



# GLOSTER LIMITED

(Formerly Kettlewell Bullen & Company Limited)

21, Strand Road, Kolkata-700 001 (India)

Phone : +91 (33) 2230-9601 (4 Lines), Fax : +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web : www.glosterjute.com  
CIN: L17100WB1923PLC004628

Ref: GL/AA/2020-2021/0233  
July 28, 2020

<b>The Secretary</b> <b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Mumbai- 400001</b> <b><u>Scrip Code - 542351</u></b>	<b>The Secretary</b> <b>The Calcutta Stock Exchange Ltd.</b> <b>7, Lyons Range</b> <b>Kolkata 700 001</b>  <b><u>Scrip Code 17435</u></b>
---	--

Dear Sir,

**Re: Audited Financial Results for the year ended 31<sup>st</sup> March 2020**

In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, enclosed please find enclosed herewith a copy of Audited Financial Results of the Company for the year ended 31<sup>st</sup> March 2020 approved by the Board of Directors in its meeting held on 28<sup>th</sup> July, 2020, along with Auditors Report.

The meeting concluded at 3.15 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,  
**For GLOSTER LIMITED**

**Manager Finance & Company Secretary**

# Price Waterhouse & Co Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT To the Board of Directors of Gloster Limited Report on the Audit of Standalone Financial Results

### Opinion

1. We have audited the standalone annual financial results of Gloster Limited (hereinafter referred to as the 'Company') for the year ended March 31, 2020 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:
  - (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - (ii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with the National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 9 to the standalone financial results and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Company for the year ended March 31, 2020 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Results' 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

### Emphasis of Matter

4. Note 7 to the standalone financial results which explains the uncertainties and the management's assessment of the financial impact due to the lock-downs and other restrictions and conditions related to the COVID-19 pandemic situation, for which a definitive assessment of the impact of the events in the subsequent period on the balance sheet as of the year end is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.



Price Waterhouse & Co Chartered Accountants LLP, 56 & 57, Block DN, Ground Floor, 'A' Wing, Sector V  
Salt Lake, Kolkata - 700091, India  
T: +91 (33) 44001111 / 44662000, F: +91 (33) 44043065

Registered office and Head office: Plot No. Y-14, Block EP, Sector V, Salt Lake Electronic Complex, Bkhan Nagar, Kolkata 700 001

Price Waterhouse & Co. (a Partnership Firm) converted into Price Waterhouse & Co Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no. LLPIN AAC-4362) with effect from July 7, 2014. Post its conversion to Price Waterhouse & Co Chartered Accountants LLP, its ICAI registration number is 304026E/E-300009 (ICAI registration number before conversion was 304026E)

# Price Waterhouse & Co Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT  
To the Board of Directors of Gloster Limited  
Report on the Standalone Financial Results  
Page 2 of 3

## Board of Directors' Responsibilities for the Standalone Financial Results

5. These Standalone financial results have been prepared on the basis of the standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company and the standalone statement of assets and liabilities and the standalone statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder read with the National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 9 to the standalone financial results and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the standalone financial results by the Directors of the Company, as aforesaid.
6. In preparing the standalone financial results, the Board of Directors of the Company are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

## Auditor's Responsibilities for the Audit of the Standalone Financial Results

8. Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal



# Price Waterhouse & Co Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT  
To the Board of Directors of Gloster Limited  
Report on the Standalone Financial Results  
Page 3 of 3


financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 12 below).

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.
10. We communicate with those charged with governance of the Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## Other Matters

11. The standalone financial results include the results for the quarter ended March 31, 2020, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which are neither subject to limited review nor audited by us.
12. The standalone annual financial results dealt with by this report has been prepared for the express purpose of filing with Stock Exchanges. These results are based on and should be read with the audited standalone financial statements of the Company for the year ended March 31, 2020 on which we issued an unmodified audit opinion vide our report dated July 28, 2020.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number: 304026E/E-300009  
Chartered Accountants

  
Sunit Kumar Basu  
Partner  
Membership Number: 055000

UDIN: 20055000AAAEL1012  
Place: Hyderabad  
Date: July 28, 2020

GLOSTER LIMITED

Regd. Office: 21, Strand Road, Kolkata - 700 001  
 Phone: +91(33)2230-9601 (4 lines), Fax: +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web: www.glosterjute.com  
 CIN: L17100WB1923PLC004628

