



(Subject to Nagpur Jurisdiction)

BAJAJ STEEL INDUSTRIES LIMITED

C- 108, MIDC INDUSTRIAL AREA, HINGNA, NAGPUR - 440 028 (MS) INDIA , Fax: +91 - 7104 - 237067
Tel.: +91 - 7104 238101 - 20, Email:- bsi@bajajngp.com, Website : www.bajajngp.com
CIN No. - L27100MH1961PLC011936



REF: BSIL/BM/2020-21/26

31st July, 2020

To,
BSE Limited
Corporate Relationship Department
1st floor, new trading ring, Rotunda Building
P.J. Towers Dalal Street
MUMBAI- 400001

Scrip Code: 507944

Subject: Annual Report for the Financial Year 2019-2020

Dear Sir/Madam,

Please find enclosed herewith the 59th Annual Report including Annual Accounts of the company for the Financial Year 2019-20. The Annual Report is also being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrars and Transfer Agent/Depositories.

The Annual Report is available on the website of the Company at www.bajajngp.com.

Kindly consider this as due compliance of Regulation 34(1) and other applicable provisions, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and acknowledge the receipt.

Thanking You!

Yours Faithfully,
For Bajaj Steel Industries Limited



Divyanshu Vyas
Company Secretary and Compliance Officer

Cc: The Calcutta Stock Exchange Limited
7, Lyons Rang, Kolkata-700001

Encl as above:

Established 1961



BAJAJ STEEL INDUSTRIES LIMITED

AN ISO 9001 : 2015, 14001 : 2015 & OHSAS 45001 : 2018 CERTIFIED COMPANY



A MULTI-PRODUCT ENGINEERING COMPANY

59th ANNUAL REPORT

2019-2020



An innovation to eliminate manual grooving



**BAJAJ DOUBLE ROLLER GIN
MODEL MAGNUM**



DOWN PACKING BALE PRESS



SAW GIN WITH FEEDER



ROTOBAR GIN FOR LONG STAPLE FIBER



BAJAJ ADVANCED DOUBLE ROLLER GIN



BAJAJ STEEL INDUSTRIES LIMITED

BOARD OF DIRECTORS

1. Shri Rohit Bajaj	-	Chairman & Managing Director
2. Shri Sunil Bajaj	-	Executive Director
3. Dr. Mahendra Kumar Sharma	-	Whole time Director & CEO
4. Shri Vinod Kumar Bajaj	-	Non Executive Director
5. Shri Deepak Batra	-	Independent Director
6. Shri Mohan Agrawal	-	Independent Director
7. Shri Alok Goenka	-	Independent Director
8. Shri Rajiv Ranka	-	Independent Director
9. Mrs. Bhanupriya Thakur	-	Non-Executive Director
10. Dr. Raja Iyer	-	Independent Director

COMPANY SECRETARY

Shri Divyanshu Vyas

BOARD COMMITTEES

a) Audit Committee

Shri Rajiv Ranka
Shri Deepak Batra
Shri Alok Goenka
Shri Mohan Agrawal

b) Nomination & Remuneration Committee

Shri Rajiv Ranka
Shri Deepak Batra
Shri Alok Goenka

c) Stakeholder Relationship Committee

Shri Rajiv Ranka
Shri Deepak Batra
Shri Alok Goenka
Shri Rohit Bajaj
Shri Sunil Bajaj

d) CSR Committee

Shri Deepak Batra
Shri Rajiv Ranka
Shri Alok Goenka

STATUTORY AUDITORS

M/s VMSS & Associates, Chartered
Accountants 56/1, Everest, 46/c Chowringhee
Road, Kolkata-71

SECRETARIAL AUDITOR

M/s Siddharth Sipani & Associates,
Company Secretary

COST AUDITOR

M/s Rakesh Mishra & Co,
Cost Accountants

CHIEF FINANCIAL OFFICER

Shri Manish Sharma

REGISTERED OFFICE

C-108, MIDC Industrial Area, Hingna,
Nagpur - 440 028 (Maharashtra)
CIN :L27100MH1961PLC011936
Website: www.bajajngp.com

BANKERS & FINANCIAL INSTITUTIONS

- Axis Bank Limited, Nagpur
- IDBI Limited, Nagpur
- Siemens Financial Services Pvt. Ltd.

SHARE TRANSFER AGENT

M/s Adroit Corporate Services (P) Ltd
1st Floor, 19/20 Jaferbhoy Industrial Estate
Makwana Road, Marol Naka,
Mumbai - 400 059
Tel : (022) 42270400
Email- info@adroitcorporate.com

MANUFACTURING FACILITIES

- Plot No. C-108, MIDC Hingna ,
Nagpur
- Plot No. D- 5/1 & 5/2 , MIDC
Hingna, Nagpur
- Plot No. G-6 & G-7 MIDC Hingna,
Nagpur
- Plot No. D-4 MIDC Hingna, Nagpur
- Plot No. G-108, Butibori, MIDC ,
Nagpur
- Plot No. XI-73, MIDC, Industrial
Area, Hingana, Nagpur.

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NOTICE TO MEMBERS

NOTICE is hereby given that the Fifty Ninth (59th) Annual General Meeting of the Members of Bajaj Steel Industries Limited will be held on Saturday, the 22nd August, 2020 at 12.00 Noon through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility to transact the following business:

ORDINARY BUSINESS:

Item No. 01: Adoption of Financial Statements and Reports of the Auditors & Directors thereon for the Financial Year 2019-20

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2020 and Reports of the Auditors & Directors thereon;

Item No. 02: Declaration of Final Dividend

To Declare a Final Dividend of Rs. 2/- per Equity Share for the Financial Year ended on March 31, 2020.

Item No. 03: Appointment of Smt. Bhanupriya Thakur as Director liable to retire by rotation

To appoint a Director in place of Smt. Bhanupriya Thakur (DIN: 08276607), who retires by rotation, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

Item No 04: To Consider & Approve Issue of Equity Shares On A Preferential Basis:

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Applicable Provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, the Securities and Exchange Board of India (Substantial



Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (the "Takeover Regulations") as in force the listing agreements entered into by the Company with Stock Exchanges on which the Equity Shares of the Company are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India ("SEBI") and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents and permissions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents and permissions, which the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more committee(s) constituted by the Board to exercise its powers including the powers conferred by this Resolution), is hereby authorized to accept, the consent and approval of the Members of the Company ("Members") be and is hereby accorded to the Board to create, issue, offer and allot 5,00,000 (Five Lakh) Equity Shares of the Company having Face Value of Rs. 5 Each ("Equity Shares") at a price of Rs. 107/- (including a premium of Rs. 102/-) per Equity Share, aggregating to Rs. 5,35,00,000/- (Rupees Five Crores Thirty Five Lakhs Only), to Sidhi Vinimay Private Limited (hereinafter referred as SVPL or Investor), constituent of Promoter Group, for cash consideration on a preferential basis ("Preferential Issue"), and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws.

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is Thursday, 23rd July 2020, being the date 30 (Thirty) days prior to the date of this Annual General Meeting ("Relevant Date").

RESOLVED FURTHER THAT without prejudice to the generality of the above Resolution, the issue of the Equity Shares to Sidhi Vinimay Private Limited, a constituent of Promoter Group, under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

(1) The Equity Shares to be issued and allotted shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

(2) The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the



Stock Exchanges subject to receipt of necessary regulatory permissions and approvals.

(3) The Equity Shares shall be allotted in dematerialized form within a period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the Investor be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Investor inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialed by the Chairman for the purpose of identification and consent of the members of the Company is hereby accorded to the issuance of the same to the Investor inviting them to subscribe to the Equity Shares.

RESOLVED FURTHER THAT the monies received by the Company from the Sidhi Vinimay Pvt. Ltd. for application of the Equity Shares pursuant to this private placement by way of preferential issue shall be kept by the Company in a separate bank account.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification



to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution."

Item No 05: To Increase in the Remuneration of Shri Ashish Bajaj Designated as Chief Executive Officer (CEO) of Superpack Division of the Company;

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 188(1)(f) of the Companies Act, 2013, read with Companies (Meetings of Board and its powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (Act), including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted from time to time, the consent of the members be and is hereby accorded to increase in the remuneration of Shri Ashish Bajaj S/o of Shri Vinod Kumar Bajaj with effect from 01st July 2020, holding office in place of profit as a Chief Executive Officer of Superpack Division of the Company for his remaining tenure as mentioned in the Explanatory Statement annexed to the Notice of Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorised to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No 06: To Increase in the Remuneration of Shri Lav Bajaj Designated as Business Development Executive of the Company

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution;

"**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Companies (Meetings of Board and its powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (Act), including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted from time to time, the consent of the members be and is hereby accorded to increase in the remuneration of Shri Lav Bajaj S/o of Shri Sunil Hargovind Bajaj with effect from 01st July 2020, holding office in place of profit as a Business Development Executive of the Company as mentioned in the Explanatory Statement



annexed to the Notice of Annual General Meeting.

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to the Nomination & Remuneration Committee/Board of Directors of the Company, to finalise and decide any change in designation/revisions in the remuneration payable to Shri Lav Bajaj from time to time in accordance with the Company's policy and such other applicable/relevant policies and to perform and execute all such acts, deeds, matters and things (including delegating such authority), as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.

ITEM NO. 7: To Ratification of Remuneration Payable to Cost Auditors.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sec. 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration payable to M/s Rakesh Misra & Co., Cost Accountants, having Firm Reg. No. 000249 appointed by the Board of Directors of the Company as cost auditors to conduct the audit of cost records of the Company for the Financial Year 2019-20, being Rs. 75,000/- (Rupees Seventy Five Thousand Only) plus goods and service tax as applicable and re-imbursalment of out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: 25/07/2020

Place: Nagpur

By order of the Board of Directors
For Bajaj Steel Industries Limited

Registered office:
C-108, MIDC Industrial Area,
Nagpur - 440 028

Divyanshu Vyas
Company Secretary

NOTES

(a) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated



12 May 2020 permitted holding of the Annual General Meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'E-AGM'.

(b) Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

(c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

(d) The facility of joining the e-AGM through VC/OAVM will be opened 15 minutes before and will be open up to 15 minutes after the scheduled start time of the e-AGM, i.e., from 11.45 AM to 12.15 p.m. and will be available for on a first come first-served basis. This rule would however not apply to participation of shareholders holding 2% or more shareholding, promoters & promoter group, institutional investors, directors, senior managerial personnel, auditors, etc.

(e) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.bajajngp.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com).

(f) Statement pursuant to section 102 of the Act forms a part of this Notice. The Board of Directors, at their meeting held on 25th July, 2020 has decided that the special business set out under item nos. 4 to 7, being considered unavoidable, be transacted at the Fifty Ninth (59th) AGM of the Company.

(g) Brief details of the directors, who are being re-appointed, are annexed hereto as per requirements of regulation 36(3) of the SEBI Listing Regulations and as per provisions of the Act.

(d) Pursuant to the provisions of the Section 91 of the Act, the Register of Members



and Share Transfer Books of the Company will remain closed from 15th August, 2020 to 22nd August, 2020 (both days are inclusive) for annual closing and determines the name of members eligible for Final dividend on Equity Shares for the FY 2019-20 if declared at 59th Annual General Meeting..

(e) Members are requested to :

(i) Intimate to the R&T Agent about the changes, if any, in their registered addresses, Dividend mandates etc.

(ii) Quote their Folio Number in all their correspondence.

(f) Members who have multiple folios with identical order of name are requested to intimate to the R & T Agent about their folios to enable the R & T Agent to consolidate all share holdings into one folio.

(g) The Securities 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 can submit their PAN details to the Company's Registrar and Share Transfer Agents, M/s Adroit Corporate Services Private Limited, Mumbai for share transfer process.

(h) Pursuant to the provisions of Section 124 & 125 of the Companies Act, 2013 the amount of dividend not en-cashed or claimed within 7(seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

(i) During the FY 2019-20, Company has transferred in the name of IEPF Authority all shares in respect of which dividend has not been paid or claimed for the Seven or more consecutive financial year (i.e. From the financial year 2011-12) in accordance with the provisions of Section 124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended.

(j) During the current financial year 2019-20, the Company will be required to transfer the Shares in respect of which dividend has not been paid or claimed for the Seven consecutive financial year (i.e. From financial year 2012-13). Those Members who have not claimed/ encashed their dividends in the last seven consecutive years from 2012-13 are requested to claim the same by September 22, 2020. In case valid claim is not received by that date, the Company will proceed to transfer the respective shares to the IEPF Account in terms of the IEPF Rules. In this regard, the Company has



individually informed the shareholders concerned and also published notice in the newspapers as per the IEPF Rules. Members may note that, the unclaimed dividend and the shares if transferred to IEPF Authority, such unclaimed dividend and the shares including all benefits accruing on such shares, if any, can be claimed back by them from IEPF Authority after following the procedure prescribed under the rules.

(k) Pursuant to Section 72 of the Act, Members holding shares in single name are advised to make a nomination in respect of their shareholding in the Company, in the prescribed Form SH-13. The Nomination Form can be downloaded from the Company's Website. Members holding shares in physical form are advised to file their nomination with the Company's Registrar and Share Transfer Agent, whilst those members holding shares in dematerialised form should file their nomination with their DP.

(l) In terms of sections 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the annual report, including financial statements, boards' report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, SEBI Circular dated 12 May 2020, Notice of Fifty-Ninth (59th) AGM along with the Annual Report for FY2020 is being sent only through electronic mode to those members whose email addresses are registered with the Company/depositories. Members may note that the Notice and Annual Report for FY2020 will also be available on the Company's website and the website of the stock exchanges i.e., BSE Limited at www.bseindia.com.

(m) Dematerialisation of Shares :

This is to inform that 79.44 % of the total equity shares have already been dematerialized as of 31st March, 2020. Shareholders who have not dematerialized their shares are requested to get the same dematted.

(n) Registrar and Share Transfer Agent :

M/s Adroit Corporate Services Private Limited, 1st Floor, 19/20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai - 400 059 (Maharashtra) is Registrar and Share Transfer Agents. Therefore Shareholders of the Company are advised to send all future documents/correspondence such as request for Dematerialisation of Shares, Transfers of Shares, Change of Address, Change of Bank Mandate / ECS and other Share related matters to M/s Adroit Corporate Services Private Limited at above mentioned address only.

(o) Change of Information/ Bank Mandate :

The members/ shareholders holding shares in physical form are requested to notify/ update any change in their address, Bank Mandate e.g. Name of bank, account



number, branch address and ECS number to Registrar and Share Transfer Agent and/ or the Company or to their respective Depository Participants (DP), if the shares are held in electronic form.

(p) INSTRUCTIONS FOR REMOTE EVOTING AND JOINING THE E-AGM ARE AS FOLLOWS:

(1) Voting Through Electronic Means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 59th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited.

(2) The instructions for shareholders voting electronically are as under:

(i) The voting period begins on Wednesday, the 19th August, 2020 at 9.00 A.M. and ends on Friday, the 21st August, 2020 at 5.00 PM. During this period shareholders' of the Company holding shares either in physical form or in de-materialized form, as on the cut-off date 14th August, 2020 may cast their vote electronically as well. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) Now enter your User ID

" For CDSL: 16 digits beneficiary ID,

" For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

" Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

Or



" Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form

(1) PAN " Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

" Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.

(2) Dividend Bank Details

OR Date of Birth (DOB)" Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

" If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.



- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(q) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- (i) For Physical shareholders- please provide necessary details like 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/RTA email id.
- (ii) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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/RTA email id.



(iii) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders

(r) INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

(i) Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

(ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

(iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(iv) 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.

(v) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email on cs@bajajngp.com or cs_legal@bajajngp.com.

(vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

(s) INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

(i) The procedure for e-Voting on the day of the AGM same as the instructions mentioned above for Remote e-voting.



(ii) Only those shareholders, who are 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 available during the AGM.

(iii) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

(iv) Shareholders 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.

(t) NOTE FOR NON - INDIVIDUAL SHAREHOLDERS AND CUSTODIANS:

(i) Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

(ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

(iii) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

(iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

(v) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(vi) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@bajajngp.com or cs_legal@bajajngp.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(vii) In case you have any queries or issues regarding e-voting, you may refer the Frequently



Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

(viii) If you have any queries or grievances All grievances connected with the facility for voting by electronic means may be addressed to Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542) of Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

(ix) General Instructions:

(i) The Board of Directors have appointed B. Chachacharia & Company as the Scrutiniser to the e-voting process, and voting at the e-AGM in a fair and transparent manner.

(ii) The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the Fifty Ninth e-AGM and announce the start of the casting of vote through the e-voting system of CDSL

(iii) The Scrutiniser shall, immediately after the conclusion of voting at the e-AGM, first count the votes cast at the meeting, thereafter unblock the votes through e-voting and make a consolidated Scrutinisers' report of the total votes cast in favour or against, if any, to the Chairman who shall countersign the same.

(iv) The scrutiniser shall submit his report to the Chairman as the case may be, who shall declare the result of the voting. The results declared along with the scrutiniser's report shall be placed on the Company's website and shall also be communicated to the stock exchanges. The resolutions shall be deemed to be passed at the e-AGM of the Company.

By Order of the Board of Directors
For Bajaj Steel Industries Limited

Date: 25/07/2020
Place: Nagpur

Divyanshu Vyas
Company Secretary
ACS No.: 49516

*Members are requested to support the "Green Initiative" by registering their email address with the Registrar & Share Transfer Agent (RTA)/Company, if not already done.



As required by Section 102 of the Companies Act, 2013 (the "Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item no. 4 to 7 of the accompanying Notice dated 25th July, 2020.

With a view to further facilitate fund raising by the companies, SEBI vide its notification dated June 16, 2020, has relaxed the obligation for making open offer for creeping acquisition under Regulation 3(2) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Takeover Regulations). The relaxation allows creeping acquisition up to 10% instead of the existing 5 %, for acquisition by promoters or promoter group of a listed company for the Financial Year 2020-21.

In continuation to exemption granted to the promoter from acquiring shares up to 10% under preferential issue without triggering open offer, SEBI vide its notification dated amended the rules of pricing of preferential offer from Volume Weighted Average Price (VWAP) of '26/2' weeks to VWAP '12/2' weeks provided the shares are under lock in for 3 years. The exemption is available for all preferential issues in which allotment is made between July 1, 2020 and December 3, 2020.

Now the Company wants to issue securities by way of private placement on a preferential basis to Sidhi Vinimay Private Limited (Hereinafter referred as SVPL) a constituent of promoters' group. Further in accordance with Sections 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of shareholders of the Company by way of Special Resolution is required to issue securities by way of private placement on a preferential basis to Sidhi Vinimay Private Limited (SVPL), a constituent of promoters' group.

In accordance with the above plan, the Board of Directors, pursuant to its resolution dated 25th July 2020, has approved the proposed Preferential Issue of up to 6,50,000 Equity Shares to Sidhi Vinimay Private Limited (SVPL) at a price of Rs. 107/- (including premium of Rs.102/-) per Equity Share ("Issue Price") and also given the power to the



committee to finalise the numbers the actual No. of shares to be issued and allotted to the proposed allottee. In the Authorised Committee Meeting of Directors it has been decided to allot 5,00,000 Equity Shares to the Sidhi Vinimay Private Limited and consequently, recommends the resolution as set out above to be passed by the Members through a special resolution. The floor price for the issue of the shares on a preferential basis under the applicable provisions of the SEBI ICDR Regulations is ₹ 106.86 per Equity Share.

The details in relation to the Preferential Issue as required under the SEBI ICDR Regulations and the Act read with the rules issued thereunder, are set forth below:

a) Particulars of the Preferential Issue including date of passing of resolution by the Committee of the Board.

The Board of Directors at its meeting held on Saturday 25 July 2020 has approved the proposed Preferential Issue of up to 6,50,000 Equity Shares to Sidhi Vinimay Private Limited (SVPL) at a price of Rs. 107/- (including premium of Rs.102/-) per Equity Share ("Issue Price") and also given the power to the committee to finalise the numbers to shares to be issued and allotted to the proposed allottee. In the Authorised Committee Meeting of Directors on 27th July 2020 it has been decided to allot 5,00,000 Equity Shares to the Sidhi Vinimay Private Limited subject to the approval of the Members and such other approvals as may be required, approved the issuance of 5,00,000 (Five Lakh) Equity Shares at a price of Rs. 107/- (including premium of Rs.102/-) per Equity Share, aggregating to Rs. 5,35,00,000/- (Rupees Five Crores Thirty Five Lakh only) to Sidhi Vinimay Private Limited (SVPL), for cash consideration, on a preferential basis.

b) Kinds of securities offered and the price at which security is being offered

5,00,000 (Five Lakh) Equity Shares of the Company, at a price of Rs. 107/- (including premium of Rs.102/-) per Equity Share aggregating up to Rs. 5,35,00,000/- (Rupees Five Crores Thirty Five Lakh only), such price being not less than the minimum price as on the Relevant Date determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations including any amendment thereto.

c) Objects of the Preferential Issue and aggregate amount proposed to be raised

The Company proposes to raise an amount aggregating up to Rs. 5,35,00,000/- (Rupees Five Crores Thirty Five Lakh only) through the Preferential Issue. The proceeds of the Preferential Issue of Equity Shares will be utilized for working capital, meeting future



funding requirements, general corporate purposes and any other purpose as may be approved by the Board time to time.

d) Relevant Date

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the floor price for the Preferential Issue is 23rd July, 2020 being the date 30 days prior to the date of this Annual General Meeting (AGM).

e) Basis on which the price has been arrived at and justification for the price (including premium, if any)

As per SEBI vide notification dated 01st July 2020 the provisions of Chapter V of the SEBI ICDR Regulations further amended by incorporating the Regulation 164B providing the Optional Pricing in Preferential Issue.

The Equity Shares of the Company are listed on BSE Limited ("BSE"). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations being the Stock Exchange with higher trading volumes for the said period, has been considered for determining the floor price by Regulation 164 or Regulation 164 B in accordance with the SEBI ICDR Regulations.

As per the Regulation 164 B of the SEBI ICDR Regulations, the floor price at which the Equity Shares shall be issued is Rs. 106.86/- per Equity Share, being higher of the following:

- a) Average of the weekly high and low of the volume weighted average price of the Equity Shares of the Company quoted on BSE, during the Twelve (12) weeks preceding the Relevant Date, i.e. Rs. 97.36/- per Equity Share; or
- b) Average of the weekly high and low of the volume weighted average price of the Equity Shares of the Company quoted on BSE, during the two (2) weeks preceding the Relevant Date i.e. Rs. 106.86/- per Equity Share.

The pricing of the Equity Shares to be allotted on preferential basis is Rs. 107/- per Equity Share which is not lower than the floor price determined in the manner set out above.

- f) Intent of the Promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue; contribution being made by the Promoters or Directors either as part of the Preferential Issue or separately in furtherance of the objects:



The Equity Shares shall be issued to Sidhi Vinimay Private Limited (hereinafter referred as SVPL), constituent of Promoter Group of the Company. SVPL has indicated its intention to subscribe to the Preferential Issue. None of the Directors or Key Managerial Personnel of the Company intends to subscribe to any of the Equity Shares proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

g) Time frame within which the Preferential Issue shall be completed

As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company within a period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.



BAJAJ STEEL INDUSTRIES LIMITED

h) Shareholding pattern of the Company before and after the Preferential Issue

Sr. No.	Category & Name of Members	Pre- preferential Allotment		Post-preferential Allotment	
		No. of Shares as On July 25, 2020	% of holding	No. of Shares	% of holding
(A)	<u>Promoter & Promoter Group:</u>				
(1)	<u>Indian</u>				
(a)	<u>Individual</u>	1304254	27.75	1304254	25.08
<u>1</u>	Shakuntaladevi Bajaj	59600	1.27	59600	1.15
<u>2</u>	Gayatridevi Hargovind Bajaj	310454	6.61	310454	5.97
<u>3</u>	Sundeep Goyal	5600	0.12	5600	0.11
<u>4</u>	Sunil Bajaj	173394	3.69	173394	3.33
<u>5</u>	Vinodkumar Gangabisan Bajaj	200	0.00	200	0.00
<u>6</u>	Bina Bajaj	89200	1.90	89200	1.72
<u>7</u>	Hargovind Gangabisan Bajaj	34800	0.74	34800	0.67
<u>8</u>	Sangeeta Goyal	43600	0.93	43600	0.84
<u>9</u>	Kumkum Bajaj	89200	1.90	89200	1.72
<u>10</u>	Rohit Bajaj	110650	2.35	110650	2.13
<u>11</u>	Varun Bajaj	49800	1.06	49800	0.96
<u>12</u>	Ashish Bajaj	179900	3.83	179900	3.46
<u>13</u>	Sunil Bajaj (HUF)	10000	0.21	10000	0.19
<u>14</u>	Vinod Kumar Bajaj (HUF)	26400	0.56	26400	0.51
<u>15</u>	Mutha Ramdas Chandanmal	1000	0.02	1000	0.02
<u>16</u>	Ruia Pawan	400	0.01	400	0.00
<u>17</u>	Kush Bajaj	58928	1.25	58928	1.13
<u>18</u>	Ruia Akshat	200	0.00	200	0.00
<u>19</u>	Lav Bajaj	58928	1.25	58928	1.13
<u>20</u>	Kanika Bajaj	2000	0.04	2000	0.04
(b)	<u>Body Corporate</u>	418000	8.89	918000	17.65
<u>1</u>	Vidarbha Tradelinks Pvt. Ltd.	418000	8.89	418000	048.
<u>2</u>	Sidhi Vinimay Private Limited	-		500000	9.62
	Total Shareholding of Promoter & Promoter Group Subtotal A = (a) +(b)	1722254	36.64	2222254	42.74
B.	<u>Public Shareholding</u>				
(a)	<u>Institutional Investors</u>	200	0.00	200	0.00
(b)	<u>Non-Institutional</u>	2977546	63.35	2977546	57.26
	Subtotal- B = (a) + (b)	2977746	63.35	2977746	57.26
	Grand Total (A+B)	4700000	100	5200000	100



i) Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company consequent to the Preferential Issue

Name of the Proposer Allottee	Category	Ultimate Beneficial Owner	Number of Shares % of Allottee in Post-Preferential Allotment	Change In Control
Sidhi Vinimay Private Limited	Promoter Group	Hargovind Bajaj, Rohit Bajaj, Sunil Bajaj	9.62	The Proposed Preferential Allotment would not result in change of control of the company.

j) Lock-in Period

The Equity Shares to be allotted on a preferential basis to the Promoter shall be locked-in for a period of 3 years from the date of trading approval granted for the Equity Shares being issued pursuant to the proposed preferential allotment as specified under Regulations 167 and 168 of the SEBI ICDR Regulations.

There is no Pre-Preferential Issue shareholding of SVPL which shall be in locked-in from the Relevant Date up to a period of six months from the date of the trading approval as specified under Regulation 167(6) of the SEBI ICDR Regulations.

k) Undertakings

1. None of the Company, its Directors or Promoter have been declared as willful defaulter as defined under the SEBI ICDR Regulations. None of its Directors is a fugitive economic offender as defined under the SEBI ICDR Regulations.
2. The Company is eligible to make the Preferential Issue to its Promoter under Chapter V of the SEBI ICDR Regulations.
3. As the Equity Shares have been listed for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

l) Auditors' Certificate

The certificate from VMSS & Associates being the Statutory Auditors of the Company certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting.

m) Other disclosures

1. During the period from 1st April 2020 until the date of Notice of this AGM, the Company has not made any preferential issue of Equity Shares.



2. Report of the Registered Valuer is not required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue.
3. Neither SVPL nor any member of the promoter group of the Company have sold or transferred any Equity Shares during the six months preceding the Relevant Date.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to Sidhi Vinimay Private Limited (SVPL) is being sought by way of a special resolution as set out in the said item of the Notice. Issue of the Equity Shares pursuant to the Preferential Issue would be within the Authorised Share Capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution at Item No.1 of the accompanying Notice for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel (KMP) or their respective relatives are, in any way, concerned or interested, financially or otherwise, except as shareholders in general or that of the companies, firms, and/or institutions of which they are directors in the said resolution.

Item No. 05:

Looking at the valuable experience and background of Shri Ashish Bajaj, the Board of Directors has re-appointed Shri Ashish Bajaj as a Chief Executive Officer (CEO) of the Superpack Division, a Division of Bajaj Steel Industries Limited, for a period of One (1) year at its meeting held on 12th February 2020 in compliance with Section 188 and other applicable provisions, if any of the Companies Act, 2013 or any amendment or substitution thereof (including any statutory modification(s) or re-enactment for the time being in force) and the rules made thereunder at a Monthly Remuneration not exceeding Rs 2,50,000 per month respectively.

Shri Ashish Bajaj has overall responsibility for creating, planning, implementing and integrating the strategic direction along with overseeing the complete operation of the Superpack Division of the Company.

As per Section 188(1) read with Rule 15(3) (b) of the Companies (Meetings of Board and its Powers) Rules, 2014 states that appointment of a related party to any office or place of profit in the company, its subsidiary company or associate company at a monthly remuneration exceeding Rs.2,50,000/- as mentioned in section 188(1)(f) shall be made only with the approval of the Company at a general meeting by way of ordinary resolution.



Further, considering the contribution in the company of Shri Ashish Bajaj, the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meeting held on 25th July, 2020 had increased the remuneration of Shri Ashish Bajaj S/o Shri Vinod Bajaj, designated as CEO of Superpack Division of the company w.e.f. 01st July, 2020, subject to approval of the Shareholders by way of an Ordinary Resolution.

