatives - not designated as hedging instruments</b>				
- Forward contracts	460.12	460.12	1,151.39	1,151.39
Financial liabilities designated at amortised cost				
Borrowings- fixed rate	3,04,350.86	3,04,350.86	3,46,919.08	3,46,919.08
Borrowings- floating rate	2,03,984.51	2,03,984.51	1,90,238.74	1,90,238.74
Lease liabilities	25,143.68	25,143.68	27,721.76	27,721.76
Trade & other payables	1,93,668.31	1,93,668.31	1,40,139.92	1,40,139.92
Other financial liabilities	33,228.50	33,228.50	27,016.78	27,016.78
	<b>7,60,835.98</b>	<b>7,60,835.98</b>	7,33,187.67	7,33,187.67

### Fair valuation techniques

The Group maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the Group is considered to be insignificant in valuation.
- 3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.

### Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Level 1: It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date like mutual funds. The mutual funds are valued using the closing net assets value (NAV) as at the balance sheet date.

Level 2: It includes fair value of the financial instruments that are not traded in an active market like over-the-counter derivatives, which is valued by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 2 as described below:-

### Assets / Liabilities measured at fair value (Accounted)

(₹ lakhs)

Particulars	As at March 31, 2021		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Derivatives - not designated as hedging instruments			
- Forward contracts	-	427.02	-
<b>Investment</b>			
- Mutual funds	7,825.72	-	-
- Equity shares	0.51	328.22	-
<b>Financial liabilities</b>			
Derivatives - not designated as hedging instruments			
- Forward contracts	-	460.12	-

(₹ lakhs)

Particulars	As at March 31, 2020		
	Level 1	Level 2	Level 3
<b>Financial assets</b>			
Derivatives - not designated as hedging instruments			
- Forward contracts	-	-	-
<b>Investment</b>			
- Mutual funds	518.12	-	-
- Equity shares	0.29	302.27	-
<b>Financial liabilities</b>			
Derivatives - not designated as hedging instruments			
- Forward contracts	-	1,151.39	-

### Assets / Liabilities for which fair value is disclosed

(₹ lakhs)

Particulars	As at March 31, 2021		
	Level 1	Level 2	Level 3
<b>Financial liabilities</b>			
Borrowings- fixed rate	-	3,04,350.86	-
Lease liabilities	-	25,143.68	-
Other financial liabilities	-	33,228.50	-

(₹ lakhs)

Particulars	As at March 31, 2020		
	Level 1	Level 2	Level 3
<b>Financial liabilities</b>			
Borrowings- fixed rate	-	3,46,919.08	-
Lease liabilities	-	27,721.76	-
Other financial liabilities	-	27,016.78	-

During the year ended March 31, 2021 and March 31, 2020, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under Level 3.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at March 31, 2021 and March 31, 2020 respectively:

### a) Assets / Liabilities measured at fair value

Particulars	Fair value hierarchy	Valuation technique	Inputs used
<b>Financial assets</b>			
<b>Investments</b>			
- Equity shares	Level 1	Market valuation techniques	Quoted price
- Mutual fund		Market valuation techniques	Published NAV
<b>Derivatives - not designated as hedging instruments</b>			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow
<b>Financial liabilities</b>			
<b>Derivatives - not designated as hedging instruments</b>			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow

### b) Assets / Liabilities for which fair value is disclosed

Particulars	Fair value hierarchy	Valuation technique	Inputs used
<b>Financial liabilities</b>			
Other borrowings- fixed rate	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Lease liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Other financial liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows

## 42. a.) Segment information

### Information about primary segment

The Group is diversified and engaged primarily into manufacturing of Iron and steel products, logistics, infrastructure development and fabrication activities. The Group's primary segment as identified by management is Iron and steel products, waterways logistics and others. Activities not meeting the quantitative threshold as specified in IND AS 108 are reported as 'Others'.

Segments have been identified taking into account nature of product and differential risk and returns of the segment. These business segments are reviewed by the Group CEO (Chief operating decision maker).

#### Iron and steel products:

The segment comprises of manufacturing of Iron and Steel pipes and pellets.

#### Waterways logistics:

The segment comprises of inland and ocean going shipping business.

#### Others:

The segment comprises of call centre and information technology services.

#### Segment measurement:

The measurement principles for segment reporting are based on IND AS 108. Segment's performance is evaluated based on segment revenue and profit and loss from operating activities.

- Operating revenues and expenses related to both third party and inter-segment transactions are included in determining the segment results of each respective segment.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- Operating expenses comprises of consumption of materials, employee benefits expense, depreciation and amortisation, excise duty and other expenses.
- Finance income earned and finance expense incurred are not allocated to individual segment and the same has been reflected at the Group level for segment reporting.
- The total assets disclosed for each segment represent assets directly managed by each segment, and primarily include receivables, Property, Plant and Equipment, intangibles, inventories, operating cash and bank balances, intersegment assets and exclude assets held for sale, derivative financial assets, deferred tax assets and income tax recoverable.
- Segment liabilities comprise operating liabilities and exclude liabilities associated with assets held for sale, external borrowings, provision for taxes, deferred tax liabilities and derivative financial liabilities.
- Segment capital expenditure comprises additions to Property, Plant and Equipment, intangible assets (net of rebates, where applicable).
- Unallocated expenses/ results, assets and liabilities include expenses/ results, assets and liabilities (including inter-segment assets and liabilities) and other activities not allocated to the operating segments. These also include current taxes, deferred taxes and certain financial assets and liabilities not allocated to the operating segments.

### 1) Primary business segment

Year ended March 31, 2021

(₹ lakhs)

Particulars	Iron and steel products	Waterways Logistics	Others	Eliminations	Unallocated	Total
<b>Revenue from external customer</b>						
Continued Operations	10,56,372.85	2,182.28	7,808.46	-	-	10,66,363.59
Discontinued operations	-	-	-	-	-	-
Inter Segment Sales	-	-	95.13	(95.13)	-	-
<b>Total Revenue</b>	<b>10,56,372.85</b>	<b>2,182.28</b>	<b>7,903.59</b>	<b>(95.13)</b>	<b>-</b>	<b>10,66,363.59</b>
<b>Segment Result before interest, exceptional items and Taxes</b>						
Continued Operations	85,465.59	(1,356.36)	1,678.89	-	-	85,788.12
Discontinued operations	-	-	-	-	-	-
Unallocable corporate income/expense (net)	-	-	-	-	-	13,418.87
<b>Finance costs</b>						49,279.07
<b>Exceptional items*</b>						49,279.07
Continued Operations	-	-	-	-	-	-
Discontinued operations	-	-	-	-	-	-
<b>Share of results of joint ventures and associates</b>						-
<b>Profit before tax</b>						49,927.92
<b>Tax expense</b>						17,154.72
Continued Operations	18,229.76	(1,462.21)	387.17	-	-	17,154.72
Discontinued operations	-	-	-	-	-	-
<b>Net profit after tax</b>	<b>27,433.74</b>	<b>4,048.58</b>	<b>1,290.88</b>	<b>-</b>	<b>-</b>	<b>32,773.20</b>
<b>Other segment items</b>						
Additions to Property, Plant and Equipment and Intangibles#	32,841.50	22.84	44.74	-	-	32,909.08
<b>Depreciation and amortisation for the year</b>						
Continued Operations	43,905.35	1,627.47	354.42	-	-	45,887.24
Discontinued operations	-	-	-	-	-	-
Segment assets	13,68,132.65	1,20,963.61	4,104.82	-	1,29,341.54	16,22,542.62
Segment liabilities	3,12,038.54	90,369.46	1,780.33	-	5,64,410.91	9,68,599.24

\* Refer note no. 58 for exceptional items

# Addition to Right-of-use-assets includes Nil amount [March 31, 2020 ₹ 3,751.42 lakhs] transferred from Property, Plant and Equipment on adoption of Ind as 116.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Year ended March 31, 2020

(₹ lakhs)

Particulars	Iron and steel products	Waterways Logistics	Others	Eliminations	Unallocated	Total
<b>Revenue from external customer</b>						
Continued Operations	11,49,651.80	2,471.97	10,579.91	-	-	11,62,703.68
Discontinued operations	-	-	-	-	-	-
Inter Segment Sales	-	-	61.32	[61.32]	-	-
<b>Total Revenue</b>	<b>11,49,651.80</b>	<b>2,471.97</b>	<b>10,641.23</b>	<b>[61.32]</b>	<b>-</b>	<b>11,62,703.68</b>
<b>Segment Result before interest, exceptional items and Taxes</b>						
Continued Operations	1,18,000.90	[5,567.35]	250.25	-	-	1,12,683.80
Discontinued operations	[1,144.00]	-	-	-	-	[1,144.00]
<b>Finance income</b>						8,310.78
<b>Finance costs</b>						61,985.05
<b>Exceptional items*</b>						
Continued Operations	[11,204.62]	-	-	-	-	[11,204.62]
Discontinued operations	-	-	-	-	-	-
<b>Share of results of joint ventures and associates</b>						-
<b>Profit before tax</b>						46,660.91
<b>Tax expense</b>						534.21
Continued Operations	711.17	[195.64]	18.68	-	-	534.21
Discontinued operations	-	-	-	-	-	-
<b>Net profit after tax</b>	51,342.16	[5,445.16]	229.70	-	-	46,126.70
<b>Other segment items</b>						
Additions to Property, Plant and Equipment and Intangibles	66,862.24	0.34	639.30	-	-	67,501.88
<b>Depreciation and amortisation for the year</b>						
Continued Operations	39,724.08	2,076.94	365.59	-	-	42,166.61
Discontinued operations	0.60	-	-	-	-	0.60
Segment assets	13,11,709.50	1,12,582.41	4,652.06	-	1,18,525.99	15,47,469.95
Segment liabilities	2,11,844.62	90,694.63	1,616.85	-	6,14,422.12	9,18,578.22

\* Refer note no. 58 for exceptional items

# Addition to Right-of-use-assets includes ₹ 3,751.42 lakhs transferred from Property, Plant and Equipment on adoption of Ind as 116.

**Unallocated assets comprises of:**

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Investments	19,812.72	12,879.51
Loans	60,125.90	56,720.43
Deferred tax assets [Net]	41,025.40	39,307.45
Derivative financial assets	427.02	-
Current tax assets [Net]	7,950.50	7,505.50
Assets held for sale	-	2,113.10
<b>Total</b>	<b>1,29,341.54</b>	<b>1,18,525.99</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Unallocated liabilities comprises of:

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
Borrowings	<b>5,08,335.37</b>	5,37,157.82
Lease liabilities	-	27,721.76
Deferred tax liabilities(net)	<b>53,281.14</b>	44,685.52
Derivative financial liabilities	<b>460.12</b>	1,151.39
Current tax liabilities (Net)	<b>2,334.28</b>	1,131.39
Liabilities held for sale	-	2,574.24
<b>Total</b>	<b>5,64,410.91</b>	6,14,422.12

### 2) Information about Geographical Segment – Secondary

The Group's operations are located in India, USA, Italy, UAE and Algeria. The following table provides an analysis of the Group's sales by geography in which the customer is located, irrespective of the origin of the goods.

Particulars	2020-21			2019-20		
	Within India	Outside India	Total	Within India	Outside India	Total
<b>Revenue from Operations</b>						
Continued Operations	<b>7,00,829.95</b>	<b>3,65,533.63</b>	<b>10,66,363.58</b>	7,77,623.45	3,85,080.23	11,62,703.68
Discontinued operations	-	-	-	-	-	-
<b>Non current Assets</b>	<b>6,59,906.52</b>	<b>1,14,067.86</b>	<b>7,73,974.37</b>	6,66,922.03	1,26,033.70	7,92,955.73

### 3) Information about major customers

No customer individually accounted for more than 10% of the revenue.

### b.) Disaggregation of revenue from contracts with customers

The group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions:

The group's operations are located in India, UAE and USA. Group's sales by geography is in which the customer is located, irrespective of the origin of the goods.

Particulars	Sale of goods		Sale of services					
	Finished goods		Job work		Waterways Logistics		Others	
	Within India	Outside India	Within India	Outside India	Within India	Outside India	Within India	Outside India
<b>Year Ended March 31, 2021</b>								
Segment revenue	6,49,442.95	3,56,551.81	4,986.76	5,928.66	1,993.85	-	4,964.63	2,938.96
Less: Intersegment revenue	-	-	-	-	-	-	95.13	-
<b>Revenue from external customers</b>	<b>6,49,442.95</b>	<b>3,56,551.81</b>	<b>4,986.76</b>	<b>5,928.66</b>	<b>1,993.85</b>	<b>-</b>	<b>4,869.50</b>	<b>2,938.96</b>
<b>Year Ended March 31, 2020</b>								
Segment revenue	7,09,592.90	3,65,485.35	11,406.90	19,435.05	2,328.75	-	9,675.09	26.15
Less: Intersegment revenue	-	-	-	-	-	-	61.32	-
<b>Revenue from external customers</b>	<b>7,09,592.90</b>	<b>3,65,485.35</b>	<b>11,406.90</b>	<b>19,435.05</b>	<b>2,328.75</b>	<b>-</b>	<b>9,613.77</b>	<b>26.15</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### c.) Assets and liabilities related to contracts with customers

The group has recognised following assets and liabilities related to contracts with customers

(₹ lakhs)

Particulars	Contract assets
<b>As at April 01, 2019</b>	
Opening Balance	1,502.56
Add: Recognised during the year	1,095.25
Less: Billed amount	985.75
<b>Closing balance</b>	<b>1,612.06</b>
<b>As at April 01, 2020</b>	
Opening Balance	1,612.06
Add: Recognised during the year	3,505.54
Less: Billed amount	1,612.06
<b>Closing balance</b>	<b>3,505.54</b>

### d.) Contract acquisition cost related to contracts with customers

The Group recognise performance bank guarantee charges incurred for contract with customers amortised as per fulfilment of performance obligation.

Particulars	(₹ lakhs)
<b>As at April 01, 2019</b>	
Opening balance	606.34
Add: Cost incurred	366.76
Less: Charged to Profit and Loss	393.79
<b>Closing balance</b>	<b>579.31</b>
<b>As at April 01, 2020</b>	
Opening balance	579.31
Add: Cost incurred	745.38
Less: Charged to Profit and Loss	922.60
<b>Closing balance</b>	<b>402.09</b>

## 43. Derivative financial instruments

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>		
Currency forward	427.02	-
<b>Total</b>	<b>427.02</b>	-
<b>Liabilities</b>		
Currency forward	460.12	1,151.39
<b>Total</b>	<b>460.12</b>	<b>1,151.39</b>
<b>Bifurcation of above derivative instruments in current and non-current</b>		
Current assets	427.02	-
Current liabilities	460.12	1,151.39

### Forward Contracts

The Group has buy and sell foreign currency forward contracts for offsetting the risk of currency fluctuation on inter corporate loan, letter of credit and other receivables and payables. As at March 31, 2021 outstanding contracts are for sale of Nil (Euro/INR) [March 31, 2020 Euro 5.5 million (Euro/INR)], sale of USD 0.05 million (USD/INR) [March 31, 2020 USD 10.01 million (USD/INR)] and purchase of Euro 30 million (Euro/USD) [March 31, 2020 Euro 50 million].