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2020

Sr. No.	Particulars	(Rs. in lakhs)				
		Quarter Ended			Year Ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
	Unaudited	Unaudited	Unaudited	Audited	Audited	
1	Income					
a	Revenue from Operations	11,271	13,242	13,272	49,491	50,138
b	Other Income	162	211	492	1,025	1,613
	<b>Total Income</b>	<b>11,433</b>	<b>13,453</b>	<b>13,764</b>	<b>50,516</b>	<b>51,751</b>
2	Expenses					
a	Cost of materials consumed	6,438	6,455	6,085	26,204	23,931
b	Changes in inventories of Finished Goods, Semi-Finished Goods and Work-in-Progress	(1,293)	115	1,178	(1,557)	590
c	Employee Benefit Expenses	2,145	2,263	1,824	8,959	8,641
d	Finance Costs	101	113	41	289	141
e	Depreciation and Amortisation Expenses	788	783	779	3,115	3,092
f	Other Expenses	2,523	2,245	2,421	9,194	8,592
	<b>Total Expenses</b>	<b>10,702</b>	<b>11,974</b>	<b>12,328</b>	<b>46,204</b>	<b>44,987</b>
3	<b>Profit before Exceptional Item and Tax ( 1 - 2 )</b>	<b>731</b>	<b>1,479</b>	<b>1,436</b>	<b>4,312</b>	<b>6,764</b>
4	Exceptional Item	-	-	-	1,500	-
5	<b>Profit before Tax ( 3 - 4 )</b>	<b>731</b>	<b>1,479</b>	<b>1,436</b>	<b>2,812</b>	<b>6,764</b>
6	Tax Expense:					
	- Current Tax	72	234	297	388	1,483
	- Deferred Tax	104	301	475	495	866
	<b>Total Tax Expense</b>	<b>176</b>	<b>535</b>	<b>772</b>	<b>883</b>	<b>2,349</b>
7	<b>Profit for the period ( 5 - 6 )</b>	<b>555</b>	<b>944</b>	<b>664</b>	<b>1,929</b>	<b>4,415</b>
8	<b>Other comprehensive income/(loss)</b>					
	<b>Items that will not be reclassified to Statement of profit or loss</b>					
	Re-measurements of post-employment benefit obligations	(600)	(5)	283	(616)	277
	Changes in fair value of FVOCI equity Instruments	(1,451)	103	(703)	(2,298)	(931)
	Income tax relating to these items	321	(14)	52	388	63
	<b>Other comprehensive income/(loss) for the period (net of tax)</b>	<b>(1,730)</b>	<b>84</b>	<b>(368)</b>	<b>(2,526)</b>	<b>(591)</b>
9	<b>Total comprehensive Income for the period ( 7 + 8 )</b>	<b>(1,175)</b>	<b>1,028</b>	<b>296</b>	<b>(597)</b>	<b>3,824</b>
10	Paid-up equity share capital (Face value Rs 10/- each)	547	547	547	547	547
11	Other Equity	-	-	-	92,139	93,395
12	Earnings per share (of Rs.10/- each):					
	(a) Basic (Rs.)	10.15	17.26	12.15	35.27	80.70
	(b) Diluted (Rs.)	10.15	17.26	12.15	35.27	80.70



**AUDITED STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2020**

(Rs. in lakhs)