The details of Monthly Remuneration payable to Shri Ashish Bajaj w.e.f 01st July, 2020 are as follows:

Monthly Remuneration:

Basic Salary	Rs. 1,55,000 /-
Bonus	: As per policy of Superpack Division.
Provident Fund	: As per policy of Superpack Division.
Perquisites	:
" House Accommodation:	60,000 Per Month Rs. 15,000/- per month towards Furniture Hire Charges.
" Medical	: Reimbursement of expenses incurred for self & family subject to ceiling of Two (2) months salary in a year.
" Leave Travel Concession	: Leave Travel concession for self and family.
" Club Fees	: Fees of club subject to maximum of two clubs
" Personal Insurance	: Annual premium of Personal Accident insurance shall not exceed Rs 20,000/- .

The Directors recommend the resolution for approval of the members of the Company. Shri Vinod Kumar Bajaj being relatives of Shri Ashish Bajaj may therefore be deemed to be interested in passing of the resolution to that extent. Save as aforesaid none of the other Directors of the Company are in any way concerned or interested in the aforesaid resolution.

The Board considers the business in item no. 5 of the notice as unavoidable to be considered at the e-AGM and commends the said resolution for approval of the shareholders.

ITEM NO: 6

Shri Lav Bajaj S/o of Shri Sunil Bajaj holding the position of Business Development Executive in compliance with Section 188 and other applicable provisions, if any of the Companies Act, 2013 or any amendment or substitution thereof (including any statutory modification(s) or re-enactment for the time being in force) and the rules made thereunder at a Monthly Remuneration not exceeding Rs 2,50,000 per month respectively.

Shri Lav Bajaj are responsible for researching and pursuing new business lead for the growth of the business. He also assist the organization sales and growth efforts by building contacts with potential clients to create new business opportunities. He also provide ideas to attract new customers and keep the senior management updated about the marketplace and competitor activity



As per Section 188(1) read with Rule 15(3) (b) of the Companies (Meetings of Board and its Powers) Rules, 2014 states that appointment of a related party to any office or place of profit in the company, its subsidiary company or associate company at a monthly remuneration exceeding Rs.2,50,000/- as mentioned in section 188(1)(f) shall be made only with the approval of the Company at a general meeting by way of ordinary resolution.

Further considering the contribution made by Mr. Lav Bajaj in the growth of the Company, the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meeting held on 25th July, 2020 had increased the remuneration to 3,00,000 per month of Shri Lav Bajaj S/o of Shri Sunil Bajaj, w.e.f. 01st July, 2020, subject to approval of the Shareholders by way of an Ordinary Resolution.

Particulars of Remuneration (Per Month)

Basic Salary	:	Rs 1,75,000
Dearness Allowance	:	Rs 5000
House Rent Allowance	:	Rs 31,500
Medical Allowance	:	Rs 1600
Conveyance Allowance	:	Rs 14,400
Other Allowance	:	Rs 39546
Education Allowance	:	Rs 200

Total		Rs 2,67,246

P.F. Contribution	:	Rs 21,600
Bonus	:	Rs 2500
Gratuity	:	Rs 8654

Total Monthly CTC	:	Rs 3,00,000/-

The Directors recommend the resolution for approval of the members of the Company. Shri Sunil Kumar Bajaj being relatives of Shri Lav Bajaj may therefore be deemed to be interested in passing of the resolution to that extent. Save as aforesaid none of the other Directors of the Company are in any way concerned or interested in the aforesaid resolution.

ITEM No. 7.

Company is required to have its cost records audited by a Cost Accountant in practice. Accordingly, the Board of Directors, at its meeting on 27th June, 2020 on recommendation of the Audit Committee, approved the appointment and remuneration of M/s Rakesh Misra & Co., Cost Accountants (Firm Reg. No.000249), to conduct the audit of cost records of the Company for FY 2020-21 at a remuneration of 75,000/- goods and service tax as applicable and reimbursement of out-of-pocket expenses incurred.



In terms of provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, the Members are requested to pass an ordinary resolution as set out in Item No. 08 of the Notice for ratification of the payment of remuneration to the Cost Auditors for FY 2020-21.

The Board of Directors recommends the resolution for approval of the Members of the Company. None of the Directors of Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the resolution.

Brief resume of Director seeking Appointment/re-appointment at the AGM in pursuance of Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Name of Director	Mrs. Bhanupriya Thakur
Directors Identification Number (DIN)	08276607
Date of Birth	08/08/1984
Nationality	Indian
Date of Appointment on Board	14/11/2018
Qualification, Functional Expertise & Experience	She is having an experience of about 5 years in handling the Secretarial and Legal matters of the Listed Companies. Mrs. Bhanupriya Sharma is an Associate Member of "The Institute of Company Secretaries of India (ICSI)" having Membership number ACS 42289
Appointment/ Re-appointment	Appointment and Liable for retirement by rotation.
No. (%) of shares held in the Company	NIL
List of Directorship held in other Companies (excluding foreign, private and section 8 companies)	N.A.
Membership / Chairmanship of Audit and Stakeholders Relationship Committees across all Public Companies including the Company	NIL
Disclosure of relationships between Directors inter-se	N.A.



DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the **Fifty Ninth (59th)** Annual Report of the Company, together with the Audited Financial Statements for the Financial Year ended 31st March, 2020. The report states the compliance as per the requirement of the Companies Act, 2013, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other rules and regulations as applicable to the Company.

FINANCIAL RESULTS :

The Highlights of the Financial Results are as under: (Amount in Lakhs)

Particulars	Standalone		Consolidated	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Revenue from Operation (Including Other Income)	39702	33542	42353	38188
Less : Expenses (Excluding Finance Cost & Depreciation)	35509	30501	37695	34560
Operating Profit (PBIDT)	4193	3041	4658	3628
Less : Interest	864	956	868	975
Depreciation	613	361	624	382
Profit before Tax & Exceptional Item	2716	1724	3166	2271
Less : Exceptional Item	-	-	-	-
Profit/ Loss Before Tax	2716	1724	3166	2271
Provision for Taxation :				
Current Year :	710	436	712	436
Deferred Tax :	90	464	90	464
Net Profit/Loss for the Year	1916	824	2364	1371

DIVIDEND :

Your Directors are pleased to recommend the Equity Dividend @ 40 % i.e. 2/- per share of Face Value of Rs. 5/- each. The Dividend as recommended would involve an outflow of 94,00,000/- (Rupees Ninety Four Lakh only) towards Dividend.

The dividend will be distributed to the shareholders whose names appear on the register of members as on record date.

TRANSFER OF RESERVES:

The Company has transferred Rs. 1500 Lakhs to the General Reserve out of the amount available for appropriations.

WORKING & FUTURE PROSPECTS:

During the year under review, the gross turnover including other Income on standalone basis of the Company increased from Rs 33,542 lakhs in 2018-19 to Rs 39,702 lakhs in 2019-20 representing a growth of 18.37%.

The Gross Turnover including other Income on consolidated basis of the Company



increased from Rs 38,188 lakhs in 2018-19 to Rs 42,353 lakhs in 2019-20 representing a growth of 10.91%.

The increase in turnover is attributable to the better exploremment to new markets. The profitability of the company has increased due to the increase in turnover including exports orders which has resulted in better allocation of fixed expenses.

MACHINERY DIVISION:

The Machinery Division is concentrating in its core business of manufacturing Cotton Ginning and Pressing machineries. During the year under review, the demand of Bajaj Continental Machines of Cotton Ginning has increase in the advance countries. The Company has received the export orders in the machinery division which affects and represent a growth in the form of profitability. It has established dedicated Engineering center & also Design & Development centers for the entire range of products and its manufacturing technologies.

ELECTRICAL DIVISION:

The Company has in place Electrical Panel Business Unit, to fulfill existing demands of Electrical Panels from Cotton Ginning Customers as well as from the other costumers of open market. The Company has expanded its Electrical Panel Division and have commenced its Manufacturing Unit at Plot No. XI73, MIDC Industrial Area, Hingana, Nagpur. The Company is offering extensive range of Industrial Electrical Panels, Electrical Control Panels, ACCL Panels and Power Distribution Board and all of them with advanced technology. Further, the Company has obtained UL Certification and Authorization to apply the UL mark in its electrical panels.

INFRASTRUCTURE DIVISION:

The Company is also successfully involved in the business of Pre-Fabricated Buildings (PEB) and executed more than 250 Steel Building projects (Domestic and Export). The Company has in-house Design & Engineering Capabilities to reach new frontiers of technical excellence. The Company is providing different solutions for different purposes such as Pre-Engineered Buildings, Pre-fabricated Buildings, PEB Industrial Shed, Pre-fabricated School Buildings, Prefabricated Warehouse, Structures, Agricultural Buildings, etc.

SUPERPACK DIVISION:

Superpack is a Division of Bajaj Steel Industries Limited. Being incorporated as a division many years back to 1987, as a plastic division of Company. SUPERPACK is a leading Manufacturer and Supplier of wide range of Master batches having well equipped production facility with well-versed quality section which help us to deliver consistently high-quality product to the customer at the most competitive price.

Superpack Division is into the production of various kind of Master batches having proven range of master batches for various applications like especially for HDPE & PP tapes, Injection & blow molded items lamination of woven fabrics, non-woven fabrics etc. TiO₂, UV & elastomer based master batches. All grades are well accepted & adopted by various plastics processing industries.

Shri Vinod Kumar Bajaj and Shri Ashish Bajaj are looking after the Superpack Division



of the Company. Looking at the valuable experience and background of Shri Ashish Bajaj, the Board of Directors has re-appointed Shri Ashish Bajaj as CEO of Superpack Division for further period of One (1) year w.e.f. 12.02.2020, in compliance with provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 or any amendment or substitution thereof (including any statutory modification(s) or re-enactment for the time being in force) and the rules made thereunder, subject to approval of the shareholders at the ensuing Annual General Meeting. Further, Shri Ashish Bajaj, Chief Executive Officer of Superpack Division of the Company is solely responsible & liable for all the operations (including Day to Day operations), activities and all the compliances including Statutory & Labour compliances applicable to the Superpack Division of the Company from time to time and necessary forms / papers in relation thereof shall be filed with the concerned authorities.

FOREIGN SUBSIDIARIES:

Your Company has two Wholly Owned Foreign Subsidiary companies as under:

- 1) Bajaj Coneagle LLC, Alabama, USA;
- 2) Bajaj Steel Industries (U) Ltd., Uganda

M/s Bajaj Coneagle LLC, A Limited Liability Company having its office at Prattville, Alabama, USA with the physical presence at USA, the Company is able to tap the US & International Market of Continental Products.

M/s Bajaj Steel Industries (U) Ltd., with the help of its foreign subsidiary, the Company has successfully completed various turnkey project awarded by Cotton Development Organization for construction of cotton seed processing plant at Pader (Uganda) and further, the Company is also looking for some other profitable projects as well in Uganda.

In accordance with Section 129 (3) of the Companies Act, 2013, the Company has prepared consolidated financial statements of the Company and its subsidiary companies, which forms part of the Annual Report. Pursuant to the provisions of Section 129 (3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the Company's subsidiaries in Form No. AOC-1 is annexed to the financial statements of the Company. The statement also provides the details of performance and financial position of the subsidiaries of the Company.

The financial statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of the Company during business hours on all days except Sundays and public holiday's up to the date of the Annual General Meeting as required under Section 136 of the Companies Act, 2013.

CREDIT RATING:

Your Directors are glad to inform that CRISIL has further reviewed and rated in respect of Bank facilities of the Company. The ratings are as under

Total Bank Loan Facilities Rated	₹63.58 Crores
Long - Term Rating	CRISIL BCRISIL BBB/Positive (Outlook Revised from 'Stable' and Rating Reaffirmed)
Short- Term Rating	CRISIL A3+(Reaffirmed)



EXTRACT OF ANNUAL RETURN:

The extract of Annual Return, in format MGT -9, for the Financial Year 2019-20 has been enclosed with this report and the same has been available on the website of the company i.e. www.bajajngp.com.

AUDITORS AND AUDITORS' REPORT:

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made there under, the auditors of the Company M/s VMSS & Associates, Chartered Accountants, Kolkata (Firm Reg. No. 328952E), were appointed in the previous Annual general Meeting of the Company by the shareholders for five years terms at the 56th Annual General meeting to hold office until the conclusion of the 61st Annual General Meeting.

The Company has received a consent letter along with certificate from the Auditor under the provisions of the Companies Act, 2013, stating that they are not disqualified from continuing as Auditors of the Company.

Observation by Auditor: The Company could not disclose the information required under micro, small and medium Enterprises Development Act, 2006.

Comment: - Your Company has sent the notices to various vendor (s) / Suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 to confirm the status of their registration under the MSME. The company has not received any confirmation from them regarding its MSME Status and hence relevant information could not be disclosed.

COST AUDITORS AND COST AUDIT REPORT:

Pursuant to Section 148 of the Act read with rules made thereunder, the cost audit records maintained by the Company in respect of its manufacturing activities are required to be audited. The Board of Directors has, on recommendation of the Audit Committee, appointed M/s Rakesh Misra & Co., Cost Accountants (Firm Reg. No. 000249) to audit cost accounts of the Company for the FY 2019-20. As required under the Act, remuneration payable to the Cost Auditors is required to be placed before the Members in the general meeting for their ratification. Accordingly, a resolution seeking Members ratification for the remuneration payable to M/s Rakesh Misra & Co., Cost Accountants, is included in the Notice convening the AGM. Further, the Company has received the Cost Audit Report from the Cost Auditors for the Financial Year 2019-20.

SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,



2014, the Board of Directors of the Company has appointed M/s. Siddharth Sipani & Associates, Practicing Company Secretary, to conduct Secretarial Audit for the Financial Year 2019-20. **The Secretarial Audit Report for the Financial Year ended March 31, 2020 is annexed herewith to this Report.** The observations made by the Secretarial Auditors and management response are as below:

Observation by Auditor: The Company could not disclose the information required under micro, small and medium Enterprises Development Act, 2006.

Comment: -Your Company has sent the notices to various vendor (s) / Suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 to confirm the status of their registration under the MSME. The company has not received any confirmation from them regarding its MSME Status and hence relevant information could not be disclosed.

INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of loan, guarantee and investments covered Under Section 186 of the Companies Act, 2013 forms part of the Financial Statements provided in this Annual Report.

RELATED PARTY TRANSACTIONS:

There were no materially significant Related Party Transactions i.e. transaction of material nature, that may have potential conflict with the interest of Company at large. Transactions entered with the related parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 during the Financial Year 2019-20, the transactions were in the ordinary course of business and on an arm's length basis.

The Company has taken the omnibus approval for entering into related party transaction which are repetitive in nature and subject to certain criteria/conditions as required under the Companies (Meeting of Board and its Powers) Rules 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 from the Audit Committee. The Audit Committee has taken the cognizance of



related party transaction during the year under review.

During the year, the Company had not entered into any contract /arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy on materiality of Related Party Transactions and dealing with the related party transactions as approved by the Board may be accessed on the Company's website www.bajajngp.com.

Particulars of contracts or arrangements with Related Parties referred in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended to the Board Report.

INDUSTRIAL RELATIONS:

Industrial relations remained cordial during the year. Employees' competencies and skills were enhanced by exposing them to several internal and external training programs. Various measures were taken to improve motivation level of employees.

DIRECTORS & KMP:

Smt. Bhanupriya Sharma retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment as a Director. Apart from the above, there is no change with regards to the Directors & KMPs of the Company.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declarations from all the Independent Directors of the Company under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (LODR), Regulations, 2015.

BOARD EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and Individual Directors pursuant to the applicable provision of the Companies Act, 2013 and the Corporate Governance requirements as prescribed by SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

CORPORATE GOVERNANCE:

The Company is committed to maintain the standards of Corporate Governance



and adhere to the Corporate Governance requirement set out by SEBI. The Company has also implemented several best Corporate Governance Practices. The report on Corporate Governance as stipulated under the Listing Agreement 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 to the report on Corporate Governance.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Every Company having Net worth of Rs. Five Hundred Crore or more, or Turnover of Rs. One Thousand Crore or more, or a Net Profit of Rs. Five Crore or more, during the three immediately Preceding financial Year Shall Constitute a CSR committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director. The Board shall ensure that the company spends, in every financial year, at least two per cent. Of the average net profits of the company made during the three immediately preceding financial years, in pursuance of its corporate social responsibility policy. Your company fall under the criteria of Net Profit i.e. Rs Five Crore or more during the financial year 2019-20. **For detailed information on the CSR activities of the Company kindly refer CSR report annexed hereinafter.**

AUDIT COMMITTEE:

In terms of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Audit committee of the Board consist of Shri Deepak Batra, Shri Rajiv Ranka, Shri Alok Goenka & Shri Mohan Agrawal as a practice of good Corporate Governance. All the recommendations made by the Audit Committee were accepted by the Board.

NOMINATION & REMUNERATION COMMITTEE:

In terms of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Nomination & Remuneration Committee of the Board consist of Shri Deepak Batra, Shri Rajiv Ranka and Shri Alok Goenka as a practice of good Corporate Governance.

VIGIL MECHANISM

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the Listing Agreement, includes an Ethics comprising Senior Executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail or letter. The Policy on vigil mechanism may be accessed on the Company's website at www.bajajngp.com.



'INTERNAL COMPLAINTS COMMITTEE' UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL), ACT 2013:

The Company is an equal opportunity employer and consciously strives to build a work culture that promotes dignity of all employees. As required under the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules framed thereunder, the Company has implemented a policy on prevention of Sexual Harassment of Women at workplace. An internal complaints committee has been set up to receive complaints, investigate the matter and report to the management for redressal of complaints of Sexual Harassment.

During the year, no complaints were received by the committee.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A Management & Discussion Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report

PARTICULARS OF EMPLOYEES:

The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2019-20 is as follows:

Name of Director	Designation	Ratio of Remuneration of Director to the Median remuneration
Mr. Rohit Bajaj	Chairman and Managing Director	18.73
Mr. Sunil Bajaj	Executive Director	18.73
Mr. Mahendra Kumar Sharma	Whole Time Director and CEO	24.09



1. The percentage increase in remuneration of each Director, Chief Executive Officer in the financial year 2019-20 as follows:

Name of Director	Designation	% increase in remuneration in the financial year 2019-20
Mr. Rohit Bajaj	Chairman and Managing Director	-
Mr. Sunil Bajaj	Executive Director	-
Mr. Mahendra Kumar Sharma	Whole Time Director and CEO	-
Mr. Vinod Kumar Bajaj	Non-Executive Director	-
Mr Alok Goenka	Independent Director	-
Mr. Deepak Batra	Independent Director	-
Mr. Mohan Agrawal	Independent Director	-
Mr. Rajiv Ranka	Independent Director	-
Dr. Rajaj Iyer	Independent Director	-
Smt. Bhanupriya Thakur	Non-Executive Director	-

Note:

~ Calculated on the basis of annual CTC for better comparison.

& Non-Executive Directors/Independent Directors are paid only sitting fees for attending meetings of the Board, Audit Committee and Nomination and Remuneration Committee, hence not comparable.

2. The median remuneration of employees during the financial year under review was Rs. 448284

3. The number of permanent employees on the rolls of Company as on March 31, 2020: 174 The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request.

Note: The Company has employee(s) who were employed throughout the year and were in receipt of remuneration more than Rs. 102 Lakhs per annum. The details will be provided if asked for.



MEETINGS OF THE BOARD :

The Board of Directors met Seven (7) times during the Financial Year 2019-20, the details of which are given in the **Corporate Governance Report that forms part of this Annual Report**. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

TRANSFER OF UNCLAIMED AMOUNTS / SHARES TO INVESTOR EDUCATION & PROTECTION FUND:

Pursuant to the provisions of Section 124 of the Act, relevant amounts which remained unpaid or unclaimed for a period of 7 years have been transferred by the Company to the Investor Education and Protection Fund (IEPF). The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 26th September, 2018 (date of the last Annual General Meeting) on the website of the Company www.bajajngp.com.

Further, Section 124(6) of the Act requires that all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more, shall also be transferred to IEPF Authority. The Company is accordingly taking appropriate steps with regard to transfer of such shares in accordance with the Rules and in line with the necessary guidelines being issued by MCA in this regard.

CONSERVATION OF ENERGY:

The Company lays great emphasis on savings in the cost of energy consumption. Achieving reduction in the per unit consumption of energy is an ongoing exercise in the Company. Effective measures have been taken to minimize the loss of energy as far as possible.

TECHNOLOGY ABSORPTION:

The technological developments on Ginning & Pressing Machinery has acted as an driving force in structural shift from old outdated to more productive advance machinery. The technology used by the Company is updated as a continuous exercise. The Company recognizes that focused initiative on the development of new products would form the backbone of the Company's future business performance and profitability. Keeping this in view, the Company has increased its efforts in terms of development of new products. At present, the Company is working on various products under the able leadership of Dr. M.K. Sharma, Whole Time Director. The Research and Development is a continuous phenomenon in the Company and due to which the Company is able to launch successfully various



new products to trap the market throughout the year.

FOREIGN EXCHANGE EARNINGS AND OUTGO.

Details of foreign exchange earnings through exports and foreign exchange outgo on account of imports, expenditure on Traveling and other matters etc. are shown in the Notes to the Financial Statements. To avoid repetition, the members are requested to refer to these Notes.

LISTING OF SHARES:

The Equity Shares of the Company are listed on the Bombay Stock Exchange Ltd and the Calcutta Stock Exchange Limited. The Company has paid annual listing fees of the Stock Exchanges for the financial year 2019-20. There are no trading of Company's shares at Calcutta Stock Exchange.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134 of the Act, your Directors confirm that:

- 1 In the preparation of Annual Accounts for the financial year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures and in compliance with the laws.
- 2 The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- 3 The Directors have taken proper and sufficient care toward the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- 4 The Annual Accounts have been prepared on a going concern basis.
- 5 The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- 6 The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the



following items as there were no transactions on these items during the year under review:

- 1 Details relating to Deposits covered Under Clause V of the Act;
- 2 Issue of Equity Shares with differential rights as to Dividend, Voting or otherwise;
- 3 Issue of Shares (including Sweat Equity Shares) to Employees of the Company receive any scheme save.
- 4 No significant or material orders were passed by the Regulators or Court or Tribunals which impact the going concern status and Company's operations in future.

CAUTIONARY STATEMENT:

Certain Statements in the "Directors' Report" and in the "Management Discussion & Analysis" describing the Company's objectives, estimates and expectations may be 'forward - looking statements' within the meaning of applicable Securities Laws and Regulations. Actual results could differ substantially from those expressed or implied.

ACKNOWLEDGEMENT:

The Directors are grateful to the Bankers and Financial Institutions for their continued support, co-operation and assistance during the year. The Directors express their thanks for the sincere and dedicated efforts put in by the workers, staff and officers during the year.

PLACE : NAGPUR
DATED : 25/07/2020

FOR AND ON BEHALF OF THE BOARD
FOR BAJAJ STEEL INDUSTRIES LIMITED

ROHIT BAJAJ
CHAIRMAN & MANAGING DIRECTOR

DIN NO.: 00511745



ANNEXURE TO THE DIRECTOR'S REPORT

PARTICULARS OF CONTRACTS /ARRANGEMENTS MADE WITH RELATED PARTIES :

(Pursuant to Clause(h) of Section 134(3) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014- AOC- 2)

This Form pertains to the disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

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

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

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2020 are as under:

1. SALE / PURCHASE /SUPPLY OF GOODS :

Name of the Related Party	Nature of Relationship	Nature of Contract	Duration	Particulars of Contract	Advance
Bajaj Reinforcements LLP	Director is a Designated Partner	Sale	Yearly	Sale of Materials	NIL
RohitTechserve Limited	A person is a Director & holds more than 2% shares with his relative	Sale	Yearly	Sale of Materials	NIL
Luk Technical Services Pvt Ltd	Director is a Member in the Co.	Sale	Yearly	Sale of Materials	NIL
Bajaj Polymix Limited	Director is a Director in the Co.	Sale	Yearly	Sale of Materials	NIL

2. AVAILMENT OF THE SERVICES :

Name of the Related Party	Nature of Relationship	Nature of Contract	Duration	Particulars of Contract	Advance
Luk Infrastructure Pvt. Ltd.	Director is a Member	Manpower Supply	Renewable on yearly basis	Availment of Manpower Services	NIL
		Rent	Renewal after 10 yrs Execution Date : 01.09.2013	Taken on Lease a Flat No. 701, Sai Ankur, 122, Ramdaspeth, Nagpur	NIL
Bajaj Exports Private Ltd	Director is a Member	Manpower Supply	Renewable on yearly basis	Availment of Manpower Services	NIL
		Rent	Renewable on yearly basis	Taken on Lease a Plot D-5/2 MIDC Hingna, Nagpur	NIL
Bajaj Trade Development Ltd	Director is a Director & holds more than 2% shares with his relative	Rent	Renewal after 3 yrs Execution Date : 01.10.2017	Taken on Lease a Godown at Plot No. D-4 MIDC Hingna, Nagpur	NIL
Luk Bedrocks Pvt. Ltd.	Director is a Member	Manpower Supply	Renewable on yearly basis	Availment of Manpower Services	NIL
Plast Master-Batches Ltd	Director as a Director & holds more than 2% shares with his relative	Manpower Supply	Renewable on yearly basis	Availment of Manpower Services	NIL
Nagpur Infotech Private Limited	Director is a Member	Rent	Renewed through letter on yearly basis	Taken on Lease a Plot no. G6 & G7 MIDC Industrial Area, Hingna Nagpur	NIL
Urbha Tradelinks Pvt Ltd	Director is a member	Rent	Renewable on yearly basis	Given on Lease a Plot no. 55, Ramdaspeth, Nagpur-440010	NIL



FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN (As on 31.03.2019)

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

REGISTRATION & OTHER DETAILS :

1.	Corporate Identification Number (CIN)	L27100MH1961PLC011936
2.	Registration Date	14th February, 1961
3.	Name of the Company	BAJAJ STEEL INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	Public Company / Limited by Shares
5.	Address of the Registered office & contact details	C-108, MIDC Industrial Area, Hingna, Nagpur - 440028 (MAHARASHTRA)
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ADROIT CORPORATE SERVICES PRIVATE LIMITED 1st Floor, 19/20 Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai - 440059

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	Manufacturing & Selling of Cotton Ginning & Pressing Machineries & other allied machineries	29261	76.54
2	Manufacturing , Processing & Selling of Master Batches	24113	23.46

III) PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	S. No.	S. No.
1	Bajaj Coneagle LLC 105, Tallapoosa Street Suite 200 Montgomery, Alabama - 36104 (USA)	-	Foreign Subsidiary	100	Section 2 (87)
2	Bajaj Steel Industries (U) Ltd Flat No.B-101, Universal House, Plot No. 6, Luwum Street, Kampala, Uganda	-	Foreign Subsidiary	100	Section 2 (87)



BAJAJ STEEL INDUSTRIES LIMITED

SHAREHOLDING PATTERN									
(Equity Share Capital Breakup as Percentage of Total Equity)									
BAJAJ STEEL IND LTD - Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	652895	800	652127	27.75	651327	800	652127	27.75	27.75
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporates	209000	0	209000	8.89	209000	0	209000	8.89	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Directors	0	0	0	0.00	0	0	0	0.00	0.00
g) Directors Relatives	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(1)	861895	800	862695	36.71	860327	800	861127	36.64	-0.07
(2) Foreign									
a) NRI - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters (A)=(A)(1) + (A)(2)	861895	800	862695	36.71	860327	800	861127	36.64	-0.07
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	400	400	0.02	0	400	400	0.02	0.00
b) Banks/FI	0	100	100	0.00	0	100	100	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FII's	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any Other (Specify)									
Sub Total : B(1)	0	500	500	0.02	0	500	500	0.02	0.00
(2) Non - Institutions									
a) Bodies Corporates									
ai) Indian	145750	339600	485350	20.65	125012	337000	462012	19.66	-0.99
aii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
bi) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	470487	182607	653094	27.79	535374	159607	694981	29.57	1.78
bii) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	264874	12300	277174	11.79	257603	0	257603	10.96	-0.83
c) Any Other (Specify)									
c-1) Investor Education And Protection Fund	712	0	712	0.03	712	0	712	0.03	0.00
c-2) Non Resident Indians (Individuals)	18640	50500	69140	2.94	24538	47100	71638	3.05	0.11
c-3) Directors	500	0	500	0.02	600	0	600	0.03	0.00
c-4) Trusts	100	0	100	0.00	100	0	100	0.00	0.00
c-5) Clearing Member	735	0	735	0.03	727	0	727	0.03	0.00
Sub Total : B(2)	901798	585007	1486805	63.27	944666	543707	1488373	63.34	0.07
Total Public Shareholding (B)=(B)(1) + (B)(2)	901798	585507	1487305	63.29	944666	544207	1488873	63.36	0.07
C. Shares held by Custodian for GDRs & ADRs									
a) Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
b) Public	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : (C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Shares held by Custodian for GDRs & ADRs (C)=(C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	1763693	586307	2350000	100.00	1804993	545007	2350000	100.00	0.00