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 44. Income tax expense

#### Total tax expense reconciliation:

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
- Current income tax	17,972.68	26,269.03
- Previous year tax adjustments	(549.19)	1,242.22
	17,423.48	27,511.25
<b>Deferred tax (refer Note no. 45)</b>		
- Deferred tax relating to origination & reversal of temporary differences	(3,099.69)	(5,510.09)
- MAT credit utilisation/ (entitlement)	0.01	-
- Deferred tax of previous years	1,158.89	(1,796.83)
- Change in tax rate (refer Note 65)	1,672.08	(19,670.12)
	(268.72)	(26,977.04)
<b>Total Tax expense</b>	<b>17,154.77</b>	<b>534.21</b>

#### Effective Tax Reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows :

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Net income before taxes	49,927.92	48,032.10
Enacted tax rate for Parent	34.9440%	34.9440%
Computed tax expense	17,446.81	16,784.35
Increase / (reduction) in taxes on account of:	-	-
Previous year tax adjustments	(540.51)	1,242.22
Deferred tax of previous years	1,158.93	(1,796.83)
Other non deductible expenses	1,728.79	5,694.80
Income not taxable / exempt from tax	(6,700.83)	(5,128.80)
Tax on which no deduction is admissible	-	-
Change in rate of tax	1,672.08	(19,670.12)
Difference in tax rates	2,450.31	2,908.69
Tax impact on share of loss of associate	-	-
Difference in tax rate on long-term capital gain	(4.57)	(11.58)
Others	(56.23)	511.50
Income tax expense reported	17,154.77	534.21

#### Current tax assets and liabilities (net)

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
Current tax assets (net)	7,950.50	7,505.50
Current tax liabilities (net)	2,334.28	1,131.39

### 45. Deferred income tax

The analysis of deferred tax assets and deferred tax liabilities dealt in the statement of profit and loss is as follows:

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Book base and tax base of property, plant and equipment, right-of-use and intangible assets	72,550.05	8,759.91
(Disallowance) / allowance (net) under income tax	(73,739.72)	(9,674.07)
Brought forward losses set off	(1,895.63)	(4,590.16)
Deferred tax of previous years	1,158.85	(1,796.83)
Change in tax rate	1,672.08	(19,670.12)
Minimum alternate tax (MAT) credit utilisation / (entitlement)	0.01	-
Post employment benefits	(14.35)	(5.77)
<b>Total</b>	<b>(268.72)</b>	<b>(26,977.04)</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Component of tax accounted in Other Comprehensive Income and Equity		(₹ lakhs)
Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Deferred tax (gain) / loss on defined benefit	<b>(633.73)</b>	568.26
Tax on fair value of equity instruments	<b>(1.79)</b>	0.46
Change in tax rate	<b>172.47</b>	(318.25)
Tax on fair value of debt instruments	<b>0.40</b>	23.97
<b>Total</b>	<b>(462.64)</b>	274.44
<b>Deferred tax assets (net)</b>		(₹ lakhs)
Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Temporary difference		
<b>Assets</b>		
Disallowance under income tax act	<b>1,304.12</b>	1,396.79
Difference between book & tax base related to property, plant and equipment, right-of-use and intangible assets	<b>59.24</b>	568.67
Carried forward losses	<b>45,520.72</b>	42,759.88
<b>Total (A)</b>	<b>46,884.08</b>	44,725.34
<b>Liabilities</b>		
Difference between book & tax base related to property, plant and equipment, right-of-use and intangible assets	<b>5,988.94</b>	5,549.12
Expense allowed under Income tax Act but deferred in books	<b>12.82</b>	11.80
Others	<b>0.54</b>	2.80
<b>Total (B)</b>	<b>6,002.31</b>	5,563.72
<b>Net deferred tax assets</b>	<b>40,881.77</b>	39,161.62
Add: Minimum alternate tax (MAT) credit Entitlement	<b>143.63</b>	145.83
<b>Total deferred tax assets</b>	<b>41,025.40</b>	39,307.45
<b>Deferred tax liabilities (net)</b>		(₹ lakhs)
Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Liabilities</b>		
Difference between book & tax base related to property, plant and equipment, right-of-use and intangible assets	<b>75,250.93</b>	77,779.56
Expense allowed under Income tax Act but deferred in books	-	-
Others	<b>467.86</b>	529.98
<b>Total (A)</b>	<b>75,718.79</b>	78,309.54
<b>Assets</b>		
Difference between book & tax base related to property, plant and equipment, right-of-use and intangible assets	<b>6,123.31</b>	7,254.64
Difference between book and tax base related to fixed assets	-	-
Finance lease payable / receivable	<b>5,518.14</b>	7,902.43
Carried forward losses	<b>1,060.00</b>	2,019.03
<b>Total (B)</b>	<b>12,701.45</b>	17,176.10
Net deferred tax liabilities	<b>63,017.34</b>	61,133.43
Less: Mat credit entitlement	<b>9,736.20</b>	16,447.92
<b>Total deferred tax liabilities</b>	<b>53,281.14</b>	44,685.50

In the year ended March 31, 2020, the Group had made an assessment of the impact of the Taxation Laws (Amendment) Ordinance, 2019 ['Ordinance'] issued by Government of India on September 20, 2019 and decided to continue with the existing tax structure until utilisation of minimum alternative tax (MAT) asset. Accordingly, in accordance with the accounting standards, the Group had written back deferred tax liability amounting to ₹ 23,113.12 lakhs in the year ended March 31, 2020.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 46. Employee Benefits Obligations

The Group has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. Refer table below for the expense recognised during the period towards defined contribution plan:

#### 1. Expense recognised for defined contribution plan

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
Group's contribution to provident fund	3,087.17	3,083.60
Group's contribution to ESI	90.20	128.10
Group's contribution to other funds	111.19	99.68
<b>Total</b>	<b>3,288.56</b>	<b>3,311.38</b>

2. Below tables set forth the changes in the projected benefit obligation and plan assets and amounts recognised in the Consolidated Balance Sheet as on March 31, 2021 and March 31, 2020, being the respective measurement dates:

#### 2.a. Movement in defined benefit obligations

Particulars	[₹ lakhs]	
	Gratuity (funded)	Leave Encashment (unfunded)
<b>Present value of obligation - April 1, 2019</b>	13,886.72	5,812.63
Current service cost	1,635.97	992.50
Interest cost	978.59	407.30
Benefits paid	[367.69]	[852.42]
Remeasurements - actuarial loss/ (gain)	-	-
Transfer out on disposal of subsidiary	1,780.25	1,170.22
<b>Present value of obligation - March 31, 2020</b>	<b>17,913.84</b>	<b>7,530.23</b>
<b>Present value of obligation - April 1, 2020</b>	17,913.84	7,530.23
Current service cost	1,645.84	1,004.45
Interest cost	1,266.45	534.32
Benefits paid	[371.32]	[943.10]
Remeasurements - actuarial loss/ (gain)	[1,779.11]	[280.18]
<b>Present value of obligation - March 31, 2021</b>	<b>18,675.70</b>	<b>7,845.72</b>

#### 2.b. Movement in plan assets – gratuity

Particulars	[₹ lakhs]	
	As at March 31, 2021	As at March 31, 2020
Fair value of plan assets at beginning of year	9,709.38	8,250.39
Expected return on plan assets	679.65	577.52
Employer contributions	1,420.35	1,116.79
Benefits paid	[316.82]	[332.53]
Actuarial gain / (loss)	53.35	97.18
<b>Fair value of plan assets at end of year</b>	<b>11,545.91</b>	<b>9,709.35</b>
Present value of obligation	18,675.71	17,913.84
Net funded status of plan #	(7,129.79)	[8,204.49]
Actual return on plan assets	733.00	674.70

# The Group has no legal obligation to settle the deficit in the funded plans with an immediate contribution or additional one off contributions. The Group intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The components of the gratuity & leave encashment cost are as follows:

### 2.c. Recognised in the statement of profit and loss

(₹ lakhs)

Particulars	Gratuity	Leave Encashment
Current Service cost	1,635.97	992.50
Interest cost	978.59	407.30
Expected return on plan assets	(577.52)	-
Remeasurement - Actuarial loss/(gain)	-	1,170.22
<b>For the year ended March 31, 2020</b>	<b>2,037.04</b>	<b>2,570.02</b>
Current Service cost	1,645.84	1,004.45
Interest cost	1,266.45	534.32
Expected return on plan assets	(679.65)	-
Remeasurement - Actuarial loss/(gain)	-	(280.18)
<b>For the year ended March 31, 2021</b>	<b>2,232.64</b>	<b>1,258.59</b>

Note - Gratuity of ₹ Nil [March 31, 2020 ₹ 29.71 Lakhs] & Leave encashment of ₹ Nil [March 31, 2020 ₹ 17.03 Lakhs] has been capitalised during the year

### 2.d. Recognised in Other comprehensive income

(₹ lakhs)

Particulars	Gratuity
Remeasurement - Actuarial loss/(gain)	1,683.07
Total for the year ended March 31, 2020	1,683.07
Remeasurement - Actuarial loss/(gain)	(1,832.46)
Total for the year ended March 31, 2021	(1,832.46)

### 2.e. The principal actuarial assumptions used for estimating the Group's defined benefit obligations are set out below:

Particulars	As at March 31, 2021	As at March 31, 2020
Attrition rate	<b>2% PA to 60% PA</b>	2% PA to 5% PA
Discount Rate	<b>4.25% PA to 7.00% PA</b>	5.25% PA to 7.00% PA
Expected Rate of increase in salary	<b>5% PA to 11% PA</b>	5% PA to 11% PA
Expected Rate of Return on Plan Assets	<b>7.00% PA to 7.75% PA</b>	7.00% PA to 7.75% PA
Mortality rate	<b>IALM 2012-14</b>	IALM 2012-14
Expected Average remaining working lives of employees (years)	<b>12.80 to 32.20</b>	12.80 to 32.20

The assumption of future salary increase takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in employment market.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 2.f. Sensitivity analysis:

As at March 31, 2020

(₹ lakhs)

Particulars	Change in assumption	Gratuity obligation (Decrease) / Increase
Discount rate	+1%	(16,332.28)
	-1%	20,388.02
Salary Growth rate	+1%	20,269.32
	-1%	(16,392.24)
Withdrawal Rate	+1%	17,665.94
	-1%	(18,787.20)

As at March 31, 2021

(₹ lakhs)

Particulars	Change in assumption	Gratuity obligation (Decrease) / Increase
Discount rate	+1%	(17,066.72)
	-1%	21,172.82
Salary Growth rate	+1%	21,051.17
	-1%	(17,129.81)
Withdrawal Rate	+1%	18,432.84
	-1%	(19,541.46)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

### 2.g. History of experience adjustments is as follows:

(₹ lakhs)

Particulars	Gratuity
<b>For the year ended March 31, 2020:</b>	
Plan Liabilities - (loss)/gain	(267.44)
Plan Assets - (loss)/gain	97.18
<b>For the year ended March 31, 2021:</b>	
Plan Liabilities - (loss)/gain	1,632.44
Plan Assets - (loss)/gain	53.35

### 2.h. Expected contribution during the next annual reporting period

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Group's best estimate of contribution to post employment benefit plans for the next year	1,326.80	1,303.92

### 2.i. Maturity profile of defined benefit obligation

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Weighted average duration (based on discounted cash flows) in years	11 to 23 years	11 to 23 years

### 2.j. Estimate of expected benefit payment

(₹ lakhs)

Particulars	Gratuity
01 Apr 2021 to 31 Mar 2022	1,442.39
01 Apr 2022 to 31 Mar 2023	468.18
01 Apr 2022 to 31 Mar 2024	390.30
01 Apr 2022 to 31 Mar 2025	395.16
01 Apr 2025 to 31 Mar 2026	407.81
01 Apr 2026 Onwards	15,571.70

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 2.k. Employee benefit provision

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
Gratuity	7,129.80	8,204.49
Leave encashment	7,845.71	7,530.23
Other employee benefits	1,270.01	1,201.46
<b>Total</b>	<b>16,245.52</b>	<b>16,936.18</b>

The following table sets out the funded status of the plan and the amounts recognised in the Group's balance sheet.

### 2.l. Current and non-current provision for gratuity, leave encashment and other benefits

[₹ lakhs]

Particulars	Gratuity	Leave Encashment	Others benefits
<b>As at March 31, 2020</b>			
Current provision	1,275.10	684.64	327.02
Non current provision	6,929.39	6,845.59	874.44
<b>Total Provision</b>	<b>8,204.49</b>	<b>7,530.22</b>	<b>1,201.46</b>
<b>As at March 31, 2021</b>			
Current provision	1,363.31	738.04	325.29
Non current provision	5,766.49	7,107.67	944.72
<b>Total Provision</b>	<b>7,129.80</b>	<b>7,845.72</b>	<b>1,270.01</b>

Provision for gratuity is net of plan assets in few subsidiaries amounting to ₹ 11.40 lakhs and ₹ 3.94 lakhs for year ended March 31, 2021 and March 31, 2020 respectively.

### 2.m. Employee benefit expenses

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries and Wages [excluding leave encashment]	78,914.04	81,713.32
Costs-defined benefit plan [including fund management charges]	2,552.06	2,255.13
Costs-defined contribution plan [including leave encashment]	4,922.94	6,201.58
Welfare expenses	3,266.76	3,786.80
<b>Total</b>	<b>89,655.80</b>	<b>93,956.83</b>

For discontinued operations, refer Note 57.

### OCI presentation of defined benefit plan

Gratuity is in the nature of defined benefit plan, re-measurement gains/[losses] on defined benefit plans is shown under OCI as Items that will not be reclassified to profit and loss and also the income tax effect on the same.

### Presentation in Statement of Profit & Loss and Balance Sheet

Expense for service cost, net interest on net defined benefit liability [asset] is charged to Statement of Profit and Loss.

IND AS 19 does not require segregation of provision in current and non-current, however net defined liability/assets is shown as current and non-current provision in Balance Sheet as per IND AS 1. Actuarial liability for leave encashment is shown as current and non-current provision in Balance Sheet. When there is surplus in defined benefit plan, Group is required to measure the net defined benefit asset at the lower of; the surplus in the defined benefit plan and the assets ceiling, determined using the discount rate specified, i.e. market yield at the end of the reporting period on government bonds, this is applicable for domestic companies, foreign companies can use corporate bonds rate.

The Group assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The mortality rates are used from IALM 2012-14 Ultimate as per actuary certificate.

The Group has taken policies from an insurance company for managing gratuity fund. The major categories of plans assets for the year ended March 31, 2021 has not been provided by the insurance company. Accordingly, the disclosure for major categories of plan assets has not been provided.

### Risk exposure

The Group has taken group gratuity policies from an insurance company. Contribution towards policies are done annually basis demand from insurance company.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The insurance policy is non participating variable insurance plan and will not participate in the profits of the insurance company. These policies provide for minimum floor rate (MFR), i.e. a guaranteed interest rate that the policy account will earn during the entire policy term. In addition to MFR the insurance company shall also declare a non-zero positive additional interest rate (AIR) at the beginning of every financial quarter on the policy account and AIR shall remain guaranteed for that financial quarter. In addition to these both the policy also earn residual addition.

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

### Asset volatility

This may arise from volatility in asset values due to market fluctuations. Most of the plan asset investments are in fixed income securities.

### Changes in government bond yields

The plan liabilities are calculated using a discount rate set with reference to government bond yields. A decrease in government bond yields will increase plan liabilities and vice-versa, although this will be partially offset by an increase in the value of the plans' holdings in such bonds.