Sr. No.	Particulars	As at 31.03.2020 Audited	As at 31.03.2019 Audited
I	<b>ASSETS</b>		
1	<b>Non-current assets</b>		
	Property, plant and equipment	30,872	30,292
	Capital work in progress	1,222	598
	Goodwill	24,581	26,248
	Other intangible assets	6,940	7,408
	Investments in subsidiaries	2,322	1,042
	<b>Financial assets</b>		
	(i) Investments	9,181	9,857
	(ii) Loans	148	118
	(iii) Other financial assets	886	-
	Other non-current assets	648	277
	<b>Total non-current assets</b>	<b>76,800</b>	<b>75,840</b>
2	<b>Current assets</b>		
	Inventories	11,614	9,541
	<b>Financial assets</b>		
	(i) Investments	2,126	7,166
	(ii) Trade receivables	2,894	3,376
	(iii) Cash and cash equivalents	2,688	445
	(iv) Bank balances other than (iii) above	24	26
	(v) Loans	6,090	4,965
	(vi) Other financial assets	85	279
	Current tax assets (net)	3,649	3,421
	Other current assets	852	391
	<b>Total current assets</b>	<b>30,022</b>	<b>29,610</b>
	<b>Total assets</b>	<b>1,06,822</b>	<b>1,05,450</b>
II	<b>EQUITY AND LIABILITIES</b>		
1	<b>Equity</b>		
	Equity share capital	547	547
	Other equity	92,139	93,395
	<b>Total equity</b>	<b>92,686</b>	<b>93,942</b>
2	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	<b>Financial liabilities</b>		
	Borrowings	120	170
	Provisions	1,603	499
	Deferred tax liabilities (net)	4,824	4,717
	Other non-current liabilities	238	230
	<b>Total non-current liabilities</b>	<b>6,785</b>	<b>5,616</b>
	<b>Current liabilities</b>		
	<b>Financial liabilities</b>		
	(i) Borrowings	2,622	2,256
	(ii) Trade payables		
	a) Total outstanding dues of Micro and Small Enterprises	3	1
	b) Total outstanding dues of creditors other than Micro and Small Enterprises	983	672
	(iii) Other financial liabilities	1,573	1,315
	Other current liabilities	1,548	1,011
	Provisions	136	114
	Current tax liabilities (net)	486	523
	<b>Total current liabilities</b>	<b>7,351</b>	<b>5,892</b>
	<b>Total liabilities</b>	<b>14,136</b>	<b>11,508</b>
	<b>Total equity and liabilities</b>	<b>1,06,822</b>	<b>1,05,450</b>



**AUDITED STANDALONE STATEMENT OF CASH FLOW AS AT 31ST MARCH, 2020**

Sr. No.	Particulars	(Rs. in lakhs)	
		As at 31.03.2020 Audited	As at 31.03.2019 Audited
(A)	<b>Cash flows from operating activities:</b>		
	Profit before tax	2,812	6,764
	Adjustments for:		
	Depreciation and amortisation expense	3,115	3,092
	Interest and finance charges	289	141
	Net (gain)/loss on disposal of property, plant and equipment (PPE)	(38)	(14)
	Net gains/(losses) on fair value changes on Investments classified at	-	(153)
	Net gain on sale of investments	(213)	(178)
	Fair value losses on derivatives not designated as hedges	-	(24)
	Interest Receivable written off	109	-
	Intercorporate Deposit written off	1,500	-
	Unrealised Foreign Exchange Loss/(Gain) (Net)	65	-
	Provision no longer required written back	(12)	(124)
	Interest income classified as investing cash flows	(528)	(714)
	Dividend Income	(104)	(60)
	<b>Operating profit before changes in operating assets and liabilities</b>	<b>6,995</b>	<b>8,730</b>
	Adjustments for:		
	Non-Current/Current financial and other assets	(65)	(2,465)
	Inventories	(2,073)	(792)
	Non-current/ current financial and other liabilities/provisions	1,371	228
	(Increase) / decrease in other financial assets	(795)	(90)
	<b>Cash generated from operations</b>	<b>5,433</b>	<b>5,611</b>
	Income taxes paid (net)	(653)	(1,789)
	<b>Net cash inflow / (outflow) from operating activities</b>	<b>4,780</b>	<b>3,822</b>
(B)	<b>Cash flows from investing activities:</b>		
	Proceeds from disposal of property, plant and equipment	69	39
	Payments for acquisition of property, plant and equipment/ intangible assets	(2,384)	(1,341)
	Intercorporate Deposit (net)	23	-
	Loan to Subsidiary Company	(2,620)	-
	Purchase of other non-current Investments (net)	(1,409)	(1,431)
	Sale / (Purchase) of other current Investments (net)	5,040	(1,972)
	Acquisition of a subsidiary	(1,280)	-
	Interest received	523	576
	Dividend received	104	60
	<b>Net cash inflow / (outflow) from investing activities</b>	<b>(1,934)</b>	<b>(4,069)</b>
(C)	<b>Cash flows from financing activities:</b>		
	Repayment of long-term borrowings	(118)	87
	Proceeds from long-term borrowings	99	41
	Short-term borrowings - receipts / (payments)	366	708
	Interest paid	(235)	(88)
	Other borrowing costs paid	(53)	(52)
	Dividend paid Inclusive of Dividend Distribution Tax	(662)	(659)
	<b>Net cash inflow / (outflow) from financing activities</b>	<b>(603)</b>	<b>37</b>
	<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>2,243</b>	<b>(210)</b>
	Cash and cash equivalents- Opening Balance	445	655
	<b>Cash and cash equivalents - Closing Balance</b>	<b>2,688</b>	<b>445</b>