Shareholding of Promoters

Sl No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	RUIA AKSHAT	100	0.00	0.00	100	0.00	0.00	0.00
2	SUNDEEP GOYAL	2800	0.12	0.00	2800	0.12	0.00	0.00
3	HARGOVIND GANGABISAN BAJAJ	17400	0.74	0.00	17400	0.74	0.00	0.00
4	KUSH BAJAJ	29464	1.25	0.00	29464	1.25	0.00	0.00
5	LAV BAJAJ	29464	1.25	0.00	29464	1.25	0.00	0.00
6	KUMKUM BAJAJ	44600	1.90	0.00	44600	1.90	0.00	0.00
7	VIDARBHA TRADELINKS PVT. LTD.	209000	8.89	0.00	209000	8.89	0.00	0.00
8	VINODKUMAR GANGABISAN BAJAJ	100	0.00	0.00	100	0.00	0.00	0.00
9	VARUN BAJAJ	24900	1.06	0.00	24900	1.06	0.00	0.00
10	BINA BAJAJ	44600	1.90	0.00	44600	1.90	0.00	0.00
11	SUNIL BAJAJ	86697	3.69	0.00	86697	3.69	0.00	0.00
12	SANGEETA GOYAL	21800	0.93	0.00	21800	0.93	0.00	0.00
13	ROHIT BAJAJ	55325	2.35	0.00	55325	2.35	0.00	0.00
14	ASHISH BAJAJ	89950	3.83	0.00	89950	3.83	0.00	0.00
15	RUIA PAWAN	1768	0.08	0.00	200	0.01	0.00	-0.07
16	SUNIL BAJAJ	5000	0.21	0.00	5000	0.21	0.00	0.00
17	KANIKA BAJAJ	1000	0.04	0.00	1000	0.04	0.00	0.00
18	MUTHA RAMDAS CHANDANMAL	500	0.02	0.00	500	0.02	0.00	0.00
19	VINODKUMAR BAJAJ	13200	0.56	0.00	13200	0.56	0.00	0.00
20	SHAKUNTALADEVI BAJAJ	29800	1.27	0.00	29800	1.27	0.00	0.00
21	GAYATRI DEVI HARGOVIND BAJAJ	155227	6.61	0.00	155227	6.61	0.00	0.00
	TOTAL	862695	36.71	0.00	861127	36.64	0.00	-0.07

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BAJAJ STEEL INDUSTRIES LIMITED



BAJAJ STEEL INDUSTRIES LIMITED

SHAREHOLDING PATTERN
(Equity Share Capital Breakup as Percentage of Total Equity)
BAJAJ STEEL IND LTD RS.5 - Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1302654	1600	1304254	27.75	1302654	1600	1304254	27.75	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporates	418000	0	418000	8.89	418000	0	418000	8.89	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(1)	1720654	1600	1722254	36.64	1720654	1600	1722254	36.64	0.00
(2) Foreign									
a) NRI - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters (A)=[A](1) + [A](2)	1720654	1600	1722254	36.64	1720654	1600	1722254	36.64	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	200	200	0.00	0	200	200	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any Other (Specify)									
Sub Total : B(1)	0	200	200	0.00	0	200	200	0.00	0.00
(2) Non - Institutions									
a) Bodies Corporates									
ai) Indian	232693	672200	904893	19.25	232548	672200	904748	19.25	0.00
aii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
bi) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	1178918	222014	1400932	29.81	1178212	222014	1400226	29.79	-0.02
bii) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	445689	0	445689	9.48	441962	0	441962	9.40	-0.08
c) Any Other (Specify)									
c-1) Investor Education And Protection Fund	109016	0	109016	2.32	109016	0	109016	2.32	0.00
c-2) Non Resident Indians (Individuals)	34634	72000	106634	2.27	34644	72000	106644	2.27	0.00
c-3) Directors	800	0	800	0.02	800	0	800	0.02	0.00
c-4) Trusts	200	0	200	0.00	200	0	200	0.00	0.00
c-5) Clearing Member	9382	0	9382	0.20	13950	0	13950	0.30	0.10
Sub Total : B(2)	2011332	966214	2977546	63.35	2011332	966214	2977546	63.35	0.00
Total Public Shareholding (B)=[B](1) + [B](2)	2011332	966414	2977746	63.36	2011332	966414	2977746	63.36	0.00
C. Shares held by Custodian for GDRs & ADRs									
a) Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
b) Public	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : (C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Shares held by Custodian for GDRs & ADRs (C)=(C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	3731986	968014	4700000	100.00	3731986	968014	4700000	100.00	0.00



Shareholding of Promoters

Sl No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	RUJA AKSHAT	200	0.00	0.00	200	0.00	0.00	0.00
2	SUNDEEP GOYAL	5600	0.12	0.00	5600	0.12	0.00	0.00
3	HARGOVIND GANGABSAN BAJAJ	34800	0.74	0.00	34800	0.74	0.00	0.00
4	KUSH BAJAJ	58928	1.25	0.00	58928	1.25	0.00	0.00
5	LAV BAJAJ	58928	1.25	0.00	58928	1.25	0.00	0.00
6	KUMKUM BAJAJ	89200	1.90	0.00	89200	1.90	0.00	0.00
7	VIDARSHA TRADELINKS PVT. LTD.	418000	8.89	0.00	418000	8.89	0.00	0.00
8	VINDOKIMAR GANGABSAN BAJAJ	200	0.00	0.00	200	0.00	0.00	0.00
9	VARUN BAJAJ	49800	1.06	0.00	49800	1.06	0.00	0.00
10	DIANA BAJAJ	89200	1.90	0.00	89200	1.90	0.00	0.00
11	SUNIL BAJAJ	173394	3.69	0.00	173394	3.69	0.00	0.00
12	SANGEETA GOYAL	43600	0.93	0.00	43600	0.93	0.00	0.00
13	ROHIT BAJAJ	110650	2.35	0.00	110650	2.35	0.00	0.00
14	ASHISH BAJAJ	179900	3.83	0.00	179900	3.83	0.00	0.00
15	RUJA PAVAN	400	0.01	0.00	400	0.01	0.00	0.00
16	SUNIL BAJAJ	10000	0.21	0.00	10000	0.21	0.00	0.00
17	KANIKA BAJAJ	2000	0.04	0.00	2000	0.04	0.00	0.00
18	MUTHA RAMIDAS CHANDANMAL	1000	0.02	0.00	1000	0.02	0.00	0.00
19	VINDOKIMAR BAJAJ	26400	0.56	0.00	26400	0.56	0.00	0.00
20	SHAKUNTALADEVI BAJAJ	59600	1.27	0.00	59600	1.27	0.00	0.00
21	GAVATRIDEVI HARGOVIND BAJAJ	310454	6.61	0.00	310454	6.61	0.00	0.00
	TOTAL	1722254	36.64	0.00	1722254	36.64	0.00	0.00

*Your company has sub-divided its equity shares from Face Value of Rs 10 Each to Face Value of Rs 5 Each as per Record date i.e. 26th March, 2020. The aforesaid shareholding pattern relates to the post sub-division of shares of your company.



BAJAJ STEEL INDUSTRIES LIMITED

Change in Promoters' Shareholding (please specify, if there is no change)							
Sl No.		Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	VEDANHA TRADELINKS PVT. LTD.	28/03/2020	41800	8.89	41800	8.89
	At the end of the year		31/03/2020	0	NIL	41800	8.89
2	At the beginning of the year	SUNE BAJAJ	28/03/2020	1000	0.21	1000	0.21
	At the end of the year		31/03/2020	0	0.00	1000	0.21
3	At the beginning of the year	VINODKUMAR BAJAJ	28/03/2020	26400	0.56	26400	0.56
	At the end of the year		31/03/2020	0	0.00	26400	0.56
4	At the beginning of the year	ROHIT BAJAJ	28/03/2020	110600	2.35	110600	2.35
	At the end of the year		31/03/2020	0	0.00	110600	2.35
5	At the beginning of the year	DEVATREDEVI HARGOVIND BAJAJ	28/03/2020	31044	6.61	31044	6.61
	At the end of the year		31/03/2020	0	0.00	31044	6.61
6	At the beginning of the year	RUSA PANKAJ	28/03/2020	400	0.01	400	0.01
	At the end of the year		31/03/2020	0	0.00	400	0.01
7	At the beginning of the year	KAMKA BAJAJ	28/03/2020	2900	0.04	2900	0.04
	At the end of the year		31/03/2020	0	0.00	2900	0.04
8	At the beginning of the year	KUMKUM BAJAJ	28/03/2020	89200	1.90	89200	1.90
	At the end of the year		31/03/2020	0	0.00	89200	1.90
9	At the beginning of the year	HARGOVIND GANGABHAN BAJAJ	28/03/2020	34800	0.74	34800	0.74
	At the end of the year		31/03/2020	0	0.00	34800	0.74
10	At the beginning of the year	SIMSH BAJAJ	28/03/2020	17900	3.83	17900	3.83
	At the end of the year		31/03/2020	0	0.00	17900	3.83
11	At the beginning of the year	RNA BAJAJ	28/03/2020	89200	1.90	89200	1.90
	At the end of the year		31/03/2020	0	0.00	89200	1.90
12	At the beginning of the year	VINODKUMAR GANGABHAN BAJAJ	28/03/2020	200	0.00	200	0.00
	At the end of the year		31/03/2020	0	0.00	200	0.00
13	At the beginning of the year	SHANTALADEVI BAJAJ	28/03/2020	56600	1.21	56600	1.21
	At the end of the year		31/03/2020	0	0.00	56600	1.21
14	At the beginning of the year	SUNE BAJAJ	28/03/2020	173394	3.69	173394	3.69
	At the end of the year		31/03/2020	0	0.00	173394	3.69
15	At the beginning of the year	SANDEETA GOYAL	28/03/2020	43600	0.93	43600	0.93
	At the end of the year		31/03/2020	0	0.00	43600	0.93
16	At the beginning of the year	SUNDEEP GOYAL	28/03/2020	5600	0.12	5600	0.12
	At the end of the year		31/03/2020	0	0.00	5600	0.12
17	At the beginning of the year	RUSA ARSHAT	28/03/2020	200	0.00	200	0.00
	At the end of the year		31/03/2020	0	0.00	200	0.00
18	At the beginning of the year	MUTHA RAMDAS CHANDANMAL	28/03/2020	3900	0.02	3900	0.02
	At the end of the year		31/03/2020	0	0.00	3900	0.02
19	At the beginning of the year	RAV BAJAJ	28/03/2020	58938	1.25	58938	1.25
	At the end of the year		31/03/2020	0	0.00	58938	1.25
20	At the beginning of the year	KUSH BAJAJ	28/03/2020	58938	1.25	58938	1.25
	At the end of the year		31/03/2020	0	0.00	58938	1.25
21	At the beginning of the year	SARLUN BAJAJ	28/03/2020	49800	1.06	49800	1.06
	At the end of the year		31/03/2020	0	0.00	49800	1.06

*Your company has sub-divided its equity shares from Face Value of Rs 10 each to Face Value of Rs 5 each as per Record date i.e. 26th March, 2020. The aforesaid shareholding pattern relates to the post sub-division of shares of your company.

Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)							
Sl No.	For Each of the Top 10 Shareholders	Name of Shareholder's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	BAJAJ EXPORTS PVT LTD	28/03/2020	427600	9.10	427600	9.10
	At the End of the year		31/03/2020	0	0.00	427600	9.10
2	At the beginning of the year	GLYCOSIC MERCHANTS PRIVATE LIMITED	28/03/2020	157800	3.36	157800	3.36
	At the End of the year		31/03/2020	0	0.00	157800	3.36
3	At the beginning of the year	SATISH LALCHAND MUTHA	28/03/2020	137372	2.92	137372	2.92
	At the End of the year		31/03/2020	0	0.00	137372	2.92
4	At the beginning of the year	BAJAJ GLOBAL LIMITED	28/03/2020	135000	2.87	135000	2.87
	At the End of the year		31/03/2020	0	0.00	135000	2.87
5	At the beginning of the year	INVESTOR EDUCATION AND PROTECTION FUND A	28/03/2020	109216	2.32	109216	2.32
	At the End of the year		31/03/2020	0	0.00	109216	2.32
6	At the beginning of the year	NISSAN MERCHANDISE PVT. LTD.	28/03/2020	100000	2.13	100000	2.13
	At the End of the year		31/03/2020	0	0.00	100000	2.13
7	At the beginning of the year	RAJU BHANDARI	28/03/2020	73986	1.57	73986	1.57
	At the End of the year		31/03/2020	-3985	0.08	70001	1.49
8	At the beginning of the year	DNYANESH LAD	28/03/2020	61600	1.31	61600	1.31
	At the End of the year		31/03/2020	0	0.00	61600	1.31
9	At the beginning of the year	REIHA GIRISH LAD	28/03/2020	40600	0.86	40600	0.86
	At the End of the year		31/03/2020	0	0.00	40600	0.86
10	At the beginning of the year	RAJ KUMAR LOHIA	28/03/2020	36264	0.77	36264	0.77
	At the End of the year		31/03/2020	0	0.00	36264	0.77

*Your company has sub-divided its equity shares from Face Value of Rs 10 Each to Face Value of Rs 5 Each as per Record date i.e. 26th March, 2020. The aforesaid shareholding pattern relates to the post sub-division of shares of your company.





SI No.	Shareholding of Directors and Key Managerial Personnel	Name of Shareholder's	As On Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
				1	At the beginning of the year	MOHAN BINDRABAN AGRAWAL	200
			NIL	NIL			
	At the End of the year		0	0.00	200	0.00	
2	At the beginning of the year	DEEPAK RAJENDRANATH BATRA	200	0.00	200	0.00	
			NIL	NIL			
	At the End of the year		0	0.00	200	0.00	
3	At the beginning of the year	RAJIV SHWARLAL RANIKA	200	0.00	200	0.00	
			NIL	NIL			
	At the End of the year		0	0.00	200	0.00	
4	At the beginning of the year	ALOK RATANLAL GOENKA	200	0.00	200	0.00	
			NIL	NIL			
	At the End of the year		0	0.00	200	0.00	

*Your company has sub-divided its equity shares from Face Value of Rs 10 Each to Face Value of Rs 5 Each as per Record date i.e. 26th March, 2020. The aforesaid shareholding pattern relates to the post sub-division of shares of your company



V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/ accrued but not due for payment.

(₹ in Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3664	3879	-	7543
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	4	-	-	4
Total (i+ii+iii)	3668	3879	-	7547
Change in Indebtedness during the financial year				
* Addition	-	16	-	16
* Reduction	(597)	-	-	(597)
Net Change	(597)	16	-	(581)
Indebtedness at the end of the financial year				
i) Principal Amount	3067	3895	-	6962
ii) Interest due but not paid	-	-	-	0
iii) Interest accrued but not due	1	-	-	1
Total (i+ii+iii)	3068	3895	-	6963

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

(₹ in Lacs)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Rohit Bajaj	Sunil Bajaj	Dr. M.K.Sharma	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	75.23	75.23	96.81	247.27
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.06	0.42	7.63	10.11
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	-	-	-	
2	Stock Option	-	-	-	
3	Sweat Equity	-	-	-	
4	Commission - as % of profit - others, specify...	-	-	-	
5	Others, please specify	-	-	-	
	Total (A)	77.29	75.65	104.44	257.38

**B. REMUNERATION TO OTHER DIRECTORS:**

(₹ in Lacs)

SR. NO	PARTICULARS					
1	Independent Directors	Dr. Raja Iyer	Mohan Agrawal	Rajiv Ranka	Alok Goenka	TOTAL AMOUNT
	Fee for attending Board/ committee meetings	0.30	0.08	0.30	0.19	0.87
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)					0.87
2	Other Non-Executive Directors	Vinodkumar Bajaj	Deepak Batra	Bhanupriya Sharma		
	Fee for attending Board/ committee meetings	0.30	0.59	0.30		1.19
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)			-	-	1.19
	Total (B)=(1+2)					2.06
	Total Managerial Remuneration (A+B)					259.44



C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MANAGING DIRECTOR / MANAGER / WHOLETIME DIRECTOR

(₹ in Lacs)

Sr.No	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Manish Sharma, CFO	Mr. Divyanshu Vyas, CS	
	Gross salary			
1	(a) Salary as per provisions contained in section 17(1) of	26.11	6.15	32.26
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	26.11	6.15	32.26

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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



Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

*(Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)*

To,
THE MEMBERS,
BAJAJ STEEL INDUSTRIES LIMITED
CIN- L27100MH1961PLC011936
C-108, MIDC INDUSTRIAL AREA HINGNA, NAGPUR-440028

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by BAJAJ STEEL INDUSTRIES LIMITED. ("the Company") for the financial year ended on 31st March, 2020, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;



(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the Audit Period);

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit Period);

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit Period);

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and (Not applicable to the Company during the Audit Period);

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit Period);

(vi) Other laws applicable to the Company, we have relied on the compliance system prevailing in the Company and on the basis of representation received from its concerned department :

i) Factories Act, 1948

ii) Applicable Labour laws and rules issued thereunder

iii) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

iv) Prevention and Control of Pollution Act, 1981.

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



- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) 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 the following observations:

1. The Company could not disclose the information required under micro, small and medium Enterprises Development Act, 2006

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

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

As per the minutes of the meeting duly recorded and signed by the Chairman, The Decisions of the board were unanimous and no dissenting views have been recorded,

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

We further report that during the audit period, the Company has:-

- i) Passed Ordinary Resolution through Extra-Ordinary General Meeting Sub-Division of Equity Shares of the Company and altered the Capital Clause in Memorandum of Associations and Article of Association.

Date :24/07/2020

Place: Nagpur

For Siddharth Sipani & Associates
Company Secretaries

Siddharth Sipani
(Proprietor)

Memb. No. 28650, CP. No. 11193
UDIN : A028650B000500517

Note:

1. This report is to be read with our letter of even date which is annexed as 'Annexure-A' and forms an integral part of this report.



ANNEXURE A

To,
THE MEMBERS,
BAJAJ STEEL INDUSTRIES LIMITED
CIN- L27100MH1961PLC011936
C-108, MIDC INDUSTRIAL AREA HINGNA, NAGPUR-440028

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

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

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

Date :24/07/2020
Place: Nagpur

For Siddharth Sipani & associates
Company Secretaries

Siddharth Sipani
(Proprietor)
Memb. No. 28650, CP. No. 11193
UDIN : A028650B000500517



ANNUAL REPORT ON CSR ACTIVITIES

A brief outline of the Company's CSR Policy, including overview of the projects or programmes proposed to be undertaken and a reference to the weblink to the CSR Policy and projects or programmes:

As per Section 135 of the Companies Act, 2013, Every Company having a net worth of Rupees Five Hundred Crores or more, or turnover of Rupees One Thousand Crores or more or net profit of Rupees Five Crores or more during immediately preceding financial year shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors and out of which at least one director shall be independent

Director.

The Company therefore determined to bring together the Company's existing operating principles into one framework policy under the heading of Corporate Social Responsibility (CSR). The principles encompassed in this policy cover the major areas of the social responsibility and have been developed and continue to be reviewed against and updated by reference to relevant codes of corporate governance.

The policy objectives of the Company as per Schedule VII of The Companies Act, 2013 are as follows:

- a) Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- b) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
- c) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;
- d) Contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- e) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.



The Board of Directors of the Company supports the principles set out in those codes and standards and the aim of this policy is to translate that support into a set of guidelines and standards that set a common approach for the Company and provide practical guidance for our managers and employees on the ground.

CSR COMMITTEE :

The Company has already constituted CSR committee comprising of Shri Deepak Batra (Chairman), Shri Alok Goenka & Shri Rajiv Ranka, as the members of the Committee. The committee is responsible for formulating and monitoring the CSR Policy of the Company.

FINANCIAL DETAILS :

PARTICULARS	Amount (In Rs)
Average Net Profit of the Company for Last Three Financial year	67335860
Prescribed CSR Expenditure to be done in the F.Y. 2019-20 (2% of the average net profit as computed above)	1346717
Details of CSR expenditure during the Financial Year	
Total Amount spent in CSR in FY 2019-20	300000
Amount unspent	1046717

Sr.No.	CSR project or activity identified	Sector in which the project is covered	Project or programs (a) local area or other (b) Specify the state and district where projects or program was undertaken	Amount outlay (budget) project or program wise	Amount spent on the project or programs subheads : 1. Direct expenditure on project programs 2. Overhead	Cumulative expenditure upto the reporting period	Amount spent Direct or through implementing agency
1	Contribution to Indian Red Cross Society (promoting preventive health care and sanitation)	Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water	Nagpur, Maharashtra, India	300000	300000	300000	N.A.



REASON FOR NOT SPENDING THE AMOUNT PRESCRIBED IN CSR ACTIVITIES :

Bajaj Steel Industries Limited (hereinafter referred as BSIL) believes in creating a positive impact over the society to the extent feasible and is strongly committed towards CSR and has been making contribution to socially useful projects in accordance with BSIL Corporate Social Responsibility Policy. During the year 2019-20 to cater the increased demand & to enhance the productivity of your company the BSIL has done substantial capital investment, which includes capital investments in machineries and industrial sheds in our various units. The total amount of investment is about Rs. 20 crore rupees. Due to such huge amount on capital expenditure of the Company, BSIL was not able to spend entire amount of CSR on CSR activities.

CSR RESPONSIBILITIES :

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR objectives.

Deepak Batra
Chairman
DIN: 02979363

Alok Goenka
Member
DIN: 00789716

Rajiv Ranka
Member
DIN: 00392438



MANAGEMENT DISCUSSION AND ANALYSIS

FORWARD LOOKING STATEMENTS:

1. Disclaimer:

These financial statements have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian accounting Standards) Rules, 2015, Generally Accepted Accounting Principles (GAAP) and the provision of Companies Act, 2013. All statements that address expectations or projections about the future, including, but not limited to statements about the company's strategy for growth, product development, market position, expenditures and financial results are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

2. Future Trend & Opportunities:

Your company is the largest and modern Cotton Ginning and Pressing Plant & Machinery Manufacturer in India. With over five decades of experience and expertise, the company is having world class engineering facilities with diversified sectoral presence. Your company manufactures/sells throughout the world machineries/system of Cotton Ginning, Cotton Conveying, Cotton Cleaning, Cotton Bailing Presses, Delinting and Decorating Machineries, Humidification Systems, Power Transmission Products, Pre - Engineered Buildings, Electrical Panels, Firefighting Systems, Specialty Conveyor, Hydraulics Equipment, Master Batches etc. Your company serving the Ginning and Pressing Industries worldwide and has been well recognized for its quality and is the only company in the world producing machineries for all the Four Ginning Technologies used in the world viz. Single Roller, Double Roller, Rotobar and Saw Gin and all the Pressing Technologies viz. Down packing, Up packing & Horizontal packing. The Machineries/equipment's manufactured under technical collaboration with M/s. Continental Eagle Corporation USA by us, are well accepted all over the world and your company has supplied such machineries/equipment to various advance countries such as Australia, Greece, USA, Uzbekistan, etc. apart from substantial supplies to Africa.

Your company has also tapped the new markets such as Argentina, Brazil, Sudan, Benin and other West African countries for enhancing growth of its products. Your Company has expanded its Electrical Panels division and have commenced its Manufacturing at New Plant at Plot No. XI-73, MIDC Industrial Area, Hingna, Nagpur- 440028 for manufacturing various Electrical Panels including PCC Panels, MCC Panels, APFC Panels, IMCC Panels, Drive Panels, PLC & SCADA Panels, AMF Panels, Synchronization Panels, Control Panels, Lighting Panels, Power Distribution Boards, Customized Panels and Panel



Cabinets and these panels are being well received in the India and abroad. Further, the pre-engineered steel buildings division has also been expanded and getting good response within and outside India.

The growth potentials of both these divisions are high. The Company is also expanding its activities in the selling of complete fire-fighting systems including Fire extinguishers, Hydrant systems, Sprinkle systems and Fire Diversion Systems and Steel Doors etc.

INDUSTRY STRUCTURE & DEVELOPMENT:

The strong vision and dedication of the management and employees has put the Company as one of the biggest manufacturers of Cotton Ginning and Pressing Machineries with distinction of having only company in the world with capabilities for manufacturing Cotton Ginning Machines for all the four major cotton ginning technologies being used in the world and enjoying substantial of the market share in India while rapidly expanding in the other cotton growing countries of the world. The company also undertakes turnkey projects including civil in its area of operation. Our wholly owned subsidiary company i.e Bajaj Steel Industries (Uganda) Limited has completed the project of Cotton Development Organization for Phase -III also in Cotton Seed Processing Plant at Pader District in Uganda. The prospects for the current year are encouraging.

THREATS, RISK AND CONCERNS:

Considering the Present situation and market outlook there does not seem to be any major threats, risks and concerns for the year 2020-21. Your company is making efforts for continuous improvements in the product quality and enhanced sales efforts are likely to improve the performance of core products. The Company is also trying to increase the revenue from other segments such as PEB, Electrical Panels, Fire Fighting Equipment's and Specialty Conveyors etc. Your company has been diversifying into different products to mitigate the risks and to grow in the business.

Your Company has already initiated various actions on identified risks such as Market Information (increasing market Share), Employee Risk (reducing attrition rates and retaining employees) and Credit Risk (recovery of outstanding dues).

The challenges ahead are to find out ways and means to reduce the energy consumption, to bring down the processing costs and to further increase the productivity and efficiency of machines used for each level of operation.

BUSINESS IMPACT OF COVID-19:

The growing influence of the disease led to nationwide lockdowns across the globe, which in turn severely impacted economic activity. It has particularly drawn attention to the fallout in emerging and developing countries, which are expected to be the hardest hit. Under the circumstances and to comply with the order of government authorities your Company forthwith decided to temporarily shutdown the business operations immediately



after the announcement of the lockdown in the month of March w.e.f. 22nd March, 2020. However your company on 20th April 2020 has resumed its manufacturing facilities soon after the issuance of the guidelines by the government authorities.

CORPORATE GOVERNANCE:

The Company embeds the highest standards of governance in its operations, striving to manage its affairs in a fair and transparent manner and create long-term value for all stakeholders. Our focus is not only to follow corporate governance guidelines, but the best practices as well.

The Company has complied with the requirements of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 regarding corporate governance. A report on the Corporate Governance practices and the Auditors' Certificate on compliance of mandatory requirements thereof are given as an annexure to this report and also available on the website of the company.

CORPORATE SUSTAINABILITY:

The Company is committed to incorporating sustainability into all facets of its business, from governance to strategy formulation to execution. The performance related to various sustainability aspects is reviewed at the corporate as well as the Board level.

RATING AGAINST BANK FACILITIES:

Total Bank Loan Facilities Rated	63.58 Crores
Long - Term Rating	CRISIL BBB/Positive (Outlook Revised from 'Stable' and Rating Reaffirmed)
Short- Term Rating	CRISIL A3+(Reaffirmed)

EXPORT POTENTIAL OF COMPANY'S PRODUCTS:

The Company is rapidly increasing its exports to Australia, Brazil, United States of America, Uzbekistan, Eastern and Western African Countries, and exploring the markets in other South American & CIS countries. The equipment's made by your company have been well received and acknowledged for its quality by the American and other markets and quality of the same has been appreciated all around.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate internal control systems and procedures commensurate with the size and nature of business. These procedures are designed to ensure:

- " That all assets and resources are used efficiently and are adequately protected.
- " That all the internal policies and statutory guidelines are complied with; &



" The accuracy and timing of financial reports and management information is maintained.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES:

The Company's Human Resources (HR) management practices ensure fair and reasonable process that are compliant with regulatory and governance requirements. The Company has developed a management framework that focuses on holistic growth of employees and aids them with tools that help in continuously learning and the development of new skills. Industrial relations remained cordial during the year. Employees' competencies and skills were enhanced by exposing them to several internal and external training programs.

**CORPORATE GOVERNANCE REPORT****1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE****Introduction:**

Corporate Governance essentially is the system by which companies are directed and controlled by the management in the best interest of the shareholders and others. Corporate Governance ensures fairness, transparency and integrity of the management.

The Company's philosophy on Corporate Governance aims at ethical corporate behavior and always strives to achieve optimum performance at all levels by adhering to good Corporate Governance practices. The Company's beliefs on Corporate Governance are intended at supporting the management of the Company for competent conduct of its business and ensuring long term value for shareholders employees, customers and statutory authorities.

The Company has put in place the systems to comply with all the rules, regulations and requirements mentioned in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

2. BOARD OF DIRECTORS:**Composition:**

The Board has an optimum combination of Executive and Non-Executive Directors. The Composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

The Composition of the Board as on March 31, 2020 are as under :

Name of the Director	Designation	Category
Shri Rohit Bajaj	Chairman & Managing Director	Promoter (Executive)
Shri Sunil Bajaj	Executive Director	Promoter (Executive)
Dr. Mahendra Kumar Sharma	Whole time Director & CEO	Executive Director
Shri Vinod Kumar Bajaj	Director	Promoter (Non- Executive)
Shri Alok Goenka	Director	Independent (Non-Executive)
Shri Rajiv Ranka	Director	Independent (Non-Executive)
Shri Mohan Agrawal	Director	Independent (Non-Executive)
Shri Deepak Batra	Director	Independent (Non-Executive)
Mrs. Bhanupriya Sharma	Director	Non-Independent (Non-Executive)
Dr. Raja Iyer	Director	Independent (Non-Executive)

**BAJAJ STEEL INDUSTRIES LIMITED**

Category of Directors	Number of Directors	Percentage to the Board
Executive Director (including Managing Director)	3	30%
Non-Independent (Non-Executive)	2	20%
Independent (Non-Executive)	5	50%

Attendance of each Director at the Board Meeting, Last Annual General Meeting and Number of other Directorship/ Chairmanship of Committee of each Director's of various Companies.

Name of Director	Attendance Particular		No. of other Directorships and Committee Membership/Chairmanship		
	Board Meeting	Last AGM	Other Directorship (including Pvt Ltd Company)	Other Committee Membership	Other Committee Chairmanship
Shri Rohit Bajaj	7	Yes	9	1	-
Shri Sunil Bajaj	6	Yes	8	1	-
Shri Vinod Kumar Bajaj	6	Yes	6	-	-
Shri Alok Goenka	2	No	3	4	4
Shri Rajiv Ranka	3	No	2	4	2
Shri Mohan Agrawal	1	No	4	1	-
Dr. Raja Iyer	6	No	-	-	-
Shri Deepak Batra	7	Yes	2	4	2
Dr. Mahendra Kumar Sharma	7	Yes	3	1	-
Mrs Bhanupriya Sharma	6	No	-	-	-

None of the Directors on the Board hold Directorships in more than Ten (10) Public Companies. Further none of them is a member of more than Ten (10) Committees or Chairman of more than Five (5) Committees across all the Public Companies in which he is a Director. Necessary disclosures regarding as on March 31, 2020 have been made by the Directors.