### Salary Cost Inflation Risk

The present value of the Defined Benefit Plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

## 47. Other disclosures

### a) Auditors remuneration

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
i. Audit Fee	164.20	153.42
ii. Tax Audit Fee	7.85	4.45
iii. Certification/others	15.60	22.01
iv. Out of pocket expenses	2.63	7.28
<b>Total</b>	<b>190.28</b>	<b>187.16</b>

### b) Corporate Social Responsibility

Details of expenditure on Corporate Social Responsibility Activities as per Section 135 of the Companies Act, 2013 read with schedule III are as below:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Amount required to be spent	1,434.22	1,332.21

### Details of amount spent:

(₹ lakhs)

Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Total	In cash	Yet to be paid	Total	In cash	Yet to be paid
Eradicating hunger, preventive health care and sanitation	668.47	657.84	10.63	649.70	645.16	4.54
Disaster management (Contribution for Covid 19)	7.97	7.97	-	100.00	100.00	-
Making available safe drinking water	-	-	-	2.27	2.27	-
Livelihood enhancement projects	12.37	12.37	-	30.14	30.14	-
Promoting education	285.29	285.29	-	360.67	360.35	0.32
Expenses for differently abled	40.00	40.00	-	42.10	42.10	-
Hostel for women	-	-	-	-	-	-
Facilities for senior citizens	4.07	4.07	-	2.12	2.12	-
Animal welfare	25.35	17.48	7.87	49.32	48.67	0.65
Conservation of natural resources	-	-	-	0.06	0.06	-
Agroforestry	-	-	-	0.20	0.20	-
Measures for benefit of armed forces, war widows	-	-	-	0.27	0.27	-
Community welfare	0.51	0.51	-	4.51	4.51	-
Rural development	2.99	2.99	-	11.48	9.82	1.66
Ensuring environmental sustainability and ecological balance	-	-	-	2.36	2.36	-
Provision for shortfall in CSR expense	388.60	-	388.60	-	-	-
<b>Total</b>	<b>1,435.63</b>	<b>1,028.52</b>	<b>407.10</b>	<b>1,255.20</b>	<b>1,248.03</b>	<b>7.17</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### c.) Micro and small enterprises

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
a. Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	<b>1,353.59</b>	820.15
b. Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
c. Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
d. Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
e. Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
f. Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
g. Interest accrued and remaining unpaid at the end of each accounting year	-	-
h. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	-

### 48. Borrowing cost and currency fluctuations capitalised

The Group has not capitalised any borrowing cost or foreign exchange fluctuations during the year ended March 31, 2021 and March 31, 2020.

### 49. Contingent liabilities and Commitments

#### i) Guarantees

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
Guarantees issued by the Group's bankers on behalf of the Group	<b>1,17,718.07</b>	1,46,296.54
Duty Saved for availing various export based incentive schemes	<b>5,220.49</b>	1,566.98
<b>Total</b>	<b>1,22,938.55</b>	1,47,863.52
Contingencies with respect to group's share of associate is ₹ Nil and ₹ 4.31 lakhs as at March 31, 2021 and March 31, 2020 respectively.		
Corporate guarantees given to lenders of related parties	<b>4,347.78</b>	7,600.74
Corporate guarantees given to lenders of discontinued operations	<b>734.77</b>	811.07
	<b>5,082.55</b>	8,411.81



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>ii) Letter of Credit Outstanding</b>		
Letter of Credit Outstanding	<b>55,101.03</b>	1,08,704.96
<b>iii) Other contingent liabilities</b>		
Disputed Excise duty, Custom Duty and service tax	<b>326.48</b>	326.48
Income tax demand against which Group has preferred appeals	<b>2,142.66</b>	34,561.12
Disputed Sales Tax and Entry Tax	<b>430.66</b>	521.47
<b>Total</b>	<b>2,899.80</b>	35,409.07

Other contingencies with respect to group's share of associate is ₹ NIL and ₹ 3,842.55 lakhs as at March 31, 2021 and March 31, 2020 respectively.

- (iv) Hon'ble Supreme Court's Judgment dated February 28, 2019, relating to the provident fund, has been evaluated and assessed by the Group based on a legal opinion obtained by the management. Accordingly, the Group has arrived at the conclusion that there is no significant impact of this matter and no provision has been made in the books of accounts.

It is not possible to predict the outcome of the pending litigations with accuracy, the Group believes, based on legal opinions received, that it has meritorious defences to the claims. The management believe the pending actions will not require outflow of resources embodying economic benefits and will not have a material adverse effect upon the results of the operations, cash flows or financial conditions of the Group.

- v) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)**  
(₹ lakhs)

Particulars	(₹ lakhs)	
	As at March 31, 2021	As at March 31, 2020
<b>Capital Commitment:</b>		
Property, Plant and Equipment	<b>14,621.04</b>	19,182.81
Intangible assets	-	2.40
<b>Total</b>	<b>14,621.04</b>	19,185.21

Capital commitments with respect to group's share of associate is ₹ NIL and ₹ NIL as at March 31, 2021 and March 31, 2020 respectively.

### 50. Interest in Subsidiary, Joint venture and Associate

#### a) Interest in subsidiary

The details (Principle place of operation/country of incorporation, principal activities and percentage of ownership interest and voting power (directly held by the Group) of subsidiaries are set out in Note 51.

Summarised financial information of subsidiaries having material non-controlling interest is as follows:-

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC	Jindal Saw Gulf LLC	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>							
Non Current Assets	1,31,231.69	1,32,219.92	12,280.64	8,104.66	1,23,216.33	41,676.63	46,889.21
Current Assets	27,195.79	14,512.10	9,002.92	10,612.24	869.43	67,335.38	55,958.03
<b>Liabilities</b>							
Non current Liabilities	26,379.17	20,748.62	1,662.88	1,140.63	77,764.33	30,326.59	32,677.95
Current Liabilities	2,10,489.97	1,95,617.46	3,526.17	3,101.02	37,923.65	28,151.58	24,012.99
<b>Equity</b>	(78,441.67)	[69,634.06]	16,094.51	14,475.25	8,397.78	50,533.83	46,156.29
Percentage of ownership held by non-controlling interest	0.49	0.49	0.19	0.19	0.18	0.51	0.60
Accumulated non controlling interest	(43,655.58)	[39,339.85]	3,103.94	2,791.66	[2,146.54]	[7,253.85]	[12,345.39]

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

[₹ lakhs]

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC	Jindal Saw Gulf LLC	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Revenue	2,072.14	2,415.24	18,600.11	19,623.25	4,817.83	1,54,745.20	70,827.22
Net profit/(loss)	[8,807.23]	[15,388.67]	1,580.21	1,635.90	[798.60]	8,976.03	[100.38]
Other Comprehensive Income	[0.38]	[2.97]	39.04	[116.10]	[1,163.15]	1,007.39	[3,493.57]
Total Comprehensive Income	[8,807.61]	[15,391.64]	1,619.25	1,519.80	[1,961.75]	9,983.42	[3,593.95]
Profit/(loss) allocated to Non controlling Interests	[4,315.73]	[7,541.90]	312.28	293.10	[863.03]	5,091.54	[2,361.06]

[₹ lakhs]

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC	Jindal Saw Gulf LLC	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Net cash inflow/(outflow) from operating activities	[1,901.35]	[1,078.13]	3,723.71	[77.04]	4,760.31	13,154.68	7,902.30
Net cash inflow/(outflow) from investing activities	8,924.99	195.03	[4,496.85]	[935.64]	440.24	[4,495.19]	[2,785.13]
Net cash inflow/(outflow) from financing activities	-	871.26	-	1,028.57	[5,274.73]	-	[6,760.83]
Net cash inflow/(outflow) Dividend paid to Non-controlling interests (including tax)	7,023.64	[11.84]	[773.14]	15.89	[74.18]	8,659.49	[1,643.66]
	-	-	-	-	-	-	-

### b) Transaction with non controlling interest

During the year subsidiary Jindal Saw holding has completed the acquisition of 25% shareholding in its subsidiary Jindal Saw Middle east from Sathi holdings limited for AED 17.5 million. Pursuant to the transaction group holding in indirect subsidiary Jindal Saw middle east which was considered as 82% during previous year has now become 100%. The impact of change acquisition of minority shareholding has been considered in consolidated financial under non-controlling interest and retained earnings.

### c) Interest in Associate

The group has only one material associate, details (Principal place of operation/country of incorporation, principal activities and percentage of ownership interest and voting power (direct / indirect) held by the Group) of associate are set out in Note 51.

**Summarised financial information of associates is as follows:**

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
Carrying value of investment	-	-

Summary of balance sheet of associate

[₹ lakhs]

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>		
Non Current Assets	<b>11,061.52</b>	11,523.49
Current Assets	<b>888.89</b>	2,021.37
<b>Liabilities</b>		
Non current Liabilities	<b>9,948.78</b>	11,717.65
Current Liabilities	<b>1,153.30</b>	1,279.34
<b>Equity</b>	<b>848.32</b>	547.87

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Summary of profit and loss statement of associate

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue	2,464.80	12,339.81
Net profit/(loss)	275.94	[1,699.71]
Other Comprehensive Income	-	[18.60]
<b>Total Comprehensive Income</b>	<b>275.94</b>	<b>[1,718.31]</b>

### Summary of cash flows of associate

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Cash flows from Operating activities	2,809.41	4,812.94
Cash flows from Investing activities	3.84	[30.73]
Cash flows from Financing activities	[3,134.36]	[4,363.31]
<b>Net movement in cash and cash equivalents</b>	<b>[321.11]</b>	<b>418.90</b>

### Summary of unabsorbed losses of associate

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Unabsorbed losses	-	-

### Summarised financial information of joint ventures is as follows :

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
Carrying value of investment	-	-

### Summary of balance sheet of joint venture

(₹ lakhs)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Assets</b>		
Non Current Assets	-	125.28
Current Assets	52.98	50.06
<b>Liabilities</b>		
Non current Liabilities	-	-
Current Liabilities	549.90	532.27
<b>Equity</b>	<b>[496.92]</b>	<b>[356.93]</b>

### Summary of profit and loss statement of joint venture

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue	340.87	60.52
Net profit/(loss)	[154.27]	[140.22]
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	<b>[154.27]</b>	<b>[140.22]</b>

### Summary of cash flow of joint venture

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Cash flows from Operating activities	35.14	[197.58]
Cash flows from Investing activities	-	-
Cash flows from Financing activities	[9.05]	182.26
<b>Net movement in cash and cash equivalents</b>	<b>26.09</b>	<b>[15.32]</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 51. Related party transactions

In accordance with the requirements of IND AS 24, on Related Party Disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods (including transactions with respect to discontinued operations), are provided below:

#### Related party name and relationship

##### 1. Key Management Personnel

S.No.	Name	Designation
1	Mr. Prithavi Raj Jindal	Chairman-Non Executive Director
2	Ms. Sminu Jindal	Managing Director
3	Ms. Shradha Jatia	Non Executive Director
4	Ms. Tripti Arya	Non Executive Director
5	Mr. Neeraj Kumar	Group CEO & Whole-time Director
6	Mr. Hawa Singh Chaudhary	Whole-time Director
7	Dr. Raj Kamal Agarwal	Independent Director*
8	Mr. Ravinder Nath Leekha	Independent Director*
9	Mr. Abhiram Tayal	Independent Director*
10	Mr. Ajit Kumar Hazarika	Independent Director*
11	Mr. Girish Sharma	Independent Director*
12	Mr. Sanjeev Shankar	Independent Director*
13	Dr. Vinita Jha	Independent Director*
14	Mr. O P Sharma	Chief Operating Officer (Large Dia Pipe- SBU )
15	Dr. Dharmendra Gupta	President & Unit Head
16	Mr. Dinesh Chandra Sinha	President & SBU Head
17	Mr. Sunil K. Jain	Company Secretary
18	Mr. Narendra Mantri	President Commercial & CFO
19	Mr. V. Rajasekaran	Senior Vice President-Operations

\*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24.

##### 2. Entities where control exist – direct and indirect subsidiaries:

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
<b>Direct Subsidiaries</b>					
1	Jindal ITF Limited	India	Waterborne transportation	51%	51%
2	IUP Jindal Metals & Alloys Limited	India	Precision Stainless steel strips	80.71%	80.71%
3	S. V. Trading Limited	Nevis	Investment holding	100%	100%
4	Quality Iron and Steel Limited	India	Investment holding	100%	100%
5	Ralael Holdings Limited	Cyprus	Investment holding	100%	100%
6	Jindal Saw Holdings FZE	UAE	Investment holding	100%	100%
7	Greenray Holdings Limited	UK	Investment holding	100%	100%
8	Jindal Tubular (India) Limited	India	Steel Pipe manufacturing	100%	100%
9	JITF Shipyards Limited	India	Inland shipping	100%	100%
10	Jindal Quality Tubular Limited	India	Steel Pipe manufacturing	67%	67%
<b>Indirect Subsidiaries</b>					
1	Jindal Saw USA, LLC	USA	Pipes for oil and gas	100%	100%
2	Jindal Saw Middle East FZC	UAE	Ductile Iron Pipe and Fittings manufacturing	100%	82%
3	Derwent Sand SARL	Algeria	Trading of pipes	99.62%	99.62%
4	Jindal Saw Gulf L.L.C.	UAE	Ductile Iron Pipe and Fittings	49%	40.18%
5	Jindal International FZE	UAE	Investment holding	100%	100%
6	Jindal Intellicom Limited	India	BPO and Call centre	98.78%	98.78%
7	iCom Analytics Limited	India	Call Centre and advisory	98.78%	98.78%
8	Jindal X LLC (w.e.f. January 6, 2020)	USA	Call Centre and advisory	98.78%	98.78%

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
9	World Transload & Logistics LLC	USA	Investment holding	100%	100%
10	5101 Boone LLP	USA	Property holding	100%	100%
11	Tube Technologies INC	USA	Pipes for oil and gas	100%	100%
12	Helical Anchors INC	USA	Helical anchor manufacturing	100%	100%
13	Boone Real Property Holding LLC	USA	Property holding	100%	100%
14	Drill Pipe International LLC	USA	Tools and fittings	100%	100%
15	Sulog Transshipment Services Limited	India	Transloading in deep sea	51%	51%

### 3. Entities where key management personnel and their relatives exercise significant influence:

S.No.	Name of the entity	S.No.	Name of the entity
1	Abhinandan Investments Limited	39	JSW Steel Coated Products Limited
2	Bir Plantation Private Limited	40	JSW Steel Limited
3	Colorado Trading Company Limited	41	JITF Urban Infrastructure Services Limited
4	Amba River Coke Limited	42	Maa Bhagwati Travels
5	Divino Multiventures Private Limited	43	Mansarover Investments Limited
6	Gagan Trading company Limited	44	Nalwa Investment Limited
7	Estrela Investments Company Limited	45	Nalwa Sons Investments Limited
8	Four Seasons Investments Limited	46	OPJ Trading Private Limited
9	Hexa Securities and Finance Company Limited	47	P. R. Jindal HUF
10	Hexa Tradex Limited	48	Naveen Jindal HUF
11	Jindal Equipment Leasing and Consultancy Services Limited	49	R. K. Jindal & sons HUF
12	Jindal Industries Private Limited	50	Rohit Tower Building Limited
13	Jindal Stainless (Hisar) Limited	51	S. K. Jindal & sons HUF
14	Jindal Stainless Limited	52	Siddeshwari Tradex Private Limited (Pursuant to scheme of Merger)
15	Jindal Steel & Power Limited	53	Stainless Investments Limited
16	Jindal Systems Private Limited	54	Virtuous Tradecorp Private Limited
17	Jindal Tubular USA, LLC	55	Mendeza Holdings Limited
18	JITF Commodity Tradex Limited	56	Nacho Investments Limited
19	JITF Urban Infrastructure Limited	57	Timarpur- Okhla Waste Management Company Private Limited
20	Ms. Sminu Jindal Charitable Trust	58	Jindal Urban Waste Management (Guntur) Limited
21	Raj West Power Limited	59	JSW Green Energy Limited
22	Templar Investments Limited	60	Sigmattech Inc.
23	Sathi International FZE	61	Amtrex Trading Company Private Limited
24	Jindal Rail Infrastructure Limited	62	Anbeeco Investment Limited
25	JSL Lifestyle Limited	63	Quality Stainless Private Limited
26	JSL Limited	64	Quality Foils (India) Private Limited
27	Jindal Saw Italia S.P.A.	65	AB Travels
28	Jindal Power Limited	66	JSW Energy Limited
29	JITF Urban Waste Management (Bhatinda) Limited	67	Jindal Pipe USA Inc.
30	Bhuj Polymers Private Limited	68	Systran Multiventures Private Limited
31	JITF Urban Waste Management (Jalandhar) Limited	69	Brahmputra Capital and Financial Company Limited
32	Ever Plus Securities & Finance Limited	70	Goswamis Credit & Investment Limited
33	Renuka Financial Services Limited	71	International Investments Limited FZC
34	JITF Water Infrastructure Limited	72	Shalimar Paints limited
35	JSW Projects Limited	73	Jindal Pipe Industries
36	Jindal Industries Limited	74	JITF Infralogistics LTD
37	JWIL Infra Limited		
38	JSW Power Trading Company Limited		