Notes :

- 1 The above financial results have been reviewed by the Audit Committee and were approved by the Board of Directors at their respective meetings held on 28th July, 2020.
- 2 The Board has recommended a dividend of 150% i.e. Rs.15/- per equity share for the year ended 31st March, 2020. The payment is subject to approval of the shareholders at the ensuing Annual General Meeting.
- 3 Effective 1st April, 2019, Ind AS 116 "Leases" has been adopted and this adoption did not have any material impact on the financial results for the quarter and year ended 31st March, 2020.
- 4 The Company is engaged in business of manufacturing jute goods and is managed organizationally as a single business segment. Accordingly, the Company has a single primary reporting segment as envisaged in Ind AS-108 on "Segment Reporting".
- 5 The National Company Law Tribunal, Kolkata Bench vide its order dated 27th September, 2019, certified copy received on 17th October, 2019, has approved the terms of the Resolution Plan submitted by the Company, to acquire Fort Gloster Industries Limited pursuant to Corporate Insolvency Resolution Process, under the Insolvency & Bankruptcy Code 2016. The said order is sub-judice before National Company Law Appellate Tribunal and therefore pending implementation of the plan, there is no impact on the financial results for the quarter and year ended 31st March, 2020.
- 6 The National Company Law Tribunal, Kolkata Bench vide its order dated 4th July 2019 has approved the terms of the Resolution Plan submitted by the Company, to acquire Network Industries Limited pursuant to Corporate Insolvency Resolution Process, under the Insolvency & Bankruptcy Code 2016 and the said Resolution Plan has been implemented.
- 7 The spread of COVID-19 has severely impacted businesses due to lock-down, disruptions in supply chain, transportations, travel bans, etc. The Company is in the business of manufacturing jute & allied products and jute is a labour intensive industry. Despite manpower availability constraints the company is trying to run the operations in the most efficient manner taking all precautions in view of the COVID - 19 pandemic. The mill of the company has already started operations, however it will take few months before the operations become normal. The supply chain is gradually returning to normalcy with states relaxing movement of goods. The Company is well positioned to fulfill its business obligations and does not foresee any major liquidity crunch for regular day-to-day operations.

The Company has made a detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets comprising Property, Plant and Equipment, Intangible assets, Trade Receivables, Inventory and Investments at the balance sheet date, and has concluded that there are no material adjustments required in the financial statements.

Management believes that it has taken into account all the possible impact of known events arising from COVID 19 pandemic in the preparation of the financial statements. However, the impact of assessment of COVID 19 is a continuous process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions.

- 8 The exceptional item pertains to the charge on account of certain Inter Corporate Deposit being written off by the Company.
- 9 The Company has continued to amortise Goodwill acquired on account of amalgamation as per National Company Law Tribunal, Kolkata ("NCLT") order dated 19 January 2018 on the basis of useful life estimated by the management.
- 10 In respect of the standalone financial results, figures of quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between audited figures of respective financial year and the year to date figure up to the third quarter ended 31st December, 2019 & 31st December, 2018.
- 11 Cyclone "Amphan" had hit West Bengal on 20th May, 2020 causing damage to properties and stocks at manufacturing units of the Company. However there is coverage of insurance for the stocks / properties damaged.
- 12 Previous period's / year's figures have been regrouped / re-arranged, wherever necessary, to conform to the current period's / year's presentation.

Place: Kolkata  
Dated : 28th July, 2020

By Order of the Board  
  
Executive Chairman





# Price Waterhouse & Co Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

### To the Board of Directors of Gloster Limited Report on the Audit of Consolidated Financial Results

#### Opinion

1. We have audited the consolidated annual financial results of Gloster Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), (Refer note 1 to the consolidated annual financial results) for the year ended March 31, 2020 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results of the subsidiaries the aforesaid consolidated financial results:
  - (i) include the annual financial results of the following entities (Gloster Lifestyle Limited, Gloster Specialities Limited, Gloster Nuvo Limited and Network Industries Limited) (Also, refer Note 1 to the consolidated financial results);
  - (ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
  - (iii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with the National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 10 to the consolidated financial results and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group, for the year ended March 31, 2020 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Results' section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