Meetings Held:

The Board met 5 (Five times) on the following dates during the financial year 2018 - 19 :

April 29 th , 2019	May 29 th , 2019
August 13 th , 2019	September 11 th , 2019
November 13 th , 2019	February 12 th , 2020
March 3 rd , 2020	



Separate Meeting of the Independent Directors

During the year under review, a separate meeting of Independent Directors, without the attendance of Non-Independent Directors and Members of the Management, was held on **12th February 2020**, as required Under Schedule IV of the Companies Act, 2013 (Code for Independent Directors) read with Regulation 25(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

The Independent Directors inter-alia reviewed the performance of the Non- Independent Directors, Chairman of the Company and the Board as a whole.

Applicable Laws

The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.

Familiarization Program of Independent Directors:

The details of the familiarization program of the Independent Directors are available in the website of the Company i.e. www.bajajngp.com.

3. AUDIT COMMITTEE:

Composition:

The Audit Committee of the Board of Directors of the Company is constituted in line with the provisions of Regulation 18 of the SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013 and comprises of:

Sr. No.	Name	Composition
1.	Shri Rajiv Ranka	Chairman
2.	Shri Deepak Batra	Member
3.	Shri Alok Goenka	Member
4.	Shri Mohan Agrawal	Member

*Shri Rajiv Ranka has been appointed as a Chairman of the Audit Committee w.e.f September 11, 2017. Mr. Mohan Agrawal has been appointed as a member of Audit Committee w.e.f September 11, 2017

The Company Secretary, Mr. Divyanshu Vyas acts as the Secretary to the Audit Committee.

Terms of Reference :

The terms of reference of the Audit Committee, broadly as under:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are true and fair;
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;



- (c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (d) Reviewing with the management, the Annual financial statements and Auditors' Report thereon before submission to the Board for approval, with particular reference to:
- ¢ Matters required to be including in the Director's Responsibility Statement in Board Report in terms of Clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013.
 - ¢ Changes, if any, in accounting policies and practices and reasons for the same.
 - ¢ Major Accounting entries involving estimates based on the exercise of judgement by management.
 - ¢ Significant adjustments made in the Financial Statements arising out of Audit findings.
 - ¢ Compliance with listing and other legal requirements relating to financial statements.
 - ¢ Disclosure of any related party transactions.
- (e) Reviewing with the management, the quarterly financial statements before submission to the Board for approval
- (f) Review and monitor the Auditor's independence and performance and effectiveness of Audit Process
- (g) Approval or any subsequent modification of transactions of the Company with Related Parties.
Scrutiny of Inter-Corporate Loans and investment.
- (h) Evaluation of Internal Financial controls and risk management systems.
- (i) Establish vigil mechanism for Directors to report genuine concerns in such manner as may be prescribed.
- (j) The Audit Committee may call for the comments of the Auditors about internal control systems, the scope of Audit, including the observations of the Auditors and review of financial statement before their submission to the Board and may also discuss any related issue with the Internal and Statutory Auditors and the Management of the Company.
- (k) The Audit Committee shall review the information required as per SEBI Listing Regulations.

Meetings Held:

The Audit Committee met Five (5) Times on the following dates during the financial year 2019-20:

May 29th, 2019	August 13th, 2019
September 10th, 2019	November 13th, 2019
February 12th, 2020	

Attendance of each Director at the Audit Committee Meeting are as under :

Sr. No.	Name of the Director	Meeting Attended
1.	Shri Rajiv Ranka	3
2.	Shri Deepak Batra	5
3.	Shri Alok Goenka	2
4.	Shri Mohan Agrawal	1

**4. NOMINATION & REMUNERATION COMMITTEE :**

The Nomination and Remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Companies Act, 2013.

Composition :

Sr. No.	Name	Composition
1.	Shri Rajiv Ranka	Chairman
2.	Shri Deepak Batra	Member
3.	Shri Alok Goenka	Member

There has been no change in the composition of the Committee during the year. The Company Secretary acts as the Secretary of the Nomination & Remuneration Committee.

Terms of Reference:

- Recommend to the Board the setup and composition of the Board and its committees, including the "formulation of the criteria for determining qualifications, positive attributes and independence of a Director."
- Recommend to the Board the appointment or re-appointment of Directors.
- Recommend to the Board appointment of Key Managerial Personnel (KMP).
- Carry out evaluation of every Director's Performance and Independent Directors in evaluation of the performance of the Board, its committees.
- Recommend to the Board the Remuneration Policy for Directors.
- On an annual basis, recommend to the Board the remuneration payable to the Directors.
- Oversee familiarization programs for Director.
- Performing such other duties and responsibilities as may be consistent with the provisions of the committee charter.

Nomination & Remuneration Policy:

The Company's pays remuneration to its Managing Director and Executive Director by way of salary, perquisites, allowances and commission. Salary is paid within the overall limits approved by the members of the Company subject to the overall ceiling limits as stipulated in Sections 197 and 198 of the Companies Act, 2013. During the year 2018-19, the Company paid sitting fees of Rs 5000/- per meeting to its Non- Executive Directors for attending the Board Meeting & Rs 3000/- for Committee Meetings. The Company also reimburses the out of pocket expenses incurred by the Directors for attending the meeting.

Meetings Held:

The Nomination & Remuneration Committee met Three (3) times on the following date during the financial year 2019-20:

May 29 th , 2019	August 13 th , 2019
February 12 th , 2020	

**BAJAJ STEEL INDUSTRIES LIMITED**

Attendance of each Director at the Remuneration committee Meeting are as under :

Sr. No	Name of the Director	Meeting Attended
1	Shri Rajiv Ranka	2
2	Shri Alok Goenka	1
3	Shri Deepak Batra	3

Details of payment made to Directors other than Whole-time Directors during the financial year 2019-20 :

Sr.No	Name of the Director	Sitting Fee			Total
		Board Meeting	Audit Committee	Remuneration Committee	
1	Shri Vinod Kumar Bajaj	30000	-	-	30000
2	Shri Mohan Agrawal	5000	3000	-	8000
3	Shri Rajiv Ranka	15000	9000	6000	30000
4	Shri Deepak Batra	35000	15000	9000	59000
5	Shri Alok Goenka	10000	6000	3000	19000
6	Mrs.Bhanupriya Sharma (Appointed w.e.f 14-11-2018)	30000	-	-	30000
7	Dr. Raja Iyer	30000	-	-	30000
	TOTAL	155000	33000	18000	206000

6. STAKEHOLDER'S RELATIONSHIP/ GRIEVANCE COMMITTEE:

The Stakeholders' relationship/grievance committee is constituted in line with the provisions of Regulation 20 of the SEBI Listing Regulations read with Section 178 of the Act.

Composition:

Sr. No.	Name	Composition
1.	Shri Deepak Batra	Chairman (Non-Executive Director)
2.	Shri Alok Goenka	Member (Independent /Non-Executive Director)
3.	Shri Rajiv Ranka	Member (Independent /Non-Executive Director)
4.	Shri Rohit Bajaj	Member (Executive Director)
5.	Shri Sunil Bajaj	Member (Executive Director)

Shri Divyanshu Vyas, Company Secretary acts as the Secretary to the Committee



Terms of Reference:

To consider and resolve the grievances of shareholders of the Company including redressal of investor complaints such as non-receipt of dividend / annual reports etc.

To consider and approve the issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of shares etc.

Meetings Held:

The Share Transfer Committee met **Five (5) times** in the following dates during the financial year 2019-20:

May 29 th , 2019	August 13 th , 2019
September 10 th , 2019	November 13 th , 2019
February 12 th , 2020	

Attendance of each Director at the Stakeholder Relationship Committee Meeting are as under:

Sr.No	Name of the Director	Meeting Attended
1	Shri Deepak Batra	5
2	Shri Alok Goenka	2
3	Shri Rajiv Ranka	3
4	Shri Rohit Bajaj	5
5	Shri Sunil Bajaj	4

Name, Designation and Address of Compliance Officer:

Shri Divyanshu Vyas, Company Secretary
Bajaj Steel Industries Limited
Plot no C-108, MIDC Industrial Area, Hingna
Nagpur- 440028
Tel: 07104- 238101- 20 Fax: 07104- 237067
E-mail: cs@bajajngp.com

Details of Investor Complaints Received and Redressed:

The Company has not received any Investor Complaints during the year 2019-20.

7. OTHER COMMITTEE:

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

The CSR Committee of the Company is constituted in line with the provisions of Section 135 of the Companies Act, 2013.

Composition:

Sr. No.	Name	Composition
1.	Shri Deepak Batra	Chairman
2.	Shri Alok Goenka	Member
3.	Shri Rajiv Ranka	Member

**Terms of Reference :**

- " Formulate and recommend to the Board, CSR policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act.
- " Recommend the amount of expenditure to be incurred on the CSR activities as specified in the Schedule VII of the Act.
- " Monitor the CSR policy of the Company from time to time.

Meetings Held:

The Corporate Social Responsibility Committee met Two (2) times on the following dates during the financial year 2019-20.

August 13th, 2019	February 12th, 2020
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Attendance of each Directors at the CSR Committee Meeting are as under:

Sr.No	Name of the Director	Meeting Attended
1	Shri Deepak Batra	2
2	Shri Alok Goenka	1
3	Shri Rajiv Ranka	1

8. CODE OF CONDUCT :

The Board of Directors have laid down a code of conduct for all Board members and senior management of the Company. All Directors and Senior Management Personnel have affirmed compliance with the code of conduct as approved and adopted by the Board of Directors of the Company.

9. DETAILS ON GENERAL BODY MEETINGS:

Year	Location	Date	Day	Time
2015-16	VIA Hall, Udyog Bhawan Civil Lines , Nagpur- 440 001	28-09-2016	Wednesday	4.00 P.M
2016-17	VIA Hall, Udyog Bhawan Civil Lines , Nagpur- 440 001	27-09-2017	Wednesday	4.00 P.M.
2017-18	VIA Hall, Udyog Bhawan Civil Lines , Nagpur- 440 001	26-09-2018	Wednesday	4.00 P.M.
2018-19	VIA Hall, Udyog Bhawan Civil Lines , Nagpur- 440 001	25-09-2019	Wednesday	4.00 P.M.



Special Resolution passed at the last three Annual General Meetings (AGM):

(A) At the AGM held on September 28, 2016:

" Re-appointment of Shri Ashish Bajaj as Chief Executive Officer (CEO) of Superpack Division of the Company for the period of one (1) year

.

(B) At the AGM held on September 27, 2017:

" Re-appointment of Shri Ashish Bajaj as Chief Executive Officer (CEO) of Superpack Division of the Company for the period of one (1) year

" Appointment of Dr. Raja Iyer as an Independent Director

During the year under review ie. 2016 -17, the Company has passed a resolution for alteration of the object clause by way of inserting new objects in the Memorandum of Association (MOA) of the Company through Postal Ballot and the result of the postal ballot was declared on 12.06.2016 and the same has been taken on record in the immediate Board Meeting held on 27.07.2016.

(C) At the AGM held on September 26, 2018:

" Ratification of Remuneration payable to Cost Auditors

" Re-appointment of Shri Ashish Bajaj as Chief Executive Officer (CEO) of Superpack Division of the Company for a further period of one year

" Appointment of Shri Deepak Batra as an Independent Director of the Company

(D) At the AGM held on September 25, 2019:

" Reappointment of Shri Ashish Bajaj as the CEO of the Superpack Division of the Company for further period of one year.

" Reappointment of Shri Rajiv Ranka as a Non-Executive Independent Director of the company w.e.f. 01-04-2019.

" Reappointment of Shri Alok Goenka as a Non-Executive Independent Director of the company w.e.f. 01-04-2019.

" Reappointment of Shri Mohan Agrawal as a Non-Executive Independent Director of the company w.e.f. 01-04-2019.



- " Reappointment of Shri Rohit Bajaj as a Chairman cum Managing Director of the Company w.e.f. 01-07-2019.
- " Reappointment of Shri Sunil Bajaj as an Executive Director of the Company w.e.f. 01-07-2019.
- " Reappointment of Dr. Mahendra Kumar Sharma as a Whole Time Director & CEO of the Company w.e.f. 12-11-2019.
- " To approve the continuation of Directorship of Shri Vinod Kumar Bajaj.

10. OTHER DISCLOSURES:

(i) Related Party Transactions: All material transactions entered into which related parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI Listing Regulations during the financial year were in ordinary course of business. These have been approved by the Audit Committee. The Board has approved a policy for Related Party Transactions which has been uploaded on the Company's website i.e. www.bajajngp.com

(ii) The Company has complied with the requirements of the Stock Exchange(s), Securities and Exchange Board of India or other authorities on any matter related to Capital Market during the last 3 (three) years. There are no non-compliance by the Company or penalties imposed on the Company by the Stock exchanges or the SEBI on any matter related to Capital Markets, during the last three years to the best of our knowledge.

(iii) The Company has adopted Whistle Blower Policy and has established the necessary vigil mechanism as defined Under Regulation 22 of SEBI Listing Regulations for Directors and Employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been also uploaded on the Company's website i.e. www.bajajngp.com

(iv) The Company has duly fulfilled the following discretionary requirements as prescribed in Schedule II Part E of the SEBI Listing Regulations:

The Auditors' Report on Statutory Financial Statements of the Company are un-qualified.

- " Mr. Rohit Bajaj is the Chairman & Managing Director of the Company and Dr. Mahendra Kumar Sharma is the Chief Executive Officer (CEO) of the Company.
- " M/s V.R. Inamdar & Co, Chartered Accountants, the internal auditors of the Company, make presentations to the Audit Committee on their Reports.



(v) Reconciliation of Share Capital Audit:

M/s B.Chhawchharia & Co, Chartered Accountants, Nagpur carried out Share Capital Audit to reconcile the total admitted Equity Share Capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed Equity Share Capital. The Audit Report confirms that the total issued/ paid-up capital is in agreement with the Total Number of Shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

(vi) Unclaimed Dividend:

As per the applicable provisions of the Companies Act, the Company is statutorily required to transfer to the Investor Education & Protection Fund (IEPF) all dividends remaining unclaimed for a period of Seven (7) years from the date of transfer to the Unpaid Dividend Account. Once such amounts are transferred to IEPF, no claim of the shareholder shall lie against the Company or the IEPF.

Dividend for and up to the financial year ended March 31, 2012 have already been transferred to "IEPF". Details of unclaimed dividends for the financial year 2012-13 onwards, and the last date of claiming the Dividend for the respective years, are given in the Company's website www.bajajngp.com. Members are requested to take note of such due dates and claim the Unpaid Dividend well in advance of the due date (i.e. before the expiry of the seven year period).

(vii) Code of Prevention of Insider Trading:

The Company had in place a 'Code of Conduct for Prevention of Insider Trading', in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended. The said Code is posted on Company's website www.bajajngp.com.

11. SUBSIDIARY COMPANIES:

The Audit Committee reviews the consolidated financial statements of the Company. The minutes of the Board Meetings are periodically placed before the Board of Directors of the Company.

12. MEANS OF COMMUNICATION:

Website: The Company's website www.bajajngp.com contains a separate dedicated section "Investor Relations" where shareholders information is available. Full Annual Report is also available on the website in a user friendly and downloadable form.

Financial Results: The Annual, Half Yearly and quarterly results are regularly posted



by the Company on its website www.bajajngp.com These are also submitted to the Stock Exchanges in accordance with the Listing Agreement and published in Indian Express (English), Loksatta (Marathi Edition).

Annual Report : Annual Report containing inter- alia Audited Annual Accounts, Directors' Report, Management Discussion and Analysis Report, Auditors' Report, Secretarial Audit Report, Cost Audit Report and other important information is circulated to Members and other entitled thereto.

Corporate Filing: Announcements, Quarterly, Shareholding Pattern etc., of the Company regularly filed and are also available on the website of The Bombay Stock Exchange Ltd www.bseindia.com

13. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting

Date and Time	: 22nd August 2020 at 12:00 Noon Through Video Conferencing
Financial Year	: 1st April 2019 to 31st March 2020
Book Closure Date	: 15/08/2020 to 22/08/2020 (both days are inclusive)
Listing on Stock Stock	: The Company's shares are listed on the Bombay Exchange Ltd & The Calcutta Stock Exchange Ltd.

The Company has paid the Annual Listing fees for the Financial Year 2019 -20.

Scrip Code: 507944 (Bombay Stock Exchange)

14. STOCK MARKET DATA:

The Equity Shares of the Company have been listed during the year on The Bombay Stock Exchange Limited (BSE) and the Calcutta Stock Exchange Limited. The Face Value of Equity Shares of the Company is Rs 5/- per Equity Share of the Company.



Month	The Bombay Stock Exchange Limited (BSE)	
	Monthly High Price (In Rs.)	Monthly Low Price (In Rs.)
Apr 2019	288	251.25
May 2019	294	235.50
Jun 2019	278	201
Jul 2019	225	160.50
Aug 2019	202	162.05
Sep 2019	274	171.05
Oct 2019	258	213.35
Nov 2019	281	225
Dec 2019	259.10	215.05
Jan 2020	287	238.25
Feb 2020	297.95	230
Mar 2020	249	72.5

ADDRESS FOR CORRESPONDENCE OF SHAREHOLDERS/INVESTOR

For all matters relating to shares and for all matters relating to Annual Reports / Dematerialization of shares, Change of address etc be Dividend :

Sent to :

M/s Adroit Corporate Services Private Limited
1st Floor, 19/20, Jaferbhoy Industrial Estate
Makwana Road, Marol Naka,
Mumbai - 400 059
Tel : 022-28590942 / 4442/ 4428/4060
E.mail : adroits@vsnl.net

The Company Secretary
Bajaj Steel Industries Limited
C-108, MIDC Industrial Area, Hingna
Nagpur-440028
Tel : 0712-2720071-80
Fax : 0712-2728050
E.mail : cs@bajajngp.com

Share Transfer Process :

Presently, the share transfers which are received in physical form are processed and transferred by Registrar and Share Transfer Agent and the share certificates are returned within a period of 15 -20 days from the date of receipt, subject to the documents being valid and complete in all respects and confirmation in respect of the request for Dematerialization of shares is sent to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) expeditiously.



Distribution of Shareholding as on 31st March, 2020 :

Category	No. of shareholders	Percentage (%)	No. of shares	Percentage (%)
Upto-500	3709	93.50	843887	17.96
501-1000	127	3.20	194212	4.13
1001-2000	57	1.40	168308	3.58
2001-3000	12	0.30	59844	1.27
3001-4000	8	0.20	55360	1.18
4001-5000	9	0.23	82157	1.75
5001-10000	13	0.33	195110	4.15
10001 & Above	32	0.81	3101122	65.98
TOTAL	3967	100	4700000	100

Shareholding Pattern as on 31st March, 2020

Sr. No	Category	No. of Holders	No. of Shares	Percentage (%)
1.	Promoters	21	1722254	36.64
2.	Non Resident Individuals/ FIIs	273	106644	2.27
3.	Corporate Bodies	45	904748	19.16
4.	Indian Public	3523	1842188	39.2
5.	Banks /Mutual Funds	1	200	0.0042
6.	Clearing Members/ Trust etc	28	14150	0.3042
7.	IEPF	1	109016	2.32
8	Directors	4	800	0.02
	TOTAL	3896	4700000	100

NOTE: Shares of the company of face value of Rs.10 each were sub-divided into shares of face value of Rs. 5 each in the month of March 2020.

Dematerialize of Shares (as on 31st March, 2020):

Percentage of Share held in:

Physical form : 20.60%

Electronic Form with NSDL : 56.91%

Electronic Form with CDSL : 22.49%

Shares of the Company were actively traded on the Bombay Stock Exchange Limited and hence have good liquidity.



CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

We, Dr. Mahendra Kumar Sharma, Whole-time Director & Chief Executive Officer (CEO) & Shri Manish Sharma, Chief Financial Officer of M/s Bajaj Steel Industries Limited, to the best of our knowledge and belief hereby certify that

1. We have reviewed the Audited Financial Statements and the cash flow statements for the Year ended as on 31st March, 2020 and that to the best of our knowledge and belief that :

(a) These statements does not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

(b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violate of the Company's code of conduct

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and there are no deficiencies in the design or operation of internal control.

4. We have indicated to the Auditors and the Audit Committee that there are no:

(a) Significant changes in internal control during the year ended as on 31.03.2020;

(b) Significant changes in accounting policies during the year ended as on 31.03.2020 if any that the same have been disclosed in the notes of the statements;

(b)Instances of significant frauds of which we are aware, that involves management or other who have a significant role in the Company's internal control system.

Place: Nagpur

Date : 25/07/2020

Sd/-

**DR. M.K.SHARMA
WHOLE TIME DIRECTOR & CEO**

Sd/-

**MANISH SHARMA
CHIEF FINANCIAL OFFICER (CFO)**



INDEPENDENT AUDITORS' COMPLIANCE CERTIFICATE

**TO THE MEMBERS OF
BAJAJ STEEL INDUSTRIES LIMITED**

We have examined the compliance of Corporate Governance by BAJAJ STEEL INDUSTRIES LIMITED ("the Company") for the year ended on March 31, 2020, as stipulated in Regulation 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant and as per the Guidance Note on Certification of Corporate Governance issued by the institute of Chartered Accountants of India.

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representation made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year ended March 31, 2020.

We 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.

Place: Nagpur

Date: 04/07/2020

**for M/s VMSS & ASSOCIATES
CHARTERED ACCOUNTANTS**

**ADITYA SETHIA
PARTNER
Firm Registration No. 328952E**



**DECLARATION REGARDING COMPLIANCE BY THE BOARD MEMBERS
AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE
OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its Senior Management Employees and the Board of Directors including the Managing Director, Executive Directors, Non-Executive and Independent Directors.

I further confirm that the Company has obtained from all the Members of the Board and the Senior Management Personnel, affirmation that they have complied with the code of conduct of the Company.

Place: Nagpur

ROHIT BAJAJ

Date: 25/07/2020

CHAIRMAN & MANAGING DIRECTOR



BAJAJ STEEL INDUSTRIES LIMITED

PRACTISING COMPANY SECRETARIES' CERTIFICATE
ON DIRECTOR'S NON-DISQUALIFICATION

PRACTISING COMPANY SECRETARIES' CERTIFICATE ON DIRECTOR'S NON-DISQUALIFICATION TO THE MEMBERS OF BAJAJ STEEL INDUSTRIES LIMITED

This certificate is issued pursuant to clause 10 (i) of the Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide circular dated May 9, 2018 of the Securities Exchange Board of India.

We have examined the compliance of provisions of the aforesaid clause 10 (i) of the Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and to the best of our information and according to the explanations given to us by the Company, and the declarations made by the Directors, we certify that none of the directors of BAJAJ STEEL INDUSTRIES LIMITED ("the Company") CINL27100MH1961PLC011936 having its registered office at C-108, MIDC Industrial Area Hingna Nagpur-440028 have been debarred or disqualified as on March 31, 2020 from being appointed or continuing as directors of the Company by SEBI/ Ministry of Corporate Affairs or any other statutory authority.

For Siddharth Sipani & Associates
Company Secretaries

Siddharth Sipani
(Proprietor)
Memb. No. 28650, CP. No. 11193

STANDALONE

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31ST MARCH, 2020



Auditor's Report

To the Members of M/s Bajaj Steel Industries Limited

Report on the Standalone Financial Statements

To the Members of M/s Bajaj Steel Industries Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of M/s Bajaj Steel Industries Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flow for the year then ended, and Notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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



Emphasis of matter

We draw attention to Note 34 in the financial statements, which describes the economic consequences the company is facing as a result of COVID-19.

Our opinion is not modified in respect of this matter.

Information other than the Financial Statements and Auditor's Report thereon
The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Ind AS 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement,



whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

That Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- o Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- o 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- o Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- o Conclude on the appropriateness of management's use of the going concern



basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

o Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Basis of Qualified Opinion

The company could not disclose the information required under micro, small and medium Enterprises Development Act, 2006 [Note 33]

Report on Other Legal and Regulatory Requirements



1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by Section 143 (3) of the Act, we report that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The financial statements has, to the extent ascertainable, disclosed the impact of pending litigations on the financial position of the Company - Refer Note 24 to the financial statements; ;

ii. the Company does not have any material foreseeable losses on long term contracts including derivative contracts which would impact its financial position;



BAJAJ STEEL INDUSTRIES LIMITED

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Place: Nagpur (Camp)

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Date: 27th June, 2020

Aditya Sethia
Partner
Membership NO.311293
UDIN : 20311293AAAADS3509



Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2020, we report that:

(i) (a) According to the information and explanations given to us proper records showing full Particulars including quantitative details and situation of fixed assets of the Company is under compilation and updation in the new fixed assets software installed by the Company.

b) According to the information and explanation given to us, all the fixed assets including capital work in progress have not been physically verified by the management during the year nor there is a regular program of verification. Further due to COVID-19 restrictions imposed by the Government, physical verification of such assets could not be done at the close of the year.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) According to the information and explanations given to us, the management has conducted physical verification of inventory at reasonable intervals during the year to the extent possible in view of various operational limitations imposed by the Government to contain COVID-19 outbreak [Refer Note No. 34] which, in our opinion, is reasonable having regard to the size of the company and nature of its business. No material discrepancies were noticed on such verification.

(iii) The Company has not granted any loan, secured or unsecured to companies, firms or parties covered in the register maintained u/s 189 of the Companies Act, 2013.

(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 loans, investments, guarantees and securities made by the company.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections



73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended).

(vi) As certified by a Cost Accountant, the Company has maintained Cost records for the year under review, as prescribed under sub section (1) of section 148 of the Companies Act, 2013 to the extent applicable to the Company. We have however, not made a detailed examination of such records.

(vii) (a) According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, Goods and Services Tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, and no such statutory dues were outstanding as at the last day of the financial year under review for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, Goods and Services Tax, as applicable, which have not been deposited on account of any dispute except as detailed in Annexure-I.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to a financial institution, bank and Government.

(ix) The Company has raised term loan during the year under review and the same has been applied for the purpose for which it was raised.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees have been noticed or reported during the year.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, 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.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company.



(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

(xvi) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

Place: Nagpur (Camp)

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Date: 27th June, 2020

Aditya Sethia
Partner
Membership NO.311293
UDIN : 20311293AAAADS3509



Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of M/s Bajaj Steel Industries Limited ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 Companies Act, 2013.

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to



provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, (subject to Note No. 34 of the financial statement), 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.

Place: Nagpur

Date: 27th June, 2020.

For VMSS & Associates

Chartered Accountants

Firm Registration No. 328952E

Aditya Sethia

Partner

Membership NO.311293

UDIN : 20311293AAAADS3509



Annexure 1 as referred in clause [vii (b)] of the Annexure to our Report of even date for the year ended 31st March, 2020

Name of the Statute	Nature of the Dues	Amount (Lacs)	Relating to the year	Forum where dispute Pending
Central Sales Tax Act, 1956	Non submission of Forms	2.16	2001-2002	Maharashtra Sales Tax Tribunal (Mumbai)
Central Sales Tax Act, 1956	Non submission of Forms	1.83	2002-2003	Maharashtra Sales Tax Tribunal (Mumbai)
Central Sales Tax Act, 1956	Non submission of Forms	7.09	2003-2004	Deputy Commissioner, Sales Tax, Nagpur
Bombay Sales Tax Act, 1956	Non submission of Forms	2.75	2003-2004	Deputy Commissioner, Sales Tax, Nagpur
The Customs Act, 1962	Duty and Penalty on import of material	136.60	2002-2003 & 2003-2004	High Court, Nagpur
Madhya Pradesh Commercial Tax Act, 1994	Demand on regular assessment	0.27	2002-2003	Assistant Commissioner, Commercial Tax
Madhya Pradesh Entry Tax Act, 1976	Entry Tax on Stock Transferd Goods.	0.38	20102011	Deputy Commissioner, Commercial Tax (Appeal) Chindwara
Central Sales Tax Act, 1956	Non submission of H Forms	0.54	2006-2007	M.P. Commercial Tax, Appellate Tribunal (Bhoopal)

Place: Nagpur

Date: 27th June, 2020.