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 4. Relatives of key management personnel where transactions have taken place:

S.No.	Name of Relatives	Relationship
1	Ms. Savitri Devi Jindal	Mother of Mr. Prithavi Raj Jindal
2	Mr. Ratan Jindal	Brother of Mr. Prithavi Raj Jindal
3	Mr. Sajjan Jindal	Brother of Mr. Prithavi Raj Jindal
4	Mr. Naveen Jindal	Brother of Mr. Prithavi Raj Jindal
5	Ms. Arti Jindal	Wife of Mr. Prithavi Raj Jindal
6	Mr. Indresh Batra	Husband of Ms. Sminu Jindal
7	Ms. Madhulika Jain	Wife of Mr. Sunil K. Jain
8	Ms. Sangita Mantri	Wife of Mr. Narender Mantri
9	Mr. Mukesh Chandra Sinha	Brother of Dinesh Chandra Sinha
10	Mr. Randhir Singh Chaudhary	Brother of Hawa Singh Chaudhary
11	Mr. Vinay Chaudhary	Son of Hawa Singh Chaudhary
12	Ms. Bimla Chaudhary	Wife of Hawa Singh Chaudhary

### 5. Associate

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
1	Jindal Fittings Limited	India	Ductile iron fittings manufacturing	36%	36%

### 6. Joint Ventures

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2021	As at March 31, 2020
1	Jindal MMG LLC	USA	Call centre and advisory	50.00%	50.00%

### 7. Trust under common control

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities
1	Jindal Saw Employees Group Gratuity Scheme	India	Employee gratuity trust
2	JITF Waterways Limited Employee group gratuity trust	India	Employee gratuity trust
3	IUP Jindal Metal & Alloys Limited Employee Group Gratuity Scheme	India	Employee gratuity trust
4	JITF Shipyards Limited Employee Group Gratuity trust	India	Employee gratuity trust
5	Jindal ITF Limited Employee Group Gratuity Assurance Scheme	India	Employee gratuity trust
6	Jindal Saw Employee Welfare Trust	India	Post Employment benefit plan



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Related Parties Transactions

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture		Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence	
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>A Transactions</b>				
<b>1 Sale of goods/services</b>				
Jindal Stainless (Hisar) Limited	-	-	<b>2,164.29</b>	1,820.66
Jindal Fittings Limited	<b>130.63</b>	1,059.51	-	-
Jindal Steel & Power Limited	-	-	<b>116.06</b>	983.66
JSW Steel Limited	-	-	<b>6,288.53</b>	8,090.35
Jindal Industries Private Limited	-	-	<b>78.64</b>	18.46
Jindal Rail Infrastructure Limited	-	-	<b>0.54</b>	1.15
Jindal Tubular USA, LLC	-	-	<b>82.85</b>	31,049.77
JWIL Infra Limited	-	-	<b>31,132.88</b>	27,795.38
Jindal Urban Waste Management (Guntur) Limited	-	-	<b>0.07</b>	44.75
Jindal Saw Italia S.P.A.	-	-	<b>8,013.44</b>	4,923.50
JITF Urban Infrastructure Limited	-	-	<b>1,615.60</b>	601.44
JITF Urban Waste Management Limited	-	-	-	23.69
JSW Energy Limited	-	-	-	11.42
Jindal MMG LLC	<b>267.61</b>	39.83	-	-
Jindal Urban Waste Management (Visakhapatnam) Limited	-	-	<b>57.62</b>	-
JITF Water Infrastructure Limited	-	-	<b>105.12</b>	-
Jindal Pipe USA Inc.	-	-	<b>11,286.91</b>	1,806.01
Bhuj Polymers Private Limited	-	-	<b>2,577.82</b>	-
Hexa Tradex Limited	-	-	<b>0.09</b>	-
Jindal Industries Limited	-	-	-	-
Jindal Pipe Industries	-	-	<b>19.67</b>	-
JSW Projects Limited	-	-	<b>10.54</b>	-
Timarpur okhla waste management company	-	-	<b>1.28</b>	-
<b>2 Purchase of Raw Materials/Consumables/Services</b>				
Jindal Industries Private Limited	-	-	<b>123.85</b>	73.28
Jindal Stainless (Hisar) Limited	-	-	<b>21,435.99</b>	17,236.23
Jindal Fittings Limited	<b>75.41</b>	7,685.63	-	-
Jindal Stainless Limited	-	-	<b>12,112.10</b>	2,346.29
Jindal Steel & Power Limited	-	-	<b>86,363.80</b>	80,300.55
Jindal Systems Private Limited	-	-	<b>299.75</b>	72.78
JSW Power Trading Company limited	-	-	<b>105.76</b>	1,462.06
JSW Steel Coated Products Limited	-	-	<b>79.17</b>	19.45
JSW Steel Limited	-	-	<b>1,13,253.77</b>	1,18,292.11
Quality Foils (India) Private Limited	-	-	-	122.94
Quality Stainless Private Limited	-	-	-	13.68
JITF Commodity Tradex Limited	-	-	<b>16,192.06</b>	3,884.79
JSL Lifestyle Limited	-	-	<b>31.25</b>	8.18
Maa Bhagwati Travels	-	-	<b>4.70</b>	4.70
Ms. Madhulika Jain	-	-	<b>8.96</b>	8.96
Ms. Sangita Mantri	-	-	<b>8.96</b>	8.96
Jindal Tubular USA, LLC	-	-	-	49.57

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

S. Particulars No.	Associate/ Joint venture	(₹ lakhs)		
		Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence		
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
Jindal Power Limited	-	-	43.79	137.22
Bhuj Polymers Private Limited	-	-	3,445.32	418.83
Hexa Tradex Limited	-	-	0.77	0.77
JITF Urban Infrastructure Limited	-	-	5,217.71	2,522.70
Shalimar Paints limited	-	-	5.58	2.13
JITF Urban Infrastructure Services Limited	-	-	10,684.90	8,639.90
Jindal Saw Italia S.P.A.	-	-	3.57	-
<b>3 Purchase of Capital Items</b>				
Jindal Industries Private Limited	-	-	47.14	92.61
Jindal Steel & Power Limited	-	-	705.04	831.07
Jindal Systems Private Limited	-	-	235.48	385.27
JSW Steel Coated Products Limited	-	-	295.75	289.38
JSW Steel Limited	-	-	103.43	243.59
Jindal Fittings Limited	-	3.61	-	-
Jindal Saw Italia S.P.A.	-	-	217.75	108.99
Bhuj Polymers Private Limited	-	-	29.60	-
<b>4 Contribution towards gratuity fund</b>				
Jindal Saw Employees Group Gratuity Scheme	-	-	1449.42	1,173.79
IUP Jindal Metals & Alloys Limited Employee Group Gratuity Scheme	-	-	75.03	12.24
<b>5 Dividend Paid</b>				
Four Seasons Investments Limited	-	-	870.61	870.61
Gagan Trading company Limited	-	-	4.20	4.20
Mr. Indresh Batra	-	-	15.00	15.00
Mr. Naveen Jindal	-	-	4.37	4.37
Mr. Ratan Jindal	-	-	1.52	1.52
Mr. Sajjan Jindal	-	-	0.01	0.01
Ms. Arti Jindal	-	-	81.20	81.20
Ms. Savitri Devi Jindal	-	-	2.08	2.08
Ms. Shradha Jatia	-	-	1.50	0.85
Nalwa Sons Investments Limited	-	-	1,071.00	1,071.00
OPJ Trading Private Limited	-	-	155.49	155.49
P. R. Jindal HUF	-	-	0.43	0.43
R. K. Jindal & sons HUF	-	-	1.63	1.63
S. K. Jindal & sons HUF	-	-	0.43	0.43
Virtuous Tradecorp Private Limited	-	-	58.33	58.33
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	746.99	746.98
Divino Multiventures Private Limited	-	-	106.91	106.91
Estrela Investments Company Limited	-	-	37.55	37.55

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence	
		Year ended March 31, 2021	Year ended March 31, 2020
Mr. Vinay Chaudhary	-	-	0.01
Ms. Bimla Chaudhary	-	-	0.04
Nacho Investments Limited	-	-	36.50
Sigmatech Inc.	-	-	602.40
Naveen Jindal HUF	-	-	0.13
Templar Investments Limited	-	-	37.13
JSL Limited	-	-	41.42
Mendeza Holdings Limited	-	-	36.65
Amtrex Trading Company Private Limited	-	-	0.12
Mr. Abhyuday Jindal	-	-	70.07
Ms. Deepika Jindal	-	-	31.49
Systran Multiventures Private Limited	-	-	4.09
Ms. Urvi Jindal	-	-	0.60
<b>6 Remuneration Paid</b>			
Mr. Mukesh Chandra Sinha	-	-	20.94
Mr. Randhir Singh Chaudhary	-	-	9.61
<b>7 Expenses incurred by others and reimbursed</b>			
Bir Plantation Private Limited	-	-	1.94
Jindal Stainless Limited	-	-	88.30
Jindal Systems Private Limited	-	-	3.27
JSW Steel Limited	-	-	9.96
Rohit Tower Building Limited	-	-	55.40
Jindal Fittings Limited	17.07	4.98	-
Jindal Tubular USA, LLC	-	-	-
Jindal Saw Employee Welfare Society	-	-	6.35
Mr. Narendra Mantri	-	-	0.04
Bhuj Polymers Private Limited	-	-	6.86
<b>8 Expenses incurred and recovered</b>			
Hexa Securities and Finance Company Limited	-	-	3.79
Hexa Tradex Limited	-	-	21.00
Jindal Fittings Limited	2,033.30	714.83	-
JSW Steel Limited	-	-	0.24
Jindal Steel & Power Limited	-	-	6.74
Jindal Systems Private Limited	-	-	1.91
Rohit Tower Building Limited	-	-	-
JITF Urban Infrastructure Limited	-	-	6.74
Jindal Rail Infrastructure Limited	-	-	3.70
Jindal Tubular USA, LLC	-	-	1,202.81
JWIL Infra Limited	-	-	23.72
Bhuj Polymers Private Limited	-	-	1.48
Jindal Pipe USA Inc.	-	-	4,920.84
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	18.74

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence		
		Year ended March 31, 2021	Year ended March 31, 2020	
<b>9 Interest expense</b>				
JSW Steel Limited	-	-	4,445.71	4,023.65
Quality Foils (India) Private Limited	-	-	-	33.36
Jindal Stainless Limited	-	-	2.41	3.13
Anbeeco Investment Limited	-	-	10.33	204.51
Jindal Stainless (Hisar) Limited	-	-	74.31	14.41
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	28.86	43.33
<b>10 Interest Income</b>				
Colorado Trading Company Limited	-	-	-	-
Jindal Rail Infrastructure Limited	-	-	84.27	76.12
JITF Urban Infrastructure Limited	-	-	424.16	384.67
JITF Urban Infrastructure Services Limited	-	-	2,541.56	2,284.74
Jindal Saw Italia S.P.A.	-	-	142.51	288.20
Jindal Tubular USA, LLC	-	-	-	578.51
Jindal Stainless (Hisar) Limited	-	-	-	31.33
Danta Enterprises Private Limited	-	-	-	255.65
JITF Urban Waste Management (Bhatinda) Limited	-	-	4.71	0.58
JITF Urban Waste Management (Jalandhar) Limited	-	-	13.02	4.63
JITF Commodity Tradex Limited	-	-	1,010.81	-
Jindal Stainless Limited	-	-	-	3.48
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	5,807.57	1,322.70
Jindal Pipe USA Inc.	-	-	358.70	-
<b>11 Issue of shares/debentures/Conversion</b>				
Non Cumulative Compulsorily convertible Preference share (CCPS) of Jindal Quality Tubular Limited issued/conversion to Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	-	1,900.00
<b>12 Loan given during the year</b>				
Jindal MMG LLC	-	177.22	-	-
JITF Urban Infrastructure Services Limited	-	-	-	1,530.63
JITF Urban Waste Management (Bhatinda) Limited	-	-	-	41.38
JITF Urban Waste Management (Jalandhar) Limited	-	-	-	111.60
JITF Urban Infrastructure Limited	-	-	80.00	-
Jindal Rail Infrastructure Limited	-	-	80.00	-
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	2,000.00	1,050.00
<b>13 Loan recovered during the year</b>				
JITF Urban Infrastructure Services Limited	-	-	-	521.63
Mr. Narendra Mantri	-	-	34.50	18.00
Jindal Rail Infrastructure Limited	-	-	80.00	-
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	2,256.28	3,775.00

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence	
		Year ended March 31, 2021	Year ended March 31, 2020
<b>14 Loan repaid during the year</b>			
Anbeeco Investment Limited	-	-	453.99
<b>15 Loan taken during the year</b>			
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	1,170.00
<b>16 Rent expense</b>			
Bir Plantation Private Limited	-	-	7.08
JSW Steel Limited	-	-	0.07
Rohit Tower Building Limited	-	-	30.00
Mr. Prithavi Raj Jindal	-	-	18.00
<b>17 Rent Income</b>			
Abhinandan Investments Limited	-	-	0.14
Hexa Tradex Limited	-	-	0.38
Jindal Equipment Leasing and Consultancy Services Limited	-	-	0.14
Mansarover Investments Limited	-	-	0.14
Nalwa Investment Limited	-	-	0.14
Stainless Investments Limited	-	-	0.14
Brahmputra Capital and Financial Company Limited	-	-	0.14
Ever Plus Securities & Finance Limited	-	-	0.14
Goswamis Credit & Investment Limited	-	-	0.14
Renuka Financial Services Limited	-	-	0.14
JITF Infralogistics Limited	-	-	-
<b>18 Sale of capital items</b>			
Jindal Tubular USA, LLC	-	-	1,091.26
<b>19 Donation made during the year</b>			
Ms. Sminu Jindal Charitable Trust	-	-	66.07
<b>20 Guarantee Commission Income</b>			
Jindal Saw Italia S.P.A.	-	-	17.16
<b>21 Advance received during the year</b>			
Jindal Stainless (Hisar) Limited	-	-	57.30
JSW Steel Limited	-	-	541.30
Jindal Steel & Power Limited	-	-	15.19
Jindal Pipe USA Inc.	-	-	360.12
<b>22 Advance given during the year</b>			
JITF Commodity Tradex Limited	-	-	12,395.41
JSL Lifestyle Limited	-	-	14.01
JSW Power Trading Company Limited	-	-	14.18
JSW Steel Limited	-	-	171.96
JSW Steel Coated Products Limited	-	-	135.70
Jindal Steel & Power Limited	-	-	2,379.01
<b>23 Advance repaid during the year</b>			
Hexa Tradex Limited	-	-	793.22
<b>24 Security deposit given</b>			
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	8,328.00
Rohit Tower Building Limited	-	-	282.00