4. Note 8 to the consolidated financial results which explains the uncertainties and the management's assessment of the financial impact due to the lock-downs and other restrictions and conditions related to the COVID-19 pandemic situation, for which a definitive assessment of the impact of the events in the subsequent period on the balance sheet as of the year end is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

Price Waterhouse & Co Chartered Accountants LLP, 56 & 57, Block DN, Ground  
Salt Lake, Kolkata - 700091, India

T: +91 (33) 44001111 / 44662000, F: +91 (33) 44043065

Registered office and Head office: Plot No. Y-14, Block EP, Sector V, Salt Lake Electronic Complex, Bidhan Nagar, Kolkata 700 091

Price Waterhouse & Co. (a Partnership Firm) converted into Price Waterhouse & Co Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-4382) with effect from July 7, 2014. Post its conversion to Price Waterhouse & Co Chartered Accountants LLP, its ICAI registration number is 304026E/E-300009 (ICAI registration number before conversion was 304026E)



# Price Waterhouse & Co Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT  
To the Board of Directors of Gloster Limited  
Report on the Consolidated Financial Results  
Page 2 of 4

## Board of Directors' Responsibilities for the Consolidated Financial Results

5. These Consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group and the consolidated statement of assets and liabilities and the consolidated statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder read with the National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 10 to the consolidated financial results and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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 results by the Directors of the Holding Company, as aforesaid.
6. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
7. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

## Auditor's Responsibilities for the Audit of the Consolidated Financial Results

8. Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



# Price Waterhouse & Co Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT  
To the Board of Directors of Gloster Limited  
Report on the Consolidated Financial Results  
Page 3 of 4

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 16 below.)
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
10. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
11. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

## Other Matters

12. We did not audit the financial statements / financial information of three subsidiaries included in the consolidated financial results, whose financial statements / financial information reflect total assets of Rs. 5,187 lacs and net assets of Rs. 2,565 lacs as at March 31, 2020, total income of Rs. 86 lacs, total net profit after tax of Rs. 31 lacs and total comprehensive income of Rs. 17 lacs for the for the year ended March 31, 2020 and cash flows (net) of Rs. 2 lacs for the year ended March 31, 2020, as considered in the consolidated financial results. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.



# Price Waterhouse & Co Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT  
To the Board of Directors of Gloster Limited  
Report on the Consolidated Financial Results  
Page 4 of 4

13. The consolidated financial results includes the unaudited financial information of one subsidiary, whose financial information reflect total assets of Rs. 197 lacs and net assets of Rs. 197 lacs as at March 31, 2020, total income of Rs. 0.40 lacs, total net loss after tax of Rs. 3 lacs, and total comprehensive loss of Rs. 3 lacs for the year ended March 31, 2020, and cash flows (net) of Rs. 2 lacs for the year ended March 31, 2020, as considered in the consolidated financial results. These financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.
14. Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors.
15. The consolidated financial results include the results for the quarter ended March 31, 2020 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which are neither subject to limited review nor audited by us.
16. The consolidated annual financial results dealt with by this report have been prepared for the express purpose of filing with Stock Exchanges. These results are based on and should be read with the audited consolidated financial statements of the Group for the year ended March 31, 2020 on which we have issued an unmodified audit opinion vide our report dated July 28, 2020.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration Number: 304026E/E-300009  
Chartered Accountants



Sunit Kumar Basu  
Partner  
Membership Number: 055000

UDIN: 20055000AAAEM5578  
Place: Hyderabad  
Date: July 28, 2020

**GLOSTER LIMITED**

Regd. Office: 21, Strand Road, Kolkata - 700 001

Phone: +91(33)2230-9601 (4 lines), Fax: +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web: www.glosterjute.com

CIN: L17100WB1923PLC004628

**STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2020**

(Rs. in lakhs)