For VMSS & Associates

Chartered Accountants

Firm Registration No. 328952E

Aditya Sethia

Partner

Membership NO.311293

UDIN : 20311293AAAADS3509



BAJAJ STEEL INDUSTRIES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2020 (STANDALONE) (₹ in Lakhs)

Particulars	Note No.	AS AT 31.03.2020	AS AT 31.03.2019
ASSETS			
Non-current assets			
Property, plant and equipment	3	6,519	5,011
Capital work-in-progress	4	90	384
Intangible assets	5	11	11
Leased Assets	6	467	206
Financial assets			
- Investments in subsidiaries	6.1	1,028	1,028
- Deposit with Banks	6.2	0	0
- Other non-current financial assets	6.3	65	63
Deferred tax Assets (Net)	7	444	525
Other non-current assets	8	23	38
		<u>8,646</u>	<u>7,265</u>
Current assets			
Inventories	9	6,323	7,062
Financial assets			
- Investment in Shares & Securities	10.1	41	61
- Trade receivables	10.2	4,966	5,142
- Cash and cash equivalents	10.3	869	778
- Bank balance other than cash & cash equivalents	10.4	2,636	1,575
- Other Current Financial Assets	10.5	63	34
Current Tax Assets (Net)	11	(134)	12
Other current assets	12	2,144	2,974
		<u>16,907</u>	<u>17,638</u>
Total Assets		<u>25,552</u>	<u>24,903</u>
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	13	235	235
Other Equity	14	9,393	7,616
		<u>9,628</u>	<u>7,851</u>
LIABILITIES			
Non-current liabilities			
Financial liabilities			
- Borrowings	15.1	3,667	3,398
- Other financial liabilities	15.2	337	99
Non - Current Provisions	16	611	502
		<u>4,615</u>	<u>3,999</u>
Current liabilities			
Financial liabilities			
- Borrowings	17.1	3,180	4,107
- Trade payables			
- Dues of Micro enterprises and Small Enterprises		-	-
- Dues of Creditors other than Micro enterprises and Small Enterprises [Refer Note -33]		3,242	3,810
- Other financial liabilities	17.2	2,657	1,948
Other current liabilities	18	2,064	3,052
Current Provisions	19	166	136
		<u>11,309</u>	<u>13,053</u>
Total Equity and Liabilities		<u>25,552</u>	<u>24,903</u>
Corporate Information & Significant Accounting Policies:	1 & 2		
Accompanying notes to the financial statements	3 to 38		

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership NO.311293
Date : 27th June, 2020
Place: Nagpur (Camp)

Rohit Bajaj
(Chairman & Managing Director)
Mahendra K Sharma
(Director)

Sunil Bajaj
(Executive Director)
Deepak Batra
(Director)

Vinod Kr Bajaj
(Director)

Divyanshu Vyas
(Company Secretary)

Manish Sharma
(Chief Financial Officer)

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STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020
(STANDALONE) (₹ in Lakhs)

Particulars	Note No.	STANDALONE 2019-2020	STANDALONE 2018-2019
Income			
Revenue from Operations	20.1	39,012	33,254
Other Income	20.2	690	288
Total Revenue		39,702	33,542
Expenses			
Cost of materials consumed	21.1	21,544	18,987
Purchases	21.2	1	5
Manufacturing & Processing Charges	21.3	4,506	3,732
Changes in Inventories	21.4	350	(356)
Employee Benefits Expense	21.5	4,654	3,759
Selling & Distribution Expenses	21.6	2,270	2,393
Finance Costs	21.7	864	956
Depreciation & Amortization Expenses	21.8	613	361
Other Expenses	21.9	2,185	1,982
Total Expenses		36,986	31,819
Profit/(Loss) before tax		2,716	1,724
Tax Expense:			
Current Tax	22	710	436
Deferred Tax		90	464
		800	900
Profit/(Loss) for the year		1,916	824
Other comprehensive income			
As Items that will not be reclassified to profit or loss			
- Changes in fair value of Equity Instruments		(20)	-
- Remeasurement of net defined benefit liabilities		(15)	11
- Tax Expense relating to above items		9	(3)
Other comprehensive income/(Loss) for the year		(26)	8
Total comprehensive income/(Loss) for the year		1,890	831
<i>Profit/loss + other comprehensive income</i>			
Earnings per equity share	23	40.21	35.38
Basic & Diluted			
Corporate Information & Significant Accounting Policies			
Accompanying notes to the financial statements			

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership NO.311293
Date : 27 th June, 2020
Place: Nagpur (Camp)

Rohit Bajaj
(Chairman & Managing Director)
DIN No.00511745

Mahendra K Sharma
(Director)
DIN No.00519575

Divyanshu Vyas
(Company Secretary)

Sunil Bajaj
(Executive Director)
DIN No.00509786

Deepak Batra
(Director)
DIN No.02979363

Manish Sharma
(Chief Financial Officer)

Vinod Kr Bajaj
(Director)

BAJAJ STEEL INDUSTRIES LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020

Equity share capital

Particulars	Notes	As at 1st April 2019	Changes during 2019-2020	As at 31st March 2020
Authorized 30000000 (P.Y-15000000) Equity shares of ₹ 5/-(P.Y-10/-) each		1,500	-	1,500
Issued, subscribed and paid up 4700000 (P.Y-2350000) Equity shares of ₹ 5/-(P.Y-10/-) each fully paid up	13	235	-	235
		235	-	235

Other Equity

Particulars	Notes 14	Reserves and Surplus				Equity Investment Reserve (upon fair value through other comprehensive income)	Total
		Securities Premium Reserve	Capital Reserve	Retained Earnings			
				General Reserve	Surplus in the statement of Profit and Loss		
Balance as at 01.04.2019		381	152	6,500	582	1	7,616
Profit for the year		-	-	-	1,916	-	1,916
Other comprehensive income for the year		-	-	-	(11)	(15)	(26)
Total comprehensive income for the year		-	-	-	1,905	(15)	1,889
Dividends		-	-	-	(94)	-	(94)
Tax on Dividend		-	-	-	(19)	-	(19)
Transfer to General Reserve		-	-	1,500	(1,500)	-	-
Realised gains transferred to Retained Earnings		-	-	-	-	-	-
Balance as at 31.03.2020		381	152	8,000	874	(14)	9,393

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership NO.311293
Date : 27 th June, 2020
Place: Nagpur (Camp)

Rohit Bajaj (Chairman & Managing Director) DIN No.00511745	Sunil Bajaj (Executive Director) DIN No.00509786	Vinod Kr Bajaj (Director)
Mahendra K Sharma (Director) DIN No.00519575	Deepak Batra (Director) DIN No.02979363	
Divyanshu Vyas (Company Secretary)	Manish Sharma (Chief Financial Officer)	

**BAJAJ STEEL INDUSTRIES LIMITED****CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020(STANDALONE)****BAJAJ STEEL INDUSTRIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020**

₹ In lakhs)

	2019-2020	2018-2019
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before tax and extraordinary items	2,716	1,724
Adjusted for :		
Depreciation	613	361
Fixed Assets adjusted	-	19
Provision for employee benefits	124	86
Interest Expenses	864	956
	<u>4,316</u>	<u>3,146</u>
Less: adjustments for (Profit) / Loss on sale of Fixed Assets	34	(0)
Interest & Divident Received	<u>(171)</u>	<u>(130)</u>
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	4,179	3,016
Adjusted for :		
Trade Payables and advances from customers	(609)	3,273
Trade and other receivables	989	(932)
Inventories	739	(2,494)
CASH GENERATED FROM OPERATIONS	5,299	2,863
Less:Interest Paid	(864)	(956)
Direct Taxes paid / adjusted	<u>(562)</u>	<u>(430)</u>
Cash flow before extra ordinary items	<u>3,873</u>	<u>1,476</u>
Extra Ordinary items	-	-
Net cash from Operating activities (A)	3,873	1,476
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(1,683)	(798)
Leased Assets	(459)	-
Sale of Fixed Assets/Adjustment of Assets	20	7
Sale of Investments/Assets (Incl. W/off)	-	6
Interest & Dividendreceived	<u>171</u>	<u>130</u>
Net Cash from investing activities (B)	(1,951)	(656)
CASH FLOW FROM FINANCING ACTIVITIES :		
Net Proceeds from borrowings	(658)	(422)
Dividend paid (Including CDT)	<u>(113)</u>	<u>(85)</u>
Net Cash from Financing activities (C)	(772)	(507)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	1,151	313
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	2,354	2,040
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	3,504	2,354

01. Proceeds from long term and other borrowings are shown net of repayment.

02. Cash and Cash equivalents represent cash and bank balances only.

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E**Rohit Bajaj**
(Chairman & Managing Director)
DIN No.00511745**Sunil Bajaj**
(Executive Director)
DIN No.00509786**Vinod Kr Bajaj**
(Director)**Aditya Sethia**
Partner
Membership NO.311293**Mahendra K Sharma**
(Director)
DIN No.00519575**Deepak Batra**
(Director)
DIN No.02979363Date : 27 th June, 2020
Place: Nagpur (Camp) **Divyanshu Vyas**
(Company Secretary)**Manish Sharma**
(Chief Financial Officer)

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NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Bajaj Steel Industries Limited ("the Company") is a public limited company domiciled and incorporated in India and its shares are publicly traded on the Bombay Stock Exchange ("BSE") and Calcutta Stock Exchange ("CSE"). The registered office of the company is situated at C-108, MIDC Industrial Area, Nagpur - 440 028.

The principal business activities of the company is manufacturing of Cotton ginning and Pressing Machineries, Pre fabricated building structure, components and allied products, which it handles it from its "Steel division" and manufacturing of Master Batches which it handles from its "Plastic division". Presently, all the manufacturing facilities of the company are in the state of Maharashtra.

The company has wholly owned subsidiaries in the state of Alabama, USA and Uganda.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements (Separate financial statements) have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of the Companies Act, 2013.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees ("INR" or "₹") and all amounts are rounded to the nearest lacs, except as stated otherwise.

2.2 Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent



assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note 2.22. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.3 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- o Expected to be realised or intended to be sold or consumed in normal operating cycle
- o Held primarily for the purpose of trading
- o Expected to be realised within twelve months after the reporting period, or
- o Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- o It is expected to be settled in normal operating cycle
- o It is held primarily for the purpose of trading
- o It is due to be settled within twelve months after the reporting period, or
- o 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.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.4 Property, Plant and Equipment

Freehold/Leasehold land and capital work-in-progress is carried at cost. All



other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its acquisition, borrowing costs (wherever applicable). 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. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The expenditure including Pre-operative expenditure, incurred during the period of construction is charged to capital work-in-progress and on completion the cost is allocated to the respective fixed assets.

Depreciation on property, plant and equipment is calculated using the Straight Line method (SLM) for Steel Division and Written Down Value method for Plastic Division. The useful lives estimated for the major classes of property, plant and equipment are as follows:

Class of property, plant and equipment	Useful life (in years)
Buildings	30-60
Plant & Machinery	8-15
Furniture & Fixtures	10
Vehicles	8-10
Electrical Installations	10
Computer Hardware (Including Software)	3-6
Other Equipments and facilities	5



The useful lives have been determined based on technical evaluation done by the management's experts, which is same as the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost/deemed cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

2.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised on a Written Down Value Method over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period and adjusted, if appropriate. The depreciation on all the intangible assets i.e. Technical Knowhow and Patents are charged on the basis of useful life as decided by the management.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually.

2.6 Non-current assets held for sale

Non-current assets 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.

Non-current assets classified as held for sale and their related liabilities are presented separately in the balance sheet. Non-current assets are not depreciated or amortised while they are classified as held for sale.

2.7 Inventories

Raw Materials, Stores, Spares and Fuel are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on FIFO basis in case of Plastic Division and on Weighted Average basis in case of Steel division of the company.

Semi finished goods and finished goods are valued at lower of cost and net realizable value except non prime/off grade Master batches which is valued at Net Realisable value. Cost includes direct materials and a proportion of labour and manufacturing overheads based on operation of the relevant financial year.

Scrap is valued at estimated realisable value.



Traded goods are valued at cost. Cost is determined on FIFO basis.

Net realizable 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.

2.8 Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of balance Sheet, which are subject to an insignificant risk of changes in value. Bank overdrafts are shown under borrowings in the balance sheet.

2.9 Financial Instruments

A. Financial Instruments - Initial recognition and measurement

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B.1. Financial assets -Subsequent measurement

The Subsequent measurement of financial assets depends on their classification which is as follows:

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables generally do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.

c. Financial assets at fair value through OCI

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.



If the company decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

B.2. Financial assets -Derecognition

The company derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

C. Investment in subsidiaries, joint ventures and associates

Investments made by the company in subsidiaries, joint ventures and associates are measured at cost in the separate financial statements of the company.

D.1. Financial liabilities -Subsequent measurement

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

b. Financial liabilities measured at amortised cost

Interest bearing loans and borrowings taken by the company are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

D.2. Financial liabilities -Derecognition

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

E. Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position, if and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

F. Fair value measurement

The company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on presumption that the transaction to sell the asset or transfer the liability takes place either:

" In the principal market for the assets or liability or

" In the absence of a principal market, in the most advantageous market



for the asset or liability.

The principal or the most advantageous market must be accessible to the company. The company uses valuation technique that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2.10 Revenue Recognition

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

The specific recognition criteria for the various types of the company's activities are described below:

Sale of Goods

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods and the amount of revenue can be measured reliably.

Sale of Services

Revenue from sale of services is recognised as per the terms of the contract with buyer based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage of completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

Other Operating Income

Incentives on exports and other Government incentives related to operations are recognised in the statement of profit & loss on receipt of such incentives.

Interest income

Interest income from debt instruments (including Fixed Deposits) is recognised using the effective interest rate method. The effective interest rate is that rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Other Income

Other Income is accounted for on accrual basis except, where the receipt of



income is uncertain.

2.11 Foreign currency transactions

Foreign currency transactions are translated into Indian rupee using the exchange rates prevailing on the date of the transaction. Foreign exchange gains and losses resulting from the settlement of these transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

2.12 Employee benefits

Short Term employee benefits

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

Post employment benefits

(a) Defined contribution plans

The company pays provident fund contribution to publicly administered provident funds as per the local regulations. The contributions are accounted for as defined contribution plans and are recognised as employee benefit expense when they are due.

(b) Defined benefit plans

The liabilities recognised in the balance sheet in respect of defined benefit plan, namely gratuity and leave pay, are the present value of the defined benefit obligation at the end of the year less the fair value of plan assets, if any. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation 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 fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

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

2.13 Finance Costs

Borrowing costs that are attributable to ongoing capital expenditure of the company are charged to property, plant and equipment as a part of the cost of such capitalisation.



Other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.14 Leases:-

Company as a lessee:

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. The Company's lease asset classes primarily comprise of lease for land, building, Machineries and vehicles. At the commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease.

Lease liability and ROU asset are separately presented in the Balance Sheet and lease payments are classified as financing cash flows.

2.15 Taxes

Current Tax

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or



equity is recognised in other comprehensive income or equity, respectively.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.

Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

2.16 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the company has present determined obligations as a result of past events and an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

2.17 Earnings per share

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating Diluted earnings per share, the net profit or loss



for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.18 Customs

Liability on account of Customs Duty on Imported materials is accounted in the year in which the goods are cleared from customs.

2.19 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the company, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.20 Exceptional items

Exceptional items refer to items of income or expense within statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the company.

2.21 Impairment of assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

2.22 Critical accounting estimates

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's



assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Intangible assets

The company tests whether intangible assets have suffered any impairment on an annual basis. The recoverable amount of a cash generating unit is determined based on value in use calculations which require the use of assumptions.

Recoverability of Trade Receivable and provision for the same

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment. The provision for debtors is done for those debtors which are outstanding for more than three years.

3 PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS BLOCK			DEPRECIATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
LAND- Freehold	33	-	33	-	-	-	33	33
BUILDING	3,895	726 (70)	4,551	488	139 (19)	608	3,943	3,407
PLANT & MACHINERY	2,383	1,053	3,435	1,047	224	1,270	2,165	1,336
FURNITURE & FIXTURES	73	33	106	33	6	39	67	40
VEHICLES	213	132 (13)	333	84	29 (10)	102	230	130
EQUIPMENTS AND FACILITIES	129	32	162	64	17	80	81	65
TOTAL	6,726	1,976 (83)	8,619	1,715	414 (30)	2,100	6,519	-
PREVIOUS YEAR FIGURES	6,329	645 (42)	6,932	1,371	361 (17)	1,715	-	5,011

4 CAPITAL WORK IN PROGRESS

Particulars	GROSS BLOCK			DEPRECIATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
BUILDING	199	381 (515)	65	-	-	-	65	199
FURNITURE & FIXTURES	5	2 (7)	-	-	-	-	-	5
PLANT AND MACHINERY	159	26 (159)	25	-	-	-	25	159
PRE-OPERATIVE EXPENSES	21	3 (25)	-	-	-	-	-	21
TOTAL	384	412 (706)	90	-	-	-	90	-
PREVIOUS YEAR FIGURES	231	216 (63)	384	-	-	-	-	384

5 INTANGIBLE ASSETS

Particulars	GROSS BLOCK			AMORTIZATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
TECHNICAL KNOW HOW	21	-	21	10	-	10	10	10
PATENTS	0	-	0	0	0	0	0	0
TOTAL	21	-	21	10	0	10	10	-
PREVIOUS YEAR FIGURES	21	-	21	11	-	11	-	11

6 LEASED ASSETS

Particulars	GROSS BLOCK			AMORTIZATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
LEASEHOLD LAND	206	-	206	-	-	-	206	206
RIGHT TO USE - #	-	459	459	-	198	198	261	-
TOTAL	206	459	665	-	198	198	467	-
PREVIOUS YEAR FIGURES	206	-	206	-	-	-	-	206

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BAJAJ STEEL INDUSTRIES LIMITED



BAJAJ STEEL INDUSTRIES LIMITED

NOTES TO THE ACCOUNT

FINANCIAL ASSETS - NON CURRENT

6.1 INVESTMENT IN SUBSIDIARIES

In Capital of wholly Owned Foreign Subsidiaries (Unquoted)

	AS AT 31.03.2020 ₹	AS AT 31.03.2019 ₹
Bajaj Coneagle LLC [Paid up Value USD-1668000]	1,027	1,027
Bajaj Steel Industries (U) Limited [Paid up value (UGX)-5000000]	<u>1</u> 1,028	<u>1</u> 1,028

6.2 DEPOSIT WITH BANKS

In Fixed Deposit Account (Pledged)	0	0
	<u>0</u>	<u>0</u>

6.3 OTHER NON-CURRENT FINANCIAL ASSETS

Security Deposits	65	63
	<u>65</u>	<u>63</u>

7 DEFERRED TAX ASSETS (NET)

Deferred Tax Assets relating to		
- Fixed Assets	(66)	110
- Employee Benefits	196	186
- Provision for doubtful debts	188	177
- Others	126	52
	<u>444</u>	<u>525</u>

8 OTHER NON-CURRENT ASSETS

(Unsecured, considered good)		
Capital Advances	18	38
Other	5	-
	<u>23</u>	<u>38</u>

9 INVENTORIES

(As certified by the management)		
Stores, spares and fuel	342	273
Raw Materials (In transit ₹85.29/- Lacs ; P.Y ₹271.28/-Lacs)	3,997	4,455
Semi-finished Goods	1,379	1,812
Finished Goods	605	522
Traded Goods	-	0
	<u>6,323</u>	<u>7,062</u>

FINANCIAL ASSETS-CURRENT

10.1 INVESTMENTS IN SHARES & SECURITIES

In units of mutual funds (unquoted)		
IIFL-Income Opportunities Fund (FV ₹10)	41	61
	<u>41</u>	<u>61</u>
Repurchase value of units of mutual funds	41	61

**BAJAJ STEEL INDUSTRIES LIMITED****NOTES TO THE ACCOUNTS.....**

	AS AT 31.03.2020	AS AT 01.04.2019
	₹	₹
10.2 TRADE RECEIVABLES		
(Unsecured, Considered Good unless otherwise stated)		
Due for more than six months	1701	754
Others	3,265	4,388
	<u>4,966</u>	<u>5,142</u>
Credit Impaired		
Due for more than six months	746	607
Less: Provision for doubtful debts	746	607
	<u>-</u>	<u>-</u>
	<u>4,966</u>	<u>5,142</u>
Includes Due from foreign Subsidiaries	12	105
Secured	1,042	1,076
10.3 CASH AND CASH EQUIVALENTS		
Balances with Banks :		
In Current Account	279	317
In Fixed Deposit Account	557	411
Cheques in hand	23	37
Cash-in-hand	10	13
	<u>869</u>	<u>778</u>
10.4 BANK BALANCE OTHER THAN CASH & CASH EQUIVALENTS		
Unclaimed Dividend Account	20	20
Fixed Deposit Account (Pledged)	2,625	1,555
	<u>2,636</u>	<u>1,575</u>
10.5 OTHER CURRENT FINANCIAL ASSETS		
(Unsecured, Considered Good)		
Deposits	53	17
Advances Recoverable in cash	10	16
	<u>63</u>	<u>34</u>
11 CURRENT TAX ASSETS (NET)		
Taxation advance and refundable (Net of provisions)	(134)	12
12 OTHER CURRENT ASSETS		
(Unsecured, considered good)		
Balances with Government Authorities	1,313	2,150
Advances recoverable in kind or for value to be received	831	823
	<u>2,144</u>	<u>2,974</u>
13 EQUITY SHARE CAPITAL		
Authorised :		
30000000 (PY 15000000) Equity shares of Rs.5 (PY ₹ 10/-)each	1,500	1,500
Issued, Subscribed and Paid up :		
4700000 (PY 2350000) Equity shares of Rs. 5 (PY ₹ 10/-) each fully paid up	235	235
	<u>235</u>	<u>235</u>



BAJAJ STEEL INDUSTRIES LIMITED

NOTES TO THE ACCOUNTS.....

	As at 31-Mar-20	As at 31-Mar-19
a) Reconciliation of the number of shares outstanding is as follows :		
Equity Shares	Nos.	Nos.
At the beginning of the year	0,350,000	0,350,000
Add:-Splitting of Shares during the year	0,350,000	-
At the end of the year	4,700,000	0,350,000

	As at 31.03.2020		As at 31.03.2019	
b) Details of shareholders holding more than 5% of the Equity Shares in the company:	Nos.	% holding	Nos.	% holding
Bajaj Exports Pvt. Ltd.	407,600	9.10	013,800	9.10
Vidarbha Tradelinks Pvt. Ltd.	418,000	8.89	009,000	8.89
Smt Gayatri Devi Bajaj	310,454	6.61	155,007	6.61

- c) **Term /Rights attached to Equity Shares**
The company has only one class of equity shares having a par value of ` 5/- (P.Y.Rs. 10/-) per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.
- d) The Board of Directors, in its meeting on 07th June, 2020, have proposed a final dividend of ` 0/- per equity share for the financial year ended 31st March 2020. The proposal is subject to the approval of the shareholders at the Annual General Meeting to be held and if approved, would result in a cash outflow of ` 94.00 lacs.

	AS AT 31.03.2020	AS AT 31.03.2019
14 OTHER EQUITY		
Capital Reserve		
As per last account	150	150
	150	150
Securities Premium	381	381
Retained Earnings		
General Reserve		
As per last Account	6,500	5,800
Less: Amount transferred from/to surplus in Profit & Loss Account	1,500	700
	8,000	6,500
Surplus in the statement of Profit and Loss		
Balance as per last Account	580	536
Profit for the year	1,916	804
Less: Appropriations		
Transfer to General Reserve	(1,500)	(700)
Remeasurement of net defined benefit liabilities	(11)	8
Dividends	(94)	(71)
Tax on Dividend	(19)	(14)
Transfer from FVTOCI Reserve	-	0
	874	580
Total Retained Earnings	8,874	7,080
Equity Investment Reserve		
As per last Account	1	1
Changes in fair value of equity instruments	(15)	-
Less: Transfer to Retained Earnings upon realisation	-	(0)
TOTAL	(14)	1
	9,393	7,616
Nature of Reserves		
Securities Premium		

Security Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.



NOTES TO THE ACCOUNTS

FINANCIAL LIABILITIES-NON CURRENT

	AS AT 31.03.2020	AS AT 31.03.2019
	₹	₹

General Reserve

The General reserve is used from time to time for transfer of profits from surplus in statement of Profit and Loss for appropriation purposes.

Capital Reserve

This reserve represents the subsidy from Government and amount received upon reissue of forfeited shares and upon forfeiture of share warrants.

Equity Investment Reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.

15.1 BORROWINGSSecured Loan**A** Term Loans:From Others

SIEMENS FINANCIAL SERVICES PVT. LTD.:

Secured against hypothecation of Machines financed by them.

Terms of Repayment:

	244	57
--	-----	----

` 66,25,136 /- Under 36 EMI Scheme

` 178,13,627 /- Under 60 EMI Scheme

B Vehicle Loan

From Banks:

ICICI Bank Ltd.

103	61
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Secured against hypothecation of vehicles financed by them.

Terms of Repayment:

` 88,31,160 /- Under 36 EMI Scheme

` 14,26,146 /- Under 60 EMI Scheme

UNSECURED LOANS

From Related Parties

3,435	3,317
-------	-------

3,782

3,435

115

37

3,667

3,398

Less : Current Maturity (Refer Note No. 17.2)

15.2 OTHER FINANCIAL LIABILITIES

Trade Deposit

84	84
----	----

Retention Money

9	15
---	----

Lease Liabilities

104	-
-----	---

Other Liabilities

140	-
-----	---

337

99

16 NON CURRENT PROVISIONS

Provision for Employee Benefits:

- Gratuity

478	392
-----	-----

- Leave Pay

133	110
-----	-----

611

502



Notes of the Account Financial Liabilities-Current	AS AT 31.03.2020 ₹	AS AT 31.03.2019 ₹
17.1 BORROWINGS		
Loans Repayable on Demand		
Secured		
(i) Working Capital Loans from:		
a) IDBI Bank Ltd.	803	675
Secured by first charge on entire current assets (Present and future) of Master Batch unit of Superpack division of the Company, equitable mortgage on the building, structures and machineries situated at Company's premises at Sausar and charge on Plot Nos B12, B12/1, B/13, B13/1, B14, B14/1 at MIDC Industrial Estate, Hingna, Nagpur held in the name of a related Company and corporate guarantee of the said related Company and also by personal guarantee of a Director and C.E.O of Superpack Division of the Company.		
b) AXIS Bank Limited		
Secured by first charge on entire current assets of Steel Division of the Company, present & Future, collateral security by way of extension of exclusive second charge on the entire moveable and immoveable fixed assets, present and future, situated at plot No- G-10B, Butibori, MIDC, Nagpur and assets acquired out of term loan-1 installed at C-10B, G-6 & G-7 Hingna Nagpur and exclusive second charge on the fixed asset acquired out of term loan-2 and by personal guarantee of the Managing and Executive Director of the Company.		
- Rupee Loan	1,745	1,982
- Foreign Currency Loan	-	702
(ii) Overdraft Facilities		
HDFC Bank Limited	172	187
- Secured by pledge of certain Fixed Deposit Receipts		
UNSECURED		
From Related Parties	460	562
	3,180	4,107
17.2 OTHER FINANCIAL LIABILITIES		
Current maturities of long-term borrowings (Refer Note No. 15.1)	115	37
Interest accrued but not due on borrowings	1	4
Unclaimed Dividends	20	20
Lease Liabilities	156	-
Other Liabilities	2,364	1,887
	2,657	1,948
18 OTHER CURRENT LIABILITIES		
Advance from customers	1,814	2,822
Statutory liabilities	210	208
Other liabilities	40	21
	2,064	3,052
19 CURRENT PROVISIONS		
Provision for Employee Benefits:		
- Gratuity	121	99
- Leave Pay	45	37
	166	136



Notes of the Account

	AS AT 31.03.2020 ₹	AS AT 31.03.2019 ₹
20.1 REVENUE FROM OPERATIONS		
(a) Sale of products		
Finished Goods	37,470	32,298
Traded Goods	3	12
(b) Sale of Services	1,253	703
(c) Other Operating Revenue		
Scrap Sales	286	241
	<u>39,012</u>	<u>33,254</u>
<u>Details of products sold</u>		
<u>Finished Goods:</u>		
a) DR Gin	2,108	3,145
b) Bale Press Machine	5,461	4,224
c) Auto Feeder	436	528
d) Automation Parts	2,390	3,435
e) Pre Engineerd Building	2,218	1,775
f) Electrical Panel	2,568	936
g) Saw Gin Equipments & Parts	14,235	6,776
h) Delinting Equipments & Parts	268	192
i) Rotary Knife Equipments & parts	-	1,545
j) Master Batches	6,018	7,726
k) Spare parts & Others	1,770	2,017
	<u>37,470</u>	<u>32,298</u>
<u>Traded Goods:</u>		
Liliput Gins	2	4
Masterbatches	0	8
	<u>3</u>	<u>12</u>
<u>Detail of sale of services:</u>		
Errrection and Commissioning Charges	561	325
Income from Civil construction (Net)	36	46
Income from sale of Licences	427	218
Duty Drawback	228	115
	<u>1,253</u>	<u>703</u>
20.2 OTHER INCOME		
Interest	171	130
Profit on sale of Fixed Assets (Net)	-	0
Foreign Exchange Variation (Net)	315	-
Miscellaneous Income	195	113
Provision for Doubtful debts written back	8	15
	<u>690</u>	<u>288</u>
21.1 COST OF MATERIALS CONSUMED		
(a) Steel Division		
Iron and Steel	5,935	5,743
Castings	1,722	1,762
Ball Bearings	766	534
Electricals	2,108	1,315

**BAJAJ STEEL INDUSTRIES LIMITED**

Pipe & Fittings	602	554		
Transmission	748	601		
Hydraulics	1,142	879		
Others	3,608	1,959		
(b) Plastic Division				
Polymers	2,550	3,362		
Mineral Powders	1,318	1,399		
Chemicals	743	887		
	<u>21,544</u>	<u>18,987</u>		
	<u>₹</u>	<u>%</u>	<u>₹</u>	<u>%</u>
Imported	3,637	16.88	3,039	16.01
Indigeneous	17,907	83.12	15,947	83.99
	<u>21,544</u>	<u>100.00</u>	<u>18,987</u>	<u>100.00</u>
21.2 PURCHASES				
Liliput Gins	1	2		
Masterbatches	-	3		
	<u>1</u>	<u>5</u>		
21.3 MANUFACTURING & PROCESSING EXPENSES				
Stores and spares consumed (indigenous)	1,743	1,243		
Power & Fuel	349	294		
Job work charges	605	462		
Errection and Commissioning Charges	425	304		
Technical Fees	575	518		
Processing charges	808	911		
	<u>4,506</u>	<u>3,732</u>		
21.4 CHANGES IN INVENTORIES	2019-2020	2018-2019		
Opening Stock :	₹	₹		
Finished Goods	522	657		
Work-in-progress	1,812	1,315		
Traded Goods	0	5		
	<u>2,334</u>	<u>1,978</u>		
Less: Closing Stock:				
Finished Goods	605	522		
Work-in-progress	1,379	1,812		
Traded Goods	-	0		
	<u>1,984</u>	<u>2,334</u>		
	<u>350</u>	<u>(356)</u>		
21.5 EMPLOYEE BENEFIT EXPENSES				
Salary and allowances	4,128	3,265		
Directors' Remuneration	313	289		
Contribution to Provident & Other Funds	116	120		
Staff welfare expenses	97	85		
	<u>4,654</u>	<u>3,759</u>		