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)				
S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence		
	Year ended March 31, 2021	Year ended March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>25 Security deposit recovered during the year</b>				
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	16,653.00	6,135.00
<b>26 Repayment of Lease Obligations</b>				
Jindal Fittings Limited	<b>2,481.54</b>	912.73	-	-
<b>27 Provision for investment/share application money/loan</b>				
Jindal Saw Italia S.P.A.	-	-	-	11,204.62
<b>B Outstanding balances</b>				
<b>1 Advances Recoverable</b>				
Jindal Stainless Limited	-	-	<b>62.18</b>	4.94
Jindal Steel & Power Limited	-	-	<b>1,242.07</b>	2,441.41
JSW Steel Coated Products Limited	-	-	<b>90.63</b>	138.11
JSW Steel Limited	-	-	<b>254.45</b>	357.77
Hexa Securities and Finance Company Limited	-	-	-	1.26
Jindal Tubular USA, LLC	-	-	-	31.98
JSW Power Trading Company Limited	-	-	<b>6.68</b>	24.05
JSL Lifestyle Limited	-	-	<b>2.24</b>	14.01
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	-	1.56
Hexa Tradex Limited	-	-	-	1.75
Jindal Stainless (Hisar) Limited	-	-	<b>57.30</b>	179.98
JITF Commodity Tradex Limited	-	-	-	12,395.41
Mr. Dinesh Chandra Sinha	-	-	-	3.29
Mr. Narendra Mantri	-	-	<b>0.03</b>	0.03
Mr. Neeraj Kumar	-	-	<b>1.07</b>	-
JITF Urban Infrastructure Services Limited	-	-	<b>0.46</b>	-
Jindal Industries Private Limited	-	-	<b>1.47</b>	-
<b>2 Corporate Guarantees outstanding #</b>				
Jindal Rail Infrastructure Limited	-	-	-	3,355.00
Jindal Saw Italia S.P.A.	-	-	<b>3,687.28</b>	3,559.11
JITF Urban Waste Management (Bhatinda) Limited	-	-	<b>1,159.41</b>	1,245.75
Timarpur- Okhla Waste Management Company Private Limited	-	-	<b>235.86</b>	251.95
# Guarantees amount disclosed to the extent of outstanding loan amount.				
<b>3 Loan payable</b>				
Sathi International FZE	-	-	-	1,513.09
International Investments Limited FZC	-	-	<b>55,513.45</b>	54,328.42
Anbeeco Investment Limited	-	-	<b>1,935.53</b>	1,930.66
Siddeshwari Tradex Private Limited [Pursuant to scheme of Merger]	-	-	<b>1,170.00</b>	392.61
<b>4 Loans recoverable</b>				
Jindal Rail Infrastructure Limited	-	-	<b>823.07</b>	745.12
JITF Urban Infrastructure Limited	-	-	<b>4,237.81</b>	3,765.47
JITF Urban Infrastructure Services Limited	-	-	<b>25,370.39</b>	23,019.45



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence	
		Year ended March 31, 2021	Year ended March 31, 2020
Jindal Saw Italia S.P.A.	-	-	8,046.70
Jindal MMG LLC	<b>409.42</b>	423.72	-
JITF Urban Waste Management (Bhatinda) Limited	-	-	41.90
JITF Urban Waste Management (Jalandhar) Limited	-	-	115.77
Mr. Narendra Mantri	-	-	65.50
Siddeshwari Tradex Private Limited (Pursuant to scheme of Merger)	-	-	756.30
<b>5 Payables</b>			
Jindal Fittings Limited	<b>89.70</b>	252.07	-
JSW Steel Coated Products Limited	-	-	-
Jindal Industries Private Limited	-	-	18.64
Jindal Stainless (Hisar) Limited	-	-	10.78
Jindal Stainless Limited	-	-	136.91
Jindal Steel & Power Limited	-	-	28,244.56
Jindal Systems Private Limited	-	-	33.06
JSW Steel Limited	-	-	52,436.93
Maa Bhagwati Travels	-	-	0.39
Quality Foils (India) Private Limited	-	-	-
Rohit Tower Building Limited	-	-	8.16
Mr. Dinesh Chandra Sinha	-	-	-
Jindal Saw Italia S.P.A.	-	-	115.88
Mr. Abhiram Tayal	-	-	1.80
Mr. Devi Dayal	-	-	-
JSL Lifestyle Limited	-	-	-
Mr. Girish Sharma	-	-	-
Mr. Ravinder Nath Leekha	-	-	1.80
Bir Plantation Private Limited	-	-	0.54
Dr. Raj Kamal Agarwal	-	-	2.70
Mr. Ajit Kumar Hazarika	-	-	1.80
Jindal Power Limited	-	-	43.27
Dr. Vinita Jha	-	-	1.80
Jindal Tubular USA, LLC	-	-	49.52
JITF Urban Infrastructure Services Limited	-	-	2,244.06
Mr. Sanjeev Shankar	-	-	1.80
JITF Commodity Tradex Limited	-	-	-
Mr. Sunil Kumar Jain	-	-	-
Ms. Madhulika Jain	-	-	-
Ms. Sangita Mantri	-	-	-
Jindal Pipe USA Inc.	-	-	-
JSW Projects Limited	-	-	-
Bhuj Polymers Private Limited	-	-	-
Hexa Tradex Limited	-	-	-
Jindal SAW Employee Welfare Society	-	-	-
Shalimar Paints Limited	-	-	-
<b>6 Receivables</b>			
Jindal Saw Italia S.P.A.	-	-	6,328.19
Jindal Fittings Limited	-	-	-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. Particulars No.	Associate/ Joint venture	Key Management Personnel (KMP), their relatives and Enterprises over which KMP and their relatives having significant influence		
		Year ended March 31, 2021	Year ended March 31, 2020	
Jindal Industries Private Limited	-	-	13.37	4.46
Jindal Stainless (Hisar) Limited	-	-	133.96	65.86
Jindal Steel & Power Limited	-	-	49.22	157.18
Quality Stainless Private Limited	-	-	-	0.93
JSW Steel Limited	-	-	243.24	1,370.97
Jindal Systems Private Limited	-	-	1.56	0.86
Jindal Rail Infrastructure Limited	-	-	3.39	0.94
Jindal Urban Waste Management (Guntur) Limited	-	-	23.77	44.75
JWIL Infra Limited	-	-	11,455.68	17,700.05
JWIL Infra Limited (Escrow A/C)	-	-	386.64	-
Jindal Tubular USA, LLC	-	-	141.10	340.29
JITF Urban Infrastructure Limited	-	-	1,001.05	603.25
JITF Urban Waste Management Limited	-	-	-	23.69
Mansarover Investments Limited	-	-	-	0.04
Rohit Tower Building Limited	-	-	-	1.35
Jindal MMG LLC	76.38	40.98	-	-
Jindal Pipe USA Inc.	-	-	9,850.32	3,371.74
Jindal Urban Waste Management (Visakhapatnam) Limited	-	-	23.73	-
JITF Water Infrastructure Limited	-	-	105.12	-
Bhuj Polymers Private Limited	-	-	1,398.38	-
JITF Infralogistics LTD	-	-	0.01	-
JSW Projects Limited	-	-	0.02	-
Jindal Stainless Limited	-	-	0.03	-
<b>7 Security Deposit Payable</b>				
Jindal Industries Private Limited	-	-	9.32	9.32
Jindal Steel & Power Limited	-	-	2,941.00	2,941.00
<b>8 Security Deposit Receivable</b>				
Bir Plantation Private Limited	-	-	100.00	100.00
JSW Steel Limited	-	-	500.00	500.00
Bhuj Polymers Private Limited	-	-	-	122.00
Jindal Stainless (Hisar) Limited	-	-	-	850.00
Jindal Stainless Limited	-	-	850.00	-
JSW Power Trading Company Limited	-	-	4.63	-
Siddeshwari Tradex Private Limited (Pursuant to scheme of Merger)	-	-	44,331.48	47,411.26
Rohit Tower Building Limited	-	-	282.00	-
<b>9 Interest Payable</b>				
Siddeshwari Tradex Private Limited (Pursuant to scheme of Merger)	-	-	0.37	-
<b>10 Lease liabilities (at amortised cost)</b>				
Jindal Fittings Limited	8,201.55	9,418.63	-	-

### Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and are on arm length basis. All outstanding receivable balances are unsecured and repayable in cash.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Key Management Personnel Compensation:

[₹ lakhs]

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Short-Term benefits *	1,917.14	2,012.72
Post-Employment benefits	-	-
- Defined contribution plan \$ #	181.15	154.72
- Defined benefit plan #	-	-
Other long-term benefits	-	-
Share-based payment	-	-
Dividend paid	3.04	2.59
<b>Total</b>	<b>2,101.33</b>	<b>2,170.03</b>

[₹ lakhs]

Name	Year ended March 31, 2021	Year ended March 31, 2020
Ms. Sminu Jindal	262.05	277.44
Mr. Neeraj Kumar	672.79	731.24
Mr. O. P. Sharma	225.59	222.39
Dr. Dharmendra Gupta	256.89	232.52
Others	684.01	706.44
	<b>2,101.33</b>	<b>2,170.03</b>

\* Including exgratia, sitting fee, commission and value of perquisites where value cannot be determined, the valuation as per income tax being considered.

# The liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole. Accordingly amounts accrued pertaining to key managerial personnel are not included above.

\$ including PF, leave encashment paid and any other benefit.

### 52. Lease disclosure

#### Finance Lease - As lessor

The Group has entered into an agreement with NTPC Limited dated August 11, 2011 to develop the Jetty and Conveyor System at Farakka for transportation and discharge of coal at NTPC's yard. As per the said agreement NTPC will provide land for developing the said jetty and conveyor system and the Group will hand over the said assets to NTPC at ₹ 1 at the expiry of lease period i.e. Seven years. The Group has incurred total amount of ₹ 18,778 lakhs to develop the said infrastructure. Hence, the total expenditure incurred on development of said Jetty and Conveyor system shall be recovered in equated monthly instalments over the project period from NTPC.

#### The future minimum lease payments receivable of the Group as lessor as of March 31, 2021 are as follows:-

[₹ lakhs]

Particulars	Future minimum lease payments	Interest	Present value
Within one year	-	-	-
Later than one year but not later than five years	18,977.11	5,313.16	13,663.95
Later than five years	-	-	-
<b>Total</b>	<b>18,977.11</b>	<b>5,313.16</b>	<b>13,663.95</b>

#### The future minimum lease payments receivable of the Group as lessor as of March 31, 2020 are as follows:-

[₹ lakhs]

Particulars	Future minimum lease payments	Interest	Present value
Within one year	-	-	-
Later than one year but not later than five years	18,977.11	5,313.16	13,663.95
Later than five years	-	-	-
<b>Total</b>	<b>18,977.11</b>	<b>5,313.16</b>	<b>13,663.95</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 53. Government Grant

#### i. Packaged Scheme of Incentive (PSI) – Maharashtra

The Group's manufacturing facility at Nashik has been granted "Mega Project Status" by Government of Maharashtra and therefore is eligible for Industrial Promotion Subsidy (IPS) under Packaged Scheme of Incentive (PSI) 2007. The purpose of the scheme is for intensifying and accelerating the process of dispersal of industries to the less developed regions and promoting high tech industries in the developed areas of the state coupled with the object of generating mass employment opportunities.

Entitlements under the scheme consists of the following:

- Electricity Duty exemption for a period of 7 years from the date of commencement of commercial production- from September 10, 2009 to September 09, 2016.
- 100% exemption from payment of stamp duty.
- VAT and CST payable to the State Government (on sales made from Nashik plant, within a period of 7 years starting from September 10, 2009).

IPS will be payable so as to restrict up to 75% of the Eligible Fixed Capital investments made from September 13, 2007 to September 10, 2009. The Eligibility Certificate issued allows maximum Fixed Capital Investment of ₹ 35,000 lakhs and restricts IPS to 75% of ₹ 35,000 lakhs i.e. ₹ 26,250 lakhs.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Opening balance	8,107.98	8,524.57
Addition During the Year	-	-
Revenue recognized	416.59	416.59
<b>Closing balance</b>	<b>7,691.39</b>	<b>8,107.98</b>

#### ii. Rajasthan Investment Promotion Scheme (RIPS) Rajasthan

The Group's manufacturing facility at Bhilwara has been granted "Customized Package" by Government of Rajasthan and therefore is eligible for Investment Promotion Subsidy (IPS) under Rajasthan Investment Promotion Scheme- 2010 (RIPS-2010). The purpose of the Customize Package Scheme of RIPS-2010 is to promote investment in the State of Rajasthan and to further generate employment opportunities through such investment. Modalities of payment of IPS consists of the following:

- 50% exemption from payment of Electricity Duty for a period of 10 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2025.
- Investment subsidy equivalent to 70% of state tax due and deposited by the Group into the Government exchequer, for a period of 07 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2022.
- Employment Generation Subsidy – for General category: ₹ 15000/- per employee & for Women/SC/ST/PwD: ₹ 18000/- per employee per completed year of service, subject to maximum, 5% of state tax due and deposited by the Group into the Government exchequer, for a period of 7 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2022.
- 50% exemption from payment of stamp duty & conversion charges for change of land use.

There are no unfulfilled conditions or other contingencies attached to this grant.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Opening balance	1,176.48	1,216.08
Addition/[adjustment] during the Year	-	-
Revenue recognised	39.60	39.60
<b>Closing balance</b>	<b>1,136.88</b>	<b>1,176.48</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### iii. Kosi Unit

The Government of Uttar Pradesh implemented an Industrial Investment Promotion Scheme, 2003 for the purpose of providing interest free loan under the scheme by way of working capital assistance during the initial years of production to promote setting up of a Mega unit. Group has an Industrial unit having investment exceeding ₹ 2,500 lakhs at Kosi Kalan as per above mentioned scheme and became eligible for sanction of Interest Free Loan as a mega unit. Pradeshiya Industrial & Investment Corporation of Uttar Pradesh Limited (PICUP), on behalf of the state Government has given Interest Free Loan. There are no unfulfilled conditions or other contingencies attached to this grant.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Opening balance	1,919.94	1,975.24
Addition during the Year	-	-
Revenue recognised	55.30	55.30
<b>Closing balance</b>	<b>1,864.64</b>	<b>1,919.94</b>

### iv. Bellary Unit

The Group's manufacturing facility at Bellary has been granted, "Subsidy for setting up of ETP Plant" by Government of Karnataka. As per operational guidelines of Karnataka Industrial Policy 2009-2014 and package of incentive and concession scheme offered for investment, Bellary unit is eligible for subsidy for setting up of ETP Plant [Effluent treatment plant].

As per the scheme, one time capital subsidy up to 50% of the cost of Effluent Treatment Plants (ETPs) is available to Manufacturing Micro, Small and Medium Enterprises and Service Enterprises, Manufacturing SEZ Enterprises, Large and Mega industries both for establishment of new enterprises or for expansion, diversification, and modernization of existing industries, subject to a ceiling of ₹ 100 lakhs per manufacturing enterprises in zone-1, 2 and 3 and a ceiling of ₹ 50 lakhs in zone-4. The Group being eligible under the scheme, got sanctioned a capital subsidy of ₹ 31.50 lakhs from District Industries Centre, Bellary and Directorate of Industries and Commerce, Bengaluru.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Opening balance	21.82	24.98
Addition/adjustment during the Year	-	-
Revenue recognised	3.16	3.16
<b>Closing balance</b>	<b>18.67</b>	<b>21.82</b>

### v. Export Promotion Capital Goods (EPCG)

The Group avails export promotion capital goods licenses. The objective of the EPCG Scheme is to facilitate import of capital goods for producing quality goods and services and enhance manufacturing competitiveness.

#### EPCG Scheme

EPCG Scheme allows import of capital goods and their spare parts without payment of custom duty including cess and IGST under the Foreign Trade Policy 2015-20. Scheme covers manufacturer exporter, supporting manufacturer and service provider. EPCG authorisation shall be valid for import for 18 months from the date of issue of authorisation. Imported capital goods shall be subject to actual user condition till export obligation is completed and export obligation discharge certificate [EODC] is granted.

Import under EPCG scheme shall be subject to export obligation which are manufactured by manufacturer exporter or its supporting manufacturer equivalent to 6 times of duties, taxes and cess saved on capital goods to be fulfilled in 6 years reckoned from the date of issue of authorisation. Export obligation [EO] under the scheme shall be over and above, the average level of exports achieved by the applicant in the preceding three licensing years for the same and EO shipment under advance authorisation, duty free import authorisation scheme [DFIA], drawback scheme or reward schemes would also be considered for fulfilment of EO.