Sr No	Particulars	Quarter Ended			Year Ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	<b>Income</b>					
a	Revenue from Operations	11,271	13,242	13,272	49,491	50,138
b	Other Income	180	229	519	1,111	1,708
	<b>Total Income</b>	<b>11,451</b>	<b>13,471</b>	<b>13,791</b>	<b>50,602</b>	<b>51,846</b>
2	<b>Expenses</b>					
a	Cost of materials consumed	6,438	6,455	6,085	26,204	23,931
b	Changes in Inventories of Finished Goods, Semi-Finished Goods and Work-In-Progress	(1,293)	115	1,178	(1,557)	590
c	Employee Benefit Expenses	2,145	2,263	1,824	8,959	8,641
d	Finance Costs	100	113	41	288	141
e	Depreciation and Amortisation Expenses	794	783	779	3,121	3,092
f	Other Expenses	2,552	2,246	2,424	9,225	8,597
	<b>Total Expenses</b>	<b>10,736</b>	<b>11,975</b>	<b>12,331</b>	<b>46,240</b>	<b>44,992</b>
3	<b>Profit before Exceptional Item and Tax ( 1 - 2 )</b>	<b>715</b>	<b>1,496</b>	<b>1,460</b>	<b>4,362</b>	<b>6,854</b>
4	Exceptional Item	-	-	-	1,500	-
5	<b>Profit before Tax ( 3 - 4 )</b>	<b>715</b>	<b>1,496</b>	<b>1,460</b>	<b>2,862</b>	<b>6,854</b>
6	<b>Tax Expense:</b>					
	- Current Tax	78	231	302	406	1,501
	- Deferred Tax	95	304	473	499	858
	<b>Total Tax Expense</b>	<b>173</b>	<b>535</b>	<b>775</b>	<b>905</b>	<b>2,359</b>
7	<b>Profit for the period ( 5 - 6 )</b>	<b>542</b>	<b>961</b>	<b>685</b>	<b>1,957</b>	<b>4,495</b>
8	<b>Other comprehensive Income/(loss)</b>					
	<b>Items that will not be reclassified to Statement of profit or loss</b>					
	Re-measurements of post-employment benefit obligations	(600)	(5)	283	(616)	277
	Changes in fair value of FVOCI equity Instruments	(1,465)	93	(691)	(2,313)	(894)
	Income tax relating to these items	323	(12)	51	390	57
	<b>Other comprehensive income/(loss) for the period (net of tax)</b>	<b>(1,742)</b>	<b>76</b>	<b>(357)</b>	<b>(2,539)</b>	<b>(560)</b>
9	<b>Total comprehensive Income for the period ( 7 + 8 )</b>	<b>(1,200)</b>	<b>1,037</b>	<b>328</b>	<b>(582)</b>	<b>3,935</b>
10	Paid-up equity share capital (Face value Rs 10/- each)	547	547	547	547	547
11	Other Equity	-	-	-	92,579	93,821
12	<b>Earnings per share (of Rs.10/- each):</b>					
	(a) Basic (Rs.)	9.91	17.56	12.52	35.77	82.15
	(b) Diluted (Rs.)	9.91	17.56	12.52	35.77	82.15



**AUDITED CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2020**

(Rs. in lakhs)

Sr. No.	Particulars	As at	As at
		31.03.2020 Audited	31.03.2019 Audited
<b>I</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	Property, plant and equipment	34,560	30,292
	Capital work in progress	1,222	598
	Goodwill	24,581	26,248
	Other intangible assets	6,945	7,408
	Financial assets		
	(i) Investments	9,336	10,505
	(ii) Loans	149	118
	(iii) Other financial assets	886	-
	Other non-current assets	648	277
	<b>Total non-current assets</b>	<b>78,327</b>	<b>75,446</b>
<b>2</b>	<b>Current assets</b>		
	Inventories	11,614	9,541
	Financial assets		
	(i) Investments	2,328	7,276
	(ii) Trade receivables	2,894	3,375
	(iii) Cash and cash equivalents	2,693	447
	(iv) Bank balances other than (iii) above	1,168	532
	(v) Loans	3,620	4,965
	(vi) Other financial assets	100	465
	Current tax assets (net)	3,668	3,431
	Other current assets	852	393
	<b>Total current assets</b>	<b>28,937</b>	<b>30,425</b>
	<b>Total assets</b>	<b>1,07,264</b>	<b>1,05,871</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Equity</b>		
	Equity share capital	547	547
	Other equity	92,579	93,821
	<b>Total equity</b>	<b>93,126</b>	<b>94,368</b>
<b>2</b>	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	Financial liabilities		
	Borrowings	120	170
	Provisions	1,602	499
	Deferred tax liabilities (net)	4,820	4,711
	Other non-current liabilities	238	230
	<b>Total non-current liabilities</b>	<b>6,780</b>	<b>5,610</b>
	<b>Current liabilities</b>		
	Financial liabilities		
	(i) Borrowings	2,622	2,256
	(ii) Trade payables		
	a) Total outstanding dues of Micro and Small Enterprises	3	1
	b) Total outstanding dues of creditors other than Micro and Small Enterprises	983	672
	(iii) Other financial liabilities	1,574	1,315
	Other current liabilities	1,549	1,011
	Provisions	137	114
	Current tax liabilities (net)	490	524
	<b>Total current liabilities</b>	<b>7,358</b>	<b>5,893</b>
	<b>Total liabilities</b>	<b>14,138</b>	<b>11,503</b>
	<b>Total equity and liabilities</b>	<b>1,07,264</b>	<b>1,05,871</b>