BAJAJ STEEL INDUSTRIES LIMITED

The disclosures required under Ind. AS-19:Employees Benefit, notified in the company's (Accounting standard) Rules, 2015 are

Defined Contribution Plan (₹ in lacs)

Contribution to Defined Contribution Plan, recognised are charged off for the year are as under:

	2019-2020	2018-2019
Employer's Contribution to Provident & Pension Fund	115.97	120.48

Defined Benefit Plan

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

a. Movement in present value of defined benefit obligations	2019-2020		2018-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Present value of obligation at the beginning of the year	491.14	146.76	445.75	116.95
Service Cost	50.98	47.62	43.49	37.60
Interest Cost	37.89	11.25	34.36	8.94
Remeasurement - Actuarial (gains)/losses	31.68	(16.80)	0.25	(10.18)
Benefit paid	(12.08)	(11.09)	(32.71)	(6.55)
Present value of obligation at the end of the year	599.61	177.74	491.14	146.76
b. Reconciliation of fair value of assets and obligation				
Present value of obligation at the end of year	599.61	177.74	491.14	146.76
Fair Value of Plan assets as at the end of the year	-	-	-	-
Net Liability recognised in Balance Sheet	599.61	177.74	491.14	146.76
c. Amount recognised in the Statement of profit & loss under Employee Benefit Expenses				
Service Cost	50.98	47.62	43.49	37.60
Interest Cost	37.89	11.25	34.36	8.94
Expected return on plan asset	-	-	-	-
Net expenses recognised in the statement of profit and loss	88.87	58.87	77.85	46.54
d. Amount recognised in the other comprehensive income				
Return on plan assets				
Actuarial (gains)/losses arising from change in demographic assumptions				
Actuarial (gains)/losses arising from change in financial assumptions	31.68	-16.80	0.25	-10.89
Actuarial (gains)/losses arising from experience adjustments	18.35	12.52	0.25	1.91
Net Expenses recognised in the other comprehensive income	31.68	-16.80	0.25	-10.89
e. The weighted-average assumption used to determine net periodic benefit cost are set out below:				
Mortality Table (L I C)	2012-14 (ultimate)	2012-14 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)
Interest rate for discounting	6.5%-6.75%	6.5%-6.75%	7.75%	7.75%
Rate of escalation in salary (per annum)	7.5% -8%	7.5% -8%	8.00%	8.00%
Weighted average duration of defined benefit obligation	3 Years	3 Years	3 Years	3 Years

the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Maturity profile of defined benefit obligation:	Gratuity (₹ in lacs)	Leave Pay (₹ in lacs)
Within 1 year	121.37	44.97
1-2 Year	29.68	8.3
2-3 Year	21.55	8.3
3-4 Year	8.66	4.58
4-5 Year	10.48	1.79
above 5 years	407.87	109.8
	<u>599.61</u>	<u>177.74</u>

**BAJAJ STEEL INDUSTRIES LIMITED**

	2019-2020	2018-2019
NOTES TO THE ACCOUNTS.....	₹	₹
21.6 SELLING & DISTRIBUTION EXPENSES		
Freight & Other Expenses	855	755
Sales Commission	1,121	1,176
Royalty Expenses	216	349
Discount on sales	25	41
Sales Promotion Expenses	54	71
	<u>2,270</u>	<u>2,393</u>
21.7 FINANCE COSTS		
Interest :		
- On Term Loans	51	11
- Fixed/Trade Deposits	3	4
- Others	707	818
Finance Cost on lease liabilities	48	-
Loan Processing & Other Financial Charges	60	133
	<u>868</u>	<u>966</u>
Less:- Related to Capital Work in Progress	<u>5</u>	<u>9</u>
	<u>864</u>	<u>956</u>
21.8 DEPRECIATION & AMORTIZATION EXPENSES		
Depreciation relating to-		
- Property Plant & Equipments	414	361
- Intangible Assets	0	0
- Leased Assets	198	-
	<u>613</u>	<u>361</u>
21.9 OTHER EXPENSES		
Rent	92	244
Rates and Taxes	39	27
Insurance	60	55
Travelling and Conveyance	617	413
Repairs and Maintenance :		
To Machineries	43	48
To Building	177	62
To Others	142	90
Directors' Fees	2	2
Auditors' Remuneration :		
For Statutory Audit	19	16
For Internal Audit	0	0
For Tax Audit	4	3
For Other Services	2	1
Legal & Professional Fees	187	187
Miscellaneous Expenses	519	453
Irrecoverable Balances Written off	87	274
Provision for Doubtful Debts	147	34



BAJAJ STEEL INDUSTRIES LIMITED

Items relating to previous year	12	12
Loss on sale of Fixed Assets (Net)	34	-
CSR Expenses	3	-
Impairment of Assets	-	18
Assets Written off	-	4
Foreign Exchange Variation (Net)	-	38
	<u>2,185</u>	<u>1,982</u>
Corporate Social Responsibility (CSR)		
Particulars	Amount (₹) FY-2019-2020	Amount (₹) FY-2018-2019
i) Average Net profit of the Company for last three Financial year	673	(32)
ii) Prescribed CSR expenditure (2% of the (i) above)	13	-
iii) CSR expenditure spent	3	-
22 TAX EXPENSES		
Current tax		
Income Tax	680	435
Tax Adjustments	30	1
	<u>710</u>	<u>436</u>
Deferred Tax		
Deferred Tax	90	464
	<u>800</u>	<u>900</u>

(i) The major components of tax expense for the years ended 31 March 2019 and 31 March 2020 are:

	<u>2019 - 2020</u>	<u>2018 - 2019</u>
Current Tax:		
Current tax expenses for current year	680	435
Current tax expenses pertaining to prior periods	30	1
	<u>710</u>	<u>436</u>
Deferred tax	90	464
Total tax expense reported in the statement of profit or loss	<u>800</u>	<u>900</u>

(ii) The reconciliation of estimated income tax expense at statutory income tax rate to income tax expenses reported in statement of profit and loss is as follows:

	<u>2019 - 2020</u>	<u>2018 - 2019</u>
Profit before income taxes	2,716	1,724
At statutory income tax rate	25.168%	29.120%
Expected Income Tax expenses	683	502
Tax effects of adjustments to reconcile expected income tax expense to reported income tax expense		
Income exempt from tax	-	-
Non deductible expenses for tax purposes (Net)	(22)	(78)
Income under other heads - exempt	-	-
Tax pertaining to prior periods	30	1
Others (Net)	109	475
Total Income Tax expenses	<u>800</u>	<u>900</u>



BAJAJ STEEL INDUSTRIES LIMITED

(iii) Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2020 is as follows:

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
Deferred Tax Assets in relation to:				
Fixed Assets	110	(176)	-	(66)
Employee Benefits	186	14	(4)	196
Provision for doubtful debts	177	11	-	188
Fiscal allowance of unabsorbed losses	-	-	-	-
Others	52	80	(5)	126
Net Deferred Tax Assets	525	(72)	(9)	444

(iv) Significant components of net deferred tax assets and liabilities for the year ended on 31st March, 2019 is as follows:

	Opening Balance	Recognised/ reversed through Profit and Loss	Recognised/ reversed in other comprehensive income	Closing Balance
Deferred Tax Assets in relation to:				
Fixed Assets	598	(488)	-	110
Employee Benefits	186	(3)	3	186
Provision for doubtful debts	166	11	-	177
Fiscal allowance of unabsorbed losses	-	-	-	-
Others	41	10	-	52
Net Deferred Tax Assets	992	(470)	3	525

**NOTES TO THE ACCOUNTS.....****23. EARNINGS PER SHARE**

The "Earnings per share (EPS)" has been calculated as specified in IND AS-33 on "Earning per share" prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below,

For Calculating Basic and Diluted earning per share	<u>2019-2020</u>	<u>2017-2018</u>
a) Profits attributable to equity holders of the company	1,890	831
b) Weighted average number of equity shares used as the denominator in calculating EPS (No) Opening	2,350,000	23,50,000
Add - On account of Splitting of shares	<u>2,350,000</u>	<u>-</u>
	<u>4,700,000</u>	<u>2,350,000</u>
c) Basic and Diluted EPS [a/b]	40.21	35.38
	(F.V-Rs. 5/-)	(F.V-Rs/ 10/-)

24 COMMITMENTS AND CONTINGENCIES**a. Other Commitments**

Estimated amount of contracts to be executed on Capital accounts and not provided for ₹144.72 Lacs (P.Y. ₹239.40 Lacs), advance there against ₹17.77 Lacs (P.Y. ₹38.08 Lacs).

b. Contingent liabilities

Contingent liabilities (not provided for) in respect of :- (₹In Lacs)	2019-2020	2018-2019
	(₹ in lacs)	(₹ in lacs)
a) Customs Duty	136.60	136.60
b) Sales Tax	21.04	21.04
c) Entry Tax	0.50	0.50

25 On the basis of physical verification of assets, as specified in Indian Accounting Standard - 36 and cash generation capacity of those assets, in the management perception, there is no impairment of such assets as appearing in the balance sheet as on 31.03.2020.

26 Certain Balances under Advance from Customers, Trade Payables, Capital Advances, Trade Receivables and Advances Recoverable in cash or in kind or value to be received are subject to Confirmation.



27 FINANCIAL INSTRUMENTS

27.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31st March, 2020 were as follows:
(₹ in lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amor-tised Cost	Total carry-ing value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)		-	-	-	-	-
- Mutual Funds	10.1	-	41	-	41	41
Non Current Deposits with Banks	-	-	-	0	0	0
Trade Receivables	10.2	-	-	4,966	4,966	4,966
Cash & Cash Equivalents	10.3	-	-	3,505	3,505	3,505
Other Non Current Financial Assets	6.3	-	-	128	128	128
Total Financial Assets		-	41	8,599	8,640	
Financial Liabilities						
Borrowings	15.1 & 17.1	-	-	6,847	6,847	6,847
Trade Payables	0	-	-	3,242	3,242	3,242
Other financial liabilities	15.2 & 17.3	-	-	2,994	2,994	2,994
Total Financial Liabilities	-	-	-	13,083	13,083	

The carrying value of financial instruments by categories as on 31st March, 2019 were as follows:
(₹ in lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amor-tised Cost	Total carry-ing value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)		-	-	-	-	-
- Mutual Funds	10.1	-	61	-	61	61
Non Current Deposits with Banks	-	-	-	0	0	0
Trade Receivables	10.2	-	-	5,142	5,142	5,142
Cash & Cash Equivalents	10.3	-	-	2,353	2,353	2,353
Other Non Current Financial Assets	6.3	-	-	97	97	97
Total Financial Assets		-	61	7,593	7,654	
Financial Liabilities						
Borrowings	15.1 & 17.1	-	-	7,505	7,505	7,505
Trade Payables	18.2	-	-	3,810	3,810	3,810
Other financial liabilities	16.2 & 18.3	-	-	2,047	2,047	2,047
Total Financial Liabilities		-	-	13,362	13,362	

**Management estimations and assumptions**

- a) The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- b) The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:
- (i) The fair values of the quoted shares and unquoted mutual funds are based on NAVs at the reporting date.

27.2 Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

(₹ in lacs)

Particulars	Note Reference	Fair value measurement at end of the reporting period/year using			
		Level 1	Level 2	Level 3	Level 4
As on 31st March, 2020					
Financial Assets					
Mutual funds	10.1	41	-	-	41
Equity Instruments (other than subsidiary, Joint ventures)	-	-	-	-	-
As on 31st March, 2019					
Financial Assets					
Mutual funds	10.1	61	-	-	61
Equity Instruments (other than subsidiary, Joint ventures)	-	-	-	14	14

Level 1: Quoted Prices in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company's policy is to recognize transfers into and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

27.3 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations.



The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to various financial risks: market risk, credit risk and liquidity risk. The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact on its financial performance. The senior management of the company oversees the management of these risks. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

28. CAPITAL MANAGEMENT

The following are the objectives of Capital management policy of the company:

- (i) Safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) Maintain an optimal capital structure to reduce the cost of capital

As a part of capital management strategy, the company may adjust the amount of dividends paid to shareholders, issue new shares, raise debt capital or sell assets to reduce debt. The company monitors capital basis a gearing ratio which is calculated by dividing the total borrowings by total equity. The company's strategy is to maintain a gearing ratio as possible as lower. In order to achieve this overall objective, the company ensures to meet its financial covenants attached to the interest bearing loans and borrowings. There have never been any breaches in financial covenants of any interest bearing loans and borrowings in the past and also in the current period.

29. RELATED PARTY TRANSACTIONS

Related parties and transactions with them as specified in the Accounting Standard-18 on "Related Party Disclosures" issued by the ICAI has been identified and given below;

1. Enterprises where Control Exists: Bajaj Coneagle LLC (Wholly Owned Foreign Subsidiary Bajaj Steel Industries (U) Limited (Wholly Owned Foreign Subsidiary))

2. Other Related parties with whom the Company had transactions:

(a) Key Management personnel and their relatives: Shri Rohit Bajaj (Chairman cum Managing Director), Shri Sunil Bajaj (Executive Director), Shri Ashish Bajaj (CEO of Superpack Division), Shri Vinod Kr. Bajaj (Director) Dr. M.K. Sharma (Director and CEO of the Company), Sri Manish Sharma (CFO), Shri Divyanshu Vyas (Company Secretary).

Relatives :- Smt Devika Bajaj, Sri Lav Bajaj,

(b) Enterprises over which Key Management personnel and their relatives are able to exercise Significant Influence-

Associated Biscuit Company Limited, Bajaj Chemoplast (I) Limited, Bajaj Trade Development Limited, Bajaj Exports Private Limited, Rohit Polytex Limited, Prosperous Finance Services Limited, Ampee Textiles Private Limited, Twinstar Plasticcoats Private Limited, Bajaj Global Limited, Vidarbha Tradelinks Pvt. Limited, Glycosic Merchants Private Limited, Xerxes Traders Pvt. Ltd., Bajaj Marketing Services, Rohit Machines & Fabricators Limited, Gangalaxmi Agrotech Limited, Gangalaxmi Industries Ltd, Luk Technical Services Pvt Limited, Luk Plastcon Limited, Plast Master Batches Limited, Luk Infrastructure Private Limited, Tashi India Limited, Luk Bedrocks Private Limited, Nagpur Infotech Pvt. Ltd, Bajaj Polymix Ltd., Luk Bricks Pvt. Ltd., Bajaj Polyblends Pvt. Ltd, Bajaj Superpack Ltd, Bajaj Gintech Pvt. Ltd., Bajaj Plastics Pvt. Ltd., Bajaj Reinforcement LLP, Liberson Agencies Pvt. Ltd., Ridhi Vinimay Pvt. Ltd., Sidhi Vinimay Pvt. Ltd. and Bajaj Cotgin Pvt. Ltd.



BAJAJ STEEL INDUSTRIES LIMITED

Transactions with related parties:-

(₹ in lacs)

Nature of Transactions	Wholly Owned Foreign Subsidiary		Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence		Key Management Personnel and their relatives	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Income						-
Rent	-	-	-	1.44	-	-
Service Charge	-	-	1.78	1.10	-	-
Sales	1,063.19	1,345.84	1006.63	1,243.61	-	-
Consideration for Transfer of Contract	-	10.79	-	-	-	-
Job Work Charges	-	-	70.90	18.22	-	-
Commission	-	-	-	-	-	-
Expenses-						
Furniture Hire Charges	-	-	1.80	1.80	-	-
Interest	-	-	295.18	260.18	-	-
Jobwork Charges	-	-	92.53	85.83	-	-
Processing Charges	-	-	808.05	910.55	-	-
Purchase	2,541.25	1,342.85	903.38	169.67	-	-
Rent	-	-	261.75	233.68	-	-
Labour Suppiy Charges	-	-	1880.66	1,307.19	-	-
Vehicle Expenses	-	-	78.00	13.00	-	-
Legal & Professional Fees	-	-	16.31	18.05	-	-
Electricity & Water Charges	-	-	-	-	-	-
Service Charge	-	-	-	-	-	-
Remuneration	-	-	-	-	430.37	415.71
Sitting Fees	-	-	-	-	0.30	0.25
Balance at the end of the year						
Debtors	12.14	105.33	160.48	104.04	-	-
Creditors	385.24	-	998.85	1,027.96	-	-
Machinery Finance	-	-	252.43	-	-	0.33
Advances (Dr)	9.73	16.39	-	-	0.55	-
Advances (Cr)	176.63	-	-	-	2.71	-
Loan Taken	-	-	3,434.69	3,878.67	-	-
Loan Given	-	-	-	-	6.09	7.15
Investments	-	-	-	-	-	-

The table below describes the compensation to key managerial personnel:

Particulars	Year Ended 31 March, 2020	Year Ended 31 March, 2019
Short term employee benefits	402.24	388.30
Post employment benefits	-	-
Defined contribution plan*	28.13	27.41
Defined benefit plan	-	-
Other long term benefit	-	-
	<u>430.37</u>	<u>415.71</u>

NOTES TO THE ACCOUNTS

30. Segment Revenue, Results and Capital Employed

Particulars	Steel Division		Plastic Division		Total of Segments		Unallocated		Total	
	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019
Revenue - Domestic	13,258	12,715	6,087	7,765	19,345	20,480	-	-	19,345	20,480
- Export	20,357	13,063	-	-	20,357	13,063	-	-	20,357	13,063
Less: Inter-Segment Revenue	-	-	-	-	-	-	-	-	-	-
Total Revenue	33,615	25,778	6,087	7,765	39,702	33,543	-	-	39,702	33,543
Result										
Profit before Interest, Tax, Depreciation and Extra-Ordinary Items	4,166	2,598	26	461	4,192	3,060	-	-	4,192	3,060
Less: Depreciation	611	358	2	3	613	361	-	-	613	361
Less: Impairment of Assets	-	-	-	18	-	18	-	-	-	18
Less: Interest Expenses	410	468	454	488	864	956	-	-	864	956
Add/ (Less) : Extra Ordinary Items	-	-	-	-	-	-	-	-	-	-
Provision for Taxation										
- Current Tax									680	435
- Deferred Tax									90	464
- Tax Adjustments (Incl. Tr. Through OCI)									56	(7)
Net Profit									1,890	832
Other Information										
Segment Assets	21,549	20,316	3,693	4,051	25,242	24,367	1,031	2,487	26,273	26,854
Segment Liabilities	12,166	13,238	3,758	3,814	15,924	17,052	1,165	2,476	17,089	19,528
Capital Expenditure	2,389	859	-	2	2,389	8,607	-	-	2,389	8,607
Depreciation	611	358	2	3	613	361	-	-	613	361

NOTES:-

Items of expenses and income, assets and liabilities (including borrowings), deferred tax assets/liabilities and advances, which are not directly attributable/identifiable/allocable to business segments are shown as unallocated.



BAJAJ STEEL INDUSTRIES LIMITED

31 ASSETS SECURED FOR BORROWINGS

The carrying amounts of assets secured for current and non current borrowings is given in the following table

Particulars	Notes	31st March, 2020	31st March, 2019
Non Current Assets			
Property, Plant and Equipments (Including CWIP)		6,020	4,906
Total		6,020	4,906
Current Assets			
Trade Receivables		4,966	5,142
Cash and Cash Equivalents		2,636	1,575
Inventories		6,323	7,062
Other Current Assets		2,248	3,069
Total		16,173	16,848

32 Inventories of raw materials include obsolete and slow moving stock, cost whereof was Rs.389.05 Lacs (P.Y.271.93 lacs), being carried at estimated net realisable value of Rs. 77.81 Lacs (P.Y.Rs. 82.84 lacs). The profit for the year is lower by Rs.311.24 Lacs (P.Y. Rs.209.09 lacs) due to this.

33 In absence of adequate information relating to the suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, the Company is unable to identify such suppliers, hence the information required under the said Act, cannot be ascertained.

34 The outbreak of Corona Virus Disease (COVID-19) has severely impacted and triggered significant disruptions to businesses worldwide, leading to an economic slowdown. Significant disruptions primarily include interruptions in production, supply chain disruptions, unavailability of personnel, closure of offices/facilities, decline in demand, liquidity and working capital issues, reduced movement of inventory, decline in selling prices, etc. The company has to the best of its abilities considered impact of COVID-19 while preparing these financial statements and accordingly reviewed the following possible effects:

- there is no material uncertainty on the ability of the company to continue as a going concern,
- there is no material adjustments required to be done in the carrying amounts of the assets and liabilities as on March 31, 2020.
- there is no material event/circumstance happened due to COVID-19 as on the date of approval of these financial statements that require specific adjustments/disclosures in these financial statements. However, the company shall continue to closely monitor any material changes arising of future economic conditions and its impact on the business.

	2019-2020	2018-2019
36 a) DF Value of Imports		
Capital Goods	397	3
Raw Material	4,031	3,036
b) Earnings in Foreign Currency		
FOB Value of Exports	19,690	12,651
c) Expenditure in Foreign Currency		
Traveling & Freight Expenses	379	166
Commission	692	627
Tender Fees	1	1
Membership and Subscription	4	2
Repairs & Maintenance	1	-
Legal & Consultancy charges (Technical Fees)	705	535
Testing & Inspection	1	-
Business Promotion Expenses	8	2
Insurance & Registration Fees	8	6
Freight Expenses	5	40
Bank Charges	8	66

NOTES TO THE ACCOUNTS.....

37 The Company has decided to opt for the lower tax regime of 22% plus surcharge and cess available for corporate entities from current financial year onwards and also get exemption from payment of Minimum Alternate Tax (MAT) under the regime.

- 38 a) Previous year figures above are indicated in brackets.
b) Previous year figure have been regrouped/rearranged, wherever found necessary.

In terms of our Report of even date attached herewith

Signature to notes 1 to 38.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328992E

Rohit Bajaj
(Managing Director)
DIN No.00511745

Sunil Bajaj
(Executive Director)
DIN No.00509766

Vinod Kr. Bajaj
(Director)
DIN No.00519541

Aditya Sethia
Partner
Membership NO.311293
UDIN:

Mahendra K. Sharma
(Director)
DIN No.00519575

Deepak Batra
(Director)
DIN No.02979063

Place: Nagpur (Camp)
Date : 27th June, 2020

(Chyvaneshu Vyasa)
Company Secretary

(Mansh Sharma)
Chief Financial Officer

CONSOLIDATED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31ST MARCH, 2020



AUDITOR'S REPORT

To the Board of Directors of M/s BAJAJ STEEL INDUSTRIES LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of M/s BAJAJ STEEL INDUSTRIES LIMITED (here in after referred to as Company) and its foreign subsidiaries (the Company and its subsidiaries together referred to as " the group") which comprises the consolidated Balance Sheet as at March 31, 2020, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Emphasis of matter

We draw attention to Note 35 in the financial statements, which describes the economic consequences the company is facing as a result of COVID-19.

Our opinion is not modified in respect of this matter.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated



cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group 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; the 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the consolidated Financial Statements

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

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

- o Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- o 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

o Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

o Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

o Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Basis of Qualified Opinion

The company is not disclosing the information required under micro, small and medium Enterprises Development Act, 2006 [Note 34]

Opinion

In our opinion and to the best of our information and according to the explanations given to us except for the effects of matter described in the Basis of Qualified Opinion paragraph, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and jointly controlled entities as at 31st March, 2020, and their consolidated profit and their consolidated cash flows for the year ended on that date.



Other Matters

We did not audit the financial statement of the subsidiary companies. The financial statements of the subsidiary companies are not required to be audited under the law of the country where the subsidiary companies operates. Hence, our review is based on the duly certified financial statement of the subsidiary companies received from the Management.

Report on Other Legal and Regulatory Requirements

1. 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;

c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) in our opinion, the aforesaid consolidated financial Statement comply with the Accounting Standards notified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) on the basis of written representations received from the directors of the Holding Company as on March 31, 2020, and taken on record by the Board of Directors of the Holding Company none of the directors of the Group Companies is disqualified as on March 31, 2020, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013;

f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The consolidated financial statements has, to the extent ascertainable, disclosed the impact of pending litigations on the consolidated financial position of the Group,
- Refer Note 24 to the financial statements;



b. There are no provisions, as required under the applicable law or accounting standards, that need to be made for material foreseeable losses or on long-term contracts including derivative contracts.

c. 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 company.

Place: Nagpur

Date: 27th June, 2020.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership NO.311293
UDIN : 20311293AAAADT3862



ANNEXURE - A TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of M/s Bajaj Steel Industries Limited ("the Company") as of 31 March 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide



a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, (subject to Note No. 35 of the financial statement), 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.

Place: Nagpur
Date: 27th June, 2020

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership NO.311293
UDIN : 20311293AAAADT3862



Annexure 1 as referred in clause [vii (b)] of the Annexure to our Report of even date for the year ended 31st March, 2020

Name of the Statute	Nature of the Dues	Amount (Lacs)	Relating to the year	Forum where dispute Pending
Central Sales Tax Act, 1956	Non submission of Forms	2.16	2001-2002	Maharashtra Sales Tax Tribunal (Mumbai)
Central Sales Tax Act, 1956	Non submission of Forms	1.83	2002-2003	Maharashtra Sales Tax Tribunal (Mumbai)
Central Sales Tax Act, 1956	Non submission of Forms	7.09	2003-2004	Deputy Commissioner, Sales Tax, Nagpur
Bombay Sales Tax Act, 1956	Non submission of Forms	2.75	2003-2004	Deputy Commissioner, Sales Tax, Nagpur
The Customs Act, 1962	Duty and Penalty on import of material	136.60	2002-2003 & 2003-2004	High Court, Nagpur
Madhya Pradesh Commercial Tax Act, 1994	Demand on regular assessment	0.27	2002-2003	Assistant Commissioner, Commercial Tax
Madhya Pradesh Entry Tax Act, 1976	Entry Tax on Stock Transferd Goods.	0.38	20102011	Deputy Commissioner, Commercial Tax (Appeal) Chindwara
Central Sales Tax Act, 1956	Non submission of H Forms	0.54	2006-2007	M.P. Commercial Tax, Appellate Tribunal (Bhoopal)

Place: Nagpur

Date: 27th June, 2020.

For VMSS & Associates

Chartered Accountants

Firm Registration No. 328952E

Aditya Sethia

Partner

Membership NO.311293

UDIN : 20311293AAAADT3862



BAJAJ STEEL INDUSTRIES LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020 (₹ in Lakhs)

Particulars	Note No.	As on 31st March 2020	As on 31st March 2019
ASSETS		₹	₹
Non-current assets			
Property, plant and equipment	3	6,687	5,171
Capital work-in-progress	4	90	384
Intangible assets	5	11	11
Leased Assets	6	467	206
Financial assets			
- Deposit with Banks	6.1	0	0
- Other non-current financial assets	6.2	205	108
Deferred tax Assets (Net)	7	443	525
Other non-current assets	8	23	38
		<u>7,925</u>	<u>6,441</u>
Current assets			
Inventories	9	7,480	7,762
Financial assets			
- Investment in Shares & Securities	10.1	41	61
- Trade receivables	10.2	5,139	5,513
- Cash and cash equivalents	10.3	1,387	1,223
- Bank balance other than cash & cash equivalents	10.4	2,636	1,576
- Other Current Financial Assets	10.5	53	17
Current Tax Assets (Net)	11	49	151
Other current assets	12	2,227	3,242
		<u>19,012</u>	<u>19,544</u>
Total Assets		<u>26,935</u>	<u>25,985</u>
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	13	235	235
Other Equity	14	9,961	7,837
		<u>10,196</u>	<u>8,072</u>
LIABILITIES			
Non-current liabilities			
Financial liabilities			
- Borrowings	15.1	3,667	3,398
- Other financial liabilities	15.2	337	99
Non - Current Provisions	16	611	502
		<u>4,615</u>	<u>3,998</u>
Current liabilities			
Financial liabilities			
- Borrowings	17.1	3,180	4,107
- Trade payables			
- Dues of Micro enterprises and Small Enterprises		-	-
- Dues of Creditors other than Micro enterprises and Small Enterprises [Refer Note -33]		3,042	4,044
- Other financial liabilities	17.2	2,678	1,965
Other current liabilities	18	3,058	3,665
Current Provisions	19	166	136
		<u>12,124</u>	<u>13,916</u>
Total Equity and Liabilities		<u>26,935</u>	<u>25,985</u>
Corporate Information & Significant Accounting Policies:	1 & 2		
Accompanying notes to the financial statements	3 to 38		

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership NO.311293
Place: Nagpur (Camp)
Date: 27th June, 2020.
UDIN: 20311293AAAADT3862

Rohit Bajaj
(Chairman & Managing Director)
Mahendra K Sharma
(Director)
Divyanshu Vyas
(Company Secretary)

Sunil Bajaj
(Executive Director)
Deepak Batra
(Director)

Vinod Kr Bajaj
(Director)

Manish Sharma
(Chief Financial Officer)

**BAJAJ STEEL INDUSTRIES LIMITED**

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

(₹ in Lakhs)

Particulars	Note No.	2019-2020	2018-2019
		₹	₹
Income			
Revenue from Operations	20.1	41,456	37,681
Other Income	20.2	898	507
Total Revenue		<u>42,353</u>	<u>38,188</u>
Expenses			
Cost of materials consumed	21.1	22,930	21,972
Purchases	21.2	1	5
Manufacturing & Processing Charges	21.3	4,540	3,740
Changes in Inventories	21.4	350	(356)
Employee Benefits Expense	21.5	4,908	4,136
Selling & Distribution Expenses	21.6	2,497	2,753
Finance Costs	21.7	868	975
Depreciation & Amortization Expenses	21.8	624	382
Other Expenses	21.9	2,469	2,311
Total Expenses		<u>39,188</u>	<u>35,917</u>
Profit/(Loss) before tax		<u>3,166</u>	<u>2,271</u>
Tax Expense:	22		
Current Tax		712	436
Deferred Tax		80	464
		<u>802</u>	<u>900</u>
Profit/(Loss) for the year		<u>2,364</u>	<u>1,371</u>
Other comprehensive income			
A) Items that will not be reclassified to profit or loss:			
- Changes in fair value of Equity Instruments		(20)	-
- Remeasurement of net defined benefit liabilities		(15)	11
- Tax Expense relating to above items		9	(3)
Other comprehensive income/(Loss) for the year		<u>(26)</u>	<u>8</u>
Total comprehensive income/(Loss) for the year <i>(Profit/ loss + other comprehensive income)</i>		<u>2,338</u>	<u>1,379</u>
Earnings per equity share Basic & Diluted	23	49.75	58.67
Corporate Information & Significant Accounting Policies Accompanying notes to the financial statements	1 & 2 3 to 38		

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership NO.311293
Place: Nagpur (Camp)
Date: 27th June, 2020.