As on the reporting date there is no outstanding export obligation against the EPCG licenses. There are no other contingencies relating to these grants.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Details of government grant availed and export obligation are as follows:-

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
Value of capital goods imported	7,422.74	7,970.48
Government grant- duty forgone	775.90	677.75
Revenue recognised	613.72	677.75
Export obligation fulfilled	3,682.32	4,066.48
Export obligation outstanding	973.07	-

### 54. Earnings per share

Particulars	[Number of shares]	
	As at March 31, 2021	As at March 31, 2020
Issued equity shares	31,97,57,367	31,97,57,367
Less: Treasury shares [refer Note 3.29]	(16,73,270)	[45,937]
Weighted average number of equity shares used as denominator in the computation of basic and diluted earnings per equity share - [A]	31,80,84,097	31,97,11,430

Net profit available to equity holders of the Group used in the basic and diluted earnings per share was determined as follows:

Particulars	[₹ lakhs]	
	Year ended March 31, 2021	Year ended March 31, 2020
Profit/ [loss] for the year after tax for EPS = [B]	31,883.06	55,475.11
Basic Earnings per share [B/A] [₹]	10.02	17.35
Diluted Earnings per share [B/A] [₹]	10.02	17.35

### 55. Impairment review

Assets are tested for impairment annually or whenever there are any indicators for impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or group of CGUs within the Group at which assets are monitored for internal management purpose. The impairment assessment is based on higher of value in use and fair value less cost of disposal.

### 56. Discontinued operations

In earlier years, the Group had decided to sell Derwant Sand SARL ('Derwant'), a step-down subsidiary of the Company in Algeria and the assets and liabilities were classified as held for sale as at March 31, 2020.

The sale could not be effected and in the current year ended March 31, 2021, Derwant has filed for its liquidation which has been approved by the local authorities. Accordingly, the consolidated statement of profit and loss of Derwant, previously presented under discontinued operations, have been re-presented and included under income from continuing operations for all periods presented in accordance with Ind AS 105.

The impact on the Consolidated statement of Profit and Loss in accordance with Ind AS 105 has been disclosed as follows –

Statement of Profit & Loss	[₹ lakhs]		
	As per Consolidated statement of Profit and Loss presented in year ended March 31, 2020 [A]	Income and expenses of Derwant* [B]	Comparative year as re-presented C for the year ended March 31, 2021 [A+B]
Total Income	11,73,618.09	-	11,73,618.09
Expenses	11,14,381.42	1,371.14	11,15,752.56
Profit before tax	59,236.67	(1,371.14)	57,865.53
Exceptional items	11,204.62	-	11,204.62
Tax	534.21	-	534.21
Profit after tax	47,497.84	(1,371.14)	46,126.70

\*Represented from discontinued operations to continued operations



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following assets and liabilities of Derwant are included in the consolidated financial statements under the respective heads:

(₹ lakhs)

Particulars	As at March 31, 2021
Assets	1,658.61
Liabilities	2,408.00

The details of assets and liabilities of disposal group 'Derwant' disclosed under assets and liabilities held for sale are as follows:

(₹ lakhs)

Particulars	As at March 31, 2021
<b>Assets</b>	
Property, plant and equipment	0.74
Intangible assets	0.55
Other non current financial assets	18.52
Deferred tax assets (Net)	0.51
Other non-current assets	-
Trade receivables	157.20
Cash and cash equivalents	108.24
Other current financial assets	1,525.48
Current tax assets (Net)	0.18
Other current assets	301.68
<b>Assets held for sale</b>	<b>2,113.10</b>
<b>Liabilities</b>	
Non-current borrowings	-
Deferred tax liabilities (Net)	-
Current borrowings	2,378.88
Trade payables	182.48
Other financial liabilities	7.54
Other current liabilities	5.34
Current tax liabilities (Net)	-
<b>Liabilities associated with assets held for sale</b>	<b>2,574.24</b>
<b>Net liabilities associated with disposal group</b>	<b>461.14</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 57. Provisions

Movement in each class of provision during the financial year are provided below:

(₹ lakhs)

Particulars	Employee Benefits	Restoration Obligation	Total
<b>As at April 1, 2019</b>	<b>12,392.23</b>	<b>24.17</b>	<b>12,416.40</b>
Provision during the year	3,272.62	2.64	3,275.26
Remeasurement losses accounted for in OCI	1,683.07	-	1,683.07
Payment during the year	(1,220.11)	-	(1,220.11)
Interest charge	808.37	2.35	810.72
<b>As at March 31, 2020</b>	<b>16,936.18</b>	<b>29.16</b>	<b>16,965.34</b>
<b>As at April 1, 2020</b>	<b>16,936.18</b>	<b>29.16</b>	<b>16,965.34</b>
Provision during the year	1,335.10	4.32	1,339.42
Remeasurement gains accounted for in OCI	(1,832.46)	-	(1,832.46)
Payment during the year	(1,314.42)	-	(1,314.42)
Interest charge	1,121.12	2.85	1,123.97
<b>As at March 31, 2021</b>	<b>16,245.52</b>	<b>36.34</b>	<b>16,281.86</b>
<b>As at March 31, 2020</b>			
Current	2,286.76	-	2,286.76
Non Current	14,649.42	29.16	14,678.58
<b>As at March 31, 2021</b>			
Current	2,426.64	-	2,426.64
Non Current	13,818.88	36.34	13,855.22

The expected outflow of provisions for restoration obligation is 40 to 44 years

Refer Note 3.12 for nature and brief of employee benefit provision and refer Note 3.26 for nature and brief of restoration obligation.

### 58 Exceptional items

Considering the business environment and the prognosis of the business of the opportunities in Europe, during previous year ended March 31, 2020, the group had recognised an impairment of ₹ 11,204.62 lakhs [related to Ralael Holdings Limited] for its business based in Italy, where it had decided to discontinue the manufacturing/finishing activity and restrict its business to trading in DI Pipes and Fittings.

### 59 Share Based Payments

The shareholders of the Parent Company has approved Jindal Saw Stock Appreciation Right Scheme ('Scheme'). The scheme was primarily set up to provide incentives to employees for the senior management of the Parent Company.

The Parent Company has set up a Jindal Saw Employee Welfare Trust ('Trust') to administer the ESOP scheme under which Stock Appreciation Rights [SAR] will be granted to employees. As per the scheme, employees are granted SAR which are cash settled. In the current year, Parent Company has granted SAR to eligible employees.

Set out below is a summary of SAR granted under the plan for the year ended Mar 31, 2021 :

Particulars	Exercise price per SAR	Number of SAR
Opening Balance	Nil	Nil
Granted during the year *	71.30	18,06,328
Exercised during the year	Nil	Nil
Forfeited during the year	Nil	Nil
Closing Balance	71.30	18,06,328
Vested and exercisable	Nil	Nil

\* SAR granted on March 26, 2021.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Fair value of SAR

The fair value as of March 31, 2021 is determined using the Black Scholes Model which considers the exercise price, terms, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield, and the risk-free interest rate for the term of right.

Vesting date	Vesting (%)	Fair Value of SAR (₹ per share)	Share price at measurement date (₹ per share)
March 26, 2022	50%	27.28	74.15
May 31, 2022	10%	27.92	74.15
August 31, 2022	10%	28.40	74.15
November 30, 2022	10%	28.93	74.15
February 28, 2023	20%	29.21	74.15

Vesting date	Expected volatility (%)	Dividend yield (%)	Risk-free interest rate (%)
March 26, 2022	50.61%	2.70%	5.26%
May 31, 2022	50.80%	2.70%	5.33%
August 31, 2022	50.19%	2.70%	5.43%
November 30, 2022	49.80%	2.70%	5.52%
February 28, 2023	48.96%	2.70%	5.61%

Vesting date	Expected Life (Years)
March 26, 2022	3.48
May 31, 2022	3.66
August 31, 2022	3.92
November 30, 2022	4.17
February 28, 2023	4.41

The expected price volatility is based on the historic volatility [based on the remaining life of options], adjusted for any expected changes to future volatility due to publicly available information.

### Expense arising from share-based payment transactions.

Total expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

Particulars	[₹ lakhs]	
	March 31, 2021	March 31, 2020
Total employee share-based payment expense [Stock Appreciation Rights]	5.63	Nil

### Liability arising from share-based payment payable to employees

Liability arising from share-based payment payable to employees is shown as Other Current Financial Liabilities in balance sheet.

Particulars	[₹ lakhs]	
	March 31, 2021	March 31, 2020
Total employee share-based liability [Stock Appreciation Rights]	5.63	Nil

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 60. Financial information pursuant to Schedule III of Companies Act, 2013

S.No.	Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	(₹ lakhs)	As % of consolidated profit and loss	(₹ lakhs)	As % of consolidated other Comprehensive income	(₹ lakhs)	As % of consolidated Total Comprehensive income	(₹ lakhs)
	<b>Parent</b>								
	Jindal SAW Limited	102%	7,13,818.28	103%	32,905.45	-211%	1,320.19	109%	34,225.64
	<b>Subsidiaries</b>								
	<b>Indian</b>								
1	Jindal ITF Limited	-11%	(78,441.67)	-28%	(8,807.23)	0%	(0.38)	-28%	(8,807.61)
2	IUP Jindal Metals & Alloys Limited	2%	16,094.51	5%	1,580.21	-6%	39.04	5%	1,619.25
3	Jindal Intellicom Limited	1%	5,370.98	4%	1,205.85	1%	(7.45)	4%	1,198.41
4	JITF Shipyards Limited	1%	9,281.05	0%	(16.12)	0%	0.36	0%	(15.76)
5	iCom Analytics Limited	0%	157.03	0%	56.37	0%	1.09	0%	57.46
6	Quality Iron and Steel Limited	0%	(2.30)	0%	(0.93)	0%	-	0%	(0.93)
7	Jindal Tubular (India) Limited	0%	628.31	0%	(79.89)	0%	0.35	0%	(79.55)
8	Jindal Quality Tubular Limited	0%	1,005.28	1%	465.29	-3%	19.29	2%	484.58
9	Sulog Transshipment Services Limited	1%	3,858.32	-2%	(554.18)	0%	-	-2%	(554.18)
	<b>Foreign</b>								
1	Jindal Saw Gulf L.L.C.	7%	50,533.83	28%	8,976.03	-161%	1,007.39	32%	9,983.42
2	Jindal Saw Holdings FZE	1%	7,249.04	-2%	(517.24)	-77%	479.91	0%	(37.32)
3	Jindal Saw Middle East FZC	1%	9,192.90	-1%	(389.05)	-75%	469.31	0%	80.27
4	Jindal International FZE	0%	(29.09)	0%	(10.43)	0%	1.85	0%	(8.58)
5	Ralael Holdings Limited	-1%	(7,239.39)	-18%	(5,596.41)	77%	(480.45)	-19%	(6,076.86)
6	Greenray Holdings Limited	0%	74.54	0%	(3.69)	160%	(997.52)	-3%	(1,001.21)
7	Derwent Sand SARL	0%	(531.38)	0%	34.07	-32%	196.96	1%	231.04
8	S.V. Trading Limited	4%	30,740.22	-1%	(319.60)	142%	(886.04)	-4%	(1,205.65)
9	World Transload & Logistics LLC *	2%	11,926.50	4%	1,231.22	43%	(265.46)	3%	965.77
10	Jindal Saw USA, LLC S	6%	40,008.33	-12%	(3,796.61)	137%	(854.13)	-15%	(4,650.74)
11	Jindal X LLC	0%	(40.66)	0%	(71.45)	0%	2.99	0%	(68.46)
	<b>Non-Controlling Interest in all Subsidiaries</b>	-6%	(44,360.09)	3%	890.07	-112%	699.63	5%	1,589.70
	<b>Associate and Joint Venture - (investment as per equity method)</b>								
1	Jindal Fittings Limited	0%	-	0%	-	0%	-	0%	-
2	Jindal MMG LLC	0%	-	0%	-	0%	-	0%	-
	Consol adjustments	-10%	(70,991.13)	15%	4,701.29	220%	(1,371.31)	11%	3,329.98
	<b>Total</b>	<b>100%</b>	<b>6,98,303.41</b>	<b>100%</b>	<b>31,883.02</b>	<b>100%</b>	<b>(624.38)</b>	<b>100%</b>	<b>31,258.67</b>

The above figures for Parent, its subsidiaries and joint ventures are before inter-company eliminations and consolidation adjustments.

\* Comprises of consolidated results of following subsidiaries:

- 5101 Boone LLP
- Tube Technologies INC
- Boone Real Property Holding LLC
- Helical Anchors INC

§ Comprises of consolidated results of Jindal SAW USA LLC and Drill Pipe international

### 61 Information related to standalone financial statements

Parent company is listed on stock exchange in India. Parent company has prepared standalone financial statement as required under Companies Act, 2013 and the listing requirements. The standalone financial statement is available on Parent Company's web site for public use.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 62 Events occurring after the balance sheet date

The Board of directors of the Parent Company have recommended dividend for financial year 2020-21 which is subject to the approval of shareholders in the ensuing Annual general meeting. For details of dividend, refer Note 40.3.

### 63

The management has assessed the impact of COVID-19 pandemic on the financial statements, business operations, liquidity position, cash flow and has concluded that no material adjustments are required in the carrying amount of assets and liabilities as at March 31, 2021.

The impact of the pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

### 64

Jindal ITF Limited one of the subsidiaries of the company has won an arbitral award allowing various claims to the tune of ₹ 1,891.08 crores plus interest and applicable taxes. During the financial year 2019-20, the subsidiary had filed enforcement application under section 36 of Arbitration and Conciliation Act, 1996 for the execution of arbitral award being pronounced in favour of the subsidiary whereas the customer had preferred appeal under Section 34 of Arbitration and Conciliation Act, 1996, challenging the said arbitral award. Both the aforesaid cases are presently sub-judice before Hon'ble High Court of Delhi. During 2019-20 the subsidiary received ₹ 500 crores as per interim relief granted by Hon'ble high court against equivalent amount of Bank Guarantee furnished by the subsidiary in favour registrar of high court. Till date, the total accumulated amount received is ₹ 856.31 crores including ₹ 356.31 crores which was received during the financial year 2018-19.

Based on the current status and the expert legal advice received, the company is expecting a favourable outcome which would cover all the investments, loans and advances and consequently, no adjustments have been made to the financial results.

### 65

Step down subsidiary Jindal International FZE, has filed for liquidation voluntarily.

### 66

The Parent had given an interest free loan of ₹ 1,500 lakhs [March 31, 2020 ₹ 1,000 lakhs] to Employee Welfare Trust during the year ended March 31, 2021 for the purpose of employee benefits scheme. The trust had utilised the ₹ 1051.32 lakhs [March 31, 2020 ₹ 748.99 lakhs] for purchase of the Parent's shares and ₹ 469.98 lakhs [March 31, 2020 ₹ 251.01 lakhs] lying in its bank account.

### 67

During the year ended March 31, 2021 subsidiary Jindal SAW Holding FZE has acquired the balance 18% non-controlling interest in step down subsidiary Jindal SAW Middle East FZC.

### 68

Previous year figures have been regrouped / rearranged, wherever considered necessary to conform to current year's classification.

### 69

The Consolidated financial statements for the year ended March 31, 2021 are approved and adopted by Board of Directors of the Parent Company in their meeting dated May 27, 2021.

For and on behalf of Board of Directors of Jindal SAW Limited

#### For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N/N500016  
Chartered Accountants

#### Sougata Mukherjee

Partner  
Membership Number: 057084

Place : Gurugram  
Dated : May 27, 2021

#### Neeraj Kumar

Group CEO & Whole-time Director  
DIN : 01776688  
Place: New Delhi

#### Sunil K. Jain

Company Secretary  
M. No. FCS 3056  
Place : New Delhi

Dated : May 27, 2021

#### Prithavi Raj Jindal

Chairman  
DIN: 00005301  
Place: Baytown, Texas

#### Narendra Mantri

President Commercial & CFO  
Place : New Delhi

# NOTICE



## NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Members of Jindal Saw Limited will be held on Friday, 16th July, 2021, at 12.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 and the reports of the Directors and Auditors thereon.
2. To declare a dividend on equity shares.
3. To appoint a Director in place of Ms. Sminu Jindal, Managing Director [DIN: 00005317], who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. Neeraj Kumar, Group CEO and Whole-time Director, [DIN: 01776688], who retires by rotation and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. To consider, and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT in accordance with the provisions of Section 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 [including any statutory modification(s) or re-enactment thereof, for the time being in force] and subject such other approvals as may be necessary, Ms. Sminu Jindal be and is hereby re-appointed as Managing Director for a further period of 5 years w.e.f. 01st February, 2021, liable to retire by rotation, to perform such duties as may be entrusted by the Board from time to time on the following terms and conditions including remuneration with authority to the Board of Directors to alter and vary the terms and conditions of the said arrangement and/or remuneration subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013 as may be agreed between the Board of Directors and Ms. Sminu Jindal:-

- i) SALARY : ₹ 7,50,000/- per month.
- ii) COMMISSION : 1% of the net profit subject to a maximum of an amount equivalent of one year basic salary.
- iii) CONTRIBUTION TO PROVIDENT FUND : According to Rules of the Company not exceeding 12% of the salary.
- iv) MEDICAL BENEFITS : Reimbursement of medical expenses for self and family in a year upto one month's basic salary.
- v) LEAVE TRAVEL CONCESSION : Actual fares excluding hotel expenses for self and family in a year upto one month basic salary.
- vi) BONUS/EX-GRATIA : Upto 20% of basic salary in a year as paid to other officers of the Company not covered by the Payment of Bonus Act, 1965.
- vii) GRATUITY : As per Rules of the Company but shall not exceed half month's salary for each completed year of service.
- viii) LEAVES : With full pay or encashment thereof as per the Rules of the Company.