**AUDITED CONSOLIDATED STATEMENT OF CASH FLOW AS AT 31ST MARCH, 2020**

(Rs. in lakhs)

Sr. No.	Particulars	As at	As at
		31.03.2020 Audited	31.03.2019 Audited
<b>(A)</b>	<b>Cash flows from operating activities:</b>		
	Profit before tax	2,862	6,854
	Adjustments for:		
	Depreciation and amortisation expense	3,121	3,092
	Interest and finance charges	289	141
	Net (gain)/loss on disposal of property, plant and equipment (PPE)	(38)	(14)
	Net gains/(losses) on fair value changes on Investments classified at	21	(135)
	Net gain on sale of Investments	(212)	(178)
	Fair value losses on derivatives not designated as hedges	-	(24)
	Interest Receivable written off	109	-
	Intercorporate Deposit written off	1,500	-
	Unrealised Foreign Exchange Loss/(Gain) (Net)	65	-
	Provision no longer required written back	(12)	(125)
	Interest income classified as investing cash flows	(612)	(823)
	Dividend income	(107)	(64)
	<b>Operating profit before changes in operating assets and liabilities</b>	<b>6,986</b>	<b>8,724</b>
	Adjustments for:		
	Non-Current/Current financial and other assets	(3,959)	(2,555)
	Inventories	(2,073)	(792)
	Non-current/ current financial and other liabilities/provisions	1,372	228
	(Increase) / decrease in other financial assets	(794)	(90)
	<b>Cash generated from operations</b>	<b>1,532</b>	<b>5,515</b>
	Income taxes paid (net)	(676)	(1,807)
	<b>Net cash inflow / (outflow) from operating activities</b>	<b>856</b>	<b>3,708</b>
<b>(B)</b>	<b>Cash flows from Investing activities:</b>		
	Proceeds from disposal of property, plant and equipment	69	39
	Payments for acquisition of property, plant and equipment/ Intangible assets	(2,383)	(1,341)
	Intercorporate Deposit (net)	23	-
	Decrease/(Increase) in Bank Balances other than Cash and Cash Equivalents	(442)	-
	Proceeds on disposal of non-current Investments (net)	453	6
	Purchase of other non-current Investments (net)	(1,409)	(1,432)
	Sale / (Purchase) of other current Investments (net)	4,950	(1,973)
	Interest received	627	682
	Dividend received	106	64
	<b>Net cash inflow / (outflow) from investing activities</b>	<b>1,994</b>	<b>(3,955)</b>
<b>(C)</b>	<b>Cash flows from financing activities:</b>		
	Repayment of long-term borrowings	(118)	87
	Proceeds from long-term borrowings	99	41
	Short-term borrowings - receipts / (payments)	366	708
	Interest paid	(235)	(88)
	Other borrowing costs paid	(53)	(52)
	Dividend paid Inclusive of Dividend Distribution Tax	(662)	(659)
	<b>Net cash inflow / (outflow) from financing activities</b>	<b>(603)</b>	<b>37</b>
	<b>Net Increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>2,247</b>	<b>(210)</b>
	Cash and cash equivalents- Opening Balance	446	656
	Cash and cash equivalents - Closing Balance	2,693	446