Rohit Bajaj
(Chairman & Managing Director)
Mahendra K Sharma
(Director)
Divyanshu Vyas
(Company Secretary)

Sunil Bajaj
(Executive Director)
Deepak Batra
(Director)

Vinod Kr Bajaj
(Director)

Manish Sharma
(Chief Financial Officer)

BAJAJ STEEL INDUSTRIES LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020

Equity share capital

Particulars	Notes	As at 1st April 2019	Changes during 2019-2020	As at 31st March 2020
Authorized 3000000 (P.Y-15000000) Equity shares of ` 5/(P.Y-10/-) each		1,500	-	1,500
Issued, subscribed and paid up 700000 (P.Y-2350000) Equity shares of ` 5/(P.Y-10/-) each fully paid up	13	235	-	235
		235	-	235

Other Equity

Particulars	Notes	Reserves and Surplus				Foreign Currency Translation Reserve	Equity Investment Reserve (upon fair value through other comprehensive income)	Total
		Securities Premium Reserve	Capital Reserve	Retained Earnings				
	1			General Reserve	Surplus in the statement of Profit and Loss			
Balance as at 01.04.2019		381	152	6,500	763	0	1	7,837
Profit for the year		-	-	-	2,360	-	-	2,360
Other comprehensive income for the year		-	-	-	(11)	-	(15)	(26)
Total comprehensive income for the year		-	-	-	2,353	-	(15)	2,338
Dividends		-	-	-	(90)	-	-	(90)
Tax on Dividend		-	-	-	(19)	-	-	(19)
Foreign Currency Translation Reserve		-	-	-	-	(100)	-	(100)
Transfer to General Reserve		-	-	1,500	(1,500)	-	-	-
Realised gains transferred to Retained Earnings		-	-	-	-	-	-	-
Balance as at 31.03.2020		381	152	8,000	1,500	(59)	(100)	9,961

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Rohit Bajaj
(Managing Director)
DIN No.00511705

Sunil Bajaj
(Executive Director)
DIN No.00509786

Vinod Kr. Bajaj
(Director)
DIN No.00519501

Aditya Sethia
Partner
Membership No.311293

Mahendra K. Sharma
(Director)
DIN No.00519575

Deepak Batra
(Director)
DIN No.02979363

Date : 27th June, 2020
Place: Nagpur (Camp)

(Divyanshu Vyas)
Company Secretary

(Manish Sharma)
Chief Financial Officer

**BAJAJ STEEL INDUSTRIES LIMITED****CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020**

(Rsin Lakhs)	2019-2020	2018-2019
	₹	₹
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before tax and extraordinary items	3,166	2,271
Adjusted for :		
Depreciation	624	382
Fixed Assets adjusted	-	19
Provision for employee benefits	124	86
Interest Expenses	868	975
	<u>4,782</u>	<u>3,734</u>
Less: adjustments for (Profit) / Loss on sale of Fixed Assets	34	(0)
Interest & Divident Received	(173)	(130)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	<u>4,643</u>	<u>3,603</u>
Adjusted for :		
Trade Payables and advances from customers	(657)	2,839
Trade and other receivables	1,272	(1,573)
Inventories	282	(2,051)
CASH GENERATED FROM OPERATIONS	<u>5,541</u>	<u>2,817</u>
Less: Interest Paid	(868)	(975)
Direct Taxes paid / adjusted	(608)	(441)
Cash flow before extra ordinary items	<u>4,064</u>	<u>1,401</u>
Extra Ordinary items	-	-
Net cash from Operating activities (A)	<u>4,064</u>	<u>1,401</u>
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(1,702)	(806)
Leased Assets	(459)	-
Sale of Fixed Assets	20	7
Sale of Investments/Assets (Incl. W/off)	-	6
Foreign Currency Translation Reserve	(100)	(57)
Interest & Dividend received	173	130
Net Cash from investing activities (B)	<u>(2,068)</u>	<u>(719)</u>
CASH FLOW FROM FINANCING ACTIVITIES :		
Net Proceeds from borrowings	(658)	(422)
Dividend paid (Including CDT)	(113)	(85)
Net Cash from Financing activities (C)	<u>(772)</u>	<u>(507)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+ B+ C)	<u>1,224</u>	<u>174</u>
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>2,799</u>	<u>2,625</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>4,023</u>	<u>2,799</u>

01. Proceeds from long term and other borrowings are shown net of repayment.

02. Cash and Cash equivalents represent cash and bank balances only.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership NO.311293
Place: Nagpur (Camp)
Date: 27th June, 2020.

Rohit Bajaj
(Chairman & Managing Director)

Mahendra K Sharma
(Director)

Divyanshu Vyas
(Company Secretary)

Sunil Bajaj
(Executive Director)

Deepak Batra
(Director)

Manish Sharma
(Chief Financial Officer)

Vinod Kr Bajaj
(Director)



NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Bajaj Steel Industries Limited ("the Company") is a public limited company domiciled and incorporated in India and its shares are publicly traded on the Bombay Stock Exchange ("BSE") and Calcutta Stock Exchange ("CSE"). The registered office of the company is situated at C-108, MIDC Industrial Area, Nagpur - 440028.

The principal business activities of the company is manufacturing of Cotton ginning and Pressing Machineries, Pre fabricated building structure, components and allied products, which it handles it from its "Steel division" and manufacturing of Master Batches which it handles from its "Plastic division". Presently, all the manufacturing facilities of the company are in the state of Maharashtra.

The company has wholly owned subsidiaries in the state of Alabama, USA and Uganda.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1(a) Basis of preparation-For Indian Company

The financial statements (Separate financial statements) have been prepared on accrual basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of the Companies Act, 2013.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees ("INR" or " ₹ ") and all amounts are rounded to the nearest lacs, except as stated otherwise.

2.1(b) Basis of preparation-For Foreign Subsidiaries

- a) The financial statements of Bajaj Coneagle LLC are prepared as per US GAAP.
- b) The financial Statements of Bajaj Steel Industries (U) Ltd. are prepared as per International Accounting Standard of Uganda.

Principles of Consolidation

The Consolidated Financial Statements include the financial statements of Bajaj Steel Industries Limited and its subsidiaries. The Consolidated Financial Statements of the Group have been prepared in accordance with Accounting Standard AS - 21 'Consolidated Financial Statements', issued by the Institute of Chartered Accountants of India ('ICAI') and notified pursuant to the Companies (Accounting Standards) Rules, 2006. The Consolidated Financial Statements are prepared on the following basis:

- i) Consolidated Financial Statements normally include consolidated Balance Sheet, consolidated statement of Profit & Loss, consolidated statement of Cash flows and notes



to the Consolidated Financial Statements that form an integral part thereof. The Consolidated Financial Statements are presented, to the extent possible, in the same format as that adopted by the parent for standalone financial statements.

ii) The Consolidated Financial Statements include the financial statements of the Company and its subsidiaries.

iii) The Consolidated Financial Statements have been combined on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses after eliminating inter-group balances / transactions and resulting elimination of unrealised profits in full. The amounts shown in respect of Foreign Currency Translation Reserve denotes the accumulated resulting exchange differences on consolidation of the foreign subsidiaries.

iv) Notes to the Consolidated Financial Statements represents notes involving items which are considered material and are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the Consolidated Financial Statements. Further, additional statutory information disclosed in separate financial statements of the subsidiary and / or a parent having no bearing on the true and fair view of the Consolidated Financial Statements have not been disclosed in the Consolidated Financial Statements.

2.2 Estimates and Judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note 2.22. Accounting estimates could change from period to period. Actual results may differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.3 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- o Expected to be realised or intended to be sold or consumed in normal operating cycle
- o Held primarily for the purpose of trading
- o Expected to be realised within twelve months after the reporting period, or
- o Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period



All other assets are classified as non-current.

A liability is current when:

- o It is expected to be settled in normal operating cycle
- o It is held primarily for the purpose of trading
- o It is due to be settled within twelve months after the reporting period, or
- o 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.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.4 Property, Plant and Equipment

Freehold/Leasehold land and capital work-in-progress is carried at cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price, any costs directly attributable to its acquisition, borrowing costs (wherever applicable). 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. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The expenditure including Pre-operative expenditure, incurred during the period of construction is charged to capital work-in-progress and on completion the cost is allocated to the respective fixed assets.

Class of property, plant and equipment	Useful life (in years)
Buildings	30-60
Plant & Machinery	8-15
Furniture & Fixtures	10
Vehicles	8-10
Electrical Installations	10
Computer Hardware (Including Software)	3-6
Other Equipments and facilities	5



The useful lives have been determined based on technical evaluation done by the management's experts, which is same as the lives as specified by Schedule II to the Companies Act, 2013. The residual values are not more than 5% of the original cost/deemed cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit and loss when the asset is derecognised.

2.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment loss.

On transition to Ind AS, the company has elected to continue with the carrying value of all its intangible assets recognised as at 1st April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised on a Written Down Value Method over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period and adjusted, if appropriate. The depreciation on all the intangible assets i.e. Technical Knowhow and Patents are charged on the basis of useful life as decided by the management.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually.

2.6 Non-current assets held for sale

Non-current assets 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.

Non-current assets classified as held for sale and their related liabilities are presented separately in the balance sheet. Non-current assets are not depreciated or amortised while they are classified as held for sale.

2.7 Inventories

Raw Materials, Stores, Spares and Fuel are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on FIFO basis in case of Plastic Division and on Weighted Average basis in case of Steel division of the company.

Semi finished goods and finished goods are valued at lower of cost and net realizable value except non prime/off grade Master batches which is valued at Net Realisable value. Cost includes direct materials and a proportion of labour and manufacturing



overheads based on operation of the relevant financial year.

Scrap is valued at estimated realisable value.

Net realizable 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.

2.8 Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits maturing within twelve months from the date of balance Sheet, which are subject to an insignificant risk of changes in value. Bank overdrafts are shown under borrowings in the balance sheet.

2.9 Financial Instruments

A. Financial Instruments -Initial recognition and measurement

Financial assets and financial liabilities are recognised in the company's statement of financial position when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial assets and liabilities at initial recognition. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

B.1. Financial assets -Subsequent measurement

The Subsequent measurement of financial assets depends on their classification which is as follows:

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit and loss include financial assets held for sale in the near term and those designated upon initial recognition at fair value through profit or loss.

b. Financial assets measured at amortised cost

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables generally do not carry any interest and are stated at their nominal value as reduced by appropriate allowance for estimated irrecoverable amounts based on the ageing of the receivables balance and historical experience. Additionally, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Individual trade receivables are written off when management deems them not to be collectible.

c. Financial assets at fair value through OCI

All equity investments, except investments in subsidiaries, joint ventures and associates, falling within the scope of Ind AS 109, are measured at fair value through Other Comprehensive Income (OCI). The company makes an irrevocable election on an instrument by instrument basis to present in other comprehensive income subsequent changes in the fair value. The classification is made on initial recognition and is irrevocable.

If the company decides to designate an equity instrument at fair value through OCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI.



B.2. Financial assets -Derecognition

The company derecognises a financial asset when the contractual rights to the cash flows from the assets expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Upon derecognition of equity instruments designated at fair value through OCI, the associated fair value changes of that equity instrument is transferred from OCI to Retained Earnings.

C. Investment in subsidiaries, joint ventures and associates

Investments made by the company in subsidiaries, joint ventures and associates are measured at cost in the separate financial statements of the company.

D.1. Financial liabilities -Subsequent measurement

The Subsequent measurement of financial liabilities depends on their classification which is as follows:

a. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, if any.

b. Financial liabilities measured at amortised cost

Interest bearing loans and borrowings taken by the company are subsequently measured at amortised cost using the effective interest rate method (EIR). Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are integral part of the EIR. The EIR amortised is included in finance costs in the statement of profit and loss.

D.2. Financial liabilities -Derecognition

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

E. Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position, if and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

F. Fair value measurement

The company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on presumption that the transaction to sell the asset or transfer the liability takes place either:

" In the principal market for the assets or liability or

" In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the company.

The company uses valuation technique that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of



relevant observable inputs and minimising the use of unobservable inputs.

2.10 Revenue Recognition

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

The specific recognition criteria for the various types of the company's activities are described below:

Sale of Goods

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods and the amount of revenue can be measured reliably.

Sale of Services

Revenue from sale of services is recognised as per the terms of the contract with buyer based on stage of completion when the outcome of the transactions involving rendering of services can be estimated reliably. Percentage of completion method requires the Company to estimate the services performed to date as a proportion of the total services to be performed.

Other Operating Income

Incentives on exports and other Government incentives related to operations are recognised in the statement of profit & loss on receipt of such incentives.

Interest income

Interest income from debt instruments (including Fixed Deposits) is recognised using the effective interest rate method. The effective interest rate is that rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Other Income

Other Income is accounted for on accrual basis except, where the receipt of income is uncertain.

2.11 Foreign currency transactions

Foreign currency transactions are translated into Indian rupee using the exchange rates prevailing on the date of the transaction. Foreign exchange gains and losses resulting



from the settlement of these transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

2.12 Employee benefits

Short Term employee benefits

Liabilities for wages, salaries and other employee benefits that are expected to be settled within twelve months of rendering the service by the employees are classified as short term employee benefits. Such short term employee benefits are measured at the amounts expected to be paid when the liabilities are settled.

Post employment benefits

(a) Defined contribution plans

The company pays provident fund contribution to publicly administered provident funds as per the local regulations. The contributions are accounted for as defined contribution plans and are recognised as employee benefit expense when they are due.

(b) Defined benefit plans

The liabilities recognised in the balance sheet in respect of defined benefit plan, namely gratuity and leave pay, are the present value of the defined benefit obligation at the end of the year less the fair value of plan assets, if any. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation 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 fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

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

2.13 Finance Costs

Borrowing costs that are attributable to ongoing capital expenditure of the company are charged to property, plant and equipment as a part of the cost of such capitalisation.

Other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.14 Leases:-

Company as a lessee:

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether



a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. The Company's lease asset classes primarily comprise of lease for land, building, Machineries and vehicles.

At the commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease.

Lease liability and ROU asset are separately presented in the Balance Sheet and lease payments are classified as financing cash flows.

2.15 Taxes

Current Tax

The current tax expense for the period is determined as the amount of tax payable in respect of taxable income for the period, based on the applicable income tax rates.

Current tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date.



Deferred tax relating to items recognised in other comprehensive income or equity is recognised in other comprehensive income or equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

2.16 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the company has present determined obligations as a result of past events and an outflow of resources embodying economic benefits will be required to settle the obligations. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent liability is not recognised but disclosed in the notes to the accounts, unless the probability of an outflow of resources is remote.

A contingent asset is generally neither recognised nor disclosed.

2.17 Earnings per share

The Basic earnings per share (EPS) is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating Diluted earnings per share, the net profit or loss for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.18 Customs

Liability on account of Customs Duty on Imported materials is accounted in the year in which the goods are cleared from customs.

2.19 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the company, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.20 Exceptional items

Exceptional items refer to items of income or expense within statement of profit and loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the company.

2.21 Impairment of assets

The company assesses, at each reporting date, whether there is an indication that an



asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

2.22 Critical accounting estimates

Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Intangible assets

The company tests whether intangible assets have suffered any impairment on an annual basis. The recoverable amount of a cash generating unit is determined based on value in use calculations which require the use of assumptions.

Recoverability of Trade Receivable and provision for the same

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment. The provision for debtors is done for those debtors which are outstanding for more than three years.

3 PROPERTY, PLANT & EQUIPMENT :

(In Lakhs)

Particulars	GROSS BLOCK			DEPRECIATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
LAND- Freehold	33	-	33	-	-	-	33	33
BUILDING	4,015	726 (70)	4,671	502	142 (19)	625	4,046	3,513
PLANT & MACHINERY	2,404	1,071	3,476	1,055	227	1,282	2,194	1,349
FURNITURE & FIXTURES	75	33	108	34	6	40	68	41
VEHICLES	270	132 (13)	389	116	32 (10)	138	251	154
EQUIPMENTS AND FACILITIES	152	32	184	71	18	89	95	81
TOTAL	6,849	1,995 (83)	6,861	1,778	425 (30)	2,174	6,687	-
PREVIOUS YEAR FIGURES	6,339	652 (42)	6,949	1,413	382 (12)	1,779	-	5,171

4 CAPITAL WORK IN PROGRESS

Particulars	GROSS BLOCK			DEPRECIATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
BUILDING	212	381 (515)	78	-	-	-	78	212
FURNITURE & FIXTURES	5	2 (7)	-	-	-	-	-	5
PLANT AND MACHINERY	159	26 (159)	25	-	-	-	25	159
PRE-OPERATIVE EXPENSES	8	3 (25)	(14)	-	-	-	(14)	8
TOTAL	384	412 (708)	90	-	-	-	90	-
PREVIOUS YEAR FIGURES	231	216 (63)	384	-	-	-	-	384

5 INTANGIBLE ASSETS

Particulars	GROSS BLOCK			AMORTIZATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
TECHNICAL KNOW HOW	21	-	21	10	-	10	10	10
PATENTS	0	-	0	0	0	0	0	0
TOTAL	21	-	21	11	0	11	11	-
PREVIOUS YEAR FIGURES	21	-	21	11	-	11	-	11

6 LEASED ASSETS

Particulars	GROSS BLOCK			AMORTIZATION			NETBLOCK	
	As at 31.03.2019	Additions/ (Deductions)	As at 31.03.2020	Up to 31.03.2019	For the year/ (Adjustments)	Up to 31.03.2020	As at 31.03.2020	As at 31.03.2019
LEASEHOLD LAND	206	-	206	-	-	-	206	206
RIGHT TO USE - #	-	459	459	-	198	198	261	-
TOTAL	206	459	665	-	198	198	467	-
PREVIOUS YEAR FIGURES	206	-	206	-	-	-	-	206

a) On adoption of IND AS-116

b) Right to use above related to Building Machineries and Vehicles

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NOTES TO THE ACCOUNTS.....	AS AT <u>31.03.2020</u>	AS AT <u>31.03.2019</u>
	(In lakhs)	
<u>FINANCIAL ASSETS - NON CURRENT</u>		
6.1 DEPOSIT WITH BANKS		
In Fixed Deposit Account <input type="checkbox"/> Pledged	0	0
	<u>0</u>	<u>0</u>
6.2 OTHER NON-CURRENT FINANCIAL ASSETS		
Security Deposits	205	108
	<u>205</u>	<u>108</u>
7 DEFERRED TAX ASSETS <input type="checkbox"/> NET		
Deferred Tax Assets relating to		
<input type="checkbox"/> Fixed Assets	66	110
<input type="checkbox"/> Employee Benefits	196	186
<input type="checkbox"/> Provision for doubtful debts	188	177
<input type="checkbox"/> Others	125	52
	<u>443</u>	<u>525</u>
8 OTHER NON-CURRENT ASSETS		
<input type="checkbox"/> Unsecured, considered good,		
Capital Advances	18	38
Other Assets	5	-
	<u>23</u>	<u>38</u>
9 INVENTORIES		
(As certified by the management)		
Stores, spares and fuel	342	273
Raw Materials (In transit ` 85.29 Lacs; P.Y ` 271.28 Lacs)	5,154	5,154
Semi-finished Goods	1,379	1,812
Finished Goods	605	522
Traded Goods	-	0
	<u>7,480</u>	<u>7,762</u>
<u>FINANCIAL ASSETS-CURRENT</u>		
10.1 INVESTMENTS IN SHARES & SECURITIES		
<u>In units of mutual funds (unquoted)</u>		
IIFL-Income Opportunities Fund (FV ₹10)	41	61
	<u>41</u>	<u>61</u>
Repurchase value of units of mutual funds	41	61
10.2 TRADE RECEIVABLES		
(Unsecured, Considered Good unless otherwise stated)		
Due for more than six months	1,701	754
Others	3,437	4,759
	<u>5,139</u>	<u>5,513</u>
<i>Credit Impaired</i>		
Due for more than six months	746	607
Less: Provision for doubtful debts	746	607
	<u>-</u>	<u>-</u>
	<u>5,139</u>	<u>5,513</u>
Secured	1,042	1,076



10.3 CASH AND CASH EQUIVALENTS

Balances with Banks :		
In Current Account	788	757
In Fixed Deposit Account	557	411
Cheques in hand	23	37
Cash-in-hand	20	18
	1,387	1,223

10.4 BANK BALANCE OTHER THAN CASH & CASH EQUIVALENTS

Unclaimed Dividend Account	20	20
Fixed Deposit Account (Pledged)	2,615	1,555
	2,636	1,576

10.5 OTHER CURRENT FINANCIAL ASSETS

(Unsecured, Considered Good)		
Deposits	53	17
Advances Recoverable in cash	-	-
	53	17

11 CURRENT TAX ASSETS (NET)

Taxation advance and refundable (Net of provisions)	49	151
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12 OTHER CURRENT ASSETS

(Unsecured, considered good)		
Balances with Government Authorities	1,320	2,169
Advances recoverable in kind or for value to be received	907	1,073
	2,227	3,242

13 EQUITY SHARE CAPITAL

Authorised :		
30000000 (P.Y-15000000) Equity shares of ` 5/- (P.Y-`10/-) ea	1,500	1,500
Issued, Subscribed and Paid up :		
4700000 (P.Y-2350000) Equity shares of ` 5/- (P.Y-`10/-) each fully paid up.	235	235

a) Reconciliation of the number of shares outstanding is as follows :	As at	As at
	31-Mar-20	31-Mar-19
Equity Shares	Nos.	Nos.
At the beginning of the year	2,350,000	2,350,000
Add:-Splitting of Shares during the year	2,350,000	-
At the end of the year	4,700,000	2,350,000

b) **Details of shareholders holding more than 5% of the Equity**

Shares in the company:	As at 31.03.2020		As at 31.03.2019	
Name of Shareholder	Nos.	% holding	Nos.	% holding
Bajaj Exports Pvt. Ltd.	427,600	9.10	213,800	9.10
Vidarbha Tradelinks Pvt. Ltd.	418,000	8.89	209,000	8.89
Smt Gayatri Devi Bajaj	310,454	6.61	155,227	6.61

c) **Term /Rights attached to Equity Shares**

The company has only one class of equity shares having a par value of ` 5/- (P.Y-Rs. 10/-) per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) The Board of Directors, in its meeting on 27th June, 2020, have proposed a final dividend of ₹ 2/- per equity share for the financial year ended 31st March 2020. The proposal is subject to the approval of the shareholders at the Annual General Meeting to be held and if approved, would result in a cash outflow of ₹ 4 lacs.



BAJAJ STEEL INDUSTRIES LIMITED

	AS AT 31.03.2020	AS AT 31.03.2019
14 OTHER EQUITY		
Capital Reserve		
As per last account	152	152
	<u>152</u>	<u>152</u>
Securities Premium	<u>381</u>	<u>381</u>
Retained Earnings		
General Reserve		
As per last Account	6,500	5,800
Less: Amount transferred from/to surplus in Profit & Loss Account	1,500	700
	<u>8,000</u>	<u>6,500</u>
Surplus in the statement of Profit and Loss		
Balance as per last Account	764	169
Profit for the year	2,364	1,371
Less: Appropriations		
Transfer to General Reserve	(1,500)	(700)
Remeasurement of net defined benefit liabilities	(11)	8
Dividends	(94)	(71)
Tax on Dividend	(19)	(14)
Transfer from FVTOCI Reserve	-	0
	<u>1,505</u>	<u>764</u>
Total Retained Earnings	<u>9,505</u>	<u>7,264</u>
Equity Investment Reserve		
As per last Account	1	1
Changes in fair value of equity instruments	(15)	-
Less: Transfer to Retained Earnings upon realisation	-	(0)
	<u>(14)</u>	<u>1</u>
Foreign Currency Translation Reserve		
As per last Account	40	97
Add:- Change during the year	(100)	(57)
	<u>(60)</u>	<u>40</u>
TOTAL	<u>9,963</u>	<u>7,838</u>

Nature of Reserves

Securities Premium

Security Premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

The General reserve is used from time to time for transfer of profits from surplus in statement of Profit and Loss for appropriation purposes.

Capital Reserve

This reserve represents the subsidy from Government and amount received upon reissue of forfeited shares and upon forfeiture of share warrants.

Equity Investment Reserve

This reserve represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net off amounts reclassified to retained earnings when those assets have been disposed off.



BAJAJ STEEL INDUSTRIES LIMITED

<u>NOTES TO THE ACCOUNTS.....</u>		<u>AS AT</u>	<u>AS AT</u>
<u>FINANCIAL LIABILITIES - NON CURRENT</u>		<u>31.03.2020</u>	<u>31.03.2019</u>
15.1	BORROWINGS		
	<u>Secured Loan</u>		
A	<u>Term Loans:</u>		
	<u>From Others</u>		
	SIEMENS FINANCIAL SERVICES PVT. LTD.:		
	Secured against hypothecation of Machines financed by them.		
	Terms of Repayment:	244	57
	` 66,25,136 /- Under 36 EMI Scheme		
	` 178,13,627 /- Under 60 EMI Scheme		
B	<u>Vehicle Loan</u>		
	From Banks:		
	ICICI Bank Ltd.	103	61
	Secured against hypothecation of vehicles financed by them.		
	Terms of Repayment:		
	` 88,31,160 /- Under 36 EMI Scheme		
	` 14,26,146 /- Under 60 EMI Scheme		
	<u>UNSECURED LOANS</u>		
	From Related Parties	3,435	3,317
		3,782	3,435
		115	37
		3,667	3,398
	Less : Current Maturity (Refer Note No. 17.2)		
15.2	OTHER FINANCIAL LIABILITIES		
	Trade Deposit	84	84
	Retention Money	9	15
	Lease Liabilities	104	-
	Other Liabilities	140	-
		337	99
16	NON CURRENT PROMSIONS		
	Provision for Employee Benefits:		
	- Gratuity	478	392
	- Leave Pay	133	110
		611	502
<u>NOTES TO THE ACCOUNTS.....</u>		<u>AS AT</u>	<u>AS AT</u>
<u>FINANCIAL LIABILITIES - CURRENT</u>		<u>31.03.2020</u>	<u>31.03.2019</u>
17.1	BORROWINGS		
	Loans Repayable on Demand		
	<u>Secured</u>		
	<u>(i) Working Capital Loans from:</u>		
	a) IDBI Bank Ltd.	803	675
	Secured by first charge on entire current assets (Present and future) of Master Batch unit of Superpack division of the Company, equitable mortgage on the building , structures and machineries situated at Company's premises at Sausar and charge on Plot Nos B12, B12/1, B/13, B13/1, B14, B14/1 at MIDC Industrial Estate, Hingna, Nagpur held in the name of a related Company and corporate guarantee of the said related Company and also by personal guarantee of a Director and C.E.O of Superpack Division of the Company.		



b) AMS Bank Limited

Secured by first charge on entire current assets of Steel Division of the Company, present & Future, collateral security by way of extension of exclusive second charge on the entire moveable and immoveable fixed assets, present and future, situated at plot No- G-108, Butibori, MIDC, Nagpur and assets acquired out of term loan-1 installed at C-108, G-6 & G-7 Hingna Nagpur and exclusive second charge on the fixed asset acquired out of term loan-2 and by personal guarantee of the Managing and Executive Director of the Company.