The Managing Director will also be entitled to the following perquisites:-

- a. Fully Furnished Residential Accommodation, the monetary value of which shall be evaluated as per Income Tax Rules, 1962 or HRA equivalent to 60% of the basic salary;
- b. Gas, electricity and water expenditure – at actuals, the monetary value of which shall be evaluated as per Income Tax Rules, 1962.
- c. Company maintained chauffeur driven car.
- d. Provision for communication facilities as may be required.
- e. Coverage under Group Mediciam Policy and Personal Accident Insurance as per the rules of the Company.
- f. Membership fee limited to two clubs.
- g. The Managing Director shall also be entitled to reimbursement of expenses actually and properly incurred by her for the business of the Company.
- h. The Managing Director so long as she functions as such shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

## NOTICE

**6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as Special Resolution:**

“RESOLVED THAT subject to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 [including any statutory modification(s) or re-enactment thereof, for the time being in force], the Company hereby approves the re-appointment of Mr. Hawa Singh Chaudhary [DIN 00041370], as a Whole-time Director of the Company, for a further period of two years with effect from 1st November, 2021 liable to retire by rotation, and upon such terms and conditions including remuneration as are set out in the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 annexed to the Notice with liberty to the Board of Directors [hereinafter referred to as “the Board” which term shall be deemed to include any duly authorised Committee of the Board] to alter and vary the terms and conditions of the said re-appointment, including the remuneration which shall not exceed an overall ceiling of ₹ 14 lacs p.m. [Rupees Fourteen Lacs per month] as may be agreed to between the Board and Mr. Hawa Singh Chaudhary.”

**7. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 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], Mr. Ajit Kumar Hazarika, [DIN- 00748918] be and is hereby re-appointed as an Independent Director of the Company for his second term of five consecutive years w.e.f 12th July, 2021.”

**8. 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 148 and all 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 thereof, for the time being in force], the remuneration of ₹ 10,00,000 [Rupees Ten Lakhs only] plus other applicable taxes and reimbursement of actual travel and out of pocket expenses, to be paid to M/s R. J. Goel & Co., Cost Accountants [Registration No. 000026], Cost Auditors of the Company, for the financial year 2021-22 be and is hereby ratified.”

**9. To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 [Act], as amended from time to time, a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act, be paid to and distributed amongst the Non-Executive Directors of the Company [other than the Managing Director and Whole-time Directors] in such amounts or proportions and in such manner and in all respects as may be decided by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year, for a period of five years, starting from the year ended 31st March, 2022.”

**10. To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder [including any statutory modification(s) or re-enactment thereof, for the time being in force], and subject to applicable Regulations, Rules and Guidelines prescribed by the Securities and Exchange Board of India and subject to the provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company, for making offer(s) or invitations to subscribe to secured/unsecured, redeemable, non-convertible debentures, in one or more tranches, aggregating up to ₹ 1,000 crores [Rupees one thousand crores Only] on private placement basis, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said debentures be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company.”

**11. To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 23, 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification or re-enactment thereof, for the time being in force], read with the rules made thereunder, the provisions of the Securities and Exchange Board of India [Issue of Capital and Disclosure Requirements] Regulations, 2009, as amended from time to time [hereinafter referred to as the “SEBI Regulations”], the provisions of the Foreign Exchange Management Act, 1999 [FEMA], the Foreign Exchange Management [Transfer or Issue of Security by a Person Resident Outside India] Regulations, 2000, and such other applicable statutes, notifications, clarifications, circulars, regulations, and guidelines [including any amendment thereto or re-enactment thereof] issued by the Government of India [the “GOI”], the Reserve Bank of India [the “RBI”], the Securities and Exchange Board of India [the “SEBI”], Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be applicable, and the enabling provisions of the SEBI [Listing

## NOTICE

Obligations and Disclosure Requirements) Regulations, 2015 [the "Listing Regulations"] and the Memorandum of Association and Articles of Association of the Company, and subject to all such approvals, consents, permissions and sanctions, if any, of the GOI, RBI, SEBI, Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be necessary or desirable, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting any such consents, permissions, approvals and/or sanctions [hereinafter singly or collectively referred to as "the requisite approvals"] which may be agreed to by the Board (or any Committee(s), constituted or hereafter constituted by the Board in this behalf), the Board be and is hereby authorised in its absolute discretion, to create, offer, issue and allot in one or more tranches, equity shares and/or fully convertible debentures/ partly convertible debentures/ optionally convertible debentures/ non-convertible debentures with warrants or any other Securities [other than warrants] or a combination thereof, which are convertible into or exchangeable with equity shares of the Company at a later date [hereinafter collectively referred to as the "Specified Securities"], to Qualified Institutional Buyers [as defined in the SEBI Regulations] by way of a Qualified Institutions Placement, as provided under Chapter VIII of the SEBI Regulations for an aggregate amount not exceeding ₹ 1,000 crores [Rupees one thousand crores only], inclusive of such premium as may be decided by the Board, at a price which shall not be less than the price determined in accordance with the pricing formula stipulated under Chapter VIII of the SEBI Regulations.

RESOLVED FURTHER THAT the relevant date for the purpose of arriving at the aforesaid minimum issue price of the Specified Securities shall be

- In case of allotment of equity shares, the date of the meeting in which the Board or a Committee of the Board decides to open the proposed issue,
- In case of allotment of eligible convertible securities:-
  - i. either the date of the meeting in which the Board or a Committee of the Board decides to open the issue of such convertible securities; or
  - ii. the date on which the holders of such convertible securities become entitled to apply for the equity shares.

as may be determined by the Board.

RESOLVED FURTHER THAT :

- i. The Specified Securities to be created, offered, issued and allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- ii. The equity shares that may be issued on conversion of the Specified Securities issued shall rank pari passu with the then existing equity shares of the Company in all respects including dividend; and
- iii. The number and/or conversion price in relation to equity shares that may be issued and allotted on conversion of the Specified Securities that may be issued shall be appropriately adjusted in accordance with the SEBI Regulations for corporate actions such as bonus issue, rights issue, split and consolidation of share capital, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Specified Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets, the Board, subject to applicable laws, regulations and guidelines, be and is hereby authorised to dispose off such Specified Securities that are not subscribed, in such manner as it may in its absolute discretion deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to finalisation and approval of the preliminary as well as final offer document(s), determining the form, manner and timing of the issue, including the investors to whom the Specified Securities are to be issued and allotted, the number of Specified Securities to be allotted, issue price, face value, premium amount on issue/ conversion of Specified Securities, if any, rate of interest, execution of various agreements/ deeds/ documents/ undertakings, creation of mortgage/charge/encumbrance in addition to the existing mortgages, charges and hypothecation by the Company as may be necessary on such of the assets of the Company both present and future, in such manner as the Board may direct, in accordance with Section 180(1)(a) of the Companies Act, 2013, in respect of any of the Specified Securities issued either on pari passu basis or otherwise, and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of the Specified Securities and utilisation of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members to that end and intent that the members shall be deemed to have given their approval thereto expressly by virtue of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint such Consultants, Lead Managers, Underwriters, Guarantors, Depositories, Custodians, Registrars, Trustees, Bankers, Solicitors, Lawyers, Merchant Bankers and any such Agencies and intermediaries as may be involved or concerned in such offerings of Specified Securities and to remunerate all such agencies by way of commission, brokerage, fees or the like, and to enter into or execute Agreements/ Arrangements/ MOUs with any such Agency or intermediary and also to seek the listing of any or all of such Specified Securities or securities representing the same on one or more Stock Exchanges.



## NOTICE

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors or Officers of the Company.”

Place : New Delhi  
Date : 27th May, 2021

By order of the Board  
for JINDAL SAW LTD.

### Regd. Office:

A-1, UPSIDC Indl. Area  
Nandgaon Road, Kosi Kalan  
Distt. Mathura (U.P.)-281 403  
CIN-L27104UP1984PLC023979

**SUNIL K. JAIN**  
Company Secretary  
Membership No.: F-3056

### NOTES :

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs [“MCA”] has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting [AGM] through video conferencing [VC] or other audio visual means [OAVM]” and Circular no. 02/2021 dated January 13, 2021 in relation to “Clarification on holding of annual general meeting [AGM] through video conferencing [VC] or other audio visual means [OAVM]” [collectively referred to as “MCA Circulars”] and Securities and Exchange Board of India [“SEBI”] vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to “Additional relaxation in relation to compliance with certain provisions of SEBI [Listing Obligations and Disclosure Requirements] Regulations 2015 – Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to “Relaxation from compliance with certain provisions of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 due to the CoVID -19 pandemic” [collectively referred to as “SEBI Circulars”] permitted the holding of the Annual General Meeting [“AGM”] through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Institutional / Corporate shareholders [i.e. other than individuals, HUF, NRI, etc.] are required to send a scanned copy [PDF / JPG Format] of their respective Board or governing body Resolution / Authorization etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to [awanishdassociates@gmail.com](mailto:awanishdassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
5. Members attending the meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company’s Registrar and Transfer Agents, for consolidation into a single folio.
7. The Explanatory Statement pursuant to section 102[1] of the Companies Act, 2013 relating to Special Business to be transacted is annexed hereto.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 10th July, 2021 to 16th July, 2021 [both days inclusive].
9. The Dividend, if approved, will be paid to those shareholders whose names appear : [a] as Beneficial Owners as at the end of the business hours on 9th July, 2021 as per the list to be furnished by NSDL and CDSL in respect of shares held in the Electronic Form; and [b] as Members in the Register of Members of the Company after giving effect to all valid share transmission or transposition request lodged with the Company on or before 9th July, 2021.

## NOTICE

10. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof.
11. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of 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 or Company's Registrars and Transfer Agents.
12. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of board committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36[3] of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is given hereunder forming part of the Annual Report.
13. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays and Sundays, during business hours up to the date of the Meeting.
14. The members are requested to notify promptly any change in their address to the Company or their depository participant, as the case may be.
15. Pursuant to the provisions of Section 125 of Companies Act, 2013 (corresponding section 205A of the Companies Act, 1956), as amended, dividend for the year ended 31st March, 2013 which have been remaining unpaid for a period of 7 years was transferred to the Investor Education and Protection Fund established by the Central Government on 26th October, 2019.
16. Members are informed that details of unclaimed dividend in respect of the financial year ended 31st March, 2014 up to the financial year ended 31st March, 2020 are available on the Company's corporate website [www.jindalsaw.com](http://www.jindalsaw.com) under the section 'Investor Relations'. Members who have not encashed the dividend warrants for the said period are requested to make their claim to the Company at Jindal Centre, 12, Bhikaiji Cama Place, New Delhi – 110066. Further, as per the provisions of Section 124[6] of the Companies Act, 2013 read with the Investor Education & Protection Fund (Accounting, Audit, Transfer & Refund) Rules, 2016 (IEPF Rules), the shares in respect of which the dividend has not been claimed for seven consecutive years are required to be transferred by the Company to the designated Demat account of the IEPF.
17. Members are entitled to make nomination in respect of shares held by them in physical form as per the provisions of section 72 of the Companies Act, 2013. Members desirous of making nomination are requested to send Form SH-13 either to the Company or its Registrar and Share Transfer Agent. Members holding shares in DEMAT form may contact their respective Depository Participant for recording nomination in respect of their shares.  
  
Members are requested to note that pursuant to directions given by SEBI/Stock Exchanges, the Company has appointed M/s RCMC Share Registry Pvt. Ltd., B-25/1, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi-110020 as Registrar and Transfer Agent to look after the work related to shares held in physical as well as demat mode.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall provide their PAN details to the Company/Registrars and Transfer Agent, M/s RCMC Share Registry Pvt. Ltd.
19. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members whose email is not registered may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.jindalsaw.com](http://www.jindalsaw.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL [agency for providing the Remote e-Voting facility] i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
20. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.jindalsaw.com](http://www.jindalsaw.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL [agency for providing the Remote e-Voting facility] i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
21. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.



## NOTICE

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 13th July, 2021 at 9:00 A.M. and ends on Thursday, 15th July, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date [cut-off date] i.e. 9th July, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 9th July, 2021.

#### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

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



## NOTICE

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

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

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

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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

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

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

- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For 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***

- Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

## NOTICE

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

### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate [front and back], PAN [self attested scanned copy of PAN card], AADHAR [self attested scanned copy of Aadhar Card] by email to [Company email id].
2. In case shares are held in demat mode, please provide DPID-CLID [16 digit DPID + CLID or 16 digit beneficiary ID], Name, client master or copy of Consolidated Account statement, PAN [self attested scanned copy of PAN card], AADHAR [self attested scanned copy of Aadhar Card] to [Company email id]. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 [A] i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## NOTICE

### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

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

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members can submit questions in advance with regard to the financial statements or any other matter and members who wishes to register themselves as speaker may send their request from their registered email address, mentioning their name, DP ID and Client ID number /folio number and mobile number, to reach the Company's email address investors@jindalsaw.com atleast 48 hours in advance before the start of the meeting. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.

### The procedure with respect to e-voting is provided below: -

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/>

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

### Details on Step 1 is mentioned below: How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 4.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For 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***

## NOTICE

5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - ii) If your email ID is not registered, may write to the Company/RTA for your 'initial password'.
6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).  
If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

### Details on Step 2 are mentioned below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote
4. Now you are ready for e-Voting as the Voting page opens
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders:

1. Institutional shareholders [i.e., other than individuals, HUF, NRI, etc.] are required to send scanned copy [PDF/JPG format] of the relevant Board resolution/authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through an email to [awanishdassociates@gmail.com](mailto:awanishdassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions [FAQs] for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)



## NOTICE

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### Other Instructions:

- A. The e-voting period commences at 9.00 a.m. on Tuesday, 13th July, 2021 and ends at 5.00 p.m. on Thursday, 15th July, 2021. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 9th July, 2021 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- B. The voting right of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 9th July, 2021.
- C. Mr. Awanish Kumar Dwivedi of M/s Dwivedi & Associates, Company Secretaries, New Delhi has been appointed as the Scrutinizer to scrutinize the voting casted at AGM and remote e-voting process in a fair and transparent manner.
- D. The Scrutinizer shall after the conclusion of voting at AGM, unblock the votes casted through remote e-voting in the presence of at least two (2) witnesses not in employment of the Company and shall not later than two days submit a consolidated scrutinizer's report of the total votes cast in favour and against, if any, forthwith to the Chairman of the Meeting.
- E. The Results declared along with the scrutinizer's report shall be placed on the Company's website [www.jindalsaw.com](http://www.jindalsaw.com) and on the website of NSDL within 48 hours of conclusion of the AGM of the Company and communicated to the NSE and BSE where Company's equity shares are listed.

Place : New Delhi  
Date : 27th May, 2021

By order of the Board  
for JINDAL SAW LTD.