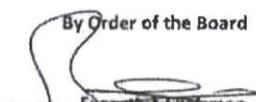


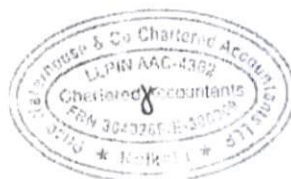
**Notes :**

- 1 The consolidated financial results include the results of Gloster Limited (the "Parent Company") and its subsidiary companies namely Gloster Lifestyle Limited, Gloster Specialities Limited, Gloster Nuvo Limited and Network Industries Limited (the parent and its subsidiaries hereinafter referred to as the "Group").
- 2 The above financial results have been reviewed by the Parent Company's Audit Committee and were approved by the Board of Directors of the Parent Company at their respective meetings held on 28th July, 2020.
- 3 The Parent Company's Board has recommended a dividend of 150% i.e. Rs. 15/- per equity share for the year ended 31st March, 2020. The payment is subject to approval of the shareholders at the ensuing Annual General Meeting.
- 4 Effective 1st April, 2019, Ind AS 116 "Leases" has been adopted and this adoption did not have any material impact on the financial results for the quarter and year ended 31st March, 2020.
- 5 The Company is engaged in business of manufacturing jute goods and is managed organizationally as a single business segment. Accordingly, it has a single primary reporting segment as envisaged in Ind AS – 108 on "Segment Reporting".
- 6 The National Company Law Tribunal, Kolkata Bench vide its order dated 27th September, 2019, certified copy received on 17th October, 2019, has approved the terms of the Resolution Plan submitted by the Company, to acquire Fort Gloster Industries Limited pursuant to Corporate Insolvency Resolution Process, under the Insolvency & Bankruptcy Code 2016. The said order is sub-judice before National Company Law Appellate Tribunal and therefore pending implementation of the plan, there is no impact on the financial results for the quarter and year ended 31st March, 2020.
- 7 The National Company Law Tribunal, Kolkata Bench vide its order dated 4th July 2019 has approved the terms of the Resolution Plan submitted by the Parent Company, to acquire Network Industries Limited pursuant to Corporate Insolvency Resolution Process, under the Insolvency & Bankruptcy Code 2016. The approved Resolution Plan has been implemented and the results of Network Industries Limited as subsidiary of the Parent Company have been included in the consolidated results of the Group.
- 8 The spread of COVID-19 has severely impacted businesses due to lock-down, disruptions in supply chain, transportations, travel bans, etc. The Company is in the business of manufacturing jute & allied products and jute is a labour intensive industry. The Group is well positioned to fulfill its business obligations and does not foresee any major liquidity crunch for regular day-to-day operations.  
  
The Group has made a detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets comprising Property, Plant and Equipment, Intangible assets, Trade Receivables, Inventory and Investments at the balance sheet date, and has concluded that there are no material adjustments required in the financial statements.  
  
Management believes that it has taken into account all the possible impact of known events arising from COVID 19 pandemic in the preparation of the financial statements. However, the impact of assessment of COVID 19 is a continuous process given the uncertainties associated with its nature and duration. The Group will continue to monitor any material changes to future economic conditions.
- 9 The exceptional item pertains to the charge on account of certain Inter Corporate Deposit being written off by the Parent Company.
- 10 The Parent Company has continued to amortise Goodwill acquired on account of amalgamation as per National Company Law Tribunal, Kolkata ("NCLT") order dated 19 January 2018 on the basis of useful life estimated by the management.
- 11 In respect of the consolidated financial results, figures of quarter ended 31st March, 2020 and 31st March, 2019 are the balancing figures between audited figures of respective financial year and the year to date figure up to the third quarter ended 31st December, 2019 & 31st December, 2018.
- 12 Cyclone "Amphan" had hit West Bengal on 20th May, 2020 causing damage to properties and stocks at manufacturing units of the Parent Company. However there is coverage of insurance for the stocks / properties damaged.
- 13 Previous period's / year's figures have been regrouped / re-arranged, wherever necessary, to conform to the current period's/year's presentation.

Place: Kolkata

Dated : 28th July, 2020

By Order of the Board  
  
Executive Chairman







# GLOSTER LIMITED

(Formerly Kettlewell Bullen & Company Limited)

21, Strand Road, Kolkata-700 001 (India)

Phone : +91 (33) 2230-9601 (4 Lines), Fax : +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web : www.glosterjute.com  
CIN: L17100WB1923PLC004628

Ref: GL/AA/2020-2021/0231  
July 28, 2020

**The Secretary**  
**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street**  
**Mumbai- 400001**  
**Scrip Code - 542351**

Dear Sir,

**Re: Declaration with respect to Financial Results for the year ended 31.03.2020**

We hereby declare that in the Audited Financial Results and the Audited Consolidated Financial Results for the financial year ended 31<sup>st</sup> March, 2020, which have been approved by the Board of Directors of the Company at their meeting held today, the Statutory Auditors have issued Audit Reports with unmodified opinion on the statements.

The above declaration is made pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

We request you to take the same on your record.

Thanking you,

Yours faithfully,  
**For GLOSTER LIMITED**

**Manager Finance & Company Secretary**