- Rupee Loan	1,745	1,982
- Foreign Currency Loan	-	702

(ii) Overdraft Facilities

HDFC Bank Limited	172	187
- Secured by pledge of certain Fixed Deposit Receipts		

UNSECURED

From Related Parties	460	562
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3,180	4,107
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17.2 OTHER FINANCIAL LIABILITIES

Current maturities of long-term borrowings (Refer Note No.15.1)	115	37
Interest accrued but not due on borrowings	1	1
Unclaimed Dividends	20	4
Lease Liabilities	156	20
Other Liabilities	2,386	1,903
	2,678	1,965

18 OTHER CURRENT LIABILITIES

Advance from customers	2,772	3,434
Statutory liabilities	246	210
Other liabilities	40	21
	3,058	3,665

19 CURRENT PROVISIONS

Provision for Employee Benefits:		
- Gratuity	121	99
- Leave Pay	45	37
	166	136



20.1 REVENUE FROM OPERATIONS		
(a) Sale of products		
Finished Goods	39,914	36,725
Traded Goods	3	12
(b) Sale of Services	1,253	703
(c) Other Operating Revenue		
Scrap Sales	286	241
	<u>41,456</u>	<u>37,681</u>
<u>Details of products sold</u>		
<u>Finished Goods:</u>		
a) DR Gin	2,108	3,145
b) Bale Press Machine	5,461	4,224
c) Auto Feeder	436	528
d) Automation Parts	2,390	3,435
e) Pre Engineered Building	2,218	1,775
f) Electrical Panel	2,568	936
g) Saw Gin Equipments & Parts	14,235	6,776
h) Delinting Equipments & Parts	268	192
i) Rotary Knife Equipments & parts	-	1,545
j) Master Batches	6,018	7,726
k) Spare parts & Others	3,085	6,443
	<u>38,786</u>	<u>36,725</u>
<u>Traded Goods:</u>		
Liliput Gins	2	4
Masterbatches	0	8
	<u>3</u>	<u>12</u>
<u>Detail of sale of services:</u>		
Erection and Commissioning Charges	561	325
Income from Civil construction (Net)	36	46
Income from sale of Licences	427	218
Duty Drawback	228	115
	<u>1,253</u>	<u>703</u>
20.2 OTHER INCOME		
Interest	173	130
Income from Investments:		
Mutual Funds	-	-
Dividend :		
From a subsidiary company		
Foreign Exchange Variation (Net)		0
Profit on sale of Fixed Assets (Net)	-	
Foreign Exchange Variation (Net)	316	-
Miscellaneous Income	401	332
Provision for Doubtful debts written back	8	45
	<u>898</u>	<u>507</u>
21.1 COST OF MATERIALS CONSUMED		
(a) Steel Division		
Iron and Steel	5,935	5,743
Castings	1,722	1,762
Ball Bearings	766	534
Electricals	2,408	1,315
Pipe & Fittings	602	554
Transmission	748	601
Hydraulics	1,142	879
Others	4,995	4,945
(b) Plastic Division		
Polymers	2,550	3,362
Mineral Powders	1,318	1,399
Chemicals	743	877
	<u>22,930</u>	<u>21,972</u>
21.2 PURCHASES		
Liliput Gins	1	2
Masterbatches	-	3
	<u>1</u>	<u>5</u>



21.3 MANUFACTURING & PROCESSING EXPENSES		
Stores and spares consumed (indigenous)	1,743	1,243
Power & Fuel	355	302
Job work charges	634	462
Errction and Commissioning Charges	425	304
Technical Fees	575	518
Processing charges	808	911
	<u>4,540</u>	<u>3,740</u>
21.4 CHANGES IN INVENTORIES		
<u>Opening Stock :</u>		
Finished Goods	522	657
Work-in-progress	1,812	1,315
Traded Goods	0	5
	<u>2,334</u>	<u>1,978</u>
<u>Less: Closing Stock:</u>		
Finished Goods	605	522
Work-in-progress	1,379	1,812
Traded Goods	-	0
	<u>1,984</u>	<u>2,334</u>
	<u>350</u>	<u>[356]</u>
21.5 EMPLOYEE BENEFIT EXPENSES		
Salary and allowances	4,375	3,642
Directors' Remuneration	313	289
Contribution to Provident & Other Funds	116	120
Staff welfare expenses	104	85
	<u>4,908</u>	<u>4,136</u>



BAJAJ STEEL INDUSTRIES LIMITED

The disclosures required under Ind. AS-19: Employees Benefit, notified in the company's (Accounting standard) Rules, 2015 are:

Defined Contribution Plan

(` in lacs)

Contribution to Defined Contribution Plan, recognised are charged off for the year are as under:

	2019-2020	2018-2019
Employer's Contribution to Provident & Pension Fund	115.97	120.48

Defined Benefit Plan

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

a. Movement in present value of defined benefit obligation:	2019-2020		2018-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Present value of obligation at the beginning of the year	491.14	146.76	445.75	116.95
Service Cost	50.98	47.62	43.49	37.60
Interest Cost	37.89	11.25	34.36	8.94
Remeasurement - Actuarial (gains)/losses	31.68	(16.80)	0.25	(10.18)
Benefit paid	(12.08)	(11.09)	(32.71)	(6.55)
Present value of obligation at the end of the year	599.61	177.74	491.14	146.76
b. Reconciliation of fair value of assets and obligation				
Present value of obligation at the end of year	599.61	177.74	491.14	146.76
Fair Value of Plan assets as at the end of the year	-	-	-	-
Net Liability recognised in Balance Sheet	599.61	177.74	491.14	146.76
c. Amount recognised in the Statement of profit & loss under Employee Benefit Expenses				
Service Cost	50.98	47.62	43.49	37.60
Interest Cost	37.89	11.25	34.36	8.94
Expected return on plan asset	-	-	-	-
Net expenses recognised in the statement of profit and loss	88.87	58.87	77.85	46.54
d. Amount recognised in the other comprehensive income				
Return on plan assets				
Actuarial (gains)/losses arising from change in demographic assumptions				
Actuarial (gains)/losses arising from change in financial assumption	31.68	-16.80	0.25	-10.89
Actuarial (gains)/losses arising from experience adjustments	18.35	12.52	0.25	1.91
Net Expenses recognised in the other comprehensive income	31.68	-16.80	0.25	-10.89
e. The weighted-average assumption used to determine net periodic net periodic benefit cost are set out below:				
Mortality Table (L I C)	2012-14 (ultimate)	2012-14 (ultimate)	2006-08 (ultimate)	2006-08 (ultimate)
Interest rate for discounting	6.5%-6.75%	6.5%-6.75%	7.75%	7.75%
Rate of escalation in salary (per annum)	7.5% -8%	7.5% -8%	8.00%	8.00%
Weighted average duration of defined benefit obligation	3 Years	3 Years	3 Years	3 Years

the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Maturity profile of defined benefit obligation:

	Gratuity (` in lacs)	Leave Pay (` in lacs)
Within 1 year	121.37	44.97
1-2 Year	29.68	8.3
2-3 Year	21.55	8.3
3-4 Year	8.66	4.58
4-5 Year	10.48	1.79
above 5 years	407.87	109.8
	<u>599.61</u>	<u>177.74</u>



BAJAJ STEEL INDUSTRIES LIMITED

21.6 SELLING & DISTRIBUTION EXPENSES		
Freight & Other Expenses	1,007	881
Sales Commission	1,195	1,388
Royalty Expenses	216	349
Discount on sales	25	65
Sales Promotion Expenses	54	71
	<u>2,497</u>	<u>2,753</u>
 21.7 FINANCE COSTS		
Interest :		
- On Term Loans	51	11
- Fixed/Trade Deposits	3	4
- Others	707	818
Finance Cost on lease liabilities	48	-
Loan Processing & Other Financial Charges	65	151
	<u>873</u>	<u>984</u>
Less:- Related to Capital Work in Progress	5	9
	<u>868</u>	<u>975</u>
 21.8 DEPRECIATION & AMORTIZATION EXPENSES		
Depreciation relating to-		
- Property Plant & Equipments	425	382
- Intangible Assets	0	-
- Leased Assets	198	-
	<u>624</u>	<u>382</u>
 21.9 OTHER EXPENSES		
Rent	116	262
Rates and Taxes	39	52
Insurance	104	104
Travelling and Conveyance	687	485
Repairs and Maintenance :		
To Machineries	49	50
To Building	177	62
To Others	149	97
Directors' Fees	2	2
Auditors' Remuneration :		
For Statutory Audit	22	17
For Internal Audit	0	0
For Tax Audit	4	3
For Other Services	3	1
Legal & Professional Fees	214	229
Miscellaneous Expenses	620	584
Irrecoverable Balances Written off	87	274
Provision for Doubtful Debts	147	34
Items relating to previous year	12	12
Loss on sale of Fixed Assets (Net)	34	-
CSR Expenses	3	-
Impairment of Assets	-	-
Assets Written off	-	4
Foreign Exchange Variation (Net)	-	38
	<u>2469</u>	<u>2,311</u>
<u>Corporate Social Responsibility (CSR)</u>		
Particulars	<u>Amount (Rs.)</u>	<u>Amount (Rs.)</u>
	FY-2019-2020	FY-2018-2019
i) Average Net profit of the Company for last three Financial year	673	(32)
ii) Prescribed CSR expenditure (2% of the (i) above)	13	-
iii) CSR expenditure spent	3	-
 22 TAX EXPENSES		
<u>Current tax</u>		
Income Tax	682	435
Tax Adjustments	30	1
	<u>712</u>	<u>436</u>
<u>Deferred Tax</u>		
Deferred Tax	90	464
	<u>802</u>	<u>900</u>



BAJAJ STEEL INDUSTRIES LIMITED

NOTES TO THE ACCOUNTS.....

23 EARNINGS PER SHARE

The "Earnings per share (EPS)" has been calculated as specified in IND AS-33 on "Earning per share" prescribed by Companies (Accounting Standards) Rules, 2015 and related disclosures are as below,

	2019-2020	2018-2019
For Calculating Basic and Diluted earning per share		
a) Profits attributable to equity holders of the company	2,338	1,379
b) Weighted average number of equity shares used as the denominator in calculating EPS (Nos.)- Opening	2,350,000	2,350,000
Add:- On account of Splitting of shares	<u>2,350,000</u>	<u>-</u>
	<u>4,700,000</u>	<u>2,350,000</u>
c) Basic and Diluted EPS [a/b]	49.74 (F.V.Rs. 5/-)	58.67 (F.V.Rs. 10/-)

24 COMMITMENTS AND CONTINGENCIES

a. Other Commitments

Estimated amount of contracts to be executed on credit accounts and not provided ₹144.72 Lacs (P.Y. Rs. 239.40 Lacs) advance th against 17.77 Lacs (P.Y.Rs. 38.08 Lacs).

b. Contingent liabilities

Contingent liabilities (not provided for) in respect of :- (₹ In Lacs)	2019-2020 (₹ in lacs)	2018-2019 (₹ in lacs)
a) Customs Duty	136.60	136.60
b) Sales Tax	21.04	21.04
c) Entry Tax	0.50	0.50

- 25 On the basis of physical verification of assets, as specified in Indian Accounting Standard - 36 and cash generation capacity of those assets, in the management perception, there is no impairment of such assets as appearing in the balance sheet as on 31.03.2020.
- 26 Certain Balances under Advance from Customers, Trade Payables, Capital Advances, Trade Receivables, Advance from Customers and Advances Recoverable in cash or in kind or value to be received are subject to Confirmation.

27 FINANCIAL INSTRUMENTS
27.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31st March, 2020 were as follows:

(` in Lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)		-	-	-	-	-
- Mutual Funds	10.1	-	41	-	41	41
Non Current Deposits with Banks		-	-	0	0	0
Trade Receivables	10.2	-	-	5,139	5,139	5,139
Cash & Cash Equivalents	10.3	-	-	4,023	4,023	4,023
Other Non Current Financial Assets	6.2	-	-	25	25	25
Total Financial Assets		-	41	9,420	9,461	
Financial Liabilities						
Borrowings	15.1 & 17.1	-	-	6,047	6,047	6,047
Trade Payables	0	-	-	3,042	3,042	3,042
Other financial liabilities	15.2 & 17.3	-	-	3,015	3,015	3,015
Total Financial Liabilities		-	-	12,904	12,904	

The carrying value of financial instruments by categories as on 31st March, 2019 were as follows:

(` in Lacs)

Particulars	Note Reference	Fair Value through Profit & Loss	Fair Value through OCI	Amortised Cost	Total carrying value	Total Fair Value
Financial Assets						
Investments						
- Equity Instruments (other than subsidiary, Joint ventures)		-	-	-	-	-
- Mutual Funds	10.1	-	61	-	61	61
Non Current Deposits with Banks		-	-	0	0	0
Trade Receivables	10.2	-	-	5,513	5,513	5,513
Cash & Cash Equivalents	10.3	-	-	2,799	2,799	2,799
Other Non Current Financial Assets	6.3	-	-	125	125	125
Total Financial Assets		-	61	8,437	8,499	
Financial Liabilities						
Borrowings	15.1 & 17.1	-	-	7,505	7,505	7,505
Trade Payables	10.2	-	-	4,044	4,044	4,044
Other financial liabilities	16.2 & 10.3	-	-	2,064	2,064	2,064
Total Financial Liabilities		-	-	13,613	13,613	

**Management estimations and assumptions.**

a) The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

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

(i) The fair values of the quoted shares and unquoted mutual funds are based on NAVs at the reporting date.

27.2 Fair value hierarchy

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis :

Particulars	Note Reference	Fair value measurement at end of the reporting period/year using			
		Level 1	Level 2	Level 3	Total
(₹ in Lacs)					
As on 31st March, 2020					
<u>Financial Assets</u>					
Mutual funds	10.1	41	-	-	41
Equity Instruments (other than subsidiary, Joint ventures)	-	-	-	-	-
As on 31st March, 2019					
<u>Financial Assets</u>					
Mutual funds	10.1	61	-	-	61
Equity Instruments (other than subsidiary, Joint ventures)	-	-	-	14	14

Level 1: Quoted Prices in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company's policy is to recognize transfers into and the transfers out of fair value hierarchy levels as at the end of the reporting period. There are no transfers between level 1 and level 2 during the end of the reported periods.

27.3 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to various financial risks: market risk, credit risk and liquidity risk. The company tries to foresee the unpredictable nature of financial markets and seek to minimise potential adverse impact on its financial performance. The senior management of the company oversees the management of these risks. The Audit Committee has additional oversight in the area of financial risks and controls. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.



BAJAJ STEEL INDUSTRIES LIMITED

28 CAPITAL MANAGEMENT

The following are the objectives of Capital management policy of the company:

- Safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capita

As a part of capital management strategy, the company may adjust the amount of dividends paid to shareholders, issue new shares, raise debt capital or sell assets to reduce debt. The company monitors capital basis a gearing ratio which is calculated by dividing the total borrowings by total equity. The company's strategy is to maintain a gearing ratio as possible as lower. In order to achieve this overall objective, the company ensures to meet its financial covenants attached to the interest bearing loans and borrowings. There have never been any breaches in financial covenants of any interest bearing loans and borrowings in the past and also in the current period. The Company has subdivided its Equity Share from face value of Rs. 10/- per share to Rs. 1/- per Share as on record date on 26th March, 2020.

29 RELATED PARTY TRANSACTIONS

Related parties and transactions with them as specified in the Accounting Standard-18 on "Related Party Disclosures" issued by the ICAI has been identified and given below;

- Enterprises where Control Exists: Bajaj Coneagle LLC (Wholly Owned Foreign Subsidiary)
Bajaj Steel Industries (U) Limited (Wholly Owned Foreign Subsidiary)
- Other Related parties with whom the Company had transactions:
 - Key Management personnel and their relatives:- Sri Rohit Bajaj (Chairman cum Managing Director), Sri Sunil Bajaj (Executive Director), Sri Ashish Bajaj (CEO of Superpack Division), Sri Vinod Kr. Bajaj (Director)
Dr. M.K. Sharma (Director and CEO of the Company), Sri Manish Sharma (CFO), Sri Divyanshu Vyas (Company Secretary).

Relatives :- Smt Devika Bajaj, Sri Lav Bajaj,

(b) Enterprises over which Key Management personnel and their relatives are able to exercise Significant Influence- Associated Biscuit Company Limited, Bajaj Chemoplast (I) Limited, Bajaj Trade Development Limited, Bajaj Exports Private Limited, Rohit Polytex Limited, Prosperous Finance Services Limited, Ampee Textiles Private Limited, Twinstar Plastics Private Limited, Bajaj Global Limited, Vidarbha Tradelinks Pvt. Limited, Glycosic Merchants Private Limited, Xerxes Traders Pvt. Ltd., Bajaj Marketing Services, Rohit Machines & Fabricators Limited, Gangalaxmi Agrotech Limited, Gangalaxmi Industries Ltd, Luk Technical Services Pvt Limited ,Luk Plastcon Limited, Plast Master Batches Limited, Luk Infrastructure Private Limited, Tashi India Limited, Luk Bedrocks Private Limited, Nagpur Infotech Pvt.Ltd, Bajaj Polymin Ltd., Luk Bricks Pvt. Ltd., Bajaj Polyblends Pvt. Ltd , Bajaj Superpack Ltd, Bajaj Gintech Pvt. Ltd., Bajaj Plastics Pvt. Ltd., Bajaj Reinforcement LLP, Liberson Agencies Pvt. Ltd., Ridhi Vinimay Pvt. Ltd, Sidhi Vinimay Pvt. Ltd., Gateway Towers Pvt. Limited and Bajaj Cotgin Pvt. Ltd.

Transactions with related parties:-

(₹In Lacs)

Nature of Transactions	Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence		Key Management Personnel and their relatives	
	2019-20	2018-19	2019-20	2018-19
Income-				
Rent	-	1.44	-	-
Service Charge	1.78	1.10	-	-
Sales	1,006.63	1,243.61	-	-
Consideration for Transfer of Contract	-	-	-	-
Job Work Charges	70.90	18.22	-	-
Commission	-	-	-	-
Expenses-				
Furniture Hire Charges	1.80	1.80	-	-
Interest	295.18	260.18	-	-
Jobwork Charges	92.53	85.83	-	-
Processing Charges	808.05	910.55	-	-
Purchase	903.38	169.67	-	-
Rent	261.75	233.68	-	-
Labour Supply Charges	1,880.66	1,307.19	-	-
Vehicle Expenses	78.00	13.00	-	-
Electricity & Water Charges	16.31	18.05	-	-
Remuneration	-	-	430.37	415.71
Sitting Fees	-	-	0.30	0.25
Balance at the end of the year				
Debtors	160.48	104.04	-	-
Creditors	998.85	1,027.96	-	-
Machinery Finance	252.43	-	-	-
Advances (Dr)	-	-	0.55	0.33
Advances (Cr)	-	-	2.71	-
Loan Taken	3,434.69	3,878.67	-	-
Loan Given	-	-	6.09	7.15
Investments	-	-	-	-

The table below describes the compensation to key managerial personnel:

Particulars	Year Ended 31 March, 2020	Year Ended 31 March, 2019
Short term employee benefits	402.24	388.30
Post employment benefits		
Defined contribution plan	28.13	27.41
Defined benefit plan	-	-
Other long term benefit	-	-
	<u>430.37</u>	<u>415.71</u>

NOTES TO THE ACCOUNTS

30. Segment Revenue, Results and Capital Employed

Particulars	Steel Division		Plastic Division		Total of Segments		Unallocated		Total	
	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019
Revenue - Domestic	15,909	17,361	6,087	7,765	21,996	25,126	-	-	21,996	25,126
- Export	20,357	13,063	-	-	20,357	13,063	-	-	20,357	13,063
Less: Inter-Segment Revenue	-	-	-	-	-	-	-	-	-	-
Total Revenue	36,266	30,424	6,087	7,765	42,353	38,189	-	-	42,353	38,189
Result										
Profit before Interest, Tax, Depreciation and Extra-Ordinary Items	4,637	3,185	26	443	4,663	3,628	-	-	4,663	3,628
Depn. And Extra Ordinary Items										
Less : Depreciation	622	379	2	3	624	382	-	-	624	382
Less: Impairment of Assets	-	-	-	-	-	-	-	-	-	-
Less: Interest Expenses	419	487	454	488	873	975	-	-	873	975
Add/ (Less) : Extra Ordinary Items	-	-	-	-	-	-	-	-	-	-
Provision for Taxation										
- Current Tax									682	435
- Deferred Tax									90	464
- Tax Adjustments (Incl. Tr. Through OCI)									56	(7)
Net Profit									2,338	1,379
Other Information										
Segment Assets	22,751	21,260	3,693	4,051	26,444	25,310	1,217	2,630	27,661	27,941
Segment Liabilities	12,981	14,100	3,758	3,814	16,740	17,915	1,167	2,479	17,907	20,393
Capital Expenditure	2,407	866	-	2	2,407	868	-	-	2,407	868
Depreciation	622	379	2	3	624	382	-	-	624	382

NOTES:-

Items of expenses and income, assets and liabilities (including borrowings), deferred tax assets/liabilities and advances, which are not directly attributable/identifiable/allocable to business segments are shown as unallocated.



NOTES TO THE ACCOUNTS

31) (a) The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS 21) - "Consolidated Financial Statements" issued by The Institute of Chartered Accountants of India. The subsidiaries (which along with Bajaj Steel Industries Limited, the parent, constitute the Group) considered in the preparation of these consolidated financial statements is as below, and Since the Subsidiary's accounts are not subject to audit, the unaudited financial statements have been consolidated.

Name	Country of Incorporation	Percentage of voting power as at 31st. March, 2020	Percentage of voting power as at 31st. March, 2019
Bajaj Conceale LLC	USA	100%	100%
Bajaj Steel Industries (U) Ltd.	Uganda	100%	100%

(b) Additional information as required by Paragraph 2 of the General Instructions to Schedule III of the Companies Act, 2013 for Preparation of Consolidated Financial Statements are as follows:

Name of Entities	Net Assets i.e., total assets minus total liabilities				Share in Profit & Loss			
	As % of consolidated Net assets		Amount (₹)		Amount (₹)			
	As at 31.03.2020	As at 31.03.2019	As at 31.03.2020	As at 31.03.2019	2019-20	2018-19	2018-19	
Parent - Indian company Bajaj Steel Industries Limited	89.68%	86.89%	893,337,578	680,899,161	81.06%	60.08%	191,640,860	82,384,078
Subsidiary - Foreign company Bajaj Conceale LLC	10.31%	13.10%	102,680,409	102,680,409	18.74%	39.19%	44,298,088	53,734,682
Subsidiary - Foreign company Bajaj Steel Industries (U) Limited	0.01%	0.01%	95,669	95,669	0.21%	0.73%	489,403	1,000,697
	100.00%	100.00%	996,113,656	783,675,239	100.00%	100.00%	236,428,351	137,119,457

(c) Reporting dates and reporting currency of financial statements considered in the consolidated balance sheet, consolidated profit & loss and consolidated cash flow statement :

Parent - Indian company	Reporting date	Reporting currency
Bajaj Steel Industries Limited	31st March, 2019 / 31st March, 2020	Indian Rupees
Subsidiary - Foreign company Bajaj Conceale LLC	31st March, 2019 / 31st March, 2020	USD
Bajaj Steel Industries (U) Ltd.	31st March, 2019 / 31st March, 2020	UGX



BAJAJ STEEL INDUSTRIES LIMITED

32 ASSETS SECURED FOR BORROWINGS

The carrying amounts of assets secured for current and non current borrowings is given in the following table:

Particulars	Notes	31st March, 2020	31st March, 2019
Non Current Assets			
Property, Plant and Equipments (Including CWP)		6,020	4,906
Total		6,020	4,906
Current Assets			
Trade Receivables		4,966	5,142
Cash and Cash Equivalents		2,636	1,575
Inventories		6,323	7,062
Other Current Assets		2,248	3,069
Total		16,172	16,848

33 Inventories of raw materials include obsolete and slow moving stock, cost whereof was Rs.389.05 Lacs (P.Y-271.93 lacs), being carried at estimated net realisable value of Rs. 77.81 Lacs (P.Y-Rs. 62.84 lacs). The profit for the year is lower by Rs.311.24 Lacs (P.Y. Rs.209.09 lacs) due to this.

34 In absence of adequate information relating to the suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, the Company is unable to identify such suppliers, hence the Information required under the said Act, cannot be ascertained.

35 The outbreak of Corona Virus Disease (COVID-19) has severely impacted and triggered significant disruptions to businesses worldwide, leading to an economic slowdown. Significant disruptions primarily include interruptions in production, supply chain disruptions, unavailability of personnel, closure of offices/facilities, decline in demand, liquidity and working capital issues, reduced movement of inventory, decline in selling prices, etc. The company has to the best of its abilities considered impact of COVID-19 while preparing these financial statements and accordingly reviewed the following possible effects:

i) there is no material uncertainty on the ability of the company to continue as a going concern,

ii) there is no material adjustment required to be done in the carrying amounts of the assets and liabilities as on March 31, 2020.

iii) there is no material event/circumstance happened due to COVID-19 as on the date of approval of these financial statements that require specific adjustments/disclosures in these financial statements. However, the company shall continue to closely monitor any material changes arising of future economic conditions and its impact on the business.

(Rs. in Lakhs)

	2019-2020	2018-2019
36 a) CIF Value of Imports		
Capital Goods	397	3
Raw Material	4,031	3,036
b) Earnings in Foreign Currency		
FOB Value of Exports	19,690	12,651
c) Expenditure in Foreign Currency		
Travelling & Freight Expenses	379	166
Commission	692	627
Tender Fees	1	1
Membership and Subscription	4	2
Repairs & Maintenance	1	-
Legal & Consultancy charges (Technical Fees)	705	535
Testing & Inspection	1	-
Business Promotion Expenses	8	2
Insurance & Registration Fees	6	6
Freight Expenses	5	40
Bank Charges	9	66

NOTES TO THE ACCOUNTS.....

37 The Company has decided to opt for the lower tax regime of 22% plus surcharge and cess available for corporate entities from current financial year onwards and also get exemption from payment of Minimum Alternate Tax (MAT) under the regime.

38 a) Previous year figures above are indicated in brackets.
b) Previous year figure have been regrouped/reclassified wherever found necessary.

In terms of our Report of even date attached herewith

Signature to notes 1 to 38

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Rohit Bajaj
(Managing Director)
DIN No.00511745

Sunil Bajaj
(Executive Director)
DIN No.00509786

Vinod Kr. Bajaj
(Director)
DIN No.00519541

Aditya Sethia
Partner
Membership NO.311293
UDIN:

Mahendra K. Sharma
(Director)
DIN No.00519575

Deepak Batra
(Director)
DIN No.02979363

Place: Nagpur (Camp)
Date : 27th June, 2020

(Divyanshu Vyas)
Company Secretary

(Manish Sharma)
Chief Financial Officer



BAJAJ STEEL INDUSTRIES LIMITED

Form AOC-1

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

Statement containing salient features of the Financial Statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

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

SR. NO.	PARTICULARS	NAME OF SUBSIDIARY	
		BAJAJ CONEAGLE LLC	BAJAJ STEEL INDUSTRIES (U) LTD
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	US DOLLAR Exchange Rate as on 31.03.2020: 1 US \$ = Rs. 75.75	Uganda Shillings (UGX) Exchange Rate as on 31.03.2020: 1 UGX = Rs.0.02039
3.	Share Capital	1026.80	0.96
4.	Reserves & surplus	359.58	333.26
5	Total assets	2443.17	561.85
6.	Total liabilities	2443.17	561.85
7.	Investments	Nil	Nil
8.	Turnover	4189.23	268.97
9.	Profit / (Loss) before taxation	442.98	7.13
10.	Provision for taxation	Nil	2.24
11.	Profit / (Loss) after taxation	442.98	4.89
12.	Proposed dividend	Nil	Nil
13	Extent of Shareholding (in percentage)	100%	100%

Notes:

- 1) There are no subsidiaries which are yet to commence operations.
- 2) There is no subsidiary which has been liquidated during the year.
- 3) There are no associate companies within the meaning of Section 2(6) of the Companies Act, 2013. Hence Part B is not applicable.

Place: Nagpur

Date: 27/06/2020

For VMSS & Associates
Chartered Accountant
Firm Registration No: 328952E

Rohit Bajaj
Chairman & Managing Director

Sunil Bajaj
Executive Director

Aditya Sethia
Partner
Membership no. 311293
UDIN:

Mahendra K Sharma
Whole Time Director

Manish Sharma
Chief Financial Officer

Divyanshu Vyas
Company Secretary



Advanced Humidification System



Mistral Humidification System

PRODUCTS & SERVICES

- Ginning Machines
 - Double Roller Ginning Machines
 - Single Roller Gin
 - Saw Gin
 - Rotobar Gin] in sole license with Continental Eagle Corporation, USA
- Pre Cleaners
- Raw Cotton Conveying Systems
 - Pneumatic
 - Belt
 - Central Screw Conveyor
 - Seed Cotton Trolley
- Lint Cleaners
- Lint Conveying Systems
 - Belt
 - Pneumatic 1. Direct Suction 2. Intermittent Suction
- Bucket Elevators & Rotary Screw Lifts
- Cotton seed Conveying Systems
 - Pneumatic (Seed Blowing)
 - Screw Conveyor
- Cotton Boll Openers
- Hydraulic Roll Press for Leather Washers
- Leather Roll Grooving Machine.
- Cotton Baling Presses
 - Down Packing (5 to 60 BPH)
 - Up Packing (5 to 80 BPH)
 - Horizontal
- Seed Cotton Baling Press (25 BPH)
- Building Structurals & Civil Buildings
- K House
- Electrical Panels and Accessories
- Fire Detection & Diversion System
- Dust & Waste Handling System
- Cotton Seed Delinting Plant Machinery
- Cotton Seed Decorticating Plant Machinery
- Fully Automatic Ginning Plants
- Modernization of existing plants
- Turnkey Projects
- Humidification Systems
- Bale wire ties
- High Quality Spares
- CNC Machining of parts
- Moisture meters
- Laboratory Gin
- Pre Engineered Building / Sheds
- Fire Fighting & Hydrant System
- Speciality Conveyor
- Steel Doors / Safety Doors

PRE ENGINEERED BUILDINGS



SPECIALITY CONVEYORS



INDUSTRIAL CENTRIFUGAL FANS



ELECTRICAL PANELS



FIRE FIGHTING EQUIPMENTS



SECURITY DOORS



BAJAJ STEEL INDUSTRIES LIMITED

CIN L27100MH1961PLC011936 | GST NO. : 27AAACB5340H1ZY

Plot No. C-108, MIDC Industrial Area, Hingna, Nagpur - 440028 (MH) India.

Tel. : +91-07104-238101-20, Fax : +91-07104- 237067

E-mail : bsi@bajajngp.com Web : www.bajajngp.com

AN ISO 9001 : 2015, 14001 : 2015 & OHSAS 45001 : 2018 CERTIFIED COMPANY



BAJAJ CONEAGLE LLC