### Regd. Office:

A-1, UPSIDC Indl. Area  
Nandgaon Road, Kosi Kalan  
Distt. Mathura (U.P.)-281 403  
CIN-L27104UP1984PLC023979

**SUNIL K. JAIN**  
Company Secretary  
Membership No.: F-3056

## NOTICE

### EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013

#### ITEM No. 5.

The members of the Company in their meeting held on 22nd December, 2016 approved the appointment of Ms. Sminu Jindal as Managing Director of the Company, liable to retire by rotation, for the period of five years effective from 1st February, 2016. The tenure of Ms. Sminu Jindal had expired on 1st February, 2021. The Board Director, on the recommendation of Nomination and Remuneration Committee and given her background, experience, contribution made by her during her association with the Company and the performance evaluation, feels that the continued association would be in the best interest of the Company, re-appointed Ms. Sminu Jindal as Managing Director of the Company, liable to retire by rotation, for further period of five year w.e.f. 1st February, 2021 subject to the approval of members in a general meeting.

Ms. Sminu Jindal has been associated with the Company since 1992 in various capacities and she was elevated to the Board in 1997 as Whole-time Director and later as Managing Director in 2001. Ms. Sminu Jindal is the first lady entrant in the country to do her gender proud by breaking the glass ceiling in the Steel, Oil and Gas sector in India. Having been appointed as the Managing Director of Company, Ms. Sminu Jindal's contribution to the growth of the organization has been phenomenal. Her outstanding academic performance won her a Silver Medal and later on Institute of Marketing and Management bestowed upon her the Award for Excellence as the top woman entrepreneur.

Ms. Sminu Jindal is not disqualified being appointed as Director in terms of Section 164 of the Companies Act, 2013 & has given his consent to act as Director.

The remuneration of Ms. Sminu Jindal is fixed by the Board of Directors from time to time such that salary and aggregate value of all perquisites and allowance like house allowance, bonus, performance incentive, medical reimbursement, contribution to provident fund, gratuity, earned leave with full pay or encashment, etc. as per the policy of the Company, provision for the Company's car for official duties, etc. as may be agreed by the Board of Directors and Ms. Sminu Jindal shall not exceed the overall remuneration to be approved by the members in this Annual General Meeting. The proposed remuneration is within the limits prescribed under section I of Part II of the Schedule V to the Companies Act, 2013. The terms of remuneration have been approved by the Nomination and Remuneration Committee of the Board.

For the purpose of calculating the above ceiling, perquisites shall be evaluated as per the provisions of the Income Tax Act, 1961, wherever applicable. In the absence of any such provisions, the perquisites shall be evaluated at actual cost.

In the event of loss or inadequacy of profits in any financial year, Ms. Sminu Jindal shall be paid remuneration by way of salary and perquisites as specified above subject to the approval by the Central Government, if required.

Ms. Sminu Jindal shall not be paid any sitting fee for attending the Board/Committee meetings. The Board of Directors may, in its absolute discretion lower remuneration than the maximum remuneration here-in-above stipulated and revise the same from time to time within the maximum limit stipulated by this resolution.

The Office of Managing Director may be terminated by the Company or by the concerned Director by giving 3 months prior notice in writing.

Save and except Ms. Sminu Jindal herself, Mr. P. R. Jindal, Ms. Shradha Jatia and Ms. Tripti Arya being relatives, none of the other Director/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 7 of the Notice.

The Board recommends resolution as set out at Item No. 5 of the Notice for approval by the shareholders as Special resolution.

#### ITEM No. 6

The members of the Company in their meeting held on 9th September, 2019 approved the appointment of Mr. Hawa Singh Chaudhary as Whole-time Director of the Company, liable to retire by rotation, for the period of two years effective from 1st November, 2019. The current tenure of Mr. Hawa Singh Chaudhary would be expiring on 31st October, 2021. The Board of Directors in their meeting held on 27th May, 2021, based on the recommendation of Nomination and Remuneration Committee and given his background, experience, contribution made by him during his tenure and the performance evaluation, feels that the continued association would be in the best interest of the Company, approved the re-appointment of Mr. Hawa Singh Chaudhary as Whole-time Director of the Company, liable to retire by rotation, for further period of two year effective from w.e.f. 1st November, 2021 subject to the approval of members in ensuing annual general meeting.

Mr. Hawa Singh Chaudhary has been associated with the Company since 1988 as Whole-time Director. He has more than 30 years of experience in project planning and implementation. He has served in several companies within the Jindal Organization in various capacities. He is also occupier of all the factories of the Company.

Mr. Hawa Singh Chaudhary is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director. The remuneration of Mr. Hawa Singh Chaudhary is fixed by the Board of Directors from time to time such that salary and aggregate value of all perquisites and allowance like house allowance, bonus, performance incentive, medical reimbursement, contribution to provident fund, gratuity, earned leave with full pay or encashment, etc. as per the policy of the Company, provision for the Company's car for official duties, etc. as may be agreed by the Board of Directors and Mr. Hawa Singh Chaudhary and the same shall not exceed the overall remuneration to be approved by the members in this Annual General Meeting.



## NOTICE

Your Directors have recommended the maximum ceiling of ₹ 14 lakhs per month. For the purpose of calculating the above ceiling, perquisites shall be evaluated as per the provisions of the Income Tax Act, 1961, wherever applicable. In the absence of any such provisions, the perquisites shall be evaluated at actual cost. The proposed remuneration is within the limits prescribed under section I of Part II of the Schedule V to the Companies Act, 2013. The terms of remuneration have been approved by the Nomination and Remuneration Committee of the Board.

In the event of loss or inadequacy of profits in any financial year, the remuneration to be paid to Mr. Hawa Singh Chaudhary by way of salary and perquisites as specified above shall be subject to the provisions of Schedule V of the Companies Act, 2013 or approval by the Central Government, if required.

Mr. Hawa Singh Chaudhary shall not be eligible for any sitting fee for attending the Board/Committee meetings. The Board of Directors may, in its absolute discretion lower remuneration than the maximum remuneration here-in-above stipulated and revise the same from time to time within the maximum limit stipulated by this resolution.

The Office of Whole-time Director may be terminated by the Company or by the concerned Director by giving 3 months prior notice in writing.

Save and except Mr. Hawa Singh Chaudhary, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 6 of the Notice.

The Board recommends resolution as set out at Item No. 6 of the Notice for approval by the shareholders as Special resolution.

### Item No. 7:

Mr. Ajit Kumar Hazarika was appointed as an Independent Director for a first term of a period of 5 years by the shareholders in the 31st Annual General Meeting.

Your Board of Directors, taking into consideration the recommendations of Nomination and Remuneration Committee and given his background, experience, contribution made by him during his tenure as Independent Director and the performance evaluation, feels that the continued association of Mr. Ajit Kumar Hazarika would be beneficial to the interest of Company and recommends his reappointment for 2nd term of a further period of 5 consecutive years as an Independent Director w.e.f. 12th July, 2021. The Company had received the consent from him for his appointment along with declaration that he meets the criteria of independence U/s 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Brief resume of Mr. Ajit Kumar Hazarika, nature of his expertise and name of the companies in which he holds directorship(s) and membership(s)/chairmanship(s) of board/committee, shareholding and relationship between directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been provided in the Annexure to the Notice.

He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director. In the opinion of the Board he fulfils the conditions specified in the Companies Act, 2013 for such appointment.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item Nos. 5 of the Notice.

The Board recommends the appointment of Mr. Ajit Kumar Hazarika as Independent Director for his second terms of five consecutive years effective from 12th July, 2021 by special resolution as set out at Item Nos. 7 of the Notice for approval by the members.

### Item No. 8

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s R.J. Goel & Co., Cost Accountants as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2020-21.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, remuneration payable to the Cost Auditors is to be ratified by the shareholders. Hence, the consent of shareholders is being sought by way of ordinary resolution as set out at Item No. 8 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2021-22.

None of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution.

The Board recommends resolution as set out at Item No. 8 of the Notice for approval by the shareholders as Special resolution.

### Item No. 9:

The Members at the annual general meeting on 27th September, 2018 had approved the payment of remuneration by way of commission to the Directors in accordance with the provisions of than applicable Companies Act, 2013 for the period of 5 years from the year ending 31st March, 2022.

The Non-Executive Directors including the Independent Directors of your Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as marketing, technology, corporate strategy, information systems, and finance. The Board is of the view that it is necessary that adequate compensation be given to the Non-Executive Directors and the Independent Directors so as to compensate them for their time and efforts.

## NOTICE

Accordingly, it is proposed that in terms of section 197 of the Act, the Non-Executive Directors (apart from the Managing Director and Whole-time Directors) be paid, for each of the five consecutive years from the year ending 31st March, 2022, remuneration by way of commission, not exceeding one percent per annum of the net profits of the Company computed in accordance with the provisions of the Act. This remuneration will be distributed amongst Directors in accordance with the directions given by the Board

Save and except all the non-executive Directors, none of the other Director/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 9 of the Notice.

The Board recommends resolution as set out at Item No. 9 of the Notice for approval by the shareholders as special resolution.

### Item No. 10:

In terms of Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the members of the company by a special resolution. In case of an offer or invitation to subscribe to non-convertible debentures on private placement, a company can obtain prior approval of its shareholders by means of a special resolution once in a year for all the offers or invitations for such non-convertible debentures during the year. In order to augment the long-term resources for financing inter alia, the ongoing capital expenditure, for refinancing of part of the existing loans, to reduce interest costs and for general corporate purposes, the Company may offer or invite subscription to secured/unsecured redeemable non-convertible debentures, in one or more tranches on private placement basis.

An enabling resolution as set out at Item No. 10 of the Notice is, therefore, being proposed to borrow funds by offer or invitation to subscribe to secured/ unsecured redeemable non-convertible debentures for an amount not exceeding ₹ 1,000 crores (Rupees one thousand crores only). This resolution would be valid for a period of one year from the date of this annual general meeting. The price at which the securities will be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the appropriate advisors.

None of the Directors, Key Managerial Personnel of the Company / their relatives are in any way concerned or interested, financially or otherwise in the special resolution except to the extent of their shareholding in the Company.

The Board recommends the resolution as set out at Item No. 10 of the Notice for approval by the shareholders as special resolution.

### Item No. 11:

It is in the interest of the Company to raise long term resources with convertible option so as to optimise capital structure for future growth. The proceeds of the issue will be used for long-term funding to meet the planned capital expenditure and for other corporate purposes, including refinancing of expensive debt, to reduce interest costs and to meet any unlikely shortfall in unforeseen circumstances.

It is, therefore, proposed that the Board of Directors be authorised by way of an enabling special resolution as at Item No. 11 of the Notice to raise additional long term resources depending on market dynamics by way of Issue of equity shares and/or fully convertible debentures/ partly convertible debentures/ optionally convertible debentures/ non-convertible debentures along with warrants and/ or convertible securities other than warrants convertible into equity shares, in one or more tranches, through a Qualified Institutional Placement, not exceeding a sum of ₹ 1,000 crores (Rupees one thousand crores only) in the aggregate. The price at which the equity shares or other securities to be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the experts/ investment bankers/ advisors. However, the basis of pricing of such Specified Securities shall be the pricing formula as prescribed under applicable regulations. The end use of the issue proceeds will be in compliance with applicable laws and regulations.

None of the Directors, Managers, Key Managerial Personnel of the Company / their relatives are in any way concerned or interested, financially or otherwise in the special resolution except to the extent of their shareholding in the Company.

The Board recommends the resolution as set out at Item No. 11 of the Notice for approval by the shareholders as special resolution.

Place: New Delhi

Date : 27th May, 2021

By order of the Board

for JINDAL SAW LTD.

### Regd. Office:

A-1, UPSIDC Indl. Area

Nandgaon Road, Kosi Kalan

Distt. Mathura (U.P.)-281 403

CIN-L27104UP1984PLC023979

**SUNIL K. JAIN**


Company Secretary

Membership No.: F-3056

## NOTICE

### Additional Information on directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	Ms. Sminu Jindal	Mr. Neeraj Kumar	Mr. Ajit Kumar Hazarika	Mr. Hawa Singh Chaudhary
Director Identification No.	00005317	01776688	00748918	00041370
Date of Birth	18.01.1973	02.05.1963	30.09.1952	05.09.1954
Date of Appointment	01.09.1997	01.07.2013	12.07.2016	07.10.1988
Qualification	MBA	M.Sc (Physics) & MBA	Mechanical Engineer	Graduate
Brief Resume of the Director	<p>Ms. Sminu Jindal is the first lady entrant in the country to do her gender proud by breaking the glass ceiling in the Steel, Oil and Gas sector in India. Having been appointed as the Managing Director of Jindal SAW Ltd. a part of the fourth largest industrial house in India the OP Jindal Group, Sminu Jindal's contribution to the growth of the organization has been phenomenal. An alumnus of Mr. Ram College of Commerce. Sminu Jindal went on to pursue MBA from Fore School of Management, with specialization in Finance. Her outstanding academic performance won her a Silver Medal and later on Institute of Marketing and Management bestowed upon her the Award for Excellence as the top woman entrepreneur.</p>	<p>While steering Jindal SAW Ltd. under the valued guidance of board, Mr. Neeraj Kumar is successfully leading the Company towards a paradigm shift. Being a Masters in Physics and a Post graduate in Finance &amp; International Finance, he is equipped with strong analytical ability and conceptual clarity. He was associated with IL &amp; FS, Essar Group, Tata Lucent Technologies Ltd. brings a well-rounded and holistic perspective. He is currently managing the entire gamut of Jindal SAW Ltd. including operations at Indian and Off-shore Units, subsidiaries and affiliates. Being at the critical positions during his career, Mr. Kumar has been featured a number of times in Print Media and Electronic Media.</p>	<p>Mr. Ajit Kumar Hazarika is a First Class Mechanical Engineering Graduate from Assam Engineering College, Guwahati, Assam. He joined ONGC as Graduate Trainee in 1975 and after successful training of one year joined as Class I Executive Officer in March, 1977. He got initial posting at Assam Asset as Cementing Engineering and in due course of time, due to mere hard work and performance he was promoted to different levels and main highlight of his career growth was double promotion from the level of GM (Drilling) to Executive Director from 11.2003 when he was posted at Mumbai and was Head of Multidisciplinary Team (MDT) of Mumbai High Redevelopment Project, one of the most prestigious project of ONGC. He retired from ONGC in 2012.</p>	<p>Mr. Hawa Singh Chaudhary holds a bachelor's degree in arts. Mr. Chaudhary has more than 30 years of experience in project planning and implementation. He has served in several companies within the Jindal Organization in various capacities. He joined the Board of Directors in 1988.</p>
Expertise in Specific Functional Area	Industrialist	Management and Finance	Technical	Technical
Relationship between directors inter-se	Ms. Sminu Jindal is related with Mr. Prithavi Raj Jindal, Ms. Shradha Jatia and Ms. Tripti Arya	Nil	Nil	Nil
Directorship in other Listed Companies as on 31.03.2021	Nil	JITF Infralogistics Limited	Nil	Nil
Chairman/ Membership of Committees in other Listed Companies as on 31.3.2021 [C=Chairman; M=Member]	Nil	Nil	Nil	Nil
No. of equity shares held	47,750	Nil	Nil	Nil

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- LSAW
  - HSAW
  - DUCTILE IRON PIPES AND FITTINGS
  - CS / AS / SS PIPES & TUBES
  - PELLETS
  - ANTI-CORROSION AND CONCRETE WEIGHT COATINGS
  - HOT INDUCTION BENDS
  - CONNECTOR CASINGS
  - CLAD PIPES



**CORPORATE OFFICE:**

**Jindal Centre**

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Email: [marketing@jindalsaw.com](mailto:marketing@jindalsaw.com)

Website: [www.jindalsaw.com](http://www.jindalsaw.com)

**REGISTERED OFFICE:**

A-1, UPSIDC Industrial Area, Nandgaon Road,  
Kosi Kalan, District Mathura - 281403,  
Uttar Pradesh, India  
CIN No. L27104UP1984PLC023